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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[†], Laura Cha[†], Lord Evans of Weardale[†], Joachim Faber[†], Rona Fairhead[†], Sam Laidlaw[†], Irene Lee[†], John Lipsky[†], Rachel Lomax[†], Iain Mackay, Heidi Miller[†], Marc Moses, Sir Simon Robertson[†], Jonathan Symonds[†], Pauline van der Meer Mohr[†] and Paul Walsh[†].

Hong Kong Stock Code: 5

[†] Independent non-executive Director

HSBC Holdings plc

Voting Rights and Capital

The following notification is made in accordance with the UK Financial Conduct Authority Disclosure and Transparency Rule 5.6.1.

On 30 December 2015, the issued share capital of HSBC Holdings plc with voting rights was 19,684,885,043 ordinary shares of US\$0.50. No shares are held in Treasury.

Therefore, the total number of voting rights in HSBC Holdings plc is 19,684,885,043. The above figure for the total number of voting rights may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, HSBC Holdings plc under the FCA's Disclosure and Transparency Rules.

Nickesha Graham-Burrell Senior Assistant Company Secretary +44 (0)20 7992 3633

31 December 2015