

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended  
(dd/mm/yyyy) :

31/05/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer HSBC Holdings plc

Date Submitted 6 June 2017

### 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 (Remark 1)		N/A (Remark 1)
Increase/(decrease)			
Balance at close of the month	N/A (Remark 1)		N/A (Remark 1)
(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			

Stock code :	N/A	Description :	a) Non-cumulative Preference Shares b) Non-cumulative Series A Sterling Preference Share
	No. of preference shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
	N/A		N/A
Balance at close of preceding month	(Remark 1)		(Remark 1)
Increase/(decrease)			
	N/A		N/A
Balance at close of the month	(Remark 1)		(Remark 1)

Stock code : _____ N/A	Description : _____		
	No. of other classes of shares	Par value <i>(State currency)</i>	Authorised share capital <i>(State currency)</i>
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

N/A  
(Remark 1)

## II. Movements in Issued Share Capital

	No. of ordinary shares (1)	(2)	No of preference shares	No. of other classes of shares
Balance at close of preceding month	20,374,619,861 (US\$0.50) (Remark 2)	N/A	a) 1,450,000 (US\$0.01) b) 1 (£0.01)	N/A
Increase/ (decrease) during the month	959,503 (US\$0.50)	N/A	N/A	N/A
Balance at close of the month	20,375,579,364 (US\$0.50) (Remark 2)	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				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
	Granted	Exercised	Cancelled	Lapsed		
1. HSBC Holdings Executive Share Option Scheme ( / / ) Ordinary shares	--	--	--	--	--	--
(Note 1)						
2. HSBC Holdings Savings-Related Share Option Plans ( / / ) Ordinary shares	--	195,332	--	533,346	195,332	66,155,187
(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)					195,332	
(Preference shares)					N/A	
(Other class)					N/A	
Total funds raised during the month from exercise of options (State currency)					£862,406.35	

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

Description of warrants (Date of expiry - dd/mm/yyyy)					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
	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value 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
<u>1. EUR1,500,000,000 5.25%</u>						
Perpetual Subordinated						
Contingent Convertible						
Securities (Remark 3)	€	1,500,000,000	--	1,500,000,000	--	444,426,008
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares					
Conversion	€3.37514 per					
Subscription price	Ordinary Share					
EGM approval date (if applicable) (dd/mm/yyyy)	(N/A)					
<u>2. US\$2,250,000,000 6.375%</u>						
Perpetual Subordinated						
Contingent Convertible						
Securities (Remark 4)	US\$	2,250,000,000	--	2,250,000,000	--	516,555,014
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares					
Conversion	US\$4.35578 per					
Subscription price	Ordinary Share					
EGM approval date (if applicable) (dd/mm/yyyy)	(N/A)					
<u>3. US\$1,500,000,000 5.625%</u>						
Perpetual Subordinated						
Contingent Convertible						
Securities (Remark 5)	US\$	1,500,000,000	--	1,500,000,000	--	344,370,009
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares					
Conversion	US\$4.35578 per					
Subscription price	Ordinary Share					
EGM approval date (if applicable) (dd/mm/yyyy)	(N/A)					
<u>4. US\$2,450,000,000 6.375%</u>						
Perpetual Subordinated						
Contingent Convertible						
Securities (Remark 6)	US\$	2,450,000,000	--	2,450,000,000	--	607,205,170
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares					
Conversion	US\$4.03488 per					
Subscription price	Ordinary Share					
EGM approval date (if applicable) (dd/mm/yyyy)	(N/A)					

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
<u>5. EUR1,000,000,000 6.00%</u>						
<u>Perpetual Subordinated</u>						
<u>Contingent Convertible</u>						
Securities (Remark 7)	€	1,000,000,000	--	1,000,000,000	--	267,695,330
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares					
Conversion	€3.73559 per					
Subscription price	Ordinary Share					
EGM approval date (if applicable) (dd/mm/yyyy))	(N/A)					
<u>6. US\$2,000,000,000 6.875%</u>						
<u>Perpetual Subordinated</u>						
<u>Contingent Convertible</u>						
Securities (Remark 8)	US\$	2,000,000,000	--	2,000,000,000	--	506,662,613
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares					
Conversion	US\$3.9474 per					
Subscription price	Ordinary Share					
EGM approval date (if applicable) (dd/mm/yyyy))	(N/A)					
<u>7. US\$3,000,000,000 6.000%</u>						
<u>Perpetual Subordinated</u>						
<u>Contingent Convertible</u>						
Securities (Remark 9)	US\$	--	--	3,000,000,000	--	862,093,738
Stock code (if listed)	N/A					
Class of shares issuable (Note 1)	Ordinary Shares					
Conversion	US\$3.47990 per					
Subscription price	Ordinary Share					
EGM approval date (if applicable) (dd/mm/yyyy))	(N/A)					
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		
2. N/A		
3. N/A		
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 <u>N/A</u>	Class of shares issuable ( <i>Note 1</i> ) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
6.	Repurchase of shares		N/A	Class of shares repurchased ( <i>Note 1</i> ) _____ Cancellation date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
7.	Redemption of shares		N/A	Class of shares redeemed ( <i>Note 1</i> ) _____ Redemption date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
8.	Consideration issue	At price :	State currency <u>N/A</u>	Class of shares issuable ( <i>Note 1</i> ) _____ Issue and allotment date : (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____

				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
Type of Issue					
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)		Class of shares issuable (Note 1)	<u>Ordinary Shares</u>		
		Issue and allotment date : (dd/mm/yyyy)	(i) (05/05/2017) (ii) (15/05/2017) (iii) (25/05/2017) (iv) (30/05/2017) (v) (31/05/2017) (vi) (03/05/2017) (vii) (10/05/2017) (viii) (31/05/2017)		
-Awards of Performance Shares and Restricted Shares under the HSBC Share Plan and the HSBC Share Plan 2011 (for items (i) to (v))	At price : State currency	(i) £ 6.6380 (ii) £ 6.7810 (iii) £ 6.6730 (iv) £ 6.7500 (v) £ 6.7520 (vi) £ 6.3990 (vii) £ 6.6490 (viii) £ 6.7520	EGM approval date: (dd/mm/yyyy)	(N/A)	
-Awards of shares under the HSBC International Employee Share Purchase Plan (for items (vi) to (viii))				(i) 251,443 (ii) 368,169 (iii) 1,268 (iv) 2,285 (v) 91,005 (vi) 13,337 (vii) 34,479 (viii) 2,185	--
Total E. (Ordinary shares)				764,171	
(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)	959,503
	(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):

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. This number of ordinary shares in issue is inclusive of the ordinary shares being held in treasury which are not cancelled and remain listed. As at close of the preceding month and the month, the Company held 325,273,407 ordinary shares in treasury.
3. Callable September 2022 and Every Five Years Thereafter
4. Callable September 2024 and Every Five Years Thereafter
5. Callable January 2020 and Every Five Years Thereafter
6. Callable March 2025 and Every Five Years Thereafter
7. Callable September 2023 and Every Five Years Thereafter
8. Callable June 2021 and Every Five Years Thereafter
9. Callable May 2027 and Every Five Years Thereafter

Submitted by: Jean Y Ma

Title: Authorised Signatory  
(Director, Secretary or other duly authorised officer)

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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.*