

Standard Chartered Bank

**Issue of USD China Market Access Product Warrants linked to common A stock of
Nanfeng Ventilator Co Ltd scheduled to mature on 10 June 2016
under the U.S.\$15,000,000,000**

Notes, Certificates and Warrants Programme

**(to be consolidated and form a single Series with the USD China Market Access Product Warrants linked
to common A stock of Nanfeng Ventilator Co Ltd scheduled to mature on 10 June 2016 (issued on 17
June 2015))**

Any person making or intending to make an offer of the Warrants may only do so in circumstances in which no obligation arises for the Issuer or any Manager to publish a prospectus pursuant to Article 3 of the Prospectus Directive or to supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer. Neither the Issuer has authorised, nor do they authorise, the making of any offer of Warrants in any other circumstances.

“Prospectus Directive” means Directive 2003/71/EC (as amended, including by Directive 2010/73/EU) and any relevant implementing measure in a relevant Member State of the European Economic Area.

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Warrants set forth in the Base Prospectus dated 3 July 2014, as supplemented by supplements dated 13 August 2014, 27 August 2014, 23 September 2014, 17 November 2014, 4 December 2014, 18 December 2014 and 18 March 2015 which are incorporated by reference in the Base Prospectus dated 2 July, 2015. This document constitutes the Final Terms of the Warrants described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus dated 2 July, 2015 and the supplements to it dated 13 August 2014, 27 August 2014, 23 September 2014, 17 November 2014, 4 December 2014, 18 December 2014 and 18 March 2015 which (together constitute a base prospectus for the purposes of the Prospectus Directive (the “Base Prospectus”), including the Terms and Conditions of the Warrants incorporated by reference in the Base Prospectus. Full information on the Issuer and the offer of the Warrants is only available on the basis of the combination of this Final Terms and the Base Prospectus. A Summary of the Warrants (which comprises the Summary in the Base Prospectus, as completed to reflect the provisions of this Final Terms), is annexed to this Final Terms. The Base Prospectus and this Final Terms are available for viewing and copies may be obtained from the Central Bank of Ireland’s website at <http://www.centralbank.ie/regulation/securities-markets/prospectus/Pages/approvedprospectus.aspx>.

The “**Terms and Conditions**” applicable to the Warrants are the General Terms and Conditions of the Warrants as amended and/or supplemented by the relevant Product Terms specified below (in each case, as set out in the Base Prospectus), such Terms and Conditions as completed by this Final Terms, the “**Conditions**”.

- | | | |
|----|---|---|
| 1. | (i) Issuer: | Standard Chartered Bank, acting through its Specified Branch |
| | (ii) Specified Branch: | Singapore |
| 2. | (i) Series Number: | 54636945 |
| | (ii) Tranche Number: | 2 |
| | (iii) Date on which the Warrants will be consolidated and form a single Series: | The Warrants will be consolidated and form a single Series with the USD China Market Access Product Warrants linked to common A stock of Nanfeng Ventilator Co Ltd scheduled to mature on 10 June 2016 (issued on 17 June 2015) on the Issue Date |
| 3. | Specified Currency or Currencies: | USD |
| 4. | Number of Warrants being issued: | |
| | - Series: | 2,300,000 |
| | - Tranche: | 2,000,000 |
| 5. | Issue Price: | USD 2.5587 per Warrant |

6. Unit:	Warrants must be exercised in Units. Each Unit consists of 1 Warrant.
7. Minimum Transferable Number:	Not Applicable
8. Issue Date:	16 September 2015
9. Description of Warrants:	Market Access Product Warrants
10. Product Terms:	Equity and Market Access Product Terms: Applicable Market Access Product Terms: Applicable (further details specified at item 14 below)
11. Exercise Style of Warrants:	American Style
12. Type of Warrants:	Call
13. Date Board (or similar) approval for issuance of Warrants obtained:	Not Applicable

PROVISIONS RELATING TO PRODUCT TERMS

14. Equity and Market Access Product Terms:	Applicable
(i) Whether the Warrants relate to a basket of equity securities, a basket of exchange traded fund securities, a basket of depositary receipt securities, a single equity security, a single exchange traded fund security, a single depositary receipt security, (each an “ Underlying Asset ”), a basket of indices or a single index (each, an “ Index ”) and the identity of the relevant issuer(s) of the Underlying Asset(s) (each an “ Asset Issuer ”) or identity of the relevant Index/Indices and details of the relevant sponsors (each, a “ Sponsor ”):	Single Underlying Asset Common A stock of par value RMB1.00 each of Nanfeng Ventilator Co Ltd (the “ Asset Issuer ”) (Bloomberg: 300004 CH Equity), ISIN code CNE100000H36
(ii) Multiplier:	Not Applicable
(iii) Valuation Time:	Scheduled Closing Time
(iv) Disrupted Day:	Applicable
(v) Exchange:	Shenzhen Stock Exchange
(vi) Related Exchange:	All Exchanges
(vii) Potential Adjustment Events:	Applicable
(viii) De-listing, Merger Event, Nationalisation and Insolvency:	Applicable
(ix) Tender Offer:	Applicable
(x) Additional Disruption Events:	
(a) Change in Law:	Applicable
(b) Insolvency Filing:	Applicable
(c) Failure to Deliver:	Not Applicable
(d) Hedging Disruption:	Applicable
(e) Loss of Stock Borrow:	Applicable
(f) Increased Cost of Stock Borrow:	Applicable

- (g) Increased Cost of Hedging: Applicable
- (xi) ETF Fund Termination Events: Not Applicable
- (xii) Underlying Share Event: Not Applicable
- (xiii) Force Majeure Events: Applicable
- (a) Relevant Jurisdiction: As specified in paragraph 3 of the Equity and Market Access Product Terms
- (b) Additional Force Majeure Event: Not Applicable
- (c) Market Disruption Event prevails: Applicable
- (d) Relevant Adjustment Event prevails: Applicable
- (ix) Additional Provisions for Underlying Assets traded through the China Connect Service: Not Applicable
-
- (x) Trade Date: 14 September 2015

INTERIM PAYMENTS

15. Interim Payments: Applicable
- Applicable Cash Dividend Amount means the net cash dividend on one Underlying Asset, paid to a Qualified Investor entitled to receive it in respect of any single declaration of cash dividends, less the sum of (i) such cash dividend amount multiplied by the Dividend Percentage and (ii) other costs, commissions and fees incurred by a Qualified Investor in respect of such dividend amount, converted into the Specified Currency at the Exchange Rate, as determined by the Calculation Agent, the ex-dividend date for which falls during the period from and including the Issue Date to and including the earlier of (a) the Actual Exercise Date, and (b) the Expiration Date.
- If the Asset Issuer fails to deliver to a Qualified Investor entitled to receive any Applicable Cash Dividend Amount before the 10th day after the earliest of any Actual Exercise Date and the Expiration Date (the “**Applicable Cash Dividend Failure Date**”), the Warrantholders will receive no payment in respect of any such unpaid Applicable Cash Dividend Amount.
- (i) Interim Payment Date: The fifth Business Day following the date the relevant Applicable Cash Dividend Amount is received by a Qualified Investor entitled to receive it.
- (ii) Applicable Cash Dividend Failure Date: As defined above
- (iii) Dividend Percentage: 10 per cent. converted into USD using the Exchange Rate

PROVISIONS RELATING TO EXERCISE AND SETTLEMENT

16. Settlement Date: In relation to an Actual Exercise Date, the fifth Business Day following the last day of the Final Execution Period.
17. Exercise Date: Not Applicable
18. (i) Exercise Period: The Exercise Period in respect of the Warrants is from (but excluding) the Issue Date to (and including) 10 June 2016, or if 10 June 2016 is not an Exercise Business Day, the immediately succeeding Exercise Business Day
- (ii) Potential Exercise Dates: Not Applicable

19. Automatic Exercise in the case of American Style Warrants or Bermudan Style Warrants: Applicable
20. Minimum Exercise Number: 100 and Warrants may only be exercised in integral multiples of 100 Warrants in excess thereof
21. Maximum Exercise Number: The number of Warrants outstanding

TYPE OF SETTLEMENT

22. Type of Settlement:
- (i) Whether settlement of the Warrants will be by (a) Cash Settlement, (b) Physical Delivery or (c) Cash Settlement and/or Physical Delivery and whether Variation of Settlement applies: Cash Settlement
- (ii) Variation of Settlement: Not Applicable
- (iii) Cash Settlement:
- (a) Settlement Amount: Specified Percentage x (Reference Price / Exchange Rate) – Strike Price
- (b) Strike Price: USD0.000001
- (c) Execution Cost: Not Applicable
- (d) Averaging: Averaging does not apply to the Warrants
- (e) Valuation Date: Actual Exercise Date
- (f) Reference Price: An amount denominated in the Local Currency determined by the Calculation Agent being the volume weighted average execution price actually received by the Issuer and/or its Affiliates on the Valuation Date or during the Final Execution Period, less Cost.
- “**Final Execution Period**” means the period from (and including) the Valuation Date to (and including) the earliest date by which the Issuer and/or its Affiliates could complete the sale of the required number of Underlying Assets or as determined by the Calculation Agent.
- “**Cost**” means any tax, duties, costs, commissions and other fees that would have been incurred by the Issuer and/or its Affiliates had it made such a sale.
- (g) Exchange Rate: The currency exchange rate as determined by the Calculation Agent at the relevant time in good faith and in a commercially reasonable manner to convert one unit of USD into CNY.
- (h) Specified Percentage: 99.00 per cent.
- (iv) Physical Delivery Provisions: Not Applicable

PAYMENTS

23. Financial Centre(s): Not Applicable

GENERAL PROVISIONS APPLICABLE TO THE WARRANTS

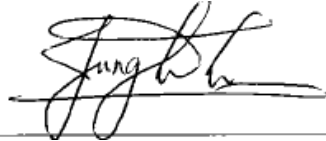
24. Form of Warrants: Registered Form: Unitary Global W&C Security. The Warrants are eligible for sale in the United States to QIBs.
25. Calculation Agent: Standard Chartered Bank of 8 Marina Boulevard, #27-01 Marina Bay Financial Centre Tower 1, Singapore 018981
26. Business Centre(s): Shenzhen and New York
27. Additional Provisions for Use with an Indian Underlying Asset/Index: Not Applicable
28. Additional Provisions for Use with a Taiwan Underlying Asset/Index: Not Applicable

- | | | |
|-----|---|----------------|
| 29. | Additional Provisions for Other Jurisdictions: | Not Applicable |
| 30. | Correction Period for the purpose of Correction Condition 17: | At any time |

The Issuer accepts responsibility for the information contained in this Final Terms. Information has been extracted from information that is publicly available. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published by the Asset Issuer or otherwise, no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of the Issuer:

Signed on behalf of the Issuer:



By:

By:

Duly authorised

Duly authorised

PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING

- (i) Listing: Irish Stock Exchange plc
- (ii) Admission to trading: Application has been made to the Irish Stock Exchange plc for the Warrants to be admitted to the Official List and to trading on the Main Securities Market with effect from on or about the Issue Date.
- (iii) Estimate of total expenses related to admission to trading: Not Applicable

2. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

So far as the Issuer is aware, no person involved in the issue of the Warrants has an interest material to the offer.

3. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (i) Reasons for the offer: The net proceeds from each issue of Warrants will be applied by the Issuer for general funding purposes.
- (ii) Estimated net proceeds: USD 5,117,400.00
- (iii) Estimated total expenses: EUR 1,000.00

4. PERFORMANCE OF EQUITY SECURITIES, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE EQUITY SECURITIES (EQUITY LINKED WARRANTS ONLY)

See item 14 of Part A of this Final Terms for details relating to the Equity Securities.

Pricing information of the Underlying Asset can be accessed by visiting its website at <http://www.ntfan.com> or the Exchange's website at <http://www.szse.cn>.

The Issuer does not intend to provide post-issuance information.

5. OPERATIONAL INFORMATION

- (i) ISIN Code: GB00BZ0Y6W00
- (ii) Common Code: 124852501
- (iii) Applicable code under any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme: Not Applicable
- (iv) Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable
- (v) Cut-off Time for any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, société anonyme: Not Applicable
- (vi) Delivery: Delivery against payment
- (vii) Names and addresses of additional Warrant Agent(s) (if any): Not Applicable

6. DISTRIBUTION

- (i) Method of distribution: Non-syndicated
- (ii) Names and addresses of any Managers: Not Applicable
- (iii) Date of Purchase Agreement: Not Applicable

SUMMARY

Section A – Introduction and warnings

Element	Title	
A.1	Introduction	<ul style="list-style-type: none"> • This summary should be read as an introduction to the Base Prospectus and the relevant Final Terms. • Any decision to invest in any Warrants should be based on a consideration of the Base Prospectus as a whole, including any documents incorporated by reference and the applicable Final Terms. • Where a claim relating to information contained in the Base Prospectus and the applicable Final Terms is brought before a court in a Member State of the European Economic Area, the plaintiff may, under the national legislation of the Member State where the claim is brought, be required to bear the costs of translating the Base Prospectus and the applicable Final Terms before the legal proceedings are initiated. • No civil liability will attach to the Issuers in any such Member State solely on the basis of this summary, including any translation hereof, unless it is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus and the applicable Final Terms or, following the implementation of the relevant provisions of Directive 2010/73/EU in the relevant Member State, it does not provide, when read together with the other parts of the Base Prospectus and the applicable Final Terms, key information (as defined in Article 2.1(s) of the Prospectus Directive) in order to aid investors when considering whether to invest in the Warrants.
A.2	Consent	Not Applicable – the Warrants may only be offered in circumstances where there is an exemption from the obligation under the Prospectus Directive to publish a prospectus (an “ Exempt Offer ”).

Section B – Issuer

Element	Title	
B.1	Legal and commercial name	Standard Chartered Bank, acting through its Singapore branch (“ SCB ”)
B.2	Domicile / legal form / legislation / country of incorporation	The Issuer was incorporated as a company in England with limited liability by Royal Charter in 1853.
B.4b	Known trends affecting the Issuer and the industries in which it operates	Not Applicable – There are no known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on the Issuer’s prospects for its current financial year.
B.5	Description of the Group	Standard Chartered PLC (“ SCPLC ”) and the subsidiaries and subsidiary undertakings of SCPLC (together the “ Group ”) is an international banking and financial services group particularly focused on the markets of Asia, Africa and the Middle East. As at 31 December, 2014, the Group had a total workforce of more than 90,000 employees across 71 markets, representing 133 nationalities. SCB is a wholly-owned indirect subsidiary of SCPLC.
B.9	Profit forecast or estimate	Not Applicable – No profit forecasts or estimates have been

Element	Title																																																				
		made in the Base Prospectus.																																																			
B.10	Qualifications to audit report	Not Applicable – No qualifications are contained in any audit report incorporated by reference in the Base Prospectus.																																																			
B.12	<p>Selected historical key financial information:</p> <p>Selected financial information of Standard Chartered Bank for the years ended 31 December, 2014 and 2013:</p> <p>The following tables summarise certain financial information of the Issuer for its financial years ended 31 December, 2014 and 31 December, 2013 and have been extracted without material adjustment from the audited consolidated financial statements of the Issuer for the financial year ended 31 December, 2014, which were prepared in accordance with International Financial Reporting Standards as adopted by the EU (“IFRS”).</p> <table border="1"> <thead> <tr> <th></th> <th style="text-align: right;">Year ended 31 December, 2014 US\$ m</th> <th style="text-align: right;">Year ended 31 December, 2013 US\$ m</th> </tr> </thead> <tbody> <tr> <td>Profit before tax</td> <td style="text-align: right;">4,147</td> <td style="text-align: right;">5,979</td> </tr> <tr> <td>Taxation</td> <td style="text-align: right;">(1,527)</td> <td style="text-align: right;">(1,869)</td> </tr> <tr> <td>Profit after taxation for the year</td> <td style="text-align: right;">2,620</td> <td style="text-align: right;">4,110</td> </tr> <tr> <td></td> <td style="text-align: right;">31 December, 2014 US\$ m</td> <td style="text-align: right;">31 December, 2013 US\$ m</td> </tr> <tr> <td>Called up share capital</td> <td style="text-align: right;">20,854</td> <td style="text-align: right;">17,754</td> </tr> <tr> <td>Reserves</td> <td style="text-align: right;">23,814</td> <td style="text-align: right;">24,335</td> </tr> <tr> <td>Shareholders' equity</td> <td style="text-align: right;">44,668</td> <td style="text-align: right;">42,089</td> </tr> <tr> <td>Non-controlling interests</td> <td style="text-align: right;">4,151</td> <td style="text-align: right;">4,000</td> </tr> <tr> <td>Subordinated liabilities</td> <td style="text-align: right;">21,362</td> <td style="text-align: right;">22,147</td> </tr> <tr> <td>Capital resources</td> <td style="text-align: right;">70,181</td> <td style="text-align: right;">68,236</td> </tr> <tr> <td></td> <td style="text-align: right;">31 December, 2014 US\$ m</td> <td style="text-align: right;">31 December, 2013 US\$ m</td> </tr> <tr> <td>Deposits from customers</td> <td style="text-align: right;">405,353</td> <td style="text-align: right;">381,066</td> </tr> <tr> <td>Deposits and balances of banks and other financial institutions</td> <td style="text-align: right;">54,301</td> <td style="text-align: right;">43,418</td> </tr> <tr> <td>Advances to customers</td> <td style="text-align: right;">284,548</td> <td style="text-align: right;">290,584</td> </tr> <tr> <td>Placements with banks and other financial institutions</td> <td style="text-align: right;">83,885</td> <td style="text-align: right;">83,701</td> </tr> <tr> <td>Total assets</td> <td style="text-align: right;">723,763</td> <td style="text-align: right;">673,678</td> </tr> </tbody> </table>		Year ended 31 December, 2014 US\$ m	Year ended 31 December, 2013 US\$ m	Profit before tax	4,147	5,979	Taxation	(1,527)	(1,869)	Profit after taxation for the year	2,620	4,110		31 December, 2014 US\$ m	31 December, 2013 US\$ m	Called up share capital	20,854	17,754	Reserves	23,814	24,335	Shareholders' equity	44,668	42,089	Non-controlling interests	4,151	4,000	Subordinated liabilities	21,362	22,147	Capital resources	70,181	68,236		31 December, 2014 US\$ m	31 December, 2013 US\$ m	Deposits from customers	405,353	381,066	Deposits and balances of banks and other financial institutions	54,301	43,418	Advances to customers	284,548	290,584	Placements with banks and other financial institutions	83,885	83,701	Total assets	723,763	673,678	
	Year ended 31 December, 2014 US\$ m	Year ended 31 December, 2013 US\$ m																																																			
Profit before tax	4,147	5,979																																																			
Taxation	(1,527)	(1,869)																																																			
Profit after taxation for the year	2,620	4,110																																																			
	31 December, 2014 US\$ m	31 December, 2013 US\$ m																																																			
Called up share capital	20,854	17,754																																																			
Reserves	23,814	24,335																																																			
Shareholders' equity	44,668	42,089																																																			
Non-controlling interests	4,151	4,000																																																			
Subordinated liabilities	21,362	22,147																																																			
Capital resources	70,181	68,236																																																			
	31 December, 2014 US\$ m	31 December, 2013 US\$ m																																																			
Deposits from customers	405,353	381,066																																																			
Deposits and balances of banks and other financial institutions	54,301	43,418																																																			
Advances to customers	284,548	290,584																																																			
Placements with banks and other financial institutions	83,885	83,701																																																			
Total assets	723,763	673,678																																																			
	Description of significant changes to financial or trading position	There has been no significant change in the financial or trading position of SCB and its subsidiaries since 31 December, 2014, the last day of the financial period in respect of which the most recent financial statements of SCB have been prepared.																																																			
	Statement of no material adverse change	There has been no material adverse change in the prospects of SCB and its subsidiaries since 31 December, 2014, the last day of the financial period in respect of which the most recently audited financial statements of SCB have been prepared.																																																			

Element	Title	
B.13	Recent events materially relevant to an evaluation of the Issuer's solvency	Not Applicable – There are no recent events particular to SCB which are to a material extent relevant to the evaluation of SCB's solvency.
B.14	Dependence upon other entities within the group	Not applicable – SCB is not dependant on any other entities within the Group
B.15	Principal activities	<p>The business of the Group, through SCB and its subsidiaries, is organised into three client segment groups, supported by five product groups across eight regions.</p> <p>Client Segment Groups</p> <p><u>Corporate & Institutional Clients</u></p> <p>Corporate & Institutional Clients offers a range of capabilities including working capital and cash management solutions, clearing, trade finance, foreign exchange and investment solutions that support business expansion.</p> <p><i>Global Corporates:</i> comprises major multinational corporations and large business groups which have sophisticated, cross-border needs requiring high levels of international service.</p> <p><i>Local Corporates:</i> typically clients with operations in three geographies or less.</p> <p><i>Financial Institutions:</i> covers Banks, Investor clients, Insurance companies, Broker Dealers, Public Sector names (including Central Banks, Sovereign Wealth Funds and Development Organisations) and other types of financial institutions.</p> <p><u>Commercial & Private Banking Clients</u></p> <p><i>Commercial Clients:</i> serves medium-sized business clients who are managed by named relationship managers, which broadly speaking implies corporate clients with sales turnover from USD10m to 100-150m.</p> <p><i>Private Banking Clients:</i> dedicated to giving high net worth clients highly personalised service, access to top-tier global and local investment managers and first-class credit and transaction banking facilities from its highly-rated commercial bank.</p> <p><u>Retail Clients</u></p> <p><i>Priority & International Clients:</i> is responsible for managing and servicing high value segment customers and delivering a distinct and differentiated customer experience to them.</p> <p><i>Personal & Preferred Clients:</i> provides banking products and services to a broader consumer market. Operating under a portfolio driven model, Personal Banking (including Preferred Banking) provides consistently high quality services through multiple and convenient channels like phone-banking, ATMs, internet, mobile and SMS banking.</p> <p><i>Business Clients:</i> serves small business clients, sole proprietors, partnerships and private companies offering solutions such as working capital, business expansion, business protection and yield enhancement.</p> <p>Product Groups</p> <p><u>Corporate Finance:</u> provides bespoke solutions in the areas of Advisory & Infrastructure Finance, Strategic Finance, Structured Trade Finance & Financing Solutions, Structured Finance and Principal Finance.</p> <p><i>Financial Markets:</i> spans FX, Rates & Credit Trading,</p>

Element	Title	
		<p>Commodities, Equities, Capital Markets and Asset & Liability Management across origination, trading, sales and structuring.</p> <p><i>Transaction Banking:</i> provides integrated working capital solutions such as Cash Management, Trade and Securities Services.</p> <p><i>Wealth Management:</i> oversees and sources Funds, Structured Products, Treasury Services and Insurance.</p> <p><i>Retail Products:</i> provides consumer banking services such as Transaction Banking, Mortgages, Credit Cards and Personal Loans.</p> <p>Regions</p> <p>The Group has a structure of eight geographic regions: Greater China, Middle East, North Africa and Pakistan ("MENAP"), The Association of South East Asian Nations ("ASEAN"), North East Asia, South Asia, Africa, Europe and The Americas.</p>
B.16	Controlling shareholders	<p>SCB's issued share capital comprises ordinary shares, all of which are owned by Standard Chartered Holdings Limited, a company incorporated in England and Wales and a wholly-owned subsidiary of SCPLC, non-cumulative irredeemable preference shares of US\$0.01 each, all of which are owned by Standard Chartered Capital Investments LLC, a company incorporated in the United States, and non-cumulative redeemable preference shares of U.S.\$5.00 each, all of which are owned by SCPLC.</p>

Section C – Securities

Element	Title	
C.1	Description of Securities/ISIN	<p>The Warrants are Market Access Product Warrants.</p> <p>The Series number is 54636945. The Tranche number is 2.</p> <p>International Securities Identification Number (ISIN) is GB00BZ0Y6W00. The Common Code is 124852501.</p> <p>The Warrants will be consolidated and form a single series with 54636945 on 16 September 2015.</p>
C.2	Currency	<p>The currency of the issue price and amounts payable under the Warrants is USD (the "Specified Currency").</p>
C.5	Restrictions on transferability	<p>Warrants will be transferable only in accordance with the rules and procedures for the time being of Euroclear and Clearstream, Luxembourg.</p> <p>Warrants will be freely transferable, subject to the offering and selling restrictions in the United States, the European Economic Area (including the United Kingdom), Hong Kong, Japan, Singapore, Malaysia, Korea, the United Arab Emirates, the Dubai International Finance Centre, Indonesia, Switzerland, South Africa, Jersey, Guernsey, Kingdom of Saudi Arabia, Kingdom of Bahrain, Qatar and the Philippines.</p>
C.8	Rights attached to the Securities, including ranking and limitations on those rights	<p>The Warrants are Market Access Product Warrants which are Call Warrants and have terms and conditions relating to, among other matters:</p> <p><i>Ranking:</i> The Warrants are direct and unsecured obligations of the Issuer and shall at all times rank <i>pari passu</i> and without any preference among themselves. The obligations of the Issuer under the Warrants shall, save for such exceptions as may be provided by applicable legislation, at all times rank</p>

Element	Title	
		<p>at least equally with all other unsecured and unsubordinated obligations of the Issuer, present and future.</p> <p><i>Taxation:</i> The relevant Warrantholder shall pay all taxes, duties and/or expenses arising in connection with any payment of the Settlement Amount in respect of a Security. The Issuer shall not be liable for or otherwise obliged to pay, and the relevant Warrantholder shall be liable for and/or pay, any tax, duty, charge, withholding or other payment whatsoever which may arise as a result of, or in connection with, the ownership, any transfer or any payment in respect of the Securities held by the Warrantholder.</p> <p><i>Negative pledge and events of default:</i> The terms of the Warrants do not contain a negative pledge provision or any events of default.</p> <p><i>Meetings:</i> The terms of the Warrants contain provisions for calling meetings of holders of such Warrants to consider matters affecting their interests generally. These provisions permit defined majorities to bind all holders, including holders who did not attend and vote at the relevant meeting and holders who voted in a manner contrary to the majority.</p> <p><i>Governing law:</i> The Warrants and any non-contractual obligations arising out or in connection with them are governed by, and shall be construed in accordance with, English law.</p>
C.11	Listing and Admission to trading	Application has been made to the Irish Stock Exchange for the Warrants to be admitted to trading on the Irish Stock Exchange.
C.15	Description of how the value of the investment is affected by the value of the underlying instrument(s)	<p>The amounts payable in respect of the Warrants are linked to the performance of the Reference Item as further described in Element C.20 below.</p> <p>Warrantholders will receive interim amounts equivalent to dividends paid in respect of the Underlying Asset and amounts paid on settlement of any Warrant will be calculated by reference to the hedging arrangements in respect of the Warrants less costs, commissions and fees and net of any withholding taxes, as further described in Element C.20 below.</p>
C.16	Exercise date/final reference date	<p>The Warrants are “American Style” Warrants and may be exercised on any exercise business day during the period from and including the Issue Date to and including 10 June 2016 or, if such day is not an exercise business day, the immediately succeeding exercise business day.</p> <p>The Warrants will be automatically exercised at expiry.</p> <p>The final reference date is as specified in Element C.18 below.</p>
C.17	Settlement procedure of derivative securities	The Warrants will be cash settled.
C.18	Return on derivative securities	<i>Interim Amounts:</i> Where a cash dividend is paid in respect of an Underlying Asset, the ex-dividend date in respect of which falls during the period from and including the issue date to and including the relevant exercise date, the Warrants entitle each holder to receive an amount in the Specified Currency equal to such cash dividend, less certain costs, commissions and fees and net of any withholding taxes, on the fifth business day following the date on which the relevant cash dividend is received by a qualified investor in the relevant jurisdiction, unless the issuer of the relevant Underlying Asset fails to deliver the relevant cash dividend before the 10th day after the relevant exercise date in respect of a Warrant, in

Element	Title							
		<p>which case, no such interim amount will be paid.</p> <p><i>Cash Settlement:</i> The Settlement Amount in respect of a Warrant shall be an amount in the Specified Currency equal to:</p> <p>Specified Percentage x (Reference Price / Exchange Rate) – Strike Price</p> <p>Where:</p> <p>Reference Price is as set out in Element C.19 below.</p> <p>Valuation Date(s): The Actual Exercise Date</p> <p><i>Specified Percentage:</i> 99.00%</p> <p><i>Strike Price:</i> USD0.000001</p> <p><i>Adjustment, disruption and force majeure events:</i> The terms and conditions of the Warrants contain provisions, as applicable, relating to events affecting Reference Item(s) and/or the hedging arrangements of the Issuer (including corporate actions and modification or cessation of any Reference Item, market disruption provisions, disruptions relating to securities trading and clearing services, restrictions relating to any hedging arrangements (including any relevant currency) or any such arrangements becoming illegal or impossible) and details of the consequences of such events. Such provisions may permit the Issuer either to require the calculation agent to determine what adjustments should be made following the occurrence of the relevant event (which may include suspension or deferment of any required valuation or payment or the substitution of a substitute reference item), to issue additional Warrants to preserve the economic effect of such event or to cancel the Warrants and to pay an amount determined by the calculation agent as representing their fair market value on such day as the calculation agent shall select.</p>						
C.19	Exercise price/final reference price of the underlying	<p><i>Reference Price:</i></p> <p>“Actual” applies: the volume weighted average execution price which the Issuer and/or any of its affiliates would have received in respect of the hedging arrangements in respect of the Warrants on or around the valuation date, less any relevant tax, costs, commissions and fees, such amount, converted into the Specified Currency at the relevant exchange rate.</p>						
C.20	Underlying	<p>The Reference Item specified under the heading “Description of Reference Item” in the Table below, being the type of Reference Item specified under the heading “Classification” in the Table below.</p> <table border="1"> <thead> <tr> <th>Description of Reference Item</th> <th>Classification</th> <th>Weighting</th> </tr> </thead> <tbody> <tr> <td>Nanfeng Ventilator Co Ltd</td> <td>An Underlying Asset which is an Equity Security</td> <td>Not Applicable</td> </tr> </tbody> </table>	Description of Reference Item	Classification	Weighting	Nanfeng Ventilator Co Ltd	An Underlying Asset which is an Equity Security	Not Applicable
Description of Reference Item	Classification	Weighting						
Nanfeng Ventilator Co Ltd	An Underlying Asset which is an Equity Security	Not Applicable						

Section D – Risks

Element	Title	
D.2	Key risks specific to the Issuer	In purchasing Warrants, investors assume the risk that the Issuer may become insolvent or otherwise be unable to make all payments due in respect of the Warrants. There is a wide

Element	Title	
		<p>range of factors which individually or together could result in the Issuer becoming unable to make all payments due in respect of the Warrants. It is not possible to identify all such factors or to determine which factors are most likely to occur, as the Issuer may not be aware of all relevant factors and certain factors which it currently deems not to be material may become material as a result of the occurrence of events outside the Issuer's control. The Issuer has identified a number of factors which could materially adversely affect its business and ability to make payments due under the Warrants. These factors include:</p> <p>Risks Relating to the Issuer's Business</p> <p><i>Expansion Risk.</i> Standard Chartered PLC together with its subsidiaries and subsidiary undertakings (the "Group") is expanding its operations, both geographically and in the scope of its operations, and this growth may represent a risk if not managed effectively.</p> <p><i>Credit Risk.</i> The Group is exposed to potential credit-related losses that can occur due to changes in credit quality and the recoverability of loans and amounts due from counterparties and such risks may have a material adverse effect on the Group's financial condition and results of operations and prospects.</p> <p><i>Liquidity Risk.</i> It is an inherent risk associated with banking operations and in relation to the Group means that the Group may not have sufficient financial resources available to meet all its obligations and commitments as they fall due, or may access them only at excessive cost.</p> <p><i>Capital Management Risk.</i> Any future change that limits the Group's ability to manage its balance sheet and capital resources effectively or to access funding on commercially acceptable terms could have a material adverse effect on the Group's regulatory capital position, its financial condition, results of operations and prospects.</p> <p><i>Legal and Regulatory Risk.</i> The Group's businesses may be affected by legal and regulatory risks, for example, loss caused by changes in applicable laws or a failure to manage regulatory risk properly which could result in administrative actions, penalties or other proceedings involving the Group which may have a material adverse effect on the Group's business and reputation and ultimately the value of Securities.</p> <p><i>Operational Risks.</i> The Group is susceptible to the risk of potential loss resulting from inadequate or failed internal processes, people and systems, or from the impact of external events, including legal risks. Any of these risks could result in a material adverse impact on the Group's ability to conduct business, its financial condition, results of operations and prospects.</p> <p>External Risks</p> <p><i>Macroeconomic risks.</i> The prevailing economic conditions in each of the markets in which the Group operates could result in an adverse impact on the Group's financial condition, results of operations and prospects.</p> <p><i>Political and economic risk.</i> The Group operates in Asia, Africa and the Middle East and some of these markets are typically more volatile and less developed economically and politically than markets in Western Europe and North America and risks to the Group's business stem from this.</p> <p><i>Competition Risk.</i> The Group is subject to significant</p>

Element	Title	
		<p>competition from local banks and many other international banks operating in the emerging markets described above and such competition may increase in some or all of the Group's principal markets and may have a material adverse effect on its financial condition, results of operations and prospects.</p> <p><i>Systemic Risk.</i> The default of any institution in the banking industry could lead to liquidity problems, losses or defaults by other institutions because the commercial soundness of many financial institutions may be closely related as a result of their credit, trading, clearing or other relationships. Such systemic risk could have a material adverse effect on the Group's ability to raise new funding and on the Group's business, financial condition, results of operations and prospects.</p> <p><i>Market Risk.</i> The Group may suffer loss of earnings or economic value due to adverse changes in financial market rates or prices. The Group's exposure to market risk arises principally from customer driven transactions. Failure to manage these risks effectively or the occurrence of unexpected events resulting in significant market dislocation could have a material adverse effect on the Group's financial condition, results of operations and prospects.</p>
D.6	Key risks regarding the Warrants	<p><i>The following risks relate generally to Warrants:</i> the risk that the Warrants represent an investment linked to the economic performance of the Reference Item; the Settlement Amount of a Series of Warrants will be determined by reference to the price, value or performance of a Reference Item or other factors; interest rate risk; foreign exchange risk; time value risk; political risks; the risk that the market price of Warrants may be influenced by many unpredictable factors; the risk that there will be a time lag between the time a Warrantheader gives instructions to exercise and the time the applicable Settlement Amount relating to such exercise is determined; risk that if a Maximum Exercise Number or a Minimum Exercise Number is specified in the applicable Final Terms, there may be limitations on the Warrantheader in relation to the exercise of the Warrants; Warrantheaders must pay all taxes, duties and/or expenses in relation to the Warrants; and that there will be no gross up of payments by the Issuer.</p> <p><i>The following risks relate to Securities which are linked to one or more Reference Items:</i> investors in Warrants could lose some or all their investment; the risk that the market price of Warrants may be influenced by many unpredictable factors; the risk that the issuer or sponsor of a reference item could take actions that may adversely affect a Warrant (e.g. merger or sale) and may not disclose all relevant information; a holder of Warrants has no rights with respect to the Reference Item; risks relating to hedging, for example, the complexities involved and that hedging activities of the relevant Issuer could adversely affect the value of a Warrant; holders of Warrants have no right to any of the Issuer's hedging profits; information about a Reference Item may not be indicative of its future performance; the risk that market disruption events or the failure of related exchanges to open [or disruptions relating to securities trading and clearing services] and any consequential valuation postponements may have an adverse effect on the value of the Warrants; the risk of Force Majeure Events occurring and the suspension of payments in respect of or the termination of the Warrants; the risk that adjustments may be made to the terms of the Warrants upon the occurrence of certain adjustment or disruption events or the Warrants may be terminated early; the increased risks associated with Warrants which are linked</p>

Element	Title	
		<p>to Reference Item involving emerging market countries; that there are potential conflicts of interest; and the risk that there may be no active trading market in the Warrants.</p> <p><i>The following risks relate to Equity and Market Access Product Warrants:</i> the risk that factors affecting the shares may adversely affect the value of the Warrants; the risk that a Warrantholder has no claim against an issuer of the shares; the risk that determinations in respect of certain events affecting the Reference Item may have an adverse effect on the value of the Warrants;</p> <p><i>The following risks relate to Market Access Product Warrants:</i> the Warrants are structured so that the economic risks and rewards of the Reference Item are passed on to Warrantholders. Such risks may affect the value of the Warrants or may result in the termination of the Warrants and include the following: currency conversion risks; currency transfer risks; the risk of it becoming impractical, illegal or impossible to deal in the relevant hedging arrangements or there being a materially increased cost of hedging; the risk of there being any other event beyond the control of the Issuer which results in it being impracticable, illegal or impossible for the Issuer to perform its obligations in respect of the Warrants or to hedge effectively its obligations under the Warrants or a material increase in the cost of so doing. Any actual exchange rate or execution price used to determine the settlement amount in respect of the Warrants may have an adverse impact on the value of the Warrants. There may be no secondary market for the Warrants. There may be political instability in the jurisdiction of a Reference Item which may adversely affect the value of the Reference Item and, therefore, the value of the Warrants.</p>
	Risk warning	In the event of the insolvency of the Issuer or if it is otherwise unable or unwilling to repay the Warrants when repayment falls due, an investor may lose all or part of his investment in the Warrants.

Section E – Offer

Element	Title	
E.2b	Use of proceeds	The net proceeds from each issue of Warrants will be applied by the Issuer for general funding purposes.
E.3	Terms and conditions of the offer	Not Applicable – The offer relating to the Securities is an Exempt Offer.
E.4	Interest of natural and legal persons involved in the issue/offer	So far as the Issuer is aware, no person involved in the issue of the Warrants has an interest material to the offer.
E.7	Expenses charged to the investor by the Issuer or an Offeror	Not Applicable – No expenses will be charged to investors by the Issuer.

Annexure

Delayed Settlement and Disruption Adjustment Terms

Delayed Settlement and Disruption
Adjustment Terms:

If any payment in CNY to/from the Issuer and/or its affiliates (each such payment, an “**Affected Hedge Payment**”) under any of the Hedge Arrangements is postponed and/or paid in another currency pursuant to its respective terms due to the occurrence of any CNY Disruption Event, then:

- (a) the payment of any affected Interest Amount, Final Redemption Amount and/or Early Redemption Amount under the Notes (each such payment, an “**Affected Note Payment**”) may be postponed by up to [35] Business Days after the date on which the relevant Affected Note Payment was scheduled to be due (each such date, a “**Relevant Payment Date**”); and
- (b) the relevant Affected Note Payment may be adjusted by the Calculation Agent to account for any Disruption Amount.

“**CNY Disruption Event**” means any one of CNY Illiquidity, CNY Non-Transferability and CNY Inconvertibility.

“**CNY Illiquidity**” means the general CNY exchange market in an Offshore CNY Centre becomes illiquid as a result of which the Issuer and/or any of its affiliates cannot obtain sufficient CNY in order to perform its obligations under the Notes, as determined by the Calculation Agent in good faith and in a commercially reasonable manner.

“**CNY Inconvertibility**” means the occurrence of any event that makes it impossible, for the Issuer and/or any of its affiliates to convert any amount of CNY as may be required to be paid by the Issuer under the Notes on a Relevant Payment Date or such other amount in CNY into or from USD as may be determined by the Calculation Agent in its sole and absolute discretion in the general CNY exchange market in each Offshore CNY Center, other than where such impossibility is due solely to the failure of that party to comply with any law, rule or regulation enacted by any CNY Governmental Authority (unless such law, rule or regulation is enacted after the Trade Date and it is impossible for the Issuer and/or any of its affiliates, due to an event beyond the control of the Issuer or the relevant affiliate, to comply with such law, rule or regulation).

“**CNY Non-Transferability**” means the occurrence in each Offshore CNY Center of any event that makes it impossible for the Issuer and/or any of its affiliates to deliver CNY (A) between accounts inside an Offshore CNY Center, (B) from an account inside an Offshore CNY Center to an account outside such Offshore CNY Center and outside Mainland China, or (C) from an account inside an Offshore CNY Center and outside Mainland China to an account inside such Offshore CNY Center, other than where such impossibility is due solely to the failure of the Issuer and/or the relevant affiliate to comply with any law, rule or regulation enacted by any CNY Governmental Authority (unless such law, rule or regulation is enacted after the Trade Date and it is impossible for the Issuer and/or any of its affiliates, due to an event beyond the control of the Issuer and/or the relevant affiliate

, to comply with such law, rule or regulation).

“CNY Governmental Authority” means any de facto or de jure government (or any agency or instrumentality thereof), court, tribunal, administrative or other governmental authority or any other entity (private or public) charged with the regulation of the financial markets (including the central bank) of the People’s Republic of China and each Offshore CNY Center.

“Mainland China” means the People’s Republic of China (excluding Hong Kong, Macau and Taiwan).

“Offshore CNY Center” means Hong Kong, Taiwan or Singapore.

“Hedge Arrangements” means any funding and/or hedging arrangements (including but not limited to any cross currency swaps, FX forwards and/or interest rate swaps) entered into by the Issuer and/or its affiliates for the purpose of the Notes.

“Disruption Amount” means the amount of the losses incurred or would be incurred by the Issuer and/or its affiliates, or the amount of gains realized or would be realized by the Issuer and/or its affiliates, in preserving its economic position in relation to the Notes, but for the occurrence of a CNY Disruption Event. The Affected Note Payment will be adjusted downwards to the extent of such losses, or adjusted upwards to the extent of such gains. Any Disruption Amount will be determined by the Calculation Agent acting in good faith and in a commercially reasonable manner.

For the purposes of these Additional Terms in this Final Terms:

“Alternate Settlement Rate” means the spot rate between CNY and the Relevant Currency determined by the Calculation Agent, taking into consideration all available information, which the Calculation Agent in good faith deems relevant (including, but not limited to, the pricing information obtained from the CNY non-deliverable market outside the PRC and/or the general CNY exchange market in the PRC.

“CNY” or **“Renminbi”** means the lawful currency of the PRC payable by transfer to a Renminbi bank account in an Offshore CNY Centre maintained in accordance with the prevailing laws and regulations.

“CNY Currency Disruption Event” means any one of CNY Illiquidity, CNY Non-Transferability and CNY Inconvertibility.

“CNY Governmental Authority” means any de facto or de jure government (or any agency or instrumentality thereof), court, tribunal, administrative or other governmental authority or any other entity (private or public) charged with the regulation of the financial markets (including the central bank) of the PRC and Hong Kong.

“CNY Illiquidity” means the general CNY exchange market in an Offshore CNY Centre becomes illiquid as a result of which the Issuer and/or any of its affiliates cannot obtain sufficient CNY in order to perform its obligations under the Notes, as determined by the Calculation Agent in good faith and in a commercially reasonable manner.

“CNY Inconvertibility” means the occurrence of any event that makes it impossible, for the Issuer and/or any of its affiliates to convert any amount of CNY as may be required to be paid by the Issuer under the Notes on a Relevant Payment Date or such other amount in CNY into or from USD as may be determined by the Calculation Agent in its sole and absolute discretion in the general CNY exchange market in Hong Kong, other than where such impossibility is due solely to the failure of that party to comply with any law, rule or regulation enacted by any CNY Governmental Authority (unless such law, rule or regulation is enacted after the Trade Date and it is impossible for the Issuer and/or any of its affiliates, due to an event beyond the control of the Issuer or the relevant affiliate, to comply with such law, rule or regulation).

“CNY Non-Transferability” means the occurrence of any event that makes it impossible for the Issuer and/or any of its affiliates to deliver CNY between accounts inside the Offshore CNY Center or from an account inside the Offshore CNY Center to an account outside the Offshore CNY Center, other than where such impossibility is due solely to the failure of the Issuer and/or the relevant affiliate to comply with any law, rule or regulation enacted by any CNY Governmental Authority (unless such law, rule or regulation is enacted after the Trade Date and it is impossible for the Issuer and/or any of its affiliates, due to an event beyond the control of the Issuer and/or the relevant affiliate, to comply with such law, rule or regulation).

“Determination Business Day” means a day (other than a Saturday or Sunday) on which commercial banks are open for general business (including dealings in foreign exchange) in Beijing, Hong Kong and New York.

“Determination Date” means the day which is two Determination Business Days before the due date of the relevant amount under these Conditions.

“Offshore CNY Center” means Hong Kong.

“PRC” means the People’s Republic of China (excluding Hong Kong, Macau and Taiwan).

“Relevant Currency” means United States dollars

“Relevant Payment Date” means (i) an Interest Payment Date, an Interim Payment Date, (ii) Redemption Date, Optional Redemption Date, Early Redemption Date, Credit Event Redemption Date, (iii) Settlement Date, (iv) the Maturity Date or any other date as determined by the Calculation Agent as relevant in respect of payments or deliveries to be made under the Notes.

“Trade Date” means the date on which the relevant holder of the Notes agrees to the terms of its purchase of the Notes.