

CS01

Confirmation statement



Companies House

Go online to file this information
www.gov.uk/companieshouse

A fee may be payable with this form
Please see 'How to pay' on the last page

☒ **What this form is for**
You may use this form to confirm
that the company has filed up to
date. You must file a confirmation
statement at least once every year.

☒ **What this form is NOT for**
You cannot use this form to confirm
changes to the company's details
of changes to the company's
people with significant control
(PSC), registered office
or single alternative inspection
address (SAIL) information.



A26 *AC9M8PEZ* 10/08/2023 #46
COMPANIES HOUSE

Before you start

You can check your company details for free on our online service:

<https://beta.companieshouse.gov.uk>

Change to your company information

If you need to make any changes to:

- **Part 1** Principal business activities or standard industrial classification (SIC)
- **Part 2** Statement of capital
- **Part 3** Trading status of shares and exemption from keeping a register of people with significant control (PSC)
- **Part 4** Shareholder information

Use the additional parts of this form to do this.

Other changes

If you need to make any
changes to:

- registered office address
- single alternative inspection address (SAIL) and company records
- officer appointments
- information about people with significant control

You must do this separately
before or at the same time as this
confirmation statement.

1 Company details

Company number Z C 1 8

Company name in full Standard Chartered Bank

Filling in this form

Please complete in typescript or in
bold black capitals.

2 Confirmation date

Please give the confirmation statement date. You must deliver this form within
14 days of this date. Please check your company records for the date of your
confirmation period.

Confirmation date 0 8 0 8 2 0 2 3

Check when your confirmation statement is due

To check your confirmation
statement date:
<https://beta.companieshouse.gov.uk>

You can make a statement at
any time during the confirmation
period. This will change your next
confirmation date.

3 Confirmation statement

I confirm that all information required to be delivered by the company pursuant
to section 853A(1)(a) of the Companies Act 2006 in relation to the confirmation
period ending on the confirmation date above either has been delivered or is
being delivered with this statement.

Signature

Signature

X [Signature]

X

Societas Europaea

If the form is being filed on behalf
of a Societas Europaea (SE) please
delete 'director' and insert details
of which organ of the SE the person
signing has membership.

Person authorised

Under either section 270 or 274 of
the Companies Act 2006.

This form may be signed by:

Director¹, Secretary, Person authorised², Charity commission receiver and
manager, CIC manager, Judicial factor.

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	Edward Rochford									
Company name	Slaughter and May									
Address	One Bunhill Row									
Post town	London									
County/Region	London									
Postcode	E	C	1	Y	.	8	Y	Y		
Country	United Kingdom									
DX										
Telephone	020 7090 1200									



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have checked the company information that we hold.
- ☐ You have shown any relevant changes made to your information on the additional parts to this form or filed the appropriate form before or at the same time as this confirmation statement.
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee if appropriate.



How to pay

You must include a £40 fee with the first Confirmation Statement you file each year. Further Confirmation Statements made in the same year don't require a fee.

Make cheques or postal orders payable to 'Companies House.'



Important information

All information on this form will appear on the public record.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.



Further information

For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

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Part 2

Statement of capital change



Complete this part in full if there has been any change to your share capital or prescribed particulars since the last statement of capital was delivered.

✓ **This part must be sent at the same time as your confirmation statement.**

✗ **Not required for companies without share capital.**

For further information, please refer to our guidance at www.gov.uk/companieshouse

You must complete both sections B1 and B2.

B1

Share capital

Complete the table(s) below to show the issued share capital.

Complete a separate table for each currency (if appropriate). For example, add pound sterling in 'Currency table A' and Euros in 'Currency table B'.

Continuation pages
Use a statement of capital continuation page if necessary.

Currency	Class of shares	Number of shares	Aggregate nominal value (£, €, \$, etc)	Total aggregate amount unpaid, if any (£, €, \$, etc)
Complete a separate table for each currency	E.g. Ordinary/Preference etc.		Number of shares issued multiplied by nominal value	Including both the nominal value and any share premium
Currency table A				
USD	Non-Cumulative Irredeemable Preference	2,400,000	US\$24,000.00	
USD	Non-Cumulative Redeemable Preference	7,500	US\$37,500.00	
USD	Ordinary	20,596,529,642	US\$20,596,529,642.00	
Totals		20,598,937,142	US\$20,596,591,142.00	US\$0.00

Currency table B				
Totals				

Currency table C				
Totals				

Totals (including continuation pages)	Total number of shares	Total aggregate nominal value ❶	Total aggregate amount unpaid ❶
	20,598,937,142	US\$20,596,591,142.00	US\$0.00

❶ Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.

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B2

Prescribed particulars

Please give the prescribed particulars of rights attached to each class of share shown in the 'share capital' tables in **Section B1**.

Class of share	Non-Cumulative Irredeemable Preference
Prescribed particulars	See continuation pages 1 and 2.
Class of share	Non-Cumulative Redeemable Preference
Prescribed particulars	See continuation page 3.
Class of share	Ordinary
Prescribed particulars	See continuation page 4.

Prescribed particulars of rights attached to shares

The particulars are:

- particulars of any voting rights, including rights that arise only in certain circumstances;
- particulars of any rights, as respects dividends, to participate in a distribution;
- particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

Please use a prescribed particulars continuation page if necessary.

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B2

Prescribed particulars

	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section B1 .	
Class of share	Non-Cumulative Irredeemable Preference	
Prescribed particulars ①	<p>The holders of the non-cumulative irredeemable preference shares of US\$0.01 each in the capital of the Company (the "Preference Shares") shall be entitled, after the payment of any dividends or distributions of income due to the holders of any other preference shares in the Company's share capital, but in priority to the payment of any dividends or distributions of income due to the holders of any ordinary shares in the Company's share capital, to receive, out of the profits of the Company available for distribution, the following preferential dividends (the "Preference Dividends"):</p> <p>1.1 on or after the third day (the "Third Day") after the first allotment and issue of the Preference Shares (the "Issue Date"), a single non-cumulative special dividend (the "Special Dividend") per Preference Share equal to US\$99.99 plus Z, where:</p> <p>Z equals US\$99.99 multiplied by X multiplied by ((Y-3)/365);</p> <p>X is 5%; and</p> <p>Y is the number of days after the Issue Date on which the Special Dividend is paid.</p> <p>A holder of the Preference Shares shall be entitled to make a call for the Special Dividend at any time on or following the Third Day. Such call shall be made by the holder serving a written notice on the Company to that effect. The date of such notice shall be deemed to be the date of the call and the due date of the Special Dividend; and</p> <p>1.2 a non-cumulative dividend at the rate of 5 per cent per annum on the amount for the time being paid up (or credited as paid up) on each Preference Share held (the "Non-Cumulative Dividend"). This dividend shall accrue on a daily basis up to and including 31 December in each year and a holder of the Preference Shares shall be entitled to make a call for the Non-Cumulative Dividend in respect of the period up to 31 December in each year at any time on or following 1 January in the following year. Such call shall be made by the holder serving a written notice on the Company to that effect. The date of such notice shall be deemed to be the date of the call and the due date of the Non-Cumulative Dividend.</p> <p>2. The Preference Dividends shall be paid to the holders of the Preference Shares whose names appear on the register of members of the Company at 5:00 pm on the date that the Special Dividend or the Non-Cumulative Dividend as the case may be is called for by a holder of the Preference Shares.</p> <p>3. Unless the Company has insufficient profits available for distribution, or following payment of any dividends ranking in priority to a Non-Cumulative Dividend the Company has insufficient profits available for distribution, or unless payment of the Non-Cumulative Dividend would have the effect of depriving the Company of sufficient cash resources prudently to carry on business or to pay any dividends which will become due and rank in priority to a Non-Cumulative Dividend, a Non-Cumulative Dividend shall be paid immediately on its due date.</p> <p>4. On a distribution of assets of the Company among its members on a winding up or other return of capital (other than a redemption or purchase by the Company of its own shares), the holders of the Preference Shares shall be entitled, after payment of any amounts due to the holders of any other preference shares in the Company's share capital, but in priority to the holders of the ordinary shares in the Company's share capital, to receive an amount equal to the aggregate of the capital paid up or credited as paid up on each Preference Share together with a sum equal to any arrears and accruals of any Preference Dividends (whether earned or declared or not) payable on such share calculated up to and including the date of the commencement of the winding up or (in any other case) the date of the return of capital.</p>	<p>① Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ul style="list-style-type: none"> a. particulars of any voting rights, including rights that arise only in certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder. <p>A separate table must be used for each class of share.</p>

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B2

Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section B1 .		<p>❶ Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ul style="list-style-type: none"> a. particulars of any voting rights, including rights that arise only in certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder. <p>A separate table must be used for each class of share.</p>
Class of share	Non-Cumulative Irredeemable Preference (continued)	
Prescribed particulars ❶	<p>5. Save as provided in paragraphs 1 to 4 above the holders of the Preference Shares shall not be entitled to any participation in the profits or assets of the Company.</p> <p>6. The holders of the Preference Shares shall, by virtue of and in respect of their holdings of the Preference Shares, have the right to receive notice of, attend, speak and vote at a General Meeting of the Company only if a resolution is to be proposed abrogating, varying or modifying any of the rights or privileges of the holders of the Preference Shares (in which case they shall only be entitled to vote on such resolution). Except in the circumstances set out above, the holders of the Preference Shares shall not have the right to receive notice of, attend, speak or vote at any General Meetings of the Company.</p> <p>7. Whenever the holders of the Preference Shares are entitled to vote on a resolution at a General Meeting of the Company, on a show of hands, every such holder who is present in person or (being a corporation) by a representative shall have one vote and, on a poll, every such holder who is present in person or by proxy shall have one vote in respect of each fully-paid Preference Share registered in the name of such holder.</p>	

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B2

Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section B1.

Class of share

Non-Cumulative Redeemable Preference

Prescribed particulars

1

(a) Voting rights: holders of Preference Shares will only be entitled to vote at general meetings of the Company where: (1) the rights of holders of the Preference Shares may be varied or abrogated; or (2) the most recently payable dividend on the Preference Shares has not been paid in full.

(b) The right to dividends: dividend payments on the paid up amount of US\$100,000 per Preference Share will be calculated in respect of the relevant Dividend period at the rate of 6.409% per annum from, and including, the Issue date to, but excluding, January 30, 2017 and thereafter, unless redeemed, at the rate of 1.51% per annum plus Three Month LIBOR. Dividends are non-cumulative and are payable at the discretion of the Court. The Court is not permitted to pay dividends on the Preference Shares if, in its opinion, such payment would exceed available distributable profits or breach capital adequacy requirements applicable to the Company or any subsidiary or associated undertaking of the Company.

(c) The right to capital and to the assets of the Company on a winding up: on a winding-up or other return of capital (other than a redemption, reduction or repurchase of shares), the holders of the Preference Shares will rank in the application of the assets of the Company available to shareholders: (1) in priority to any payment to the holders of Ordinary Shares; (2) equally in all respects with the holders of the Existing Preference Shares; and (3) in priority to or equally in all respects with the holders of any other class of shares in the Company in issue, unless a new class of shares in the Company is issued by the Company which by their terms ranks in priority to the Preference Shares. Any such issuance is subject to a vote of the Preference Share holders. Subject to such ranking, in such event holders of the Preference Shares will be entitled to an amount equal to the aggregate of: (1) the paid up amount of US \$100,000 per Preference Share plus; (2) any dividends accrued for the then current Dividend Period to the date of the commencement of the winding-up or other return of capital, but only to the extent that any such amount was, or would have been, payable as a cash dividend; plus (3) any dividends resolved to be paid on or after the date of the commencement of the winding-up or other return of capital in respect of a Dividend Period ending on or before such date.

(d) Rights of redemption: subject to the By-laws and Rules of the Company, provisions of applicable law, to the prior consent of the FSA and the Treasury (if such consent is required, in which case, the FSA or the Treasury may impose conditions on the redemption), the Company may, at its option, redeem the Preference Shares in whole, or in part, on January 30, 2017 and on any Quarterly Dividend Payment Date falling on or around ten year intervals thereafter (each such date upon which Preference Shares may be redeemed being a "Redemption Date"). The amount payable on redemption will be the paid up amount of US\$100,000 per Preference Share to be redeemed, plus an amount equal to the accrued but unpaid dividend on that Preference Share in respect of the period from and including the Dividend Payment Date last preceding the Redemption Date to, but excluding, the Redemption Date.

1 Prescribed particulars of rights attached to shares

The particulars are:

- particulars of any voting rights, including rights that arise only in certain circumstances;
- particulars of any rights, as respects dividends, to participate in a distribution;
- particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

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Prescribed particulars

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section B1**.

Class of share

Ordinary

Prescribed particulars

1

Subject to any special rights or restrictions as to voting attached to any shares by or in accordance with the Charters and these presents on a show of hands every member, who (being an individual) is present in person or (being a corporation) is present by a representative or proxy not being himself a member, shall have one vote. Subject as aforesaid on a poll a member holding shares or stock of less than the nominal amount of US\$25 shall not have any vote, but every other member who is present in person or by proxy shall have votes in accordance with the following scale:

Nominal amount of Shares or Stock held	Number of Votes
US\$25 or more but less than US\$50	1 vote
US\$50 or more but less than US\$100	2 votes
US\$100 or more but less than US\$250	3 votes
US\$250 or more but less than US\$375	4 votes
US\$375 or more but less than US\$500	5 votes
US\$500 or more but less than US\$750	6 votes
US\$750 or more but less than US\$1,000	7 votes
US\$1,000 or more but less than US\$1,250	8 votes
US\$1,250 or more but less than US\$1,500	9 votes
US\$1,500 or more	10 votes

In the case of joint holders of a share the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders and for this purpose seniority shall be determined by the order in which the names stand in the register of members.

A member of unsound mind, or in respect of whom an order has been made by any Court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee, receiver, curator bonis or other person in the nature of a committee, receiver or curator bonis appointed by such Court, and such committee, receiver, curator bonis or other person may on a poll vote by proxy, provided that such evidence as the Court may require of the authority of the person claiming to vote shall have been deposited at the office not less than forty-eight hours before the time appointed for holding the meeting or adjourned meeting at which such person claims to vote.

No member shall be entitled to vote at any general meeting if any call or other sum presently payable by him in respect of shares in the Company is a month or upwards in arrear.

On a poll votes may be given either personally or by proxy.

The instrument appointing a proxy shall be in writing Under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation either under the common seal or under the hand of an officer or attorney so authorised.

A proxy need not be a member of the Company.

1 Prescribed particulars of rights attached to shares

The particulars are:

- particulars of any voting rights, including rights that arise only in certain circumstances;
- particulars of any rights, as respects dividends, to participate in a distribution;
- particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder.

A separate table must be used for each class of share.

CS01- additional information page

Confirmation statement

Part 4

Shareholder information change

Only use this Part to tell us of a change to shareholder information since the company last delivered this information.

✓ If completed this Part must be sent at the same time as your confirmation statement.

✗ Not required for companies without share capital or DTR5 companies.

For further information, please refer to our guidance at www.gov.uk/companieshouse

D1

Shareholder information for a non-traded company ①

How is the list of shareholders enclosed. Please tick the appropriate box below:

☒ The list of shareholders is enclosed on paper.

☐ The list of shareholders is enclosed in another format.

① Further shareholders
Please use a Shareholder information (for a non-traded company) continuation page if necessary.

Show any information that has changed for each person.

Please list the company shareholders in alphabetical order. Joint shareholders should be listed consecutively.

Shareholder's Name (Address not required)	Class of share	Shares held at confirmation date	Shares transferred (if appropriate)	
		Number of shares	Number of shares	Date of registration of transfer
Standard Chartered Holdings Limited	Non-Cumulative Irredeemable Preference	2,400,000		/ /
Standard Chartered Holdings Limited	Ordinary	20,596,529,642		/ /
Standard Chartered PLC	Non-Cumulative Redeemable Preference	7,500		/ /
				/ /
				/ /
				/ /
				/ /
				/ /