



香港交易所

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

For the month ended (dd/mm/yyyy) : 31/10/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer HSBC Holdings plc

Date Submitted 6 November 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                  |   |
|--|---|--|---|
|  |   | 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><u>(please refer to remarks)</u> | _____  | N/A<br><u>(please refer to remarks)</u>               |
| Increase/(decrease)                        | _____                                   | _____  | _____   |
| Balance at close of the month              | N/A<br><u>(please refer to remarks)</u> | _____  | N/A<br><u>(please refer to remarks)</u>               |

## 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   | 18,657,283,208<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 | 90,401,714<br>(US\$0.50)     | N/A | N/A                                     | N/A                            |
| Balance at close of the 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                            |

## 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<br>Executive Share<br>Option Scheme<br>( / / )<br>Ordinary shares                       | --                        | --        | --                         | --   | --   | --  |
| (Note 1)   |                           |           |                            |  |  |   |
| 2. HSBC Holdings<br>Savings-Related Share<br>Option Plans<br>( / / )<br>Ordinary shares                  | --                        | 880,023   | --                         | 482,597  | 880,023  | 95,530,688  |
| (Note 1)   |                           |           |                            |  |  |   |
| 3. HSBC Holdings<br>Group Share Option<br>Plan<br>( / / )<br>Ordinary shares                             | --                        | --        | --                         | 77,338   | --   | 59,798,147  |
| (Note 1)   |                           |           |                            |  |  |   |
| 4. HSBC Share Plan<br>( / / )<br>Ordinary shares   | --                        | --        | --                         | --   | --   | 86,046  |
| (Note 1)   |                           |           |                            |  |  |   |
|  |                           |           | Total A. (Ordinary shares) |  | 880,023  |   |
|  |                           |           | (Preference shares)        |  | N/A  |   |
|  |                           |           | (Other class)              |  | N/A  |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |                            | £1,896,160.06 HK\$21,919,731.86,<br>US\$305,304.54 and €193,525.20 |  |   |

## 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   |                                 |   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 2. N/A   |                                 |   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 3. N/A   |                                 |   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) |                                 |   |                                  |   |  |  |
| 4. N/A   |                                 |   |                                  |   |  |  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>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 (Note 1)  |  |   |
| 2. N/A<br><br><br><br>( / / )<br>shares (Note 1)  |  |   |
| 3. N/A<br><br><br><br>( / / )<br>shares (Note 1)  |  |   |
| 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) | ( / / )<br>( / / )   | <br><br>  |
| 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) | ( / / )<br>( / / )   | <br><br>  |
| 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) | ( / / )<br>( / / )   | <br><br>  |
| 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) | ( / / )<br>( / / )   | <br><br>  |

For Main Board and GEM listed issuers

|               |                      |                           |                    | 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 | <u>US\$10.6401</u> | Class of shares issuable ( <i>Note 1</i> )<br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | <u>Ordinary</u><br>(09/10/2013)<br>(N/A)  | <u>89,435,788</u> | <u>--</u> |
| 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>( / / )<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>( / / )<br>( / / )   | _____             | _____     |
| 8.            | Consideration 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) | _____<br>( / / )<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 | <p>Class of shares issuable (<i>Note 1</i>) _____</p> <p>Issue and allotment date : (dd/mm/yyyy) ( / / )</p> <p>EGM approval date: ( / / ) (dd/mm/yyyy)</p>   |   |
| 10. Other (Please specify) |     | <p>Class of shares <u>Ordinary</u> issuable (<i>Note 1</i>)</p> <p>Issue and allotment date : (dd/mm/yyyy) (i) (01/10/2013)<br/>(ii) (25/10/2013)<br/>(iii) (29/10/2013)<br/>(iv) (31/10/2013)</p> <p>EGM approval date: (N/A) (dd/mm/yyyy)</p> | <p>(i) 3,530<br/>(ii) 11,183<br/>(iii) 30,458<br/>(iv) 40,732</p> <p>--</p>               |
|                            |     | <p>Total E. (Ordinary shares) <u>89,521,691</u></p> <p>(Preference shares) <u>N/A</u></p> <p>(Other class) <u>N/A</u></p>   |   |

|   |     |                   |
|---|-----|-------------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) | <u>90,401,714</u> |
|   | (2) | <u>N/A</u>        |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               |     | <u>N/A</u>        |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         |     | <u>N/A</u>        |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |                   |

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)

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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.*