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17/05/2010

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COMPANIES HOUSE

CO NO: 3686869

## STANDARD CHARTERED (CT) PLC

MINUTES OF A GENERAL MEETING HELD ON  
FRIDAY 14 MAY 2010 AT 4.10PM  
8<sup>TH</sup> FLOOR, 1 BASINGHALL AVENUE, LONDON EC2V 5DD

1.

### RE-REGISTRATION OF STANDARD CHARTERED (CT) PLC AS STANDARD CHARTERED (CT) LIMITED

- 1 The secretary read the notice convening the meeting
- 2 The Chairperson proposed as a special resolutions  
That pursuant to the provisions of section 97, Companies Act 2006
  - (a). **Re-Registration**  
The company be re-registered as a private company
  - (b). **Change of Name**  
The Company name be changed to Standard Chartered (CT) Limited
  - (c). **Amendment to the Memorandum and Articles**
    - (A) The articles of association of the Company be amended by deleting all f the provisions of the Company's memorandum of association which, by virtue of section 28 Companies Act 2006, are to be treated as provisions of the Company's articles of associations, and
    - (B) The articles of association produced to the meeting and initialled by the Chairman for the purpose of identification be adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing articles of association
- 3 The Chairperson proposed as ordinary resolutions
  - 3 1 That, with effect from the Company's re-registration as a private limited company and in accordance with paragraph 43(1) of Schedule 2 to the Companies Act 2006 (Commencement No8, Transitional Provisions and Savings) Order 2008 (SI 2008/2860), the directors be given the powers to allot shares in the Company or to grant rights to subscribe for or to convert any security into such shares in the Company under section 550

of the Companies Act 2006 This authority is in substitution for all previous authorities conferred on the directors in accordance with section 80 of the Companies Act 1985 or section 551 of the Companies Act 2006.

There was no further business and the Chairperson declared the meeting closed

  
Chairperson