日KEX香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :

30/04/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	HSBC Holdings plc	
Date Submitted	7 May 2019	

I. Movements in Authorised Share Capital

1. Ordinary Shares					
(1) Stock code : <u>5</u> Descrip	otion :	Ordinary Shares			
Balance at close of preceding month	No. of ordinary shares N/A (Remark 1)	Par value (State currency)	Authorised share capital <i>(State currency)</i> N/A (Remark 1)		
Increase/(decrease)		-			
Balance at close of the month	N/A (Remark 1)		N/A (Remark 1)		
(2) Stock code : <u>N/A</u> Descrip	otion :				
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)		
Balance at close of preceding month					
Increase/(decrease)		-			
Balance at close of the month					

2. Preference Shares

		a) Non-cumulative Preference Shares b) Non-cumulative Series A Sterling Preference Share				
Balance at close of preceding month	prefe sh	o. of erence ares I/A hark 1)	Par value (State currency)	Authorised share capital <i>(State currency)</i> N/A (Remark 1)		
Increase/(decrease)			_			
Balance at close of the month		I/A nark 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 <i>(State currency)</i>				
Balance at close of preceding month							
Increase/(decrease)		-					
Balance at close of the month							
Total authorised share capital at the end of the month (<i>State currency</i>):							

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	20,419,725,325 (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	141,815,361 (US\$0.50)	N/A	NIL	N/A	
Balance at close of the month	20,561,540,686 (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 scheme pursuant thereto 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 Granted Exercised Lapsed month Cancelled 1. HSBC Holdings **Executive Share Option Scheme** (/ /) Ordinary shares (Note 1) 2. HSBC Holdings Savings-Related Share **Option Plans** (| |Ordinary shares ---1,018,272 ---342,200 1,018,272 53,119,380 (Note 1) 3. HSBC Holdings Group Share Option Plan (/ 1 Ordinary shares (Note 1) 4. HSBC Share Plan Ordinary shares (Note 1) Total A. (Ordinary shares) 1,018,272 (Preference shares) N/A N/A (Other class) Total funds raised during the month from exercise of options (State currency) £4,195,548.96

|--|

Description of warrants (Date of expiry - dd/mm/yyyy) 1. N/A	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)				
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 4. N/A	(/ /)				_
(/ /) Stock code (if listed) Class of shares issuable (Note 1) Subscription price EGM approval date (if applicable) (dd/mm/yyyy)						
		Total B	(Preference	ry shares) ce shares) ther class)	N/A N/A N/A	- -

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

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
<u>1. EUR1,500,000,000 5.25%</u>						
Perpetual Subordinated						
Contingent Convertible						
Securities (Remark 3)	_ €	1,500,000,000		1,500,000,000)	444,426,008
Stock code (if listed)	N/A					
Class of shares						
	Ordinary Share	<u>s</u>				
Conversion	€3.37514 per					
Subscription price <u> EGM approval date</u>	Ordinary Share	<u> </u>				
(if applicable)						
(dd/mm/yyyy))	(N/A)					
2. US\$2,250,000,000 6.375%						
Perpetual Subordinated	<u>, </u>					
Contingent Convertible						
Securities (Remark 4)	US\$	2,250,000,000		2,250,000,000	n	516,555,014
Stock code (if listed)	<u>00</u>	2,200,000,000		2,200,000,000	<u> </u>	010,000,014
Class of shares						
	Ordinary Share	S				
Conversion	US\$4.35578 pe	er				
Subscription price	Ordinary Share	<u>)</u>				
EGM approval date						
(if applicable)	(N1/A)					
(dd/mm/yyyy)	(N/A)					
<u>3. US\$1,500,000,000 5.625%</u>	<u>)</u>					
Perpetual Subordinated						
Contingent Convertible	_	4 500 000 000		4 500 000 00	2	044.070.000
Securities (Remark 5)		1,500,000,000		1,500,000,000	0	344,370,009
Stock code (if listed) Class of shares	N/A					
	Ordinary Share	c				
Conversion	US\$4.35578 pe					
Subscription price	Ordinary Share					
EGM approval date	,					
(if applicable)						
(dd/mm/yyyy)	(N/A)					
4. US\$2,450,000,000 6.375%	<u>)</u>					
Perpetual Subordinated	_					
Contingent Convertible						
Securities (Remark 6)	US\$	2,450,000,000		2,450,000,000	0	607,205,170
Stock code (if listed)	N/A					
Class of shares	o "					
	Ordinary Share					
Conversion Subscription price	US\$4.03488 pe Ordinary Share					
EGM approval date	Orunary Share	5				
(if applicable)						
(dd/mm/yyyy)	(N/A)					
(\ <u>````</u>					

	Currency of amount	Amount at close of 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		
5. EUR1,000,000,000 6.00%	_					
Perpetual Subordinated	_					
Contingent Convertible	-				_	
Securities (Remark 7)	€ 	1,000,000,000		1,000,000,00	0	267,695,330
Stock code (if listed) Class of shares	IN/A					
	Ordinary Share	S				
Conversion	€3.73559 per					
	Ordinary Share	9				
EGM approval date						
(if applicable) (dd/mm/yyyy))	(NI/A)					
6. US\$2,000,000,000 6.875%	(N/A)					
Perpetual Subordinated	0					
Contingent Convertible	_					
Securities (Remark 8)	US\$	2,000,000,000		2,000,000,00	0	506,662,613
Stock code (if listed)	<u>03</u>	2,000,000,000		2,000,000,00	0	
Class of shares						
issuable (Note 1)	Ordinary Share					
Conversion	US\$3.9474 pe					
Subscription price	Ordinary Share	9				
EGM approval date (if applicable)						
(dd/mm/yyyy))	(N/A)					
7. US\$3,000,000,000 6.000% Perpetual Subordinated Contingent Convertible Securities (Remark 9) Stock code (if listed) Class of shares	<u> </u>	3,000,000,000		3,000,000,00	0	862,093,738
	Ordinary Share	S				
Conversion l	JS\$3.47990 pe	er				
· · · · ·	Ordinary Share	9				
EGM approval date (if applicable)						
(il applicable) (dd/mm/yyyy))	(N/A)					
(<u>-</u>	<u>\</u>					
8. SGD1,000,000,000 4.70%						
Perpetual Subordinated	_					
Contingent Convertible	-					
Securities (Remark 10)	SGD	1,000,000,000		1,000,000,00	0	208,032,552
Stock code (if listed)	N/A					
Class of shares	o "					
	Ordinary Share					
Conversion S Subscription price	SGD4.80694 pe Ordinary Share					
EGM approval date	Stundiy Stidle	<u> </u>				
(if applicable)						
(dd/mm/yyyy))	(N/A)					

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
9. EUR1,250,000,000 4.75%	9					
Perpetual Subordinated	<u> </u>					
Contingent Convertible						
v	C	1 250 000 000		1 250 000 000	`	400 220 040
Securities (Remark 11) Stock code (if listed)	€ N/A	1,250,000,000		1,250,000,000	<u> </u>	409,230,940
Class of shares	IN/A					
issuable (Note 1)	Ordinary Shares	2				
Conversion	€3.05451 per	5				
Subscription price	Ordinary Share	1				
EGM approval date		- <u></u> -				
(if applicable)						
(dd/mm/yyyy))	(N/A)					
10. US\$2,350,000,000 6.2509	%					
Perpetual Subordinated						
Contingent Convertible						
Securities (Remark 12)	US\$	2,350,000,000		2,350,000,00	0	620,363,770
Stock code (if listed)	<u></u>				<u> </u>	020,000,110
Class of shares						
	Ordinary Shares					
Conversion	US\$3.7881 per					
Subscription price	Ordinary Share					
EGM approval date	•					
(if applicable)						
(dd/mm/yyyy))	(N/A)					
<u>11. US\$1,800,000,000 6.5009</u>	<u>%</u>					
Perpetual Subordinated						
Contingent Convertible						
Securities (Remark 13)	US\$	1,800,000,000		1,800,000,00	0	475,172,249
Stock code (if listed)	N/A			_		
Class of shares						
issuable (Note 1)	Ordinary Shares					
Conversion	US\$3.7881 per					
Subscription price	Ordinary Share	<u>}</u>				
EGM approval date						
(if applicable)	(N1/A)					
(dd/mm/yyyy))	(N/A)					

					No. of new	No. of new
					shares of	shares of issuer
					issuer issued	which may be
					during the	issued pursuant
	• • •	Amount at		•	month	thereto as at
	Currency of	close of	Converted	Amount at	pursuant	close of the
Class and description	amount outstanding	preceding month	during the month	close of the month	thereto	month
12.SGD750,000,000 5.00%		monur	monun	month		
Perpetual Subordinated						
Contingent Convertible						
Securities (Remark 14)	SGD	750,000,000		750,000,000		154,299,398
Stock code (if listed)	N/A	<u> </u>				
Class of shares						
issuable (Note 1)	Ordinary Shares					
Conversion	SGD4.86068 per	r				
Subscription price	Ordinary Share					
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)		.,,				
Class of shares						
issuable (Note 1)	Ordinary Shares					
Conversion	£2.70 per					
Subscription price	Ordinary Share					
EGM approval date						
(if applicable)	(N1/A)					
(dd/mm/yyyy))	(N/A)					
		÷.			N1/A	
		lota	al C. (Ordina		N/A	
			(Preference)	ce snares) ther class)	N/A N/A	
			(UI	1101 Class/	IN/7	

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

Full particu	ulars including EGM approval date (dd/mm/yyyy), le, 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			
2. <u>N/A</u>			
	shares (Note 1)		
3. N/A			
	shares (Note 1)		
	Total D. (Ordinary shares)	NI/A	
——	Total D. (Ordinary shares) (Preference shares)	N/A	
		N/A	
	(Other class)	N/A	
		1	

	Type of Issue								during the month pursuant thereto	of issued which may be issued pursuan thereto as at close of the month
					Class of shares					
					issuable (Note 1)					
1.	Rights issue	At price :	State currency	N/A	lssue and allotment date : (dd/mm/yyyy)	()	' /)		
					EGM approval date: (dd/mm/yyyy)	(/	' /)		
2.	Open offer	At price :	State currency	N/A	Class of shares issuable <i>(Note 1)</i> 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					
				N/A	issuable (Note 1)	,		`		
4.	Bonus issue				lssue 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 issuable (Note 1)	Ordinary <u>Shares</u>	,		
5.	Scrip dividend	At price :	State currency_US\$8.2417_	Issue and allotment date : (dd/mm/yyyy)	(08/04/201	9)		
				EGM approval date: (dd/mm/yyyy)	(N/A)		140,792,298	
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares		N/A	Cancellation date : (dd/mm/yyyy)	(/ /)		
				EGM /AGM approval date: (dd/mm/yyyy)	(/ /)		
				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 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 issuable (Note 1)			
9.	Capital reorganisation			N/A	Issue and allotment date : (dd/mm/yyyy)	(//)		
					EGM approval date: (dd/mm/yyyy)	(//)		
					Class of shares issuable (Note 1)	Ordinary <u>Shares</u>		
10	. Other (Please specify)				Issue and allotment date : (dd/mm/yyyy)	(i) (24/04/2019)		
	- Awards of shares under				EGM approval date: (dd/mm/yyyy)	(N/A)		
	the HSBC International Employee Share Purchase Plan (for item (i))	At price :	State currency	(i) £ 6.6760	_			
							(i) 4,791	
							(1) 4,731	
						(Ordinary shares) reference shares) (Other class)	140,797,089 N/A N/A	-

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1) 141,815,361
(2	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 Capital").)	in Issued Share

IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any):

- 1. The UK Companies Act 2006 has abolished the concept of authorised share capital with effect from 1 October 2009. To reflect this, the Articles of Association have been amended to remove any reference to authorised share capital.
- 2. The number of ordinary shares in issue is inclusive of the ordinary shares being held in treasury which 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: Philip D Miller

Title: <u>Authorised Signatory</u>

(Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. *"Identical" means in this context:*
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.