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STANDARD CHARTERED PLC

渣打集團有限公司

(Incorporated as a public limited company in England and Wales with registered number 966425)
(Stock Code: 02888)

STANDARD CHARTERED BANK

(Incorporated with limited liability in England by Royal Charter with reference number ZC 18)

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21 March 2016

ANNOUNCEMENT OF ACCEPTANCE AND RESULTS OF STANDARD CHARTERED PLC'S AND STANDARD CHARTERED BANK'S OFFERS TO REPURCHASE FOR CASH ANY AND ALL OF CERTAIN USD NOTES

On 11 March 2016, Standard Chartered PLC ("**SCPLC**" or the "**Company**" in respect of the SCPLC Notes) invited holders of its US\$400,000,000 Undated Primary Capital Floating Rate Notes (ISIN: GB0008387283), US\$300,000,000 Undated Primary Capital Floating Rate Notes (Series 2) (ISIN: XS0010826633), US\$400,000,000 Undated Primary Capital Floating Rate Notes (Series 3) (ISIN: XS0010159159) and US\$200,000,000 Undated Primary Capital Floating Rate Notes (Series 4) (ISIN: XS0010276466) (together, the "**SCPLC Notes**") to tender any and all of the SCPLC Notes for repurchase by the Company for cash (each such invitation an "**SCPLC Offer**" and together, the "**SCPLC Offers**"), subject to certain offer restrictions as contained in the section "*Offer and Distribution Restrictions*" of the Tender Offer Memorandum dated 11 March 2016 (the "**Tender Offer Memorandum**").

On 11 March 2016, Standard Chartered Bank ("**SCB**" or the "**Company**" in respect of the SCB Notes) invited holders of its US\$700,000,000 8.00% Subordinated Notes due 2031 (ISIN: XS0130337735 / US853250AA64) (CUSIP: 853250AA6) and the US\$1,000,000,000 6.40% Subordinated Notes due 2017 (ISIN: XS0323650787 / US853250AB48) (CUSIP:853250AB4) (together, the "**SCB Notes**") to tender any and all of the SCB Notes for repurchase by the Company for cash (each such invitation an "**SCB Offer**" and together, the "**SCB Offers**"), subject to certain offer restrictions as contained in the section "*Offer and Distribution Restrictions*" of the Tender Offer Memorandum. On 18 March 2016, SCB announced the

Repurchase Prices for the SCB Notes as calculated by the Dealer Managers in the manner described in the Tender Offer Memorandum.

Further to the announcement made by the Companies on 11 March 2016 and by SCB on 18 March 2016, the Companies hereby announce that the results of the Offers, including the aggregate nominal amount of each series of Notes validly tendered and not validly withdrawn by the Expiration Deadline and to be accepted for repurchase are as set out in the tables below. Each Noteholder whose Notes have been accepted for repurchase is entitled to receive on the Settlement Date, (which is expected to be 23 March 2016), the relevant Repurchase Price plus Accrued Interest in respect of such Notes.

SCPLC Notes

Description of the Notes	ISIN / CUSIP	Outstanding nominal amount	Aggregate nominal amount accepted for repurchase	Repurchase Price (for each Integral Multiple in nominal amount)	Accrued Interest (for each Integral Multiple in nominal amount)
US\$400,000,000 Undated Primary Capital Floating Rate Notes	GB0008387283	US\$43,670,000	US\$27,720,000	US\$6,000 per US\$10,000	US\$15.89 per US\$10,000
US\$300,000,000 Undated Primary Capital Floating Rate Notes (Series 2)	XS0010826633	US\$80,160,000	US\$11,430,000	US\$6,000 per US\$10,000	US\$29.69 per US\$10,000
US\$400,000,000 Undated Primary Capital Floating Rate Notes (Series 3)	XS0010159159	US\$64,460,000	US\$14,300,000	US\$6,000 per US\$10,000	US\$29.00 per US\$10,000
US\$200,000,000 Undated Primary Capital Floating Rate Notes (Series 4)	XS0010276466	US\$49,690,000	US\$24,090,000	US\$6,000 per US\$10,000	US\$17.37 per US\$10,000

The amount of Accrued Interest for each series of SCPLC Notes listed above is on the assumption that the Settlement Date occurs on 23 March 2016.

SCB Notes

Description of the Notes	ISIN / CUSIP	Outstanding nominal amount	Aggregate nominal amount accepted for repurchase	Repurchase Price (for each Integral Multiple in nominal amount)	Accrued Interest (for each Integral Multiple in nominal amount)
US\$700,000,000 8.00% Subordinated Notes due 2031	XS0130337735/ US853250AA64 (CUSIP: 853250AA6)	US\$506,720,000	US\$145,856,000	US\$1,258.47 per US\$1,000	US\$25.11 per US\$1,000
US\$1,000,000,000 6.40% Subordinated Notes due 2017	XS0323650787/ US853250AB48 (CUSIP: 853250AB4)	US\$1,000,000,000	US\$503,099,000	US\$1,063.68 per US\$1,000	US\$31.47 per US\$1,000

The amount of Accrued Interest for each series of SCB Notes listed above is on the assumption that the Settlement Date occurs on 23 March 2016.

US\$726,495,000 in aggregate nominal amount of Notes have been accepted for repurchase by the Companies pursuant to the Offers with an aggregate purchase consideration (excluding accrued interest) of US\$765,215,744.64.

Capitalised terms used in this announcement but not defined have the meanings given to them in the Tender Offer Memorandum.

For further Information, please contact:

The Dealer Managers

Barclays Capital Inc.

745 Seventh Avenue,
New York, New York 10019
United States

For information by telephone:
+1 (212) 528-7581
US Toll Free Number:
+1 (800) 438-3242
UK telephone number:
+44 20 3134 8515
Attention: Liability Management
Group
Email:
liability.management@barclays.
com

Lloyds Securities Inc.

1095 Avenue of the
Americas
New York, New York
10036
United States

For information by
telephone:
+1 (212) 827-3138
Attention: Liability
Management Group
Email:
liability.management
@lloydsbanking.com

Standard Chartered Bank

One Basinghall Avenue
London EC2V 5DD

For information by telephone:
+44 20 7885 5739
Attention: Liability
Management Group
Email:
liability_management@sc.com

The Information and Tender Agent

In London:

D.F. King Ltd.

125 Wood Street
London EC2V 7AN
United Kingdom
Telephone: +44 20 7920 9700

In Hong Kong:

D.F. King Ltd.

Suite 1601, 16/F, Central Tower
28 Queen's Road Central
Central Hong Kong
Telephone: +852 3953 7230

In New York:

D.F. King Ltd.

48 Wall Street 22nd Floor
New York, New York 10005
United States of America
Telephone: +1 212 269 5550
Call Toll Free: +1 (877) 283-0322

Email: scb@dfkingltd.com

Website: <http://sites.dfkingltd.com/scb>

As at the date of this announcement, the Board of Directors of Standard Chartered PLC comprises:

Chairman:

Sir John Wilfred Peace

Executive Directors:

Mr William Thomas Winters, CBE; Mr Andrew Nigel Halford and Mr Alun Michael Guest Rees (stepping down on 30 April 2016)

Independent Non-Executive Directors:

Mr Om Prakash Bhatt; Dr Kurt Michael Campbell; Dr Louis Chi-Yan Cheung; Mr David Philbrick Conner; Dr Byron Elmer Grote; Dr Han Seung-soo, KBE; Mrs Christine Mary Hodgson; Ms Gay Huey Evans, OBE; Mr Naguib Kheraj (Senior Independent Director); Mr Simon Jonathan Lowth and Ms Jasmine Mary Whitbread

As of the date of this announcement, the Court of Directors of Standard Chartered Bank comprises:

Chairman:

William Thomas Winters, CBE

Directors:

Tracy Jayne Clarke; Andrew Nigel Halford; Alun Michael Guest Rees and Mark Smith