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HSBC Holdings plc

Annual General Meeting 27 May 2011

At the Annual General Meeting of HSBC Holdings plc held on 27 May 2011, all resolutions were passed on a poll.

The following table shows the votes cast on each resolution:

Resolution	Total Votes For (%)	Total Votes Against (%)	Votes Total (% of Issued Share Capital)	Votes Withheld ♣
1. To receive the Report and Accounts for 2010	8,402,552,510 (98.57)	121,753,797 (1.43)	8,524,306,307 (47.84)	8,933,799
2. To approve the Directors' Remuneration Report for 2010	6,652,053,048 (81.26)	1,533,867,244 (18.74)	8,185,920,292 (45.94)	345,803,377
3. (a) To re-elect S A Catz a Director	8,486,056,759 (99.50)	42,942,731 (0.50)	8,528,999,490 (47.87)	4,216,052
(b) To re-elect L M L Cha a Director	8,504,179,153 (99.71)	24,913,796 (0.29)	8,529,092,949 (47.87)	4,042,906
(c) To re-elect M K T Cheung a Director	8,483,733,987 (99.47)	45,080,957 (0.53)	8,528,814,944 (47.87)	4,016,464
(d) To re-elect J D Coombe a Director	8,422,716,423 (98.75)	106,361,370 (1.25)	8,529,077,793 (47.87)	4,171,828
(e) To re-elect R A Fairhead a Director	8,409,921,019 (99.66)	28,560,255 (0.34)	8,438,481,274 (47.36)	94,165,150
(f) To re-elect D J Flint a Director	7,652,721,692 (90.73)	782,284,813 (9.27)	8,435,006,505 (47.34)	97,589,253
(g) To re-elect A A Flockhart a Director	8,510,224,707 (99.78)	19,041,066 (0.22)	8,529,265,773 (47.87)	3,951,542
(h) To re-elect S T Gulliver a Director	8,508,743,721 (99.77)	19,690,410 (0.23)	8,528,434,131 (47.87)	4,068,563
(i) To re-elect J W J Hughes-Hallett a Director	8,471,725,040 (99.33)	57,260,985 (0.67)	8,528,986,025 (47.87)	4,166,213
(j) To re-elect W S H Laidlaw a Director	8,422,582,981 (98.75)	106,557,176 (1.25)	8,529,140,157 (47.87)	4,082,503

Resolution	Total Votes For (%)	Total Votes Against (%)	Votes Total (% of Issued Share Capital)	Votes Withheld ♣
(k) To re-elect J R Lomax a Director	8,485,476,787 (99.49)	43,437,834 (0.51)	8,528,914,621 (47.87)	4,288,262
(l) To re-elect I J Mackay a Director	8,514,104,374 (99.83)	14,924,509 (0.17)	8,529,028,883 (47.87)	4,046,710
(m) To re-elect G Morgan a Director	7,528,102,732 (88.27)	1,000,850,178 (11.73)	8,528,952,910 (47.87)	4,176,157
(n) To re-elect N R N Murthy a Director	8,485,387,759 (99.49)	43,412,993 (0.51)	8,528,800,752 (47.87)	4,414,399
(o) To re-elect Sir Simon Robertson a Director	8,509,368,189 (99.78)	18,917,076 (0.22)	8,528,285,265 (47.87)	4,756,190
(p) To re-elect J L Thornton a Director	7,811,758,522 (92.43)	639,498,922 (7.57)	8,451,257,444 (47.43)	80,247,625
(q) To re-elect Sir Brian Williamson a Director	8,502,895,120 (99.70)	25,794,017 (0.30)	8,528,689,137 (47.87)	4,326,166
4. To reappoint the Auditor at remuneration to be determined by the Group Audit Committee	8,471,110,207 (99.59)	34,535,501 (0.41)	8,505,645,708 (47.74)	27,595,572
5. To authorise the Directors to allot shares	8,361,978,479 (98.07)	164,736,911 (1.93)	8,526,715,390 (47.86)	6,526,785
6. To disapply pre-emption rights (Special Resolution)	8,410,136,124 (98.66)	114,104,282 (1.34)	8,524,240,406 (47.84)	9,000,469
7. To approve the HSBC Share Plan 2011	7,232,592,954 (86.39)	1,139,440,811 (13.61)	8,372,033,765 (46.99)	157,713,821
8. To approve fees payable to non-executive Directors	8,339,832,648 (99.41)	49,875,814 (0.59)	8,389,708,462 (47.09)	142,372,789
9. To approve general meetings (other than annual general meetings) being called on 14 clear days' notice (Special Resolution)	7,757,094,552 (90.98)	769,200,534 (9.02)	8,526,295,086 (47.85)	6,472,597

♣ A “Vote Withheld” is not a ‘vote’ in law and is not counted in the calculation of the proportion of the votes ‘For’ and ‘Against’ the resolution.

The total number of ordinary shares of US\$0.50 each eligible to be voted at the Annual General Meeting was 17,817,361,725. The scrutineers of the poll were Electoral Reform Services Limited and Computershare Investor Services PLC.

Copies of the special business resolutions passed at the Annual General Meeting have been submitted to the UK Listing Authority, and will shortly be available for inspection at the UK Listing Authority’s Document Viewing Facility, via the National Storage Mechanism which is located at <http://www.hemscott.com/nsm.do>

At the conclusion of the Annual General Meeting, V H C Cheng retired as a Director and a member of the Corporate Sustainability Committee. There are no matters relating to his retirement that need to be brought to the attention of the shareholders of the Company.

The current Directors of HSBC Holdings plc are S A Catz[†], L M L Cha[†], M K T Cheung[†], J D Coombe[†], R A Fairhead[†], D J Flint, A A Flockhart, S T Gulliver, J W J Hughes-Hallett[†], W S H Laidlaw[†], J R Lomax[†], I J Mackay, G Morgan[†], N R N Murthy[†], Sir Simon Robertson[†], J L Thornton[†] and Sir Brian Williamson[†].

† Independent Non-Executive Director

L M L Cha, an independent non-executive Director since 1 March 2011, became a member of the Corporate Sustainability Committee with effect from the conclusion of the Annual General Meeting.

Hong Kong Stock Code: 5