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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)

RIGHTS ISSUE - SUCCESSFUL PLACEMENT OF RUMP

Standard Chartered PLC (the "Company") today announces that the joint global coordinators for the Rights Issue have procured acquirers for the 23,394,491 New Ordinary Shares for which valid acceptances were not received, at a price of 505 pence per New Ordinary Share.

The following is a summary of the shareholding structure of the Company, including the directors and substantial shareholders of the Company, immediately before and following completion of the Rights Issue:

Shareholding immediately

Shareholding immediately before

	completion of the Rights Issue		following completion of the Rights Issue	
Shareholders:	Number of Ordinary Shares	Percentage of voting rights	Number of Ordinary Shares	Percentage of voting rights
Temasek Holdings (Private) Limited ⁽¹⁾	402,151,076	17.19% ⁽²⁾	517,051,383	15.77% ⁽³⁾
Directors of the Company	871,063	0.034%	1,119,452	0.04%
Other Public Shareholders	2,146,534,737	82.776%	2,759,818,492	84.19%
Total	2,549,556,876	100%	3,277,989,327	100%

⁽¹⁾ Temasek Holdings (Private) Limited's interest is held indirectly through Dover Investments Pte. Ltd.

- (2) 1.42% of the voting rights are the subject of a stock loan with a right to recall lent shares.
- (3) The change in the holding from 17.19% to 15.77% is as a result of a combination of: (i) increased number of shares and voting rights in issue pursuant to the rights issue; and (ii) a disposal/termination of the right to recall lent shares.

The net proceeds from the sale of such New Ordinary Shares after deduction of the Issue Price of 465 pence per New Ordinary Share and the expenses of procuring acquirers (including any applicable brokerage, commissions, currency conversion costs and any amounts of value added tax which are not recoverable), if any, will be paid (without interest) to those persons entitled to lapsed provisional allotments, save that individual amounts of less than £5.00 (or its equivalent in Hong Kong dollars) will not be so paid but retained for the benefit of the Company.

TOTAL VOTING RIGHTS INFORMATION

As at 11 December 2015 the issued share capital of the Company consists of:

- 99,250,000 8^{1/4} per cent. non-cumulative irredeemable preference shares of £1 each with no equity voting rights;
- 96,035,000 7^{3/8} per cent. non-cumulative irredeemable preference shares of £1 each with no equity voting rights;
- 7,500 6.409 per cent. non-cumulative redeemable preference shares of US\$5 each with no equity voting rights;
- 7,500 7.014 per cent. non-cumulative redeemable preference shares of US\$5 each with no equity voting rights; and
- 3,277,989,327 ordinary shares of US\$0.50 each with voting rights of one vote for every US\$2 nominal value.

Therefore, ordinary shareholders have one vote for every four ordinary shares they hold. Indian Depository Receipt ("IDR") holders have one vote indirectly for every 40 IDRs they hold.

The total number of voting rights in the Company is 819,497,331. This figure may be used by shareholders to determine the percentage of voting rights (one vote for every US\$2 nominal value of ordinary shares) they hold in the Company and if they are required to notify their interests, or a change to their interest, in the Company under the UK Financial Conduct Authority's Disclosure and Transparency Rules.

The Company holds no shares in Treasury.

Contacts:

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> By Order of the Board Annemarie Durbin Group Company Secretary

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; Mr Andrew Nigel Halford and Mr Alun Michael Guest Rees

Independent Non-Executive Directors:

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

IMPORTANT NOTICE

The defined terms set out in the Prospectus and the Supplementary Prospectus apply in this announcement.

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Securities laws of certain jurisdictions may restrict the Company's ability to allow participation by certain Shareholders in the Rights Issue or any future issue of shares carried out by the Company. Qualifying Shareholders who have a registered address or are resident in, or who are citizens of, countries other than the United Kingdom, Republic of Ireland or Hong Kong should consult their professional advisors as to whether they require any government or other consents or need to observe any other formalities to enable them to receive Nil Paid Rights, Fully Paid Rights, New Ordinary Shares or Provisional Allotment Letters.

The distribution of this announcement, the Prospectus, the Supplementary Prospectus, the Provisional Allotment Letter and/or the transfer of Nil Paid Rights, Fully Paid Rights and/or New Ordinary Shares into jurisdictions other than the United Kingdom, Republic of Ireland or Hong Kong may be restricted by law and therefore persons into whose possession this announcement, the Prospectus, the Supplementary Prospectus, the Provisional Allotment Letter and/or any accompanying documents come should inform themselves about and observe any such restrictions. Any failure to comply with any such restrictions may constitute a violation of the securities laws of such jurisdictions. In particular, subject to certain exceptions, the Prospectus, the Supplementary Prospectus and the Provisional Allotment Letter should not be distributed, forwarded to or transmitted in or into the United States, Canada or South Africa.

None of the Nil Paid Rights, the Fully Paid Rights or the New Ordinary Shares has been or will be registered under the United States Securities Act of 1933, as amended (the "Securities Act") or under the applicable securities laws of any state, province or territory of the United States. Accordingly, unless a relevant exemption from the registration requirements of the Securities Act is available, neither the Nil Paid Rights, the Fully Paid Rights or the New Ordinary Shares may, subject to certain exceptions, be offered, sold, taken up, renounced or delivered, directly or indirectly, within the United States.

This announcement does not constitute an offer or invitation for any investment or subscription for Indian Depository Receipts. The announcement has not been and will not be submitted to the

Registrar of Companies in India or the Securities and Exchange Board of India for prior review or approval.

The contents of this announcement are not to be construed as legal, business, financial or tax advice. None of the Company, or any of its representatives, is making any representation to any offeree or purchaser of the New Ordinary Shares regarding the legality of an investment in the Nil Paid Rights, the Fully Paid Rights or the New Ordinary Shares by such offeree or purchaser under the laws applicable to such offeree or purchaser. Each prospective investor should consult his, her or its own legal adviser, business adviser, financial adviser or tax adviser for legal, financial, business or tax advice in connection with the purchase of the Nil Paid Rights, the Fully Paid Rights or the New Ordinary Shares.