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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[†], Henri de Castries[†], Lord Evans of Weardale[†], Joachim Faber[†], Sam Laidlaw[†], Irene Lee[†], John Lipsky[†], Rachel Lomax[†], Iain Mackay, Heidi Miller[†], Marc Moses, David Nish[†], Jonathan Symonds[†], Jackson Tai[†], Pauline van der Meer Mohr[†] and Paul Walsh[†].

[†] Independent non-executive Director

Hong Kong Stock Code: 5

HSBC Holdings plc

Registered Office and Group Head Office:

8 Canada Square, London E14 5HQ, United Kingdom

Web: www.hsbc.com

Incorporated in England with limited liability. Registered in England: number 617987

HSBC Holdings plc

Voting Rights and Capital

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

On 6 April 2017, the issued share capital of HSBC Holdings plc was 20,384,236,808 ordinary shares of US\$0.50. This figure includes 325,273,407 ordinary shares of US\$0.50 which are held in treasury. Voting rights on the treasury shares are not exercisable. The figure of 20,384,236,808 ordinary shares of US\$0.50 assumes the cancellation of 7,599,183 shares repurchased by the Company but not yet cancelled by 6 April.

Therefore, the total number of voting rights in HSBC Holdings plc is 20,058,963,401. This 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 Guidance and Transparency Rules.

Lauren Brown
Shareholder Services Team
+44 (0) 207 992 3761

7 April 2017