

**A PRIVATE COMPANY LIMITED BY SHARES  
WRITTEN RESOLUTION  
OF STANDARD CHARTERED (GCT) LIMITED  
Registered No. 2605822 (the "Company")**

**PROPOSED BY THE BOARD OF DIRECTORS OF THE COMPANY IN  
ACCORDANCE WITH SECTION 291 OF THE COMPANIES ACT 2006**

**SPECIAL RESOLUTION**

THAT pursuant to section 641(1)(a) of the Companies Act 2006, the share capital of the Company be reduced from GBP29,880,000 (divided into 29,880,000 ordinary shares of GBP1 00 each) to GBP1 (comprising 1 ordinary share of GBP1 00) by cancelling and extinguishing 29,879,999 ordinary shares of GBP1 00 each in the Company held by Standard Chartered Bank

By order of the board



Director

Date 7 December 2016

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