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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 comprises: Mark Tucker*, Noel Quinn, Geraldine Buckingham†, Rachel Duan†, Georges Elhedery, Carolyn Julie Fairbairn†, James Anthony Forese†, Steven Guggenheimer†, José Antonio Meade Kuribreña†, Kalpana Morparia†, Eileen K Murray† and David Nish†.

* Non-executive Group Chairman

† 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

28 June 2023

Transaction in own shares

HSBC Holdings plc ("**HSBC**" or the "**Company**") announces that it has purchased for cancellation the following number of its ordinary shares of US\$0.50 from Morgan Stanley & Co. International plc ("**Morgan Stanley**") as part of its buy-back announced on 9 May 2023.

UK Venues

| | |
|---|--------------|
| Date of purchase: | 28 June 2023 |
| Number of ordinary shares of US\$0.50 each purchased: | 2,327,167 |
| Highest price paid per share: | £6.1560 |
| Lowest price paid per share: | £6.1100 |
| Volume weighted average price paid per share: | £6.1382 |

All repurchases on the London Stock Exchange, Aquis Exchange, Cboe Europe Limited (through the BXE and CXE order books) and/or Turquoise ("**UK Venues**") are implemented as "on Exchange" transactions (as such term is defined in the rules of the London Stock Exchange) and as "market purchases" for the purposes of the Companies Act 2006.

Hong Kong Stock Exchange

| | |
|---|--------------|
| Date of purchase: | 28 June 2023 |
| Number of ordinary shares of US\$0.50 each purchased: | 2,350,400 |
| Highest price paid per share: | HK\$61.0000 |
| Lowest price paid per share: | HK\$60.7000 |
| Volume weighted average price paid per share: | HK\$60.9046 |

All repurchases on The Stock Exchange of Hong Kong Limited ("**Hong Kong Stock Exchange**") are "off market" for the purposes of the Companies Act 2006 but are transactions which occur "on Exchange" for the purposes of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and which constitute an "on-market share buy-back" for the purposes of the Codes on Takeovers and Mergers and Share Buy-backs.

Since the commencement of the buy-back, the Company has repurchased 167,245,603 ordinary shares for a total consideration of approximately US\$1,272.9m.

On 28 June 2023, 21,903,200 ordinary shares of US\$0.50 each which were awaiting cancellation having been repurchased on the Hong Kong Stock Exchange previously were cancelled. Following cancellation of those shares and following the cancellation of the shares repurchased on the UK Venues, the Company will have 20,146,571,281 ordinary shares in issue, including 325,273,407 ordinary shares of US\$0.50 each which are held in treasury. Therefore, the total voting rights in the Company will be 19,821,297,874. Cancellation of the shares repurchased today on the Hong Kong Stock Exchange takes longer than those repurchased on the UK Venues and a further announcement of total voting rights will be made once those shares have been cancelled.



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, the Company under the Financial Conduct Authority's Disclosure Guidance and Transparency Rules.

In accordance with Article 5(1)(b) of the Market Abuse Regulation (EU) No 596/2014 (as it forms part of domestic law of the United Kingdom by virtue of the European Union (Withdrawal) Act 2018), a full breakdown of the individual trades made by Morgan Stanley on behalf of the Company is available via the link below.

http://www.rns-pdf.londonstockexchange.com/rns/2858E_1-2023-6-28.pdf

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

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