

HSBC HOLDINGS PLC

EMPLOYEE SHARE PLANS

30 June 2014

In accordance with the terms of a waiver granted by the Hong Kong Stock Exchange on 24 December 2010, full details of options under Employee Share Plans required pursuant to Listing Rules 17.07 and 17.09 are disclosed below. These disclosures are also available on the Hong Kong Stock Exchange's website at www.hkex.com.hk and can be obtained upon request from the Group Company Secretary, 8 Canada Square, London E14 5HQ.

Share options and discretionary awards of shares are granted under HSBC Share plans to help align the interests of employees with those of shareholders. Set out on pages 2 to 3 are particulars of outstanding options, including those held by employees working under employment contracts that are regarded as 'continuous contracts' for the purposes of the Hong Kong Employment Ordinance. The options were granted for nil consideration. No options have been granted to substantial shareholders, suppliers of goods or services or in excess of the individual limit for each share plan. No options were cancelled by HSBC during the period. No discretionary share options have been granted under the HSBC Share Plan 2011, which replaced the HSBC Share Plan on 27 May 2011. The options which were awarded, exercised or lapsed during the period are detailed in the tables below. Particulars of options held by Directors of HSBC Holdings are set out on page 272 in the *Interim Report 2014*.

All-employee share plans

The HSBC Holdings Savings-Related Share Option Plan and the HSBC Holdings Savings-Related Share Option Plan: International are all-employee share plans under which eligible employees have been granted options to acquire HSBC Holdings ordinary shares. There will be no further grant of options under the HSBC Holdings Savings-Related Share Option Plan: International; the final grant was in 2012. A new international all-employee share purchase plan was launched in the third quarter of 2013.

For options granted under the HSBC Holdings Savings-Related Option Plan, employees make contributions of up to £250 (or equivalent) each month over a period of three or five years which may be used within six months following the third or fifth anniversary of the commencement of the relevant savings contract, at the employee's election, to exercise the options. Alternatively, the employee may elect to have the savings, plus (where applicable) any interest or bonus, repaid in cash. In the case of redundancy, retirement including on grounds of injury or ill health, the transfer of the employing business to another party, or a change of control of the employing company, options may be exercised before completion of the relevant savings contract. In certain circumstances, the exercise period of options awarded under the all-employee share plans may be extended, for example, on the death of a participant, the executors may exercise the option up to six months beyond the normal exercise period.

Under the HSBC Holdings Savings-Related Share Option Plan and the HSBC Holdings Savings-Related Share Option Plan: International the option exercise price has been determined by reference to the average market value of the ordinary shares on the five business days immediately preceding the invitation date, then applying a discount of 20%. Where applicable, the US dollar, Hong Kong dollar and euro exercise prices were converted from the sterling exercise price at the applicable exchange rate on the working day preceding the relevant invitation date. The HSBC Holdings Savings-Related Share Option Plan and the HSBC Holdings Savings-Related Share Option Plan: International will terminate on 27 May 2015 unless the Directors resolve to terminate the plans at an earlier date.

HSBC Holdings Savings-Related Share Option Plan

Date of award	Exercise price (£)	Exercisable		HSBC Holdings ordinary shares				
		from	until	At 1 Jan 2014	Awarded in period	Exercised in period ¹	Lapsed in period	At 30 Jun 2014
30 Apr 2008	5.9397	1 Aug 2013	1 Feb 2014	76,623	–	46,621	30,002	–
29 Apr 2009	3.3116	1 Aug 2014	1 Feb 2015	22,639,846	–	1,048,253	167,899	21,423,694
21 Apr 2010	5.4573	1 Aug 2013	1 Feb 2014	210,336	–	143,596	62,951	3,789
21 Apr 2010	5.4573	1 Aug 2015	1 Feb 2016	1,268,403	–	35,472	36,706	1,196,225
20 Apr 2011	5.0971	1 Aug 2014	1 Feb 2015	2,870,885	–	86,893	80,324	2,703,668
20 Apr 2011	5.0971	1 Aug 2016	1 Feb 2017	1,438,431	–	33,644	53,114	1,351,673
24 Apr 2012	4.4621	1 Aug 2015	1 Feb 2016	13,491,512	–	329,898	668,032	12,493,582
24 Apr 2012	4.4621	1 Aug 2017	1 Feb 2018	3,518,307	–	34,773	160,933	3,322,601
20 Sep 2013	5.4738	1 Nov 2016	1 May 2017	6,477,354	–	5,957	529,508	5,941,889
20 Sep 2013	5.4738	1 Nov 2018	1 May 2019	1,959,189	–	1,253	120,364	1,837,572
				53,950,886	–	1,766,360	1,909,833	50,274,693

¹ The weighted average closing price of the shares immediately before the dates on which options were exercised was £6.20.

HSBC Holdings Savings-Related Share Option Plan: International

Date of award	Exercise price	Exercisable		HSBC Holdings ordinary shares				
		from	until	At 1 Jan 2014	Awarded in period	Exercised in period ¹	Lapsed in period	At 30 Jun 2014
	(£)							
30 Apr 2008	5.9397	1 Aug 2013	1 Feb 2014	53,915	–	21,930	31,816	169
29 Apr 2009	3.3116	1 Aug 2014	1 Feb 2015	5,521,719	–	63,001	101,755	5,356,963
21 Apr 2010	5.4573	1 Aug 2013	1 Feb 2014	151,634	–	93,490	58,144	–
21 Apr 2010	5.4573	1 Aug 2015	1 Feb 2016	218,919	–	563	3,608	214,748
20 Apr 2011	5.0971	1 Aug 2014	1 Feb 2015	685,034	–	2,421	87,841	594,772
20 Apr 2011	5.0971	1 Aug 2016	1 Feb 2017	186,806	–	–	10,667	176,139
24 Apr 2012	4.4621	1 Aug 2015	1 Feb 2016	2,669,788	–	13,117	111,315	2,545,356
24 Apr 2012	4.4621	1 Aug 2017	1 Feb 2018	534,635	–	605	20,282	513,748
				10,022,450	–	195,127	425,428	9,401,895
	(US\$)							
30 Apr 2008	11.8824	1 Aug 2013	1 Feb 2014	43,932	–	–	43,932	–
29 Apr 2009	4.8876	1 Aug 2014	1 Feb 2015	1,497,456	–	13,159	72,160	1,412,137
21 Apr 2010	8.1232	1 Aug 2013	1 Feb 2014	216,423	–	59,605	156,818	–
21 Apr 2010	8.1232	1 Aug 2015	1 Feb 2016	129,756	–	–	8,881	120,875
20 Apr 2011	8.2094	1 Aug 2014	1 Feb 2015	447,961	–	4,983	49,932	393,046
20 Apr 2011	8.2094	1 Aug 2016	1 Feb 2017	111,396	–	–	11,278	100,118
24 Apr 2012	7.1456	1 Aug 2015	1 Feb 2016	1,261,942	–	5,358	76,439	1,180,145
24 Apr 2012	7.1456	1 Aug 2017	1 Feb 2018	288,203	–	2,728	29,330	256,145
				3,997,069	–	85,833	448,770	3,462,466

HSBC Holdings Savings-Related Share Option Plan: International (continued)

Date of award	Exercise price	Exercisable		HSBC Holdings ordinary shares				
		from	until	At 1 Jan 2014	Awarded in period	Exercised in period ¹	Lapsed in period	At 30 Jun 2014
	(€)							
30 Apr 2008	7.5571	1 Aug 2013	1 Feb 2014	8,329	–	–	8,329	–
29 Apr 2009	3.6361	1 Aug 2014	1 Feb 2015	843,087	–	14,354	4,350	824,383
21 Apr 2010	6.0657	1 Aug 2013	1 Feb 2014	15,417	–	10,363	5,054	–
21 Apr 2010	6.0657	1 Aug 2015	1 Feb 2016	37,852	–	–	247	37,605
20 Apr 2011	5.7974	1 Aug 2014	1 Feb 2015	151,415	–	2,920	4,470	144,025
20 Apr 2011	5.7974	1 Aug 2016	1 Feb 2017	44,841	–	–	–	44,841
24 Apr 2012	5.3532	1 Aug 2015	1 Feb 2016	384,509	–	2,147	19,180	363,182
24 Apr 2012	5.3532	31 Aug 2017	1 Feb 2018	89,202	–	186	6,536	82,480
				1,574,652	–	29,970	48,166	1,496,516
	(HK\$)							
30 Apr 2008	92.5881	1 Aug 2013	1 Feb 2014	13,316	–	–	13,316	–
29 Apr 2009	37.8797	1 Aug 2014	1 Feb 2015	17,205,856	–	215,503	135,889	16,854,464
21 Apr 2010	62.9770	1 Aug 2013	1 Feb 2014	82,670	–	58,016	24,654	–
21 Apr 2010	62.9770	1 Aug 2015	1 Feb 2016	220,985	–	2,565	10,893	207,527
20 Apr 2011	63.9864	1 Aug 2014	1 Feb 2015	384,366	–	841	5,310	378,215
20 Apr 2011	63.9864	1 Aug 2016	1 Feb 2017	162,426	–	1,770	4,219	156,437
24 Apr 2012	55.4701	1 Aug 2015	1 Feb 2016	5,466,147	–	27,310	141,518	5,297,319
24 Apr 2012	55.4701	1 Aug 2017	1 Feb 2018	679,575	–	1,189	19,463	658,923
				24,215,341	–	307,194	355,262	23,552,885

¹ The weighted average closing price of the shares immediately before the dates on which the options were exercised was £6.35.

Discretionary share option plans

There have been no awards of discretionary share options under employee share plans since 30 September 2005.

Date of award	Exercise price (£)	Exercisable		HSBC Holdings ordinary shares			
		from	until	At 1 Jan 2014	Exercised in period	Lapsed in period	At 30 Jun 2014
HSBC Holdings Group Share Option Plan^{1,2}							
30 Apr 2004	7.2181	30 Apr 2007	30 Apr 2014	48,256,628	1,434	48,255,194	–
27 Aug 2004	7.5379	27 Aug 2007	27 Aug 2014	281,651	–	–	281,651
20 Apr 2005	7.2869	20 Apr 2008	20 Apr 2015	6,487,589	–	40,164	6,447,425
				55,025,868	1,434	48,295,358	6,729,076
HSBC Share Plan							
30 Sep 2005	7.9911	30 Sep 2008	30 Sep 2015	86,046	–	–	86,046

¹ The HSBC Holdings Group Share Option Plan expired on 26 May 2005. No options have been granted under the Plan since that date.

² The weighted average closing price of the shares immediately before the dates on which the options were exercised was £6.09.