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## STANDARD CHARTERED PLC

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)

### NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY AND/OR CONNECTED PERSONS

This form is intended for use by an *issuer* to make a *Regulatory Information Service* notification required by the UK Financial Conduct Authority's *Disclose and Transparency Rule 3.1.4R(1)*.

#### 1. Name of the *issuer*

Standard Chartered PLC

#### 2. State whether the notification relates to:

- (i) a transaction notified in accordance with the UK Disclosure and Transparency Rule 3.1.2R;
- (ii) a disclosure made in accordance with section 793 of the UK Companies Act (2006); or
- (iii) in accordance with paragraph 26 of the Model Code of the UK Listing Rules.

This notification relates to a transaction notified in accordance with the UK Disclosure and Transparency Rule 3.1.2R

#### 3. Name of *person discharging managerial responsibilities/director*

Tracy Clarke, Mark Dowie, Karen Fawcett, Michael Gorriz, Andy Halford, Doris Honold, Ben Hung, Ajay Kanwal, Sunil Kaushal, Anna Marrs, Sir John Peace, Mike Rees, Mark Smith, Pam Walkden, Bill Winters

#### 4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

N/A

#### 5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

This notification is made in respect of holdings of persons referred to in 3. above.

#### 6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

Ordinary shares of US\$0.50 each fully paid

**7. Name of registered shareholder(s) and, if more than one, the number of *shares* held by each of them**

Tracy Clarke – shares in own name, husband’s name, and held through Wealth Nominees Limited and Bedell Trustees Limited

Mark Dowie- shares held in own name and through Vestra Nominees Limited

Karen Fawcett- shares held in own name and through Standard Chartered Private Bank

Michael Gorriz - shares held in own name

Andy Halford – shares held through Mership Nominees Limited and Bedell Trustees Limited

Doris Honold- shares held in own name and through Standard Chartered Private Bank

Benjamin Hung- shares held in own name and held through HKSCC Nominees Ltd and TD Direct Investing Nominees (Europe) Ltd

Ajay Kanwal- shares held in own name and through Standard Chartered Private Bank

Sunil Kaushal- shares held in own name

Anna Marrs- shares held in own name

Sir John Peace – shares held through BBHISL Nominees Limited

Mike Rees - shares held through Computershare Company Nominees Limited and Bedell Trustees Limited

Mark Smith – shares held in own name

Pamela Walkden- shares held in own name, husband’s name and through HSBC Client Nominees (UK) Ltd

Bill Winters - shares held through Chase Nominees Limited and Bedell Trustees Limited

**8. State the nature of the transaction**

- (i) Allocation of ordinary shares to Sir John Peace as part of his base fee as provided for under his contract of employment.
- (ii) Allocation of fixed pay allowance delivered in the form of ordinary shares which are released over a five year period. Further details are contained in the directors’ remuneration report in the 2015 Annual Report and Accounts.
- (iii) Allocation of ordinary shares subject to a minimum retention period of six months.
- (iv) Delivery of deferred shares and performance shares under the 2011 Standard Chartered Share Plan.
- (v) Application of the notional dividend arising from deferred shares granted on 11 March 2013 and 13 March 2014 under the 2011 Standard Chartered Share Plan.
- (vi) Exercise of share awards granted in previous years, under the 2011 Standard Chartered Share Plan, and the subsequent retention and sale for tax of the shares acquired.

**9. Number of *shares*, debentures or financial instruments relating to *shares* acquired**

See clause 20 below.

**10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)**

See clause 20 below.

**11. Number of *shares*, debentures or financial instruments relating to *shares* disposed**

N/A

**12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)**

N/A

### 13. Price per *share* or value of transaction

Relating to (i), (ii) and (iii) of clause 8 above	£ 4.485
Relating to (iv) of clause 8 above	£ 4.74
Relating to (vi) of clause 8 above	£ 4.64

### 14. Date and place of transaction

(i) to (iv) and (vi) of clause 8 above: 11 March 2016 – London  
(v) of clause 8 above: 11-13 March 2016 – London

### 15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

Name	No. of shares	% of issued share capital
Tracy Clarke	183,520	0.006%
Mark Dowie	178,866	0.005%
Karen Fawcett	97,285	0.003%
Michael Gorriz	29,263	0.001%
Andy Halford	194,881	0.006%
Doris Honold	63,834	0.002%
Benjamin Hung	182,532	0.006%
Ajay Kanwal	43,584	0.001%
Sunil Kaushal	50,127	0.002%
Anna Marrs	23,283	0.001%
Sir John Peace	281,343	0.009%
Mike Rees	631,421	0.019%
Mark Smith	39,434	0.001%
Pamela Walkden	191,219	0.006%
Bill Winters	430,370	0.013%

### 16. Date issuer informed of transaction

(vi) of clause 8 above: 14 March 2016

If a *person discharging managerial responsibilities* has been granted options by the *issuer* complete the following boxes

### 17. Date of grant

(iv) of clause 8 above: 11 March 2016

### 18. Period during which or date on which exercisable

Deferred shares vest in equal annual installments over three years. Performance shares vest no earlier than after three years, subject to meeting certain performance conditions.

### 19. Total amount paid (if any) for grant of the option

None

## 20. Description of *shares* or debentures involved (*class and number*)

Ordinary shares of US\$0.50 each fully paid

(i) to (iv) defined in clause 8 above

Name	Award type	Number of shares granted/awarded	% of ISC	Reference (see clause 8 above)
Tracy Clarke	Performance shares	410,637	N/A	(iv)
Mark Dowie	Deferred shares	208,638	N/A	(iv)
	Performance shares	318,331	N/A	(iv)
Karen Fawcett	Performance shares	350,829	N/A	(iv)
Michael Gorriz	Ordinary shares	18,460	0.001%	(iii)
	Performance shares	140,331	N/A	(iv)
Andy Halford	Fixed pay allowance	54,032	0.002%	(ii)
Doris Honold	Performance shares	270,640	N/A	(iv)
Benjamin Hung	Performance shares	330,623	N/A	(iv)
Ajay Kanwal	Deferred shares	1,331	N/A	(iv)
	Performance shares	270,640	N/A	(iv)
Sunil Kaushal	Performance shares	221,359	N/A	(iv)
Anna Marrs	Performance shares	320,758	N/A	(iv)
Sir John Peace	Base fee in shares	30,657	0.001%	(i)
Mike Rees	Fixed pay allowance	77,189	0.002%	(ii)
Mark Smith	Ordinary shares	39,434	0.001%	(iii)
	Deferred shares	116,982	N/A	(iv)
	Performance shares	76,476	N/A	(iv)
Pamela Walkden	Performance shares	277,970	N/A	(iv)
Bill Winters	Fixed pay allowance	135,897	0.004%	(ii)

(v) defined in clause 8 above

Name	Number of notional dividends	Relating to share awards granted on
Tracy Clarke	301	11 March 2013 and 13 March 2014
Mark Dowie	834	11 March 2013 and 13 March 2014
Karen Fawcett	176	11 March 2013 and 13 March 2014
Doris Honold	107	11 March 2013 and 13 March 2014
Benjamin Hung	44	11 March 2013 and 13 March 2014
Ajay Kanwal	31	11 March 2013 and 13 March 2014
Sunil Kaushal	36	11 March 2013 and 13 March 2014
Anna Marrs	169	11 March 2013 and 13 March 2014
Mike Rees	2,233	11 March 2013 and 13 March 2014
Pamela Walkden	145	11 March 2013 and 13 March 2014

(vi) defined in clause 8 above

Name	Award type	Granted	Number of shares exercised	Number of shares retained	% of issued share capital	Number of shares sold	% of issued share capital
Tracy Clarke	Deferred shares	Mar-13	9,086	4,807	0.00015%	4,279	0.00013%
Mark Dowie	Deferred shares	Mar-13	25,032	20,980	0.00064%	4,052	0.00012%
Doris Honold	Deferred shares	Mar-13	3,518	2,739	0.00008%	779	0.00002%
	Performance shares	Mar-12	2,814	2,190	0.00007%	624	0.00002%
Benjamin Hung	Deferred shares	Mar-11	1,964	1,665	0.00005%	299	0.00001%
	Deferred shares	Mar-13	1,591	1,348	0.00004%	243	0.00001%
	Performance shares	May-11	6,440	5,469	0.00017%	971	0.00003%
	Performance shares	Mar-12	2,273	1,927	0.00006%	346	0.00001%
Ajay Kanwal	Deferred shares	Mar-12	2,381	1,852	0.00006%	529	0.00002%
	Deferred shares	Mar-13	2,596	2,020	0.00006%	576	0.00002%
	Deferred shares	Mar-14	1,069	829	0.00003%	240	0.00001%
	Performance shares	Mar-12	1,516	1,178	0.00004%	338	0.00001%
Anna Marrs	Deferred shares	Mar-13	4,617	2,784	0.00008%	1,833	0.00006%
	Deferred shares	Mar-14	5,837	3,520	0.00011%	2,317	0.00007%
	Performance shares	Mar-12	2,013	1,211	0.00004%	802	0.00002%
Sir John Peace	Restricted shares	Mar-11	7,295	4,005	0.00012%	3,290	0.00010%
Mike Rees	Deferred shares	Mar-12	97,669	51,672	0.00158%	45,997	0.00140%
	Deferred shares	Mar-13	147,912	78,254	0.00239%	69,658	0.00212%
	Deferred shares	Mar-14	69,608	36,826	0.00112%	32,782	0.00100%
	Performance shares	May-11	59,042	31,236	0.00095%	27,806	0.00085%
	Performance shares	Mar-12	20,250	10,713	0.00033%	9,537	0.00029%
Pamela Walkden	Deferred shares	Mar-13	6,568	3,474	0.00011%	3,094	0.00009%

**21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise**

N/A

## 22. Total number of *shares* or debentures over which options held following notification

Name	No. of shares
Tracy Clarke	600,009
Mark Dowie	699,682
Karen Fawcett	418,395
Michael Gorriz	243,416
Andy Halford	232,523
Doris Honold	326,105
Benjamin Hung	392,055
Ajay Kanwal	298,823
Sunil Kaushal	261,169
Anna Marrs	393,961
Sir John Peace	10,056
Mike Rees	344,417
Mark Smith	193,458
Pamela Walkden	313,660
Bill Winters	944,560

## 23. Any additional information

None

## 24. Name of contact and telephone number for queries

Alex Raistrick, Company Secretarial Assistant, 020 7885 7154

## Name of authorised official of *issuer* responsible for making notification

Lee Davis, Assistant Group Secretary,

## Date of notification

14 March 2016

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; Mr David Philbrick Conner; 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 and Ms Jasmine Whitbread