



Publication of Amended and Restated Final Terms

The following amended and restated final terms dated 29 October 2021 (the "**Amended and Restated Final Terms**") are available for viewing:

Amended and Restated Final Terms in relation to HSBC Holdings plc's issue of GBP 1,000,000,000 2.256 per cent. Resettable Notes due November 2026 (ISIN: XS1716248197) (the "Senior Notes") under HSBC Holdings plc's Debt Issuance Programme.

The Amended and Restated Final Terms amend and restate the final terms dated 9 November 2017 relating to the Senior Notes.

Please read the disclaimer below "*Disclaimer - Intended Addressees*" before attempting to access this service, as your right to do so is conditional upon complying with the requirements set out below.

To view the full document, please paste the following URL into the address bar of your browser.

http://www.rns-pdf.londonstockexchange.com/rns/7736Q_1-2021-10-29.pdf

A copy of the Amended and Restated Final Terms has been submitted to the National Storage Mechanism and will shortly be available for inspection at: <https://data.fca.org.uk/#/nsm/nationalstoragemechanism>.

For further information, please contact:

HSBC Holdings plc
8 Canada Square
London E14 5HQ
United Kingdom

DISCLAIMER – INTENDED ADDRESSEES

IMPORTANT: You must read the following before continuing: The following applies to the Amended and Restated Final Terms available by clicking on the link above, and you are therefore advised to read this carefully before reading, accessing or making any other use of the Amended and Restated Final Terms. In accessing the Amended and Restated Final Terms, you agree to be bound by the following terms and conditions, including any modifications to them, any time you receive any information from us as a result of such access.

The Amended and Restated Final Terms relating to the Senior Notes referred to above must be read in conjunction with the base prospectus dated 14 March 2017 and the supplements dated 10 May 2017, 2 August 2017, 28 September 2017 and 31 October 2017 (together, the "Base Prospectus"), relating to the above programme.

THE AMENDED AND RESTATED FINAL TERMS MAY NOT BE FORWARDED OR DISTRIBUTED OTHER THAN AS PROVIDED BELOW AND MAY NOT BE REPRODUCED IN ANY MANNER WHATSOEVER. THE AMENDED AND RESTATED FINAL TERMS MAY ONLY BE DISTRIBUTED OUTSIDE THE UNITED STATES TO PERSONS THAT ARE NOT U.S. PERSONS AS DEFINED IN, AND IN RELIANCE ON, REGULATIONS UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE "**SECURITIES ACT**"). ANY FORWARDING, DISTRIBUTION OR REPRODUCTION OF THE AMENDED AND RESTATED FINAL TERMS IN WHOLE OR IN PART IS PROHIBITED. FAILURE TO COMPLY WITH THIS NOTICE MAY RESULT IN A VIOLATION OF THE SECURITIES ACT OR THE APPLICABLE LAWS OF OTHER JURISDICTIONS.

NOTHING IN THIS ELECTRONIC PUBLICATION CONSTITUTES AN OFFER OF SECURITIES FOR SALE IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DO SO. ANY NOTES ISSUED OR TO BE ISSUED PURSUANT TO THE AMENDED AND RESTATED FINAL TERMS HAVE NOT BEEN, AND

WILL NOT BE, REGISTERED UNDER THE SECURITIES ACT OR THE SECURITIES LAWS OF ANY STATE OF THE UNITED STATES OR ANY OTHER JURISDICTION. ANY NOTES ISSUED OR TO BE ISSUED PURSUANT TO THE AMENDED AND RESTATED FINAL TERMS MAY NOT BE OFFERED, SOLD, PLEDGED OR OTHERWISE TRANSFERRED EXCEPT IN AN OFFSHORE TRANSACTION TO OR FOR THE BENEFIT OF A PERSON THAT IS NOT A U.S. PERSON IN ACCORDANCE WITH RULE 903 OR RULE 904 OF REGULATION S UNDER THE SECURITIES ACT.

Please note that the information contained in the Amended and Restated Final Terms and the Base Prospectus referred to above may be addressed to and/or targeted at persons who are residents of particular countries (specified in the Amended and Restated Final Terms and/or the Base Prospectus) only and is not intended for use and should not be relied upon by any person outside these countries and/or to whom the offer contained in the Amended and Restated Final Terms and/or the Base Prospectus is not addressed. **Prior to relying on the information contained in the Amended and Restated Final Terms and/or Base Prospectus you must ascertain from the Amended and Restated Final Terms and Base Prospectus whether or not you are part of the intended addressees of the information contained therein.**

Confirmation of your Representation: In order to be eligible to view the Amended and Restated Final Terms or make an investment decision with respect to any Notes issued or to be issued pursuant to the Amended and Restated Final Terms, you must be a person other than a U.S. person (within the meaning of Regulation S under the Securities Act). By accessing the Amended and Restated Final Terms, you shall be deemed to have represented that you and any customers you represent are not a U.S. person, and that you consent to delivery of the Amended and Restated Final Terms via electronic publication.

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The Amended and Restated Final Terms do not constitute, and may not be used in connection with, an offer or solicitation in any place where offers or solicitations are not permitted by law. If a jurisdiction requires that the offering be made by a licensed broker or dealer and the underwriters or any affiliate of the underwriters is a licensed broker or dealer in that jurisdiction, the offering shall be deemed to be made by the underwriters or such affiliate on behalf of the issuer in such jurisdiction. Under no circumstances shall the Amended and Restated Final Terms constitute an offer to sell, or the solicitation of an offer to buy, nor shall there be any sale of any Notes issued or to be issued pursuant to the Amended and Restated Final Terms, in any jurisdiction in which such offer, solicitation or sale would be unlawful.

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