

Monthly Return of Equity Issuer on Movements in Securities

or the month ended d/mm/yyyy) : 29/02/2016					
To : Hong Kong Exchanges	and Clea	uring Limited			
Name of Issuer Date Submitted	HSBC F	Holdings plc			
I. Movements in Authorised	Share Ca	apital			
1. Ordinary Shares					
(1) Stock code : 5	Descrip	otion :	Ordinary	Shares	
Balance at close of precedir	ng month	No. of ordinary shares N/A (Remark 1)	Par value (State currency)	Authorised share capital (State currency) N/A (Remark 1)	
Balance at close of the mon	th	N/A (Remark 1)		N/A (Remark 1)	
(2) Stock code : N/A	Descrip	otion :			
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)	
Balance at close of precedir	ng month				
Increase/(decrease)					
Balance at close of the mon	th				

2. Preference Shares					
Stock code: N/A De	scription :	,		eference Shares ries A Sterling Pre	eference Share
	•				
	prefe sha N	o. of erence ares I/A	Par value (State currency)	cap <i>(State c</i> N	ed share bital currency) /A
Balance at close of preceding mo	onth (Rem	ark 1)		(Rem	ark 1)
Increase/(decrease)			_		
Balance at close of the month		l/A nark 1)			/A ark 1)
3. Other Classes of Shares					
Stock code : N/A De	scription:				_
	class	f other ses of ares	Par value (State currency)	Authorise cap (State cu	ital
Balance at close of preceding mo	onth				_
Increase/(decrease)			_		_
Balance at close of the month			_		_
Total authorised share capital at currency):	the end of the	e month	(State	N/A (Remark 1)	

II. Movements in Issued Share Capital

	No. of ordinar	y shares	No of preference	No. of other
	(1)	(2)	shares	classes of shares
Balance at close of preceding month	19,686,268,320 (US\$0.50)	N/A	a) 1,450,000 (US\$0.01) b) 1 (£0.01)	N/A
Increase/ (decrease) during the month	21,689,792 (US\$0.50)	N/A	N/A	N/A
Balance at close of the month	19,707,958,112 (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) No. of new No. of new shares of shares of Particulars of share option issuer which issuer issued scheme during the may be issued Movement during the month including EGM approval date pursuant month pursuant (dd/mm/yyyy) and class of thereto thereto as at shares issuable close of the Granted Exercised Cancelled Lapsed month 1. HSBC Holdings **Executive Share** Option Scheme Ordinary shares (Note 1) 2. HSBC Holdings Savings-Related Share Option Plans (/ /)Ordinary shares 42,157 502,389 42,157 72,597,584 (Note 1) 3. HSBC Holdings **Group Share Option** Plan Ordinary shares (Note 1) 4. HSBC Share Plan Ordinary shares (Note 1) Total A. (Ordinary shares) 42,157 (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options £184,657.88 and US\$7,195.62 (State currency)

Warrants to Issue Shares of th	ne Issuer which	are to be Listed			No. of new shares of	No. of new shares of
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	issuer issued during the month pursuant thereto	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	(/ /)				
T. 19//	- -					
						_
(/ /) Stock code (if listed) Class of shares						
issuable (Note 1) Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)				
		Total E	(Ordina	ary shares)	N/A	
		Total L		ice shares)	N/A	_
			•	ther class)	N/A	- -

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

Convertibles (i.e. Convertible	into Shares of th	ne Issuer which a	re to be Liste	d)	No. of new shares of	No. of new shares of issuer
Class and description	Currency of amount outstanding	preceding	Converted during the month	Amount at close of the month	stidies of ssuer issued during the month pursuant thereto	which may be issued pursuant thereto as at close of the month
1. EUR1,500,000,000 5.25	%					
Perpetual Subordinated						
Contingent Convertible						
Securities (Remark 2)	— €	1,500,000,000		1,500,000,000		444,426,008
Stock code (if listed)	N/A	1,300,000,000		1,500,000,000		444,420,000
Class of shares	14/73					
issuable (Note 1)	Ordinary Share	2 S				
Conversion	€3.37514 per					
Subscription price	Ordinary Shar					
EGM approval date (if applicable) (dd/mm/yyyy))	(N/A)					
2. US\$2,250,000,000 6.37						
Perpetual Subordinated	- , , , , , , , , , , , , , , , , , , ,					
Contingent Convertible	<u></u>					
	 US\$	2 250 000 000		2 250 000 000	,	E40 EEE 044
Securities (Remark 3) Stock code (if listed)	<u>US\$</u>	2,250,000,000		2,250,000,000	<u> </u>	516,555,014
Class of shares	IN/A					
issuable (Note 1)	Ordinary Share	26				
Conversion	US\$4.35578 p					
Subscription price	Ordinary Shar					
EGM approval date	oranian y orian	<u> </u>				
(if applicable)						
(dd/mm/yyyy)	(N/A)					
3. US\$1,500,000,000 5.625	5%	<u></u>				
Perpetual Subordinated						
Contingent Convertible						
Securities (Remark 4)	 US\$	1,500,000,000		1,500,000,000)	344,370,009
Stock code (if listed)		1,000,000,000				011,010,000
Class of shares						
issuable (Note 1)	Ordinary Share	es				
Conversion	US\$4.35578 p					
Subscription price	Ordinary Shar	<u>e </u>				
EGM approval date						
(if applicable)	(2.17.)					
(dd/mm/yyyy)	(N/A)					
4. US\$2,450,000,000 6.375	<u>5%_</u>					
Perpetual Subordinated						
Contingent Convertible						
Securities (Remark 5)	US\$	2,450,000,000		2,450,000,000)	607,205,170
Stock code (if listed)	N/A					
Class of shares	0 " 0"					
issuable (Note 1)	Ordinary Share					
Conversion	US\$4.03488 p					
Subscription price EGM approval date	Ordinary Shar	E				
(if applicable)						
(ii applicable) (dd/mm/yyyy)	(N/A)					
	(13/73)					

					No. of new shares of issuer issued during the	No. of new shares of issuer which may be issued pursuant
	Currency of	Amount at close of	Converted	Amount at	month pursuant	thereto as at close of the
	amount	preceding	during the	close of the	thereto	month
Class and description	outstanding	month	month	month		
5. EUR1,000,000,000 6.00%	<u>/6_</u>					
Perpetual Subordinated						
Contingent Convertible						
Securities (Remark 6)		1,000,000,000		1,000,000,00	00	267,695,330
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares	S				
Conversion	€3.73559 per					
Subscription price	Ordinary Share	<u> </u>				
EGM approval date (if applicable)						
(dd/mm/yyyy))	(N/A)					
		Tota	al C. (Ordina		N/A	
				e shares)	N/A	-
			(Ot	her 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)

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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		
	1	
	1	
	-	
shares (Note 1)		
2. N/A		
	1	
	4	
-		
shares (Note 1)		
3. N/A		
5. <u>14/7.</u>	1	
shares (Note 1)	1	
		-
Total D. (Ordinary shares)	NI/A	
	N/A	-
(Preference shares)	N/A	
(Other class)	N/A	•
(**************************************		-

Otl	ner Movements i	n Issued Sha	are Capital					
	Type of Issue					is	No. of new shares of suer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
					Class of sharesissuable (Note 1)			
1.	Rights issue	At price :	State currency —	N/A	Issue and allotment (/ /) date : (dd/mm/yyyy)			
					EGM approval date: (/ /) (dd/mm/yyyy))		
					Class of sharesissuable (Note 1)			
2.	Open offer	At price :	State currency —	N/A	Issue and allotment (/ /) date: (dd/mm/yyyy))		
					EGM approval date: (/ /) (dd/mm/yyyy))		
					Class of sharesissuable (Note 1)			
3.	Placing	At price :	State	N/A	Issue and allotment (/ /) date: (dd/mm/yyyy))		
					EGM approval date: (/ /) (dd/mm/yyyy))		
					Class of sharesissuable (Note 1)			
4.	Bonus issue			N/A	Issue and allotment (/ /) date: (dd/mm/yyyy)			
					EGM approval date: (/ /) (dd/mm/yyyy)	1		
								-

	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
					Class of shares issuable (Note 1)	_			_		
5.	Scrip dividend	At price :	State currency —	N/A	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
					EGM approval date: (dd/mm/yyyy)	(/	/)		
					Class of shares repurchased (Note 1)	_			_		
6.	Repurchase of shares			N/A	Cancellation date : (dd/mm/yyyy)	(/	/)		
					EGM approval date: (dd/mm/yyyy)	(/	/)		
					Class of shares redeemed (Note 1)	_			_		
7.	Redemption of shares			N/A	Redemption date : (dd/mm/yyyy)	(/	/)		
					EGM approval date: (dd/mm/yyyy)	(/	/)		
					Class of shares issuable (Note 1)	_			_		
8.	Consideration issue	At price :	State currency —	N/A	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	date : (dd/mm/yyyy)	(/ /) (/ /)		
10. Other (Please specify) -Awards of Performance Shares and Restricted Shares under the HSBC Share Plan and the HSBC Share Plan 2011 (for item (i) to (iii)) -Awards of shares under the HSBC International Employee Share Purchase Plan (for item (iv) to (vi))	(i) £ 4.4590 (ii) £ 4.4880 (iii) £ 4.6735 (iv) £ 4.8440 (v) £ 4.4640 EY (vi) £ 4.6735	issuable (Note 1) Issue and allotment date: (dd/mm/yyyy) (i) (i) (i) (i) (i) (i) (i) (i) (i) ((i) (23/02/2016) (ii) (26/02/2016) (iii) (29/02/2016) (iv) (02/02/2016) (v) (16/02/2016) (v) (29/02/2016) (N/A)	(i) 22,947 (ii) 11,825 (iii) 21,597,616 (iv) 10,401 (v) 4,740 (vi) 106	
			Ordinary shares) ference shares) (Other class)	21,647,635 N/A N/A	- - -

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1)	21,689,792
(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 Capital").)	Issued Share

Remarks (if any):						
1. 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.						
2. Callable September 2022 and Every Five Years Thereafter.						
3. Callable September 2024 and Every Five Years Thereafter.						
4. Callable January 2020 and Every Five Years Thereafter.						
5. Callable March 2025 and Every Five Years Thereafter.						
6. Callable September 2023 and Every Five Years Thereafter.						
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.