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HSBC Holdings plc

Overseas Regulatory Announcement

The attached announcement has been released to the other stock exchanges on which HSBC Holdings plc is listed.

The Board of Directors of HSBC Holdings plc as at the date of this announcement are: Douglas Flint, Stuart Gulliver, Phillip Ameen[†], Kathleen Casey[†], Safra Catz[†], Laura Cha[†], Lord Evans of Weardale[†], Joachim Faber[†], Rona Fairhead[†], Sam Laidlaw[†], John Lipsky[†], Rachel Lomax[†], Iain Mackay, Heidi Miller[†], Marc Moses, Sir Simon Robertson[†] and Jonathan Symonds[†].

[†] Independent non-executive Director

Hong Kong Stock Code: 5



20 March 2015

STATEMENT

HSBC Holdings plc ('HSBC') has today published the notice of its Annual General Meeting (the 'AGM'). Included in the notice are details of changes in the roles and responsibilities of the HSBC non-executive Directors named below. Subject to their re-election by shareholders, these changes will come into effect upon the conclusion of the AGM:

Sir Simon Robertson will have served on the Board of Directors of HSBC for nine years at the conclusion of the AGM. Sir Simon has agreed to stay on the Board as Deputy Chairman for a further one year period following the AGM. Sir Simon will also step down as chairman of the Group Remuneration Committee, chairman of the Nomination Committee and a member of the Financial System Vulnerabilities Committee.

Rachel Lomax will become Senior Independent Director, subject to regulatory approval. She will also become a member of the Nomination Committee.

Sam Laidlaw will become chairman of the Group Remuneration Committee and chairman of the Nomination Committee, subject to regulatory approval.

ends/more

Media enquiries to:		
Morgan Bone	+44 (0)20 7991 1898	morgan.bone@hsbc.com
Heidi Ashley	+44 (0)20 7992 2045	heidi.ashley@hsbc.com
<u>Investor enquiries to:</u> UK +44 (0)20 7991 3643	Hong Kong +852 2822 4908	USA +1 224 880 8008

Note to editors:

HSBC Holdings plc

HSBC Holdings plc, the parent company of the HSBC Group, is headquartered in London. The Group serves customers worldwide from over 6,100 offices in 73 countries and territories in Asia, Europe, North and Latin America, and the Middle East and North Africa. With assets of US\$2,634bn at 31 December 2014, HSBC is one of the world's largest banking and financial services organisations.

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