

Certification of Persons Surrendering Rule 144A ADSs for the Purpose of Withdrawing
Deposited Securities

(insert date)

JPMorgan Chase Bank, N.A., as Depositary
ADR Department
4 New York Plaza, 13th Floor
New York, New York 10004

Re: STANDARD CHARTERED PLC - 7.014%

Dear Sirs:

Reference is hereby made to the Deposit Agreement, dated as of December 8, 2006 as amended as of May 17, 2007 (the "Deposit Agreement"), among Standard Chartered PLC (the "Company"), JPMorgan Chase Bank, N.A., as Depositary, and all holders from time to time of Regulation S American depositary receipts ("Regulation S ADRs") evidencing Regulation S American depositary shares ("Regulation S ADSs") and Rule 144A American depositary receipts ("Rule 144A ADRs") evidencing Rule 144A American depositary shares ("Rule 144A ADSs") issued thereunder.

Capitalized terms used but not defined herein shall have the meanings given them in the Deposit Agreement. References to the Deposit Agreement include the certification and other procedures established by the Depositary pursuant to such agreement.

We are surrendering a Rule 144A ADR or Rule 144A ADRs or an interest in the Master Rule 144A ADR (in either case, "Rule 144A ADRs") for the purpose of withdrawal of the Preference Shares and other Deposited Securities which are securities (the "Preference Shares") represented by the Rule 144A ADSs evidenced by Rule 144A ADRs under the Deposit Agreement. We hereby:

(i) Represent, Acknowledge and Agree (or, if we are acting for the account of another person, such person has confirmed that it represents, acknowledges and agrees) that the Preference Shares have not been and will not be registered under the Securities Act of 1933, as amended (the "Securities Act") or with any securities regulatory authority in any state or other jurisdiction of the United States.

(ii) Certify that either:

(a) We are a qualified institutional buyer (as defined in Rule 144A under the Securities Act) acting for our own account or for the account of one or more qualified institutional buyers, and either:

(1) we have (or it has) sold or otherwise transferred, or agreed to sell or otherwise transfer and at or prior to the time of withdrawal will have sold or otherwise transferred, the Rule 144A ADRs or the Preference Shares in accordance with Regulation S under the Securities Act and we are (or it is), or prior to such sale we were (or it was), the

beneficial owner of the Rule 144A ADRs, or

(2) we have (or it has) sold or otherwise transferred, or agreed to sell or otherwise transfer and at or prior to the time of withdrawal will have sold or otherwise transferred, the Rule 144A ADRs or the Preference Shares to another qualified institutional buyer in accordance with Rule 144A under the Securities Act and we are (or it is), or prior to such sale we were (or it was), the beneficial owner of the Rule 144A ADRs, or

(3) we (or it) will be the beneficial owner of the Preference Shares upon withdrawal, and, accordingly, we agree (or if we are acting for the account of one or more qualified institutional buyers, each such qualified institutional buyer has confirmed to us that it agrees) that (x) we (or it) will not offer, sell, pledge or otherwise transfer the Preference Shares except (A) to a person whom we reasonably believe (or it and anyone acting on its behalf reasonably believes) is a qualified institutional buyer within the meaning of Rule 144A under the Securities Act in a transaction meeting the requirements of Rule 144A, (B) outside the United States to persons other than U.S. Persons (as such term is defined in Regulation S under the Securities Act) in accordance with Regulation S under the Securities Act, (C) in accordance with Rule 144 under the Securities Act (if available), or (D) pursuant to an effective registration statement under the Securities Act, in each case in accordance with any applicable securities laws of any state of the United States, and (y) we (or it) will not deposit or cause to be deposited such Preference Shares into any depositary receipt facility established or maintained by a depositary bank (including any such facility maintained by the Depositary), other than a Rule 144A restricted depositary receipt facility, so long as such Preference Shares are restricted securities under the Securities Act.

OR

(b) We are a person other than a U.S. Person (a such term is defined in Regulation S under the Securities Act) and we are located outside the United States (within the meaning of Regulation S under the Securities Act); we acquired, or have agreed to acquire and at or prior to the time of the withdrawal will have acquired, the Rule 144A ADRs or the Preference Shares outside the United States (within the meaning of Regulation S); and we are, or upon acquisition thereof will be, the beneficial owner of the Rule 144A ADRs or the Preference Shares.

(iii) If we are a broker-dealer, we further certify that we are acting for the account of our customer and that our customer has confirmed the accuracy of the representations contained in paragraph (ii) hereof that are applicable to it (including the representations with respect to beneficial ownership) and, if paragraph (ii)(a)(3) is applicable to our customer, has confirmed that it will comply with the agreements set forth in paragraph (ii)(a)(3).

Very truly yours,

(insert name of certifying entity)

By: _____

Name:

Title