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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†, Ann Godbehere†, Steven Guggenheimer†, José Antonio Meade Kuribreña†, Kalpana Morparia†, Eileen K Murray†, Brendan Nelson†, David Nish† and Swee Lian Teo†.

* 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

5 February 2024

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 31 October 2023.

Hong Kong Stock Exchange

Date of purchase:	5 February 2024
Number of ordinary shares of US\$0.50 each purchased:	2,180,000
Highest price paid per share:	HK\$61.3000
Lowest price paid per share:	HK\$60.5500
Volume weighted average price paid per share:	HK\$61.0079

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.

There were no repurchases on the London Stock Exchange, Aquis Exchange, Cboe Europe Limited (through the BXE and CXE order books) and/or Turquoise ("**UK Venues**").

Since the commencement of the buy-back announced on 31 October 2023, the Company has repurchased 373,351,953 ordinary shares for a total consideration of approximately US\$2,877.0m.

Following the cancellation of the shares repurchased on the UK Venues, the Company's issued ordinary share capital will consist of 19,105,832,376 ordinary shares with voting rights. There are no ordinary shares held in treasury. 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.

The above figure of 19,105,832,376 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/0696C_1-2024-2-5.pdf

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



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