

Notice of Entitlement – Final Dividend for the year ended 31 December 2011

THIS STATEMENT OF SHAREHOLDING IS NOT TRANSFERABLE

(1) The number of ordinary shares registered in your name(s) at the opening of business on 9 March 2012	(2) The number of new shares to be issued to you on 15 May 2012 at US\$24.634 (£15.723) per share	(3) Cash balance brought forward from previous dividend	(4) Cash balance to be carried forward to the next dividend
		US\$	US\$

Issue of fully paid ordinary shares of US\$0.50 each ('new shares') in Standard Chartered PLC (the 'Company') instead of cash for the final dividend of 51.25 US cents per existing ordinary share ('final dividend').

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU TAKE NO ACTION YOU WILL RECEIVE THE NEW SHARES DETAILED IN BOX (2) ABOVE INSTEAD OF YOUR CASH DIVIDEND.

If you are not sure what to do, please contact an appropriate independent professional adviser. If you have sold, transferred or purchased ordinary shares in the Company before 7 March 2012 but that sale, transfer or purchase is not reflected in the number shown in box (1) above, please refer to the 2011 Final Dividend Circular and Dividend Terms and Conditions (the 'dividend documents').

You have a standing instruction in place to receive your dividend payments in new shares. Therefore, the number of new shares to be issued to you as shown in box (2) will, subject to the terms and conditions of the dividend documents and the articles of association of the Company (including the new shares being listed by the UK Listing Authority and The Stock Exchange of Hong Kong Limited and admitted to trading on the London Stock Exchange and The Stock Exchange of Hong Kong Limited by 15 May 2012) automatically be issued to you instead of cash for the final dividend. The number of new shares to be issued to you as shown in box (2) is for your holding as shown in box (1) and has been calculated on the basis set out in the dividend documents. The balance shown in box (4) is the cash balance after you receive the number of new shares shown in box (2) and will be carried forward to the next dividend unless you have chosen to donate your cash balance to charity. If you do not wish to receive new shares instead of the cash dividend, you should write a letter cancelling your standing instruction and send it to the Company's branch registrar, at the address shown above. Please quote your Shareholder Reference Number (above) in all correspondence. Your letter must reach them by 4.00pm on 30 April 2012. You will then be paid cash in Hong Kong dollars (unless you ask for the cash to be paid in US dollars or sterling) for this dividend and all future dividend payments, or until you give them new instructions to receive new shares instead of cash. If you wish to amend your standing instruction, please refer to the dividend documents.

The new shares to which you are entitled will automatically be issued to you. If you still wish to receive new shares instead of the cash dividend you do not need to do anything.

The dividend documents give full details of how the share dividend price and how your entitlement to new shares has been calculated. Please read them carefully. The dividend documents can also be viewed at <http://investors.standardchartered.com/releases.cfm>.

If you have any queries you can call the **Shareholder Helpline on 2862 8555** between 9.00am and 6.00pm, Monday to Friday. The helpline will not give advice on the merits of the share dividend offer or give any financial advice.

You are now able to submit your instructions for the final dividend online through our branch registrar's Investor Centre at www.computershare.com/hk/investors. You will need to register your details with the Investor Centre before you can make your election (once registered, select 'Dividend Plans'). You need to contact our branch registrar at 2862 8555 or email to hkinfo@computershare.com.hk before register with the Investor Centre. For further details on how to make an election, please see the dividend documents.

When deciding whether you want to receive your dividend in cash or new shares, please remember that the price of Standard Chartered PLC shares can go down as well as up and that the value of a Standard Chartered PLC ordinary share on 4 May 2012 (being the date on which the then prevailing US dollar/Hong Kong dollar and US dollar/sterling exchange rates are used for calculating the Hong Kong dollar and sterling cash dividend) may be lower or higher than the share dividend price (as a result of share price movement, and/or movement in the US dollar/Hong Kong dollar exchange rate and/or movement in the US dollar/sterling exchange rate). Whether or not it is to your advantage to elect to receive new shares in lieu of a cash dividend or to elect to receive payment in sterling, US dollars or Hong Kong dollars is a matter for individual decision by each shareholder. The Company does not accept any responsibility for your decision. If you are not sure what to do, please contact an appropriate independent professional adviser.