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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

12 April 2017

Transaction in own shares

HSBC Holdings plc (the **Company**) announces that it has purchased for cancellation the following number of its ordinary shares of US\$0.50 each on the London Stock Exchange from Credit Suisse Securities (Europe) Limited (**Credit Suisse**) as part of its buyback announced on 22 February 2017 ("the Buyback").

Date of purchase:	12 April 2017
Number of ordinary shares of US\$0.50 each purchased:	140,000
Highest price paid per share:	£6.5790
Lowest price paid per share:	£6.5640
Volume weighted average price paid per share:	£6.5724

Following the cancellation of the repurchased shares, the Company will have 20,374,381,776 ordinary shares in issue, including 325,273,407 ordinary shares which are held in treasury. Therefore the total voting rights in HSBC Holdings plc will be 20,049,108,369. 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.

The Company announces that, following the purchase of these shares, the Buyback has completed. Since the commencement of the Buyback, the Company has repurchased for cancellation 122,599,324 Ordinary Shares at a volume weighted average price of £6.5811 per Ordinary Share for a total consideration of approximately US\$1billion.

In accordance with Article 5(1)(b) of Regulation (EU) No 596/2014 (the Market Abuse Regulation), a full breakdown of the individual trades is attached to this announcement.

http://www.rns-pdf.londonstockexchange.com/rns/3839C_-2017-4-12.pdf

This announcement will also be available on HSBC's website at www.hsbc.com/sea

Enquiries to:

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