



Standard Chartered PLC

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

Standard Chartered Bank

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

Standard Chartered Bank (Hong Kong) Limited

(Incorporated with limited liability in Hong Kong: Number 875305)

Standard Chartered First Bank Korea Limited

(Incorporated in the Republic of Korea with limited liability)

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

This document is a supplement (the "Supplement") to the SCPLC Prospectus, the SCB Prospectus and the SCBHK Prospectus (each as supplemented by the supplementary prospectus dated 16 April 2010 and each a "Prospectus"), which constitute base prospectuses for Standard Chartered PLC ("SCPLC"), Standard Chartered Bank ("SCB") and Standard Chartered Bank (Hong Kong) Limited ("SCBHK"), respectively, and are included within the document dated 5 November 2009 prepared in connection with the U.S.\$27,500,000,000 Debt Issuance Programme (the "Programme") established by SCPLC, SCB, SCBHK and Standard Chartered First Bank Korea Limited (each an "Issuer" and together, the "Issuers"). This Supplement constitutes a supplementary prospectus to each Prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 ("FSMA") and is prepared in connection with the Programme. Terms defined in the Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the relevant Prospectus.

SCPLC, SCB and SCBHK accept responsibility for the information contained in this Supplement. To the best of the knowledge of SCPLC, SCB and SCBHK (which have taken all reasonable care to ensure that such is the case), the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this Supplement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Supplement.

New documents to be incorporated by reference

The following documents, which have previously been published and have been filed with the Financial Services Authority shall, by virtue of this Supplement, be deemed to be incorporated in, and form part of, each Prospectus:

1. the announcement by SCPLC dated 1 June 2010 entitled "Public issue and listing of Indian Depositary Receipts – Announcement of issue price per Indian Depositary Receipt" (pursuant to which SCPLC announced that it had completed its book-building process for its listing of Indian Depositary Receipts (representing shares in SCPLC) and had closed the offer, with gross proceeds of approximately INR 24.9 billion (US\$ 530 million)) and the related announcement dated 4 June 2010 in respect of the listing of such Indian Depositary Receipts and shares;

2. the announcement by SCPLC dated 30 June 2010 entitled “Standard Chartered to be cornerstone investor in Agricultural Bank of China” (pursuant to which SCPLC announced the investment by SCB of US\$ 500 million in Agricultural China Limited’s H-Share Initial Public Offering (IPO) in Hong Kong);
3. the announcement by SCPLC dated 12 July 2010 entitled “Acquisition of Business” (pursuant to which SCPLC announced that it had signed an agreement to acquire GE Commercial Financing (Singapore) Ltd, a factoring and hire purchase financing business in Singapore);
4. the unaudited interim report of the Group for the six months ended 30 June 2010; and
5. the unaudited interim statements of SCBHK for the six months ended 30 June 2010.

Appointment of new director of SCBHK

On 3 May 2010, Saleem Razvi was appointed as executive director of SCBHK. Saleem Razvi does not have any principal outside activities which are significant to SCBHK. His business address is 30th Floor, Standard Chartered Tower, 388 Kwun Tong Road, Kwun Tong, Kowloon, Hong Kong. There are no existing or potential conflicts of interest between any duties of Saleem Razvi owed to SCBHK and his private interests and/or other duties.

New Risk Factor

The following new risk factor shall be inserted in the Prospectus under the heading “Risks related to the structure of a particular issue of Notes”.

“Notes denominated in a different currency to the currency in which principal and/or interest are payable

An Issuer may issue Notes where principal and/or interest are payable in one or more currencies which may be different from the currency in which the Notes are denominated. Potential investors in such Notes should be aware that, depending on the terms of the Notes, (i) they may receive no interest or a limited amount of interest, (ii) payment of principal or interest may occur at a different time or in a different currency than expected, and (iii) they may lose a substantial portion of their investment. Movements in currency exchange rates may be subject to significant fluctuations that may not correlate with changes in interest rates or other indices, and the timing of changes in the exchange rates may affect the actual yield to investors, even if the average level is consistent with their expectations. Payments of principal and interest or other obligations of the Issuer in respect of any Series of Notes may be restricted upon the occurrence of certain disruption events described in the applicable Final Terms.

The market price of such Notes may be volatile and, if the amount of principal and/or interest payable are dependent upon movements in currency exchange rates, may depend upon the time remaining to the redemption maturity date and the volatility of currency exchange rates. Movements in currency exchange rates may be dependent upon economic, financial and political events in one or more jurisdictions. The value of any currency, including those currencies specified in any indicative transaction, may be affected by complex political and economic factors.”

Copies of all documents incorporated by reference in each Prospectus and this Supplement can be obtained from the registered offices of the Issuers and the office of the Issuing and Paying Agent.

If documents which are incorporated by reference into this Supplement themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement for the purposes of the Prospectus Directive except where such information or other documents are specifically incorporated by reference or attached to this Supplement.

To the extent that there is any inconsistency between: (a) any statement in this Supplement or any statement incorporated by reference into a Prospectus by this Supplement; and (b) any other statement in or incorporated by reference into, a Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in any Prospectus since the publication of the relevant Prospectus.

Investors should be aware of their rights under Section 87Q(4) of FSMA.

Prospective investors should have regard to the factors described under the section headed "Risk Factors" in the Prospectus, as supplemented by this Supplement.