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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 limited liability)

(Registered Number: 966425)

(Stock Code: 02888)

### RESULT OF AGM

#### RESOLUTIONS PASSED AT ANNUAL GENERAL MEETING

Wednesday 6 May 2020

Standard Chartered PLC (the 'Company') announces the result of voting on the resolutions at its Annual General Meeting ('AGM') held on Wednesday 6 May 2020, as set out in the AGM notice.

A poll was held on each of the resolutions and was passed by the required majority. Resolutions 1 to 23 were passed as ordinary resolutions with the exception of Resolution 2, which was withdrawn by the Board ahead of the meeting. Resolutions 24 to 30 were passed as special resolutions. The results of the poll were as follows:

Resolution	Votes For	%	Votes Against	%	Votes Withheld	Total Votes	% of ISC voted
1. To receive the Company's annual report for the financial year ended 31 December 2019 together with the reports of the directors and auditors	607,969,640	99.97	156,036	0.03	367,552	608,125,676	77.07%
2. WITHDRAWN	-	-	-	-	-	-	-
3. To approve the annual report on remuneration contained in the Directors' Remuneration Report for the year ended 31 December 2019	583,380,384	96.96	18,288,372	3.04	6,824,454	601,668,756	76.25%
4. To elect Phil Rivett, an independent non-executive director	607,772,005	99.91	535,891	0.09	185,963	608,307,896	77.09%
5. To elect David Tang, an independent non-executive director	607,826,889	99.92	478,644	0.08	188,327	608,305,533	77.09%
6. To re-elect David Conner, an independent non-executive director	601,558,087	99.90	573,899	0.10	193,535	602,131,986	76.31%
7. To re-elect Byron Grote, an independent non-executive director	597,736,991	98.24	10,689,158	1.76	185,053	608,426,149	77.11%
8. To re-elect Andy Halford, an executive director	607,379,057	99.67	2,026,477	0.33	185,120	609,405,534	77.23%
9. To re-elect Christine Hodgson, CBE, an independent non-executive director	600,770,170	99.79	1,237,152	0.21	6,493,913	602,007,322	76.30%

<b>10.</b> To re-elect Gay Huey Evans, OBE, an independent non-executive director	607,926,596	99.94	383,042	0.06	184,222	608,309,638	77.09%
<b>11.</b> To re-elect Naguib Kheraj, an independent non-executive director	607,721,950	99.90	586,335	0.10	185,574	608,308,285	77.09%
<b>12.</b> To re-elect Ngozi Okonjo-Iweala, an independent non-executive director	607,978,633	99.95	329,174	0.05	186,052	608,307,807	77.09%
<b>13.</b> To re-elect Carlson Tong, an independent non-executive director	607,835,780	99.92	473,368	0.08	184,711	608,309,148	77.09%
<b>14.</b> To re-elect José Viñals as Group Chairman	607,084,958	99.83	1,052,652	0.17	356,250	608,137,610	77.07%
<b>15.</b> To re-elect Jasmine Whitbread, an independent non-executive director	607,883,907	99.93	424,019	0.07	185,934	608,307,926	77.09%
<b>16.</b> To re-elect Bill Winters, CBE, an executive director	607,756,981	99.91	543,303	0.09	193,576	608,300,284	77.09%
<b>17.</b> To appoint Ernst & Young LLP (EY) as auditor to the Company from the end of the AGM until the end of next year's AGM	605,613,053	99.54	2,818,939	0.46	61,865	608,431,992	77.11%
<b>18.</b> To authorise the Audit Committee, acting for and on behalf of the Board, to set the remuneration of the auditor	607,761,017	99.89	672,390	0.11	60,395	608,433,407	77.11%
<b>19.</b> To authorise the Company and its subsidiaries to make political donations and incur political expenditure	603,144,728	99.56	2,685,383	0.44	2,662,339	605,830,111	76.78%
<b>20.</b> To renew the authorisation of the Board to offer a scrip dividend to shareholders	605,807,132	99.57	2,628,501	0.43	57,155	608,435,633	77.11%
<b>21.</b> To authorise the Board to allot shares	587,632,334	96.66	20,318,036	3.34	543,483	607,950,370	77.05%
<b>22.</b> To extend the authority to allot shares by such number of shares repurchased by the Company under the authority granted pursuant to resolution 27	593,043,486	97.79	13,384,379	2.21	2,065,991	606,427,865	76.86%
<b>23.</b> To authorise the Board to allot shares and grant rights to subscribe for or to convert any security into shares in relation to any issue of Equity Convertible Additional Tier 1 Securities	598,467,135	98.69	7,949,362	1.31	2,077,357	606,416,497	76.85%
<b>24.</b> To authorise the Board to disapply pre-emption rights in relation to the authority granted pursuant to resolution 21	604,727,798	99.72	1,689,868	0.28	2,076,189	606,417,666	76.85%
<b>25.</b> In addition to resolution 24, to authorise the Board to disapply pre-emption rights in relation to the authority granted pursuant to resolution 21 for the purposes of acquisitions and other capital investments	593,795,078	97.94	12,489,153	2.06	2,074,620	606,284,231	76.84%

<b>26.</b> In addition to resolution 24 and 25, to authorise the Board to disapply pre-emption rights in relation to the authority granted pursuant to resolution 23	591,680,500	97.59	14,600,664	2.41	2,077,688	606,281,164	76.84%
<b>27.</b> To authorise the Company to purchase its own ordinary shares	599,510,002	98.60	8,512,082	1.40	471,768	608,022,084	77.06%
<b>28.</b> To authorise the Company to purchase its own preference shares	604,069,821	99.35	3,948,137	0.65	475,898	608,017,958	77.06%
<b>29.</b> To adopt the new Articles of Association with effect from the conclusion of the AGM	608,372,616	99.99	45,660	0.01	75,585	608,418,276	77.11%
<b>30.</b> That a general meeting other than an annual general meeting may be called on not less than 14 clear days' notice	581,044,222	95.50	27,384,895	4.50	64,738	608,429,117	77.11%

As at the date of the AGM, the number of issued ordinary shares of the Company was 3,156,182,262 shares, which was the total number of shares entitling the holders to attend and vote for or against all resolutions. There was no share entitling the holder to attend and abstain from voting in favour of any of the resolutions as set out in rule 13.40 of the Hong Kong Listing Rules. In accordance with the Company's Articles of Association, on a poll every member has one vote for every four shares held, therefore the total number of voting rights was 789,045,565. 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. Proxy appointments which gave discretion to the Chairman have been included in the 'for' total.

There were no restrictions on any shareholders casting votes on any of the resolutions proposed at the AGM, save resolution 21. Executive directors of the Company and their associates were required to abstain from resolution 21 which affected a total of 628,536 voting rights. The scrutineer of the poll was Computershare Investor Services PLC, the Company's Share Registrar.

Copies of resolutions put to shareholders at the AGM today and the new Articles of Association adopted will be submitted to the UK Listing Authority, and will shortly be available for inspection at the UK Listing Authority's National Storage Mechanism, which can be accessed at <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

In the context of the coronavirus outbreak, the AGM was held as a purely procedural meeting, covering only the formal business. A message from the Group Chairman is available here: [sc.com/en/investors/events-and-presentations/agm/](https://sc.com/en/investors/events-and-presentations/agm/).

For further information, please contact:

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By Order of the Board  
**Amanda Mellor**  
*Group Company Secretary*

Hong Kong, 6 May 2020

As at the date of this announcement, the Board of Directors of Standard Chartered PLC comprises:

*Chairman:*

José María Viñals Iñiguez

*Executive Directors:*

William Thomas Winters, CBE and Andrew Nigel Halford

*Independent Non-Executive Directors:*

David Philbrick Conner; Byron Elmer Grote; Christine Mary Hodgson, CBE (Senior Independent Director); Gay Huey Evans, OBE; Naguib Kheraj (Deputy Chairman); Ngozi Okonjo-Iweala; Philip George Rivett; David Tang; Carlson Tong and Jasmine Mary Whitbread