

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yy	(yy): <u>31/12/2011</u>		
To: Hong Kong Exchanges and Cl	learing Limited		
	andard Chartered PLC		
Date Submitted 6 J	January 2012		
I. Movements in Authorised Share	Capital		
1. Ordinary Shares			
(1) Stock code: N/A D	Description :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mon	th		
Increase/(decrease)	-		
Balance at close of the month			
(2) Stock code : N/A D	Description:		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding mon	th		
Increase/(decrease)			
Balance at close of the month			

Stock code:	N/A	Description :		
		No. of preference shares	Par value ce (State currency)	Authorised share capital (State currency)
Balance at close of	f preceding mo	onth		
Increase/(decrease	e)			
Balance at close of	f the month			
3. Other Classes o	f Shares			
3. Other Classes o	f Shares N/A	Description :		
		Description : No. of other classes of share	Par value (State	Authorised share capital (State currency)
	N/A	No. of other classes of share	Par value (State	Authorised share capital
Stock code:	N/A f preceding mo	No. of other classes of share	Par value (State	Authorised share capital

II. Movements in Issued Share Capital

	No. of ordina	ry shares			No. of other classes
_	(1)	(2)	No of pro	eference shares	of shares
Balance at close of preceding month	2,381,531,186	N/A	£1.00 195,285,000	US\$5.00 477,500	N/A
Increase/ (decrease) during the month	2,519,849		N/A	N/A	
Balance at close of the month	2,384,051,035		195,285,000	477,500	

Share Options (under Share Option Schemes of the Issuer)

Share Options (under Share O Particulars of share option	ption Schem	es of the Issuer)			No. of new shares	
scheme					of issuer issued during the month	of issuer which may be issued
including EGM approval date		Movement duri	ng the month		pursuant thereto	pursuant thereto
(dd/mm/yyyy) and class of		Wio vement dan	ing the month		-	as at close of the
shares issuable	Granted	Exercised	Cancelled	Lapsed		month
1. 1997/2006 Restricted						
Share Schemes						
(/ /)					1.00.011	
Ordinary shares	Nil	123,064	Nil	20,923	123,064	30,071,548
(Note 1)						
2. 2000 Executive						
Share Option Scheme						
(/ /)						
Ordinary shares	Nil	79,910	Nil	Nil	79,910	958,376
(Note 1)						
3. 2001 Performance						
Share Plan						
(/ /)						
Ordinary shares	Nil	38,274	Nil	Nil	38,274	6,860,767
(Note 1)						
4. 2011 Discretionary						
Share Plan – Performance						
Share Award						
(/ /)						
Ordinary shares	11,570	Nil	Nil	Nil	Nil	4,159,843
(Note 1)						
5. 2011 Discretionary						
Share Plan – Restricted						
Share Award						
(/ /)						
Ordinary shares	84,614	Nil	Nil	Nil	Nil	631,525
(Note 1)						
6 1006/2004						
6. 1996/2004 International Sharesave						
Schemes Schemes						
(/ /)						
Ordinary shares	Nil	2,108,022	Nil	57,411	2,108,022	14,280,972
(Note 1)	· ·	,,	· · · · · · · · · · · · · · · · · · ·			,,
7. 1994/2004 UK Sharesave Schemes						
(/ /)						
Ordinary shares	Nil	170,579	Nil	4,072	170,579	1,100,667
(Note 1)	1 411	170,379	1411	7,072	110,313	1,100,007
(11010-1)		To	otal A. (Ordin	nary shares)	2,519,849	
		1	·	ence shares)		
			•	Other class)		
Total funds raised during the r	nonth from e	exercise of option	•	,		
(State currency)		ı	£22,662,0	10.36		
<u> </u>					<u></u>	

Warrants to Issue Shares of the Is Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value a nominal close of value preceding month	during the	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A	_				
	-				
(/ /) Stock code (if listed) Class of shares issuable (Note 1)		-			,
Subscription price EGM approval date (if applicable)		_			
(dd/mm/yyyy) 2.	(/ /) - -	-			
(/ /)	-, <u> </u>		· 		-
Stock code (if listed) Class of shares issuable (Note 1) Subscription price		- -			
EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A	(/ /)	-			
	- 				
(/ /) Stock code (if listed) Class of shares		-			
issuable (<i>Note 1</i>) Subscription price		_			
EGM approval date		=			
(if applicable) (dd/mm/yyyy)	(/ /)				
4. N/A	-	-			
(/ /)			<u> </u>		<u> </u>
0, 1, 1, (((1), 1)					
Class of shares		=			
issuable (<i>Note 1</i>) Subscription price		_			
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)	-			
	,	.	•		
	Tota		nary shares) <u>N/A</u> ence shares) N/A		
			Other class) N/A		

Close and decoriation	amount	Amount at close of preceding	Converted during the	Amount at close of the	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Class and description 1. N/A	outstanding	month	month	month		
1. IVA	 					
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>) Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy)) 2. N/A	(/ /)					
Stock code (if listed) Class of shares						
issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3. N/A						
	<u> </u>					
Stock code (if listed) Class of shares						
issuable (Note 1) Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy) 4. N/A	_ (/ /)					
	_					
Stock code (if listed) Class of shares						
issuable (<i>Note 1</i>) Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)			nary shares) N/A		

For Main Board and GEM listed issuers
Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. <u>N/A</u>		
shares (Note 1)		
2. <u>N/A</u>		
shares (Note 1)	-	
3. N/A		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	•

Other Movements in Issued Share Capital No. of new shares of No. of new issuer issued during shares of the month pursuant issuer which may thereto be issued pursuant thereto as at close of the month Type of Issue Class of shares issuable (*Note 1*) 1. Rights issue At price : State currency Issue and allotment (/ /) date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Class of shares issuable (*Note 1*) At price : State (/ /) Issue and allotment Open offer date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable (*Note 1*) (/ /) At price : State currency Issue and allotment 3. Placing date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Class of shares issuable (*Note 1*) (/ /) Issue and allotment N/ABonus issue date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy)

For Main Board and GEM listed issuers

				For Mai	ın Bo	pard and GEM listed is	ssuers
	Type of Issue					No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Type of issue						
			Class of shares issuable (Note 1)				
5.	Scrip dividend At price : State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			AGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares repurchased (Note 1)				
6.	Repurchase of shares	N/A	Cancellation date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares redeemed (Note 1)				
7.	Redemption of shares	N/A	Redemption date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
			Class of shares issuable (Note 1)				
8.	Consideration At price : State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
			EGM approval date: (dd/mm/yyyy)	(/ /)		
							-

For Main Board and GEM listed issuers

	Type of Issue						No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
				Class of shares issuable (Note 1)				
9.	Capital reorganisation		N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (Note 1)				
10.	Other (Please specify)	At price : State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Total E. (P	Ordinary reference (Othe	share	ss) N/A ss) N/A ss) N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	2,519,849
	(2)	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		N/A
(These figures should be the same as the relevant figures under II above ("Movements in Iss	ued Sh	are Capital").)

Remarks (if any):
Submitted by: Wang Wei Min
Title: Assistant Company Secretary
(Director, Secretary or other duly authorised officer)

Notes:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.