

Final Terms

STANDARD CHARTERED BANK (HONG KONG) LIMITED

**U.S.\$27,500,000,000
Debt Issuance Programme**

U.S.\$750,000,000 5.875 per cent. Subordinated Notes due 2020

**Issued by
Standard Chartered Bank (Hong Kong) Limited**

**Credit Suisse
Goldman Sachs International
Standard Chartered Bank**

The date of the Final Terms is 22 June 2010

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Prospectus dated 5 November 2009 and the Supplementary Prospectus dated 16 April 2010 which together constitute (with the exception of certain sections) a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "Prospectus Directive"). This document constitutes the final terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Prospectus as so supplemented. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus as so supplemented. The Prospectus and the Supplementary Prospectus are available for viewing at the registered office of the Issuer at 32nd floor, 4-4A Des Voeux Road Central, Hong Kong.

1	Issuer:	Standard Chartered Bank (Hong Kong) Limited
2	(i) Series Number:	42
	(ii) Tranche Number:	1
3	Currency or Currencies:	United States Dollars ("U.S.\$")
4	Aggregate Nominal Amount:	
	(i) Series:	U.S.\$750,000,000
	(ii) Tranche:	U.S.\$750,000,000
5	Issue Price:	99.485 per cent. of the Aggregate Nominal Amount
6	Denominations:	U.S.\$100,000 and integral multiples of U.S.\$1,000 in excess thereof up to and including U.S.\$99,000
7	Calculation Amount:	U.S.\$1,000
8	(i) Issue Date:	24 June 2010
	(ii) Interest Commencement Date:	Issue Date
9	Maturity Date:	24 June 2020
10	Interest Basis:	5.875 per cent. per annum Fixed Rate (further particulars specified below)
11	Redemption/Payment Basis:	Redemption at par
12	Change of Interest or Redemption/Payment Basis:	Not Applicable
13	Put/Call Options:	Not Applicable
14	(i) Status of the Notes:	Dated Subordinated
	(ii) Date of Board approval for issuance of Notes obtained:	Not Applicable
15	Method of distribution:	Syndicated
PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE		
16	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	5.875 per cent. per annum payable semi-annually in arrear

	(ii)	Interest Payment Date(s):	24 June and 24 December in each year, commencing on 24 December 2010, up to and including 24 June 2020
	(iii)	Fixed Coupon Amount(s):	U.S.\$29.375 per Calculation Amount
	(iv)	Broken Amount(s):	Not Applicable
	(v)	Day Count Fraction (Condition 4(i)):	30/360
	(vi)	Determination Dates:	Not Applicable
	(vii)	Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
17		Floating Rate Note Provisions	Not Applicable
18		Zero Coupon Note Provisions	Not Applicable
19		Index-Linked Interest Note Provisions	Not Applicable
20		Dual Currency Note Provisions	Not Applicable
PROVISIONS RELATING TO REDEMPTION			
21		Call Option	Not Applicable
22		Put Option	Not Applicable
23		Final Redemption Amount of each Note	U.S.\$1,000 per Calculation Amount
24		Early Redemption Amount	
	(i)	Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons or on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions):	As per Conditions
	(ii)	Redemption for taxation reasons permitted on days other than Interest Payment Dates (Condition 5(c)):	Yes
	(iii)	Unmatured Coupons to become void upon early redemption (Bearer Notes only) (Condition 6(f)):	No
GENERAL PROVISIONS APPLICABLE TO THE NOTES			
25		Form of Notes:	Bearer Notes Temporary Global Note exchangeable for a permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the permanent Global Note
26		New Global Note:	No

27	Business Day Jurisdiction(s) (Condition 6(h)) or other special provisions relating to payment dates:	London and Hong Kong
28	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
29	Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made [and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment]:	Not Applicable
30	Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made:	Not Applicable
31	Redenomination, renominatisation and reconventioning provisions:	Not Applicable
32	Consolidation provisions:	Not Applicable
33	Other final terms:	Not Applicable
DISTRIBUTION		
34	(i) If syndicated, names and addresses of Managers:	Credit Suisse Securities (Europe) Limited One Cabot Square London E14 4QJ United Kingdom Goldman Sachs International Peterborough Court 133 Fleet Street London EC4A 2BB United Kingdom Standard Chartered Bank One Basinghall Avenue London EC2V 5DD United Kingdom
	(ii) Date of Subscription Agreement:	22 June 2010
	(iii) Stabilising Manager(s) (if any):	Not Applicable
35	If non-syndicated, name and address of Dealer:	Not Applicable
36	Total commission and concession:	0.40 per cent. of the Aggregate Nominal Amount
37	U.S. Selling Restrictions:	Reg. S Compliance Category 2; TEFRA D
38	Additional selling restrictions:	Not Applicable

PURPOSE OF FINAL TERMS

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Notes described herein pursuant to the U.S.\$27,500,000,000 Debt Issuance Programme of Standard Chartered PLC, Standard Chartered Bank, Standard Chartered Bank (Hong Kong) Limited and Standard Chartered First Bank Korea Limited.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By: 
Duly authorised

PART B – OTHER INFORMATION

1 LISTING

- (i) Listing: Official List of the UK Listing Authority and trading on the London Stock Exchange
- (ii) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's regulated market with effect from 24 June 2010

2 RATINGS

- Ratings: The Notes to be issued are expected to be rated:
S&P: A Negative
Moody's: A1 Stable

3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

- 4 Estimated total expenses: £4,200

5 Fixed Rate Notes only – YIELD

- Indication of yield: 5.944 per cent. per annum
- As set out above, the yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

6 OPERATIONAL INFORMATION

- (i) Intended to be held in a manner which would allow Eurosystem eligibility: No
- (ii) ISIN Code: XS0520042416
- (iii) Common Code: 052004241
- (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) Delivery: Delivery against payment
- (vi) Names and addresses of initial Paying Agent(s) (if any): The Bank of New York Mellon
One Canada Square
London E14 5AL
United Kingdom