香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/01/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer HSBC Holdings plc

Date Submitted 7 February 2014

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 5 Description : Ordinary Shares

	No. of ordinary shares	Par value *(State currency)*	Authorised share capital *(State currency)*
Balance at close of preceding month	N/A (please refer to remarks)		N/A (please refer to remarks)
Increase/(decrease)			
Balance at close of the month	N/A (please refer to remarks)		N/A (please refer to remarks)

(2) Stock code : N/A Description :

	No. of ordinary shares	Par value *(State currency)*	Authorised share capital *(State currency)*
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares

Stock code : N/A Description : a) Non-cumulative Preference Shares b) Non-cumulative Series A Sterling Preference Share

	No. of preference shares	Par value *(State currency)*	Authorised share capital *(State currency)*
Balance at close of preceding month	N/A (please refer to remarks)		N/A (please refer to remarks)
Increase/(decrease)			
Balance at close of the month	N/A (please refer to remarks)		N/A (please refer to remarks)

3. Other Classes of Shares

Stock code : N/A Description : _____

	No. of other classes of shares	Par value *(State currency)*	Authorised share capital *(State currency)*
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

Total authorised share capital at the end of the month *(State currency)* : N/A (please refer to remarks)

II. Movements in Issued Share Capital

	No. of ordinary shares (1)	No. of ordinary shares (2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	18,830,007,039 (US$0.50)	N/A	a) 1,450,000 (US$0.01) b) 1 (£0.01)	N/A
Increase/ (decrease) during the month	539,573 (US$0.50)	N/A	N/A	N/A
Balance at close of the month	18,830,546,612 (US$0.50)	N/A	a) 1,450,000 (US$0.01) b) 1 (£0.01)	N/A

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during the month: Granted	Exercised	Cancelled	Lapsed	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. HSBC Holdings Executive Share Option Scheme (/ /) Ordinary shares *(Note 1)*	--	--	--	--	--	--
2. HSBC Holdings Savings-Related Share Option Plans (/ /) Ordinary shares *(Note 1)*		539,278	--	711,522	539,278	92,509,598
3. HSBC Holdings Group Share Option Plan (/ /) Ordinary shares *(Note 1)*	--	--	--	159,568	--	59,479,154
4. HSBC Share Plan (/ /) Ordinary shares *(Note 1)*	--	--	--	--	--	86,046
				Total A. (Ordinary shares)	539,278	
				(Preference shares)	N/A	
				(Other class)	N/A	
Total funds raised during the month from exercise of options (State currency)			£1,704,955.83, HK$8,304,467.23, US$268,516.69 and €62,858.85			

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	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. N/A (/ /) 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 *(Note 1)* Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /)						
4. N/A (/ /) Stock code (if listed) Class of shares issuable *(Note 1)* Subscription price EGM approval date (if applicable) (dd/mm/yyyy) (/ /)						

Total B. (Ordinary shares) N/A
(Preference shares) N/A
(Other class) N/A

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount 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. N/A						
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 *(Note 1)*						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
4. N/A						
Stock code (if listed)						
Class of shares issuable *(Note 1)*						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
			Total C. (Ordinary shares)		N/A	
			(Preference shares)		N/A	
			(Other class)		N/A	

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. N/A (/ /) shares *(Note 1)*		
2. N/A (/ /) 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

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
1. Rights issue	At price :	State currency	N/A	Class of shares issuable *(Note 1)* _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
2. Open offer	At price :	State currency	N/A	Class of shares issuable *(Note 1)* _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
3. Placing	At price :	State currency	N/A	Class of shares issuable *(Note 1)* _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
4. Bonus issue			N/A	Class of shares issuable *(Note 1)* _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____

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
5.	Scrip dividend	At price :	State currency	N/A	Class of shares issuable *(Note 1)*	_____		
					Issue and allotment date : (dd/mm/yyyy)	(/ /)		
					EGM approval date: (dd/mm/yyyy)	(/ /)	_____	_____
6.	Repurchase of shares			N/A	Class of shares repurchased *(Note 1)*	_____		
					Cancellation date : (dd/mm/yyyy)	(/ /)		
					EGM approval date: (dd/mm/yyyy)	(/ /)	_____	_____
7.	Redemption of shares			N/A	Class of shares redeemed *(Note 1)*	_____		
					Redemption date : (dd/mm/yyyy)	(/ /)		
					EGM approval date: (dd/mm/yyyy)	(/ /)	_____	_____
8.	Consideration issue	At price :	State currency	N/A	Class of shares issuable *(Note 1)*	_____		
					Issue and allotment date : (dd/mm/yyyy)	(/ /)		
					EGM approval date: (dd/mm/yyyy)	(/ /)	_____	_____

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
9. Capital reorganisation		N/A	Class of shares issuable *(Note 1)* _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)		
10. Other (Please specify) Awards of shares under the HSBC International Employee Share Purchase Plan	At price : State currency	£ 6.338	Class of shares issuable *(Note 1)* Ordinary Issue and allotment date : (dd/mm/yyyy) (29/01/2014) EGM approval date: (dd/mm/yyyy) (N/A)	295	--
			Total E. (Ordinary shares)	295	
			(Preference shares)	N/A	
			(Other class)	N/A	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	539,573
	(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 Issued Share Capital").)		

Remarks (if any):

The UK Companies Act 2006 has abolished the concept of authorised share capital with effect from 1 October 2009. To reflect this, the new Articles of Association adopted with effect from 1 October 2009 has been amended to remove any reference to authorised share capital.

Submitted by: William S M Tam

Title: Authorised Signatory
(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.*