



香港交易所

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/11/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer HSBC Holdings plc

Date Submitted 5 December 2013

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

|  |                                  |  |   |
|--|----------------------------------|--|---|
| (1) Stock code : <u>5</u> Description : <u>Ordinary Shares</u> |                                  |  |   |
|  | No. of ordinary<br>shares        | Par value<br>( <i>State<br/>currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month                            | N/A<br>(please refer to remarks) | _____                                      | N/A<br>(please refer to remarks)                      |
| Increase/(decrease)  | _____                            | _____                                      | _____   |
| Balance at close of the month                                  | N/A<br>(please refer to remarks) | _____                                      | N/A<br>(please refer to remarks)                      |
| (2) Stock code : <u>N/A</u> Description : _____                |                                  |  |   |
|  | No. of ordinary<br>shares        | Par value<br>( <i>State<br/>currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| 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<br>b) Non-cumulative Series A Sterling Preference Share |  |   |
|                                     | No. of preference shares  | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | N/A<br>(please refer to remarks)  | _____                                  | N/A<br>(please refer to remarks)                      |
| Increase/(decrease)                 | _____   | _____                                  | _____   |
| Balance at close of the month       | N/A<br>(please refer to remarks)  | _____                                  | N/A<br>(please refer to remarks)                      |

## 3. Other Classes of Shares

| Stock code : _____ N/A              | Description : _____            |  |   |
|-------------------------------------|--------------------------------|--|---|
|                                     | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| 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       |     | No of preference shares                 | No. of other classes of shares |
|---------------------------------------|------------------------------|-----|---|--------------------------------|
|                                       | (1)                          | (2) |   |                                |
| Balance at close of preceding month   | 18,747,684,922<br>(US\$0.50) | N/A | a) 1,450,000 (US\$0.01)<br>b) 1 (£0.01) | N/A                            |
| Increase/ (decrease) during the month | 844,259<br>(US\$0.50)        | N/A | N/A                                     | N/A                            |
| Balance at close of the month         | 18,748,529,181<br>(US\$0.50) | N/A | a) 1,450,000 (US\$0.01)<br>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   |  |   |
| <u>1. HSBC Holdings</u><br><u>Executive Share</u><br><u>Option Scheme</u><br>( / / )<br><u>Ordinary shares</u>      | --                        | --        | --                         | --   | --   | --  |
| (Note 1)  |                           |           |                            |  |  |   |
| <u>2. HSBC Holdings</u><br><u>Savings-Related Share</u><br><u>Option Plans</u><br>( / / )<br><u>Ordinary shares</u> | --                        | 466,604   | --                         | 683,330  | 466,604  | 94,380,754  |
| (Note 1)  |                           |           |                            |  |  |   |
| <u>3. HSBC Holdings</u><br><u>Group Share Option</u><br><u>Plan</u><br>( / / )<br><u>Ordinary shares</u>            | --                        | 106       | --                         | 73,788   | 106  | 59,724,253  |
| (Note 1)  |                           |           |                            |  |  |   |
| <u>4. HSBC Share Plan</u><br>( / / )<br><u>Ordinary shares</u>  | --                        | --        | --                         | --   | --   | 86,046  |
| (Note 1)  |                           |           |                            |  |  |   |
|   |                           |           | Total A. (Ordinary shares) |  | 466,710  |   |
|   |                           |           | (Preference shares)        |  | N/A  |   |
|   |                           |           | (Other class)              |  | N/A  |   |
| Total funds raised during the month from exercise of options (State currency)                                       |                           |           |                            | £1,764,519.97, HK\$2,335,794.61, US\$232,258.38 and €58,336.19 |  |   |

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

| Description of warrants<br>(Date of expiry - dd/mm/yyyy) | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|---|----------------------------------|---|--|--|
| 1. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 2. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 3. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)     |                                 | ( / / )   |                                  |   |  |  |
| 4. N/A   |                                 |   |                                  |   |  |  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed)                                   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> )            |                                 |   |                                  |   |  |  |
| Subscription price                                       |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(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 ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |  |   |
| 2. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |  |   |
| 3. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| Subscription price                             |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy) |                                | ( / / )                            |                            |                              |  |   |
| 4. N/A   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)                         |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )     |                                |                                    |                            |                              |  |   |
| 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<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )   |  |   |
| 2. N/A<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )   |  |   |
| 3. N/A<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )   |  |   |
| Total D. (Ordinary shares)  | N/A  |   |
| (Preference shares)   | N/A  |   |
| (Other class)   | N/A  |   |

## Other Movements in Issued Share Capital

| Other Movements in Issued Share Capital |              |            |                |            |  | 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                           |              |            |                |            |  |  |   |
| 1.                                      | Rights issue | At price : | State currency | <u>N/A</u> | Class of shares issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____  | _____   |
| 2.                                      | Open offer   | At price : | State currency | <u>N/A</u> | Class of shares issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____  | _____   |
| 3.                                      | Placing      | At price : | State currency | <u>N/A</u> | Class of shares issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____  | _____   |
| 4.                                      | Bonus issue  |            |                | <u>N/A</u> | Class of shares issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>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 |                      |                           |     |  |   |  |
| 5.            | Scrip dividend       | At price : State currency | N/A | Class of shares issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )  |  |
| 6.            | Repurchase of shares |                           | N/A | Class of shares repurchased ( <i>Note 1</i> )<br>Cancellation date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)     | ( / / )<br>( / / )  |  |
| 7.            | Redemption of shares |                           | N/A | Class of shares redeemed ( <i>Note 1</i> )<br>Redemption date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)          | ( / / )<br>( / / )  |  |
| 8.            | Consideration issue  | At price : State currency | N/A | Class of shares issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )<br>( / / )  |  |



For Main Board and GEM listed issuers

| 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 ( <i>Note 1</i> ) _____<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / ) (dd/mm/yyyy)  |   |
| 10. Other (Please specify)  |     | Class of shares <u>Ordinary</u> issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy) (i) (01/11/2013) (ii) (04/11/2013) (iii) (19/11/2013) (iv) (21/11/2013) (v) (29/11/2013)<br>EGM approval date: (N/A) (dd/mm/yyyy) | (i) 18,145<br>(ii) 823<br>(iii) 357,146<br>(iv) 750<br>(v) 685                            |
| Awards of Performance Shares and Restricted Shares under the HSBC Share Plan and the HSBC Share Plan 2011<br>At price : State currency<br>(i) £ 6.821<br>(ii) £ 6.873<br>(iii) £ 6.950<br>(iv) £ 6.953<br>(v) £ 6.820 |     |   | --  |
|   |     | Total E. (Ordinary shares) <u>377,549</u><br>(Preference shares) <u>N/A</u><br>(Other class) <u>N/A</u>   |   |

|   |     |         |
|---|-----|---------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):         | (1) | 844,259 |
|   | (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.

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Submitted by: William S M Tam

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.*