

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy): 31/10/2018 | | | | | | | | |
|--|----------------------|--|----------------------------------|--|--|--|--|--|
| To : Hong Kong Exchanges and Clearing Limited | | | | | | | | |
| Name of Issuer HSBC Holdings plc Date Submitted 6 November 2018 | | | | | | | | |
| I. Movements in Authorised S | Share Ca | pital | | | | | | |
| 1. Ordinary Shares | | | | | | | | |
| (1) Stock code : 5 | _Descrip | otion : | Ordinary | Shares | | | | |
| Balance at close of preceding Increase/(decrease) | g month _. | No. of ordinary shares N/A (Remark 1) | Par value (State currency) | Authorised share capital (State currency) N/A (Remark 1) | | | | |
| Balance at close of the month | h _ | N/A (Remark 1) | | N/A (Remark 1) | | | | |
| (2) Stock code : N/A | _Descrip | otion : | | | | | | |
| | | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) | | | | |
| Balance at close of preceding | g month | | | | | | | |
| Increase/(decrease) | - | | | | | | | |
| Balance at close of the month | h _ | | | | | | | |

| 2. Preference Shares | | | |
|--|---------------------------------------|--|--|
| Stock code: N/A Descrip | , | -cumulative Prefe -cumulative Serie | erence Shares es A Sterling Preference Share |
| | | | |
| | No. of preference shares N/A | Par value (State currency) | Authorised share capital (State currency) N/A |
| Balance at close of preceding month | (Remark 1) | | (Remark 1) |
| Increase/(decrease) | | | |
| Balance at close of the month | N/A (Remark 1) | | N/A (Remark 1) |
| 3. Other Classes of Shares | | | |
| Stock code : N/A Descrip | otion : | | |
| | No. of other classes of shares | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of preceding month | | | |
| Increase/(decrease) | | | |
| Balance at close of the month | | | |
| Total authorised share capital at the e currency): | end of the month | (State | N/A Remark 1) |

II. Movements in Issued Share Capital

| | No. of ordina | ry shares | No of preference | No. of other | |
|---------------------------------------|--|-----------|---|-------------------|--|
| | (1) | (2) | shares | classes of shares | |
| Balance at close of preceding month | 20,253,064,729 (US\$0.50) (Remark 2) | N/A | a) 1,450,000 (US\$0.01) b) 1 (£0.01) | N/A | |
| Increase/ (decrease) during the month | 117,850 (US\$0.50) | N/A | N/A | N/A | |
| Balance at close of the month | 20,253,182,579 (US\$0.50) (Remark 2) | N/A | a) 1,450,000 (US\$0.01) b) 1 (£0.01) | N/A | |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) No. of new shares No. of new of issuer issued shares of Particulars of share option during the month issuer which pursuant thereto scheme may be Movement during the month including EGM approval date issued (dd/mm/yyyy) and class of pursuant shares issuable thereto as at close of the month Granted Exercised Cancelled Lapsed 1. HSBC Holdings **Executive Share** Option Scheme Ordinary shares (Note 1) 2. HSBC Holdings Savings-Related Share Option Plans (/ / Ordinary shares 105,776 132,022 105,776 78,851,484 (Note 1) 3. HSBC Holdings Group Share Option Plan $(/ \overline{)}$ Ordinary shares (Note 1) 4. HSBC Share Plan Ordinary shares (Note 1) Total A. (Ordinary shares) 105,776 (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of options (State currency) £ 450,828.51

| Warrants to Issue Shares of th | ne Issuer which | are to be Listed | l | | | |
|---|---------------------------------|--|----------------------------|---|---|---|
| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value at close of preceding month | Exercised during the month | Nominal value at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| 1. N/A | _ | | | | | |
| | _ | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price | | | - | | | |
| EGM approval date (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ / |) | _ | | | |
| 2. N/A | _ | | | | | |
| | = | | | | | |
| (/ /) | | | | | | |
| Stock code (if listed) Class of shares issuable (Note 1) | | | _ | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. N/A | (/ / |) | - | | | |
| | <u> </u> | | | | | _ |
| (/ /) Stock code (if listed) Class of shares | | | - | | | |
| issuable (Note 1) | | | _ | | | |
| Subscription price EGM approval date (if applicable) | | | - | | | |
| | (/ / |) | - | | | |
| 4. N/A | - | | | | | |
| | _ | | | | | |
| (/ /) Stock code (if listed) Class of shares | | | _ | | | |
| · | | | - | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | - | | | |
| | | |) (O | \ | N1/A | |
| | | Total E | | ary shares) ice shares) | N/A N/A | _ |
| | | | • | Other class) | N/A | = |
| I | | | ν - | , <u> </u> | | _ |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Convertibles (i.e. Convertible | e into Shares of the | Issuer which ar | re to be Liste | d) | | |
|---|--------------------------------------|---|----------------------------------|------------------------------------|--|---|
| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| 1. EUR1,500,000,000 5.25 | % | | | | | |
| Perpetual Subordinated | | | | | | |
| Contingent Convertible | | | | | | |
| Securities (Remark 3) | <u></u> | 1,500,000,000 | | 1,500,000,000 | | 444,426,008 |
| Stock code (if listed) | N/A | , , , | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | Ordinary Shares | <u> </u> | | | | |
| Conversion | €3.37514 per | | | | | |
| Subscription price | Ordinary Share | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy)) | (N/A) | | | | | |
| 2. US\$2,250,000,000 6.375 | | | | | | |
| Perpetual Subordinated | J /U | | | | | |
| Contingent Convertible | | | | | | |
| Securities (Remark 4) | US\$ | 2 250 000 000 | | 2,250,000,00 | n | 516,555,014 |
| Stock code (if listed) | <u>03क</u> N/A | 2,250,000,000 | | 2,250,000,00 | <u> </u> | 510,555,014 |
| Class of shares | IN/A | | | | | |
| issuable (Note 1) | Ordinary Shares | ; | | | | |
| Conversion | US\$4.35578 pe | | | | | |
| Subscription price | Ordinary Share | | | | | |
| EGM approval date | • | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (N/A) | | | | | |
| 3. US\$1,500,000,000 5.62 | <u>5%</u> | | | | | |
| Perpetual Subordinated | | | | | | |
| Contingent Convertible | | | | | | |
| Securities (Remark 5) | US\$ | 1,500,000,000 | | 1,500,000,00 | 0 | 344,370,009 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares | Ordinary Charac | | | | | |
| issuable (Note 1) | Ordinary Shares US\$4.35578 pe | | | | | |
| Conversion Subscription price | Ordinary Share | | | | | |
| EGM approval date | Ordinary Griare | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (N/A) | | | | | |
| 4. US\$2,450,000,000 6.375 | | | | | | |
| Perpetual Subordinated | | | | | | |
| Contingent Convertible | | | | | | |
| Securities (Remark 6) | US\$ | 2,450,000,000 | | 2,450,000,00 | 0 | 607,205,170 |
| Stock code (if listed) | N/A | · · · · · · · · · · · · · · · · · · · | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | Ordinary Shares | | | | | |
| Conversion | US\$4.03488 pe | | | | | |
| Subscription price | Ordinary Share | <u></u> | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy) | (N/A) | <u></u> | | | | |
| | | | | | | |

| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|--------------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| 5. EUR1,000,000,000 6.009 | <u>%</u> | | | | | |
| Perpetual Subordinated | | | | | | |
| Contingent Convertible | | | | | | |
| Securities (Remark 7) | € | 1,000,000,000 | | 1,000,000,00 | 0 | 267,695,330 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (Note 1) | Ordinary Share | ne . | | | | |
| Conversion | €3.73559 per | | | | | |
| Subscription price | Ordinary Share | | | | | |
| EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy)) | (N/A) | | | | | |
| 6. US\$2,000,000,000 6.875 | <u>5%</u> | | | | | |
| Perpetual Subordinated | | | | | | |
| Contingent Convertible | | | | | • | =00.000.040 |
| Securities (Remark 8) | US\$ | 2,000,000,000 | | 2,000,000,00 | <u> </u> | 506,662,613 |
| Stock code (if listed) Class of shares | N/A | | | | | |
| issuable (Note 1) | Ordinary Share | es. | | | | |
| Conversion | US\$3.9474 pe | | | | | |
| Subscription price | Ordinary Share | | | | | |
| EGM approval date | | | | | | |
| (if applicable) | (NI/A) | | | | | |
| (dd/mm/yyyy)) | (N/A) | | | | | |
| 7. US\$3,000,000,000 6.000 | 10% | | | | | |
| Perpetual Subordinated | 770 | | | | | |
| Contingent Convertible | | | | | | |
| Securities (Remark 9) | US\$ | 3,000,000,000 | | 3,000,000,00 | 0 | 862,093,738 |
| Stock code (if listed) | N/Α | 3,000,000,000 | | 3,000,000,00 | <u> </u> | 002,000,700 |
| Class of shares | 14// (| | | | | |
| issuable (Note 1) | Ordinary Share | s | | | | |
| Conversion | US\$3.47990 pe | | | | | |
| Subscription price | Ordinary Share | <u> </u> | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy)) | (N/A) | | | | | |
| (dd/11111/yyyy)) | (14/74) | | | | | |
| 8. SGD1,000,000,000 4.70 | % | | | | | |
| Perpetual Subordinated | 70_ | | | | | |
| Contingent Convertible | | | | | | |
| Securities (Remark 10) | SGD | 1,000,000,000 | | 1,000,000,00 | 0 | 208,032,552 |
| Stock code (if listed) | | .,000,000,000 | | | <u> </u> | |
| Class of shares | | | | | | |
| issuable (Note 1) | Ordinary Share | | | | | |
| Conversion | SGD4.80694 po | | | | | |
| Subscription price | Ordinary Share | <u> </u> | | | | |
| EGM approval date (if applicable) | | | | | | |
| (ii applicable) (dd/mm/yyyy)) | (N/A) | | | | | |
| (| (, | | | | | |
| | | | | | | |
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| | | | | | | |

| | Currency of amount | preceding | Converted during the | Amount at close of the | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|----------------------------------|--|----------------------|------------------------|--|---|
| Class and description | outstanding | month | month | month | | |
| 9. EUR1,250,000,000 4.75% | | | | | | |
| Perpetual Subordinated | <u> </u> | | | | | |
| Contingent Convertible | _ | 4 050 000 000 | | 4 050 000 00 | | 400 000 040 |
| Stock and (if listed) | <u>€</u> N/A | 1,250,000,000 | | 1,250,000,00 | 0 | 409,230,940 |
| Stock code (if listed) Class of shares | IN/A | | | | | |
| | Ordinary Share | S | | | | |
| Conversion | €3.05451 per | <u>-</u> | | | | |
| Subscription price | Ordinary Share | <u> </u> | | | | |
| EGM approval date | | | | | | |
| (if applicable) | (N1/A) | | | | | |
| (dd/mm/yyyy)) | (N/A) | | | | | |
| 10. US\$2,350,000,000 6.250% | / _ | | | | | |
| Perpetual Subordinated | <u>// 0</u> | | | | | |
| Contingent Convertible | | | | | | |
| Securities (Remark 12) | US\$ | 2,350,000,000 | | 2,350,000,00 | 00 | 620,363,770 |
| Stock code (if listed) | N/Α | 2,000,000,000 | | 2,000,000,00 | | |
| Class of shares | 14// (| | | | | |
| issuable (Note 1) | Ordinary Shares | <u> </u> | | | | |
| | US\$3.7881 per | | | | | |
| | Ordinary Share | | | | | |
| EGM approval date (if applicable) | | | | | | |
| (ii applicable) (dd/mm/yyyy)) | (N/A) | | | | | |
| (dd/11111/yyyy)) | (IN/PA) | | | | | |
| 11. US\$1,800,000,000 6.5009 | % | | | | | |
| Perpetual Subordinated | _ | | | | | |
| Contingent Convertible | _ | | | | | |
| Securities (Remark 13) | US\$ | 1,800,000,000 | | 1,800,000,00 | 00 | 475,172,249 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares | | | | | | |
| | Ordinary Share | | | | | |
| Conversion Subscription price | US\$3.7881 per Ordinary Share | | | | | |
| EGM approval date | Ordinary Stiate | <u>- </u> | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy)) | (N/A) | | | | | |
| | | | | | | |
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| | | | | | | |
| | | | | | | |

| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|--|------------------------------------|----------------------------|------------------------------|--|---|
| 12. SGD750,000,000 5.00% | <u></u> | | | | | |
| Perpetual Subordinated | | | | | | |
| Contingent Convertible | | | | | | |
| Securities (Remark 14) | SGD | 750,000,000 | | 750,000,000 | | 154,299,398 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares issuable (Note 1) Conversion Subscription price | Ordinary Shares SGD4.86068 pe Ordinary Share | r | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy)) | (N/A) | | | | | |
| 13. £1,000,000,000 5.875% | | | | | | |
| Perpetual Subordinated | | | | | | |
| Contingent Convertible | | | | | | |
| Securities (Remark 15) | | 1,000,000,000 | | 1,000,000,00 | 00 | 370,370,370 |
| Stock code (if listed) | N/A | | | | | |
| Class of shares | Ordinary Sharoa | | | | | |
| issuable <i>(Note 1)</i> Conversion | Ordinary Shares £2.70 per | | | | | |
| Subscription price | Ordinary Share | | | | | |
| EGM approval date | oranian y oriano | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy)) | (N/A) | | | | | |
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| | | | | | | |
| | | Tota | al C. (Ordina | | N/A | |
| | | Tota | (Preference | | N/A N/A N/A | |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Орис | ons (other than under Share Option Schemes) | NI f | |
|------|---|--|---|
| if a | particulars including EGM approval date (dd/mm/yyyy), oplicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| 1. | N/A | | |
| | | | |
| - | | | |
| - | (/ /) | | |
| - | shares (Note 1) | | |
| - | | | |
| 2. | N/A | | |
| | 147.1 | | |
| - | | | |
| - | | | |
| - | shares (Note 1) | | |
| - | onares (nets 1) | | |
| 3. | N/A | | |
| • - | 147.1 | | |
| - | | | |
| - | | | |
| - | shares (Note 1) | | |
| - | Shares (Note 1) | | |
| - | Total D. (Ordinary shares) | N/A | |
| - | (Preference shares) | N/A | |
| - | , | | |
| | (Other class) | N/A | |
| | | | |

| Ot | her Movements | in Issued Sha | are Capital | | | | | | |
|----|---|---------------|----------------|------|--|-------|---|--|---|
| | Type of Issue | | | | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
| | 1 | | | | Class of shares | | | | monu |
| | | | State | N1/A | issuable (Note 1) | (/ / |) | | |
| 1. | Rights issue | At price : | currency | N/A | _ Issue and allotment date : (dd/mm/yyyy) | | , | | |
| | | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | | |
| | | | | | Class of shares issuable (Note 1) | | | | |
| 2. | Open offer | At price : | State currency | N/A | _ Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | | |
| | | | | | Class of shares issuable (Note 1) | | | | |
| 3. | Placing | At price : | State currency | N/A | _ Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | | |
| | | | | | Class of shares issuable (Note 1) | | | | |
| 4. | Bonus issue | | | N/A | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | | _ |

| | Type of Issue | | | | | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----|----------------------|------------|------------------|-----|--|---|-----|---|--|---|
| | | | | | Class of shares | | | | | |
| 5. | Scrip dividend | At price : | State currency — | N/A | issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) | (| / / |) | | |
| | | | | | EGM approval date: (dd/mm/yyyy) | (| / / |) | | |
| | | | | | Class of shares | | | | | |
| | | | | | repurchased (Note 1) | | | | | |
| 6. | Repurchase of shares | | | N/A | Cancellation date : (dd/mm/yyyy) | (| / / |) | | |
| | | | | | EGMAGM approval date: (dd/mm/yyyy) | (| 1 1 |) | | |
| | | | | | | | | | | |
| | | | | | Class of shares redeemed (Note 1) | | | | | |
| 7. | Redemption of shares | | | N/A | Redemption date : (dd/mm/yyyy) | (| / / |) | | |
| | | | | | EGM approval date: (dd/mm/yyyy) | (| / / |) | | |
| | | | | | | | | | | |
| | | | | | Class of shares issuable (Note 1) | _ | | | | |
| 8. | Consideration issue | At price : | State currency — | N/A | Issue and allotment date : (dd/mm/yyyy) | (| / / |) | | |
| | | | | | EGM approval date: (dd/mm/yyyy) | (| / / |) | | |
| | | | | | | | | | | |

| Type of Issue | | No. of new shares of issuer issued shares of during the issuer month which pursuant thereto as at close of the month |
|--|---|--|
| | Class of shares issuable (Note 1) | |
| 9. Capital N/A reorganisation | Issue and allotment (/ /) date : (dd/mm/yyyy) | |
| | EGM approval date: (/ /) (dd/mm/yyyy) | |
| | | |
| | Class of shares Ordinary issuable (Note 1) Shares | |
| 10. Other (Please specify) | Issue and allotment date : (dd/mm/yyyy) (i) (17/10/2018) | |
| - Awards of shares under the HSBC At price : State currency (i) £ 6.2400 Employee Share Purchase Plan (for item (i)) | EGM approval date: (N/A) (dd/mm/yyyy) | |
| | | (i) 12,074 |
| | Total E. (Ordinary shares (Preference shares (Other class |) 12,074) N/A |
| | (Other class | IIVIT\ |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1) | 117,850 |
|---|-------------|
| (2) | N/A |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | N/A |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | N/A |
| (These figures should be the same as the relevant figures under II above ("Movements in \overline{Is} Capital").) | ssued Share |

| Remarks (if any): 1. The UK Companies Act 2006 has abolished the concept of authorised share capital with effect 1 October 2009. To reflect this, the Articles of Association have been amended to remove reference to authorised share capital. | |
|---|--|
| The number of ordinary shares in issue is inclusive of the ordinary shares being held in treasury where are not cancelled and remain listed. As at close of the preceding month and the month, the Companied 325,273,407 ordinary shares in treasury. | |

| are not cancelled and remain listed. As at close of the preceding month and the month, the Company held 325,273,407 ordinary shares in treasury. |
|--|
| 3. Callable September 2022 and Every Five Years Thereafter |
| 4. Callable September 2024 and Every Five Years Thereafter |
| 5. Callable January 2020 and Every Five Years Thereafter |
| 6. Callable March 2025 and Every Five Years Thereafter |
| 7. Callable September 2023 and Every Five Years Thereafter |
| 8. Callable June 2021 and Every Five Years Thereafter |
| 9. Callable May 2027 and Every Five Years Thereafter |
| 10. Callable June 2022 and Every Five Years Thereafter |
| 11. Callable July 2029 and Every Five Years Thereafter |
| 12. Callable March 2023 and Every Five Years Thereafter |
| 13. Callable March 2028 and Every Five Years Thereafter |
| 14. Callable September 2023 and Every Five Years Thereafter |
| 15. Callable September 2026 and Every Five Years Thereafter |
| Submitted by: |
| Title: Authorised Signatory (Director, Secretary or other duly authorised officer) |

Notes:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.