

## RESULTS OF CLASS MEETINGS

**Wednesday 4 January 2023**

On 8 November 2022, Standard Chartered PLC (the “**Company**”) announced its proposal to amend the terms and provisions of each of the 6.409% non-cumulative redeemable preference shares of US\$5 each in the share capital of the Company (the “**6.409% Preference Shares**”) and the 7.014% non-cumulative redeemable preference shares of US\$5 each in the share capital of the Company (the “**7.014% Preference Shares**” and, together with the 6.409% Preference Shares, the “**Preference Shares**”) (the “**Proposals**”), the full terms and conditions of which were contained in the Consent Solicitation Memorandum and Notices of Class Meeting dated 8 November 2022 (the “**Consent Solicitation Memorandum**”). Unless otherwise defined, capitalised terms used in this notice have the meanings given in the Consent Solicitation Memorandum.

The separate adjourned class meetings of the holders of the 6.409% Preference Shares and of the holders of the 7.014% Preference Shares were both held on 4 January 2023 (the “**6.409% Class Meeting**” and the “**7.014% Class Meeting**” and together, the “**Class Meetings**”). A special resolution on whether to approve the Proposals in respect of the relevant series of Preference Shares was put to each Class Meeting and was voted on by the relevant Preference Shareholders in accordance with the voting instructions validly submitted by Eligible ADS Holders.

Notwithstanding the fact that 67% of the votes cast in respect of the 6.409% Preference Shares and 60% of the votes cast in respect of the 7.014% Preference Shares were in favour of the Proposals, neither resolution was passed at the Class Meetings and accordingly the Proposals are not being implemented pursuant to those resolutions. The Company is considering any appropriate next steps.

### **6.409% Class Meeting**

The results of the poll in respect of the 6.409% Special Resolution (as summarised below) was as follows:

<b>6.409% Special Resolution</b>	<b>Votes For</b>	<b>%</b>	<b>Votes Against</b>	<b>%</b>	<b>Votes Withheld</b>	<b>Total Votes (excluding votes withheld)</b>	<b>% of 6.409% Preference Shares Voted</b>
THAT the terms and provisions of the 6.409% Preference Shares shall be varied as set out in the appendix to the notice of 6.409% Class Meeting.	711	67.27	346	32.73	6,443	1,057	14.09

### 7.014% Class Meeting

The results of the poll in respect of the 7.014% Special Resolution (as summarised below) was as follows:

<b>7.014% Special Resolution</b>	<b>Votes For</b>	<b>%</b>	<b>Votes Against</b>	<b>%</b>	<b>Votes Withheld</b>	<b>Total Votes (excluding votes withheld)</b>	<b>% of 7.014% Preference Shares Voted</b>
THAT the terms and provisions of the 7.014% Preference Shares shall be varied as set out in the appendix to the notice of 7.014% Class Meeting.	1,093	60.12	725	39.88	5,682	1,818	24.24

As at the date of the Class Meetings, the number of each of the issued 6.409% Preference Shares and 7.014% Preference Shares was 7,500. Votes withheld are not votes in law and have not been counted in the calculation of the proportion of votes 'for' or 'against' a resolution.

For further information, please contact:

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