



Monthly Return for Equity Issuer and Hong Kong Depository Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 30 September 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: HSBC Holdings plc (the "Company")

Date Submitted: 07 October 2024

I. Movements in Authorised / Registered Share Capital Not applicable

Remarks:

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.

II. Movements in Issued Shares and/or Treasury Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	00005	Description	Ordinary Share of US\$0.50 per share			
		Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares		
Balance at close of preceding month		18,411,807,554	0	18,411,807,554		
Increase / decrease (-)		-133,090,716	0			
Balance at close of the month		18,278,716,838	0	18,278,716,838		

2. Class of shares	Preference shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	N/A	Description	Non-cumulative Series A Sterling Preference Share of £0.01 per share			
		Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares		
Balance at close of preceding month		1	0	1		
Increase / decrease (-)		0	0			
Balance at close of the month		1	0	1		

III. Details of Movements in Issued Shares and/or Treasury Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Class of shares		Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)			Yes
Stock code (if listed)		00005	Description	Ordinary Share of US\$0.50 per share				
Particulars of share option scheme	Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	Number of new shares issued during the month pursuant thereto (A1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (A2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month	The total number of shares which may be issued or transferred out of treasury upon exercise of all share options to be granted under the scheme at close of the month
1). HSBC Holdings Savings-Related Share Option Plan (UK)	73,808,077	Others	-258,591	85,098,339	0	0	85,098,339	85,098,339
		See Remark 3 below						
		Lapsed	-296,618					
		Granted	11,845,471					
General Meeting approval date (if applicable) 24 April 2020								
2). HSBC Share Plan 2011	0			0	0	0	0	0
General Meeting approval date (if applicable) 24 April 2020								

Increase in issued shares (excluding treasury shares): _____ 0 Ordinary shares (AA1)

Decrease in treasury shares: _____ 0 Ordinary shares (AA2)

Total funds raised during the month from exercise of options: GBP _____ 715,897.89

Remarks:

- 1). The HSBC Holdings Savings-Related Share Option Plan (UK) is an all-employee share option plan. It was last approved by shareholders on 24 April 2020 at the HSBC Holdings plc 2020 Annual General Meeting.
- 2). The HSBC Share Plan 2011 is a discretionary share plan. It was last approved by shareholders on 24 April 2020 at the HSBC Holdings plc 2020 Annual General Meeting.
- 3). 258,591 shares exercised under the HSBC Holdings Savings-Related Share Options Plan (UK) were satisfied using share purchased in the market by the Employee Benefit Trust and did not increase the share capital.

(B). Warrants to Issue Shares of the Issuer

Not applicable

(C). Convertibles (i.e. Convertible into Shares of the Issuer)

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes			
Stock code (if listed)	00005	Description	Ordinary Share of US\$0.50 per share					
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	Number of new shares issued during the month pursuant thereto (C1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (C2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1). US\$2,250,000,000 6.375% Perpetual Subordinated Contingent Convertible Securities (Remark 1)	USD	2,250,000,000			0	0	0	0
Type of the Convertibles <u>Others (Please specify)</u> Perpetual subordinated contingent convertible securities								
Stock code of the Convertibles (if listed on the Exchange) (Note 1) _____ Subscription/Conversion price <u>USD</u> <u>4.35578</u> General Meeting approval date (if applicable) _____								
2). US\$2,450,000,000 6.375% Perpetual Subordinated Contingent Convertible Securities (Remark 2)	USD	2,450,000,000			2,450,000,000	0	0	607,205,170
Type of the Convertibles <u>Others (Please specify)</u> Perpetual subordinated contingent convertible securities								
Stock code of the Convertibles (if listed on the Exchange) (Note 1) _____ Subscription/Conversion price <u>USD</u> <u>4.03488</u> General Meeting approval date (if applicable) _____								
3). US\$3,000,000,000 6.000% Perpetual Subordinated Contingent Convertible Securities (Remark 3)	USD	3,000,000,000			3,000,000,000	0	0	862,093,738
Type of the Convertibles <u>Others (Please specify)</u> Perpetual subordinated contingent convertible securities								
Stock code of the Convertibles (if listed on the Exchange) (Note 1) _____ Subscription/Conversion price <u>USD</u> <u>3.4799</u>								

General Meeting approval date (if applicable)									
4).	EUR1,250,000,000 4.75% Perpetual Subordinated Contingent Convertible Securities (Remark 4)	EUR	1,250,000,000			1,250,000,000	0	0	409,230,940
Type of the Convertibles		Others (Please specify)							
Perpetual subordinated contingent convertible securities									
Stock code of the Convertibles (if listed on the Exchange) (Note 1)									
Subscription/Conversion price		EUR	3.05451						
General Meeting approval date (if applicable)									
5).	US\$1,800,000,000 6.500% Perpetual Subordinated Contingent Convertible Securities (Remark 5)	USD	1,800,000,000			1,800,000,000	0	0	475,172,249
Type of the Convertibles		Others (Please specify)							
Perpetual subordinated contingent convertible securities									
Stock code of the Convertibles (if listed on the Exchange) (Note 1)									
Subscription/Conversion price		USD	3.7881						
General Meeting approval date (if applicable)									
6).	£1,000,000,000 5.875% Perpetual Subordinated Contingent Convertible Securities (Remark 6)	GBP	1,000,000,000			1,000,000,000	0	0	370,370,370
Type of the Convertibles		Others (Please specify)							
Perpetual subordinated contingent convertible securities									
Stock code of the Convertibles (if listed on the Exchange) (Note 1)									
Subscription/Conversion price		GBP	2.7						
General Meeting approval date (if applicable)									
7).	US\$1,500,000,000 4.600% Perpetual Subordinated Contingent Convertible Securities (Remark 7)	USD	1,500,000,000			1,500,000,000	0	0	418,088,166
Type of the Convertibles		Others (Please specify)							
Perpetual subordinated contingent convertible securities									
Stock code of the Convertibles (if listed on the Exchange) (Note 1)									

Subscription/Conversion price		USD	3.5878						
General Meeting approval date (if applicable)									
8).	US\$1,000,000,000 4.000% Perpetual Subordinated Contingent Convertible Securities (Remark 8)	USD	1,000,000,000			1,000,000,000	0	0	265,232,291
Type of the Convertibles		Others (Please specify)							
Perpetual subordinated contingent convertible securities									
Stock code of the Convertibles (if listed on the Exchange) (Note 1)									
Subscription/Conversion price		USD	3.7703						
General Meeting approval date (if applicable)									
9).	US\$1,000,000,000 4.700% Perpetual Subordinated Contingent Convertible Securities (Remark 9)	USD	1,000,000,000			1,000,000,000	0	0	265,232,291
Type of the Convertibles		Others (Please specify)							
Perpetual subordinated contingent convertible securities									
Stock code of the Convertibles (if listed on the Exchange) (Note 1)									
Subscription/Conversion price		USD	3.7703						
General Meeting approval date (if applicable)									
10).	US\$2,000,000,000 8.000% Perpetual Subordinated Contingent Convertible Securities (Remark 10)	USD	2,000,000,000			2,000,000,000	0	0	614,365,713
Type of the Convertibles		Others (Please specify)							
Perpetual subordinated contingent convertible securities									
Stock code of the Convertibles (if listed on the Exchange) (Note 1)									
Subscription/Conversion price		USD	3.2554						
General Meeting approval date (if applicable)									
11).	SGD1,500,000,000 5.250% Perpetual Subordinated Contingent Convertible Securities (Remark 11)	SGD	1,500,000,000			1,500,000,000	0	0	322,712,506

Type of the Convertibles		Others (Please specify)							
Perpetual subordinated contingent convertible securities									
Stock code of the Convertibles (if listed on the Exchange) (Note 1)									
Subscription/Conversion price		SGD		4.6481					
General Meeting approval date (if applicable)									
12)	US\$1,350,000,000 6.875% Perpetual Subordinated Contingent Convertible Securities (Remark 12)	USD	0			1,350,000,000	0	0	380,281,690

Type of the Convertibles		Others (Please specify)							
Perpetual subordinated contingent convertible securities									
Stock code of the Convertibles (if listed on the Exchange) (Note 1)									
Subscription/Conversion price		USD		3.55					
General Meeting approval date (if applicable)									
13)	US\$1,150,000,000 6.95% Perpetual Subordinated Contingent Convertible Securities (Remark 13)	USD	0			1,150,000,000	0	0	323,943,661

Type of the Convertibles		Others (Please specify)							
Perpetual subordinated contingent convertible securities									
Stock code of the Convertibles (if listed on the Exchange) (Note 1)									
Subscription/Conversion price		USD		3.55					
General Meeting approval date (if applicable)									

Increase in issued shares (excluding treasury shares): _____ 0 Ordinary shares (CC1)

Decrease in treasury shares: _____ 0 Ordinary shares (CC2)

Remarks:

1. Redeemed in whole by the Company on 17 September 2024
2. Callable March 2025 and Every Five Years Thereafter
3. Callable May 2027 and Every Five Years Thereafter
4. Callable July 2029 and Every Five Years Thereafter
5. Callable March 2028 and Every Five Years Thereafter

6. Callable September 2026 and Every Five Years Thereafter

7. Callable on any business day during any period commencing on the date falling six months prior to a Reset Date and ending on such Reset Date (both dates inclusive), with "Reset Date" meaning 17 June 2031 and each fifth anniversary date thereafter

8. Callable on any business day during any period commencing on the date falling six months prior to a Reset Date and ending on such Reset Date (both dates inclusive), with "Reset Date" meaning 9 September 2026 and each fifth anniversary date thereafter

9. Callable on any business day during any period commencing on the date falling six months prior to a Reset Date and ending on such Reset Date (both dates inclusive), with "Reset Date" meaning 9 September 2031 and each fifth anniversary date thereafter

10. Callable on any business day during any period commencing on the date falling six months prior to a Reset Date and ending on such Reset Date (both dates inclusive), with "Reset Date" meaning 7 September 2028 and each fifth anniversary date thereafter

11. Callable on any business day during any period commencing on the date falling six months prior to a Reset Date and ending on such Reset Date (both dates inclusive), with "Reset Date" meaning 14 December 2029 and each fifth anniversary date thereafter

12. Callable on any business day during any period commencing on the date falling six months prior to a Reset Date and ending on such Reset Date (both dates inclusive), with "Reset Date" meaning 11 March 2030 and each fifth anniversary date thereafter

13. Callable on any business day during any period commencing on the date falling six months prior to a Reset Date and ending on such Reset Date (both dates inclusive), with "Reset Date" meaning 11 September 2034 and each fifth anniversary date thereafter

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer, including Options (other than Share Option Schemes)

Not applicable

(E). Other Movements in Issued Shares and/or Treasury Shares

1. Class of shares		Ordinary shares		Type of shares	Not applicable	Listed on the Exchange (Note 1)		Yes	
Stock code (if listed)		00005		Description	Ordinary Share of US\$0.50 per share				
Events		At price (if applicable)		Date of event (Note 2)	General Meeting approval date (if applicable)	Increase/ decrease (-) in issued shares (excluding treasury shares) during the month pursuant thereto (E1)	Increase/ decrease (-) in treasury shares during the month pursuant thereto (E2)	Number of shares redeemed or repurchased for cancellation but not yet cancelled as at close of the month (Note 3)	
		Currency	Amount						
1).	Repurchase of shares (shares repurchased and cancelled)			02 September 2024	03 May 2024	-2,997,355			
2).	Repurchase of shares (shares repurchased and cancelled)			03 September 2024	03 May 2024	-2,448,864			
3).	Repurchase of shares (shares repurchased and cancelled)			04 September 2024	03 May 2024	-3,040,068			
4).	Repurchase of shares (shares repurchased and cancelled)			04 September 2024	03 May 2024	-26,562,000			
5).	Repurchase of shares (shares repurchased and cancelled)			05 September 2024	03 May 2024	-2,975,681			
6).	Repurchase of shares (shares repurchased and cancelled)			06 September 2024	03 May 2024	-2,669,721			
7).	Repurchase of shares (shares repurchased and cancelled)			09 September 2024	03 May 2024	-4,490,641			
8).	Repurchase of shares (shares repurchased and cancelled)			10 September 2024	03 May 2024	-2,970,512			
9).	Repurchase of shares (shares repurchased and cancelled)			11 September 2024	03 May 2024	-3,241,866			
10).	Repurchase of shares (shares repurchased and cancelled)			12 September 2024	03 May 2024	-3,810,277			
11).	Repurchase of shares (shares repurchased and cancelled)			13 September 2024	03 May 2024	-3,793,592			
12).	Repurchase of shares (shares repurchased and cancelled)			16 September 2024	03 May 2024	-3,252,069			
13).	Repurchase of shares (shares repurchased and cancelled)			17 September 2024	03 May 2024	-2,055,091			
14).	Repurchase of shares (shares repurchased and cancelled)			18 September 2024	03 May 2024	-3,682,376			
15).	Repurchase of shares (shares repurchased and cancelled)			19 September 2024	03 May 2024	-30,254,800			
16).	Repurchase of shares (shares repurchased and cancelled)			19 September 2024	03 May 2024	-3,232,283			
17).	Repurchase of shares (shares repurchased and cancelled)			20 September 2024	03 May 2024	-2,224,622			
18).	Repurchase of shares (shares repurchased and cancelled)			23 September 2024	03 May 2024	-4,835,573			
19).	Awards of shares under the HSBC International Employee Share Purchase Plan	GBP	6.707	24 September 2024		141,305	0		0
20).	Repurchase of shares (shares repurchased and cancelled)			24 September 2024	03 May 2024	-5,076,743			

21).	Repurchase of shares (shares repurchased and cancelled)			25 September 2024	03 May 2024	-4,687,500		
22).	Repurchase of shares (shares repurchased and cancelled)			26 September 2024	03 May 2024	-5,597,011		
23).	Repurchase of shares (shares repurchased and cancelled)			27 September 2024	03 May 2024	-3,626,247		
24).	Repurchase of shares (shares repurchased and cancelled)			30 September 2024	03 May 2024	-5,707,129		
25).	Repurchase of shares (shares repurchased for cancellation but not yet cancelled)				03 May 2024			-7,481,900
26).	Repurchase of shares (shares repurchased for cancellation but not yet cancelled)				03 May 2024			-43,256,400

Increase/ decrease (-) in issued shares (excluding treasury shares): -133,090,716 Ordinary shares (EE1)

Increase/ decrease (-) in treasury shares: 0 Ordinary shares (EE2)

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1): -133,090,716 Ordinary shares

Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2): 0 Ordinary shares

Remarks:

- 1). 2,997,355 ordinary shares (previously repurchased on market on 29 August 2024) were cancelled on 2 September 2024 in the UK.
- 2). 2,448,864 ordinary shares (previously repurchased on market on 30 August 2024) were cancelled on 3 September 2024 in the UK.
- 3). 3,040,068 ordinary shares (previously repurchased on market on 2 September 2024) were cancelled on 4 September 2024 in the UK.
- 4). 26,562,000 ordinary shares (previously repurchased on market on 15, 16, 19, 20, 21, 22, 23, 26, 27 and 28 August 2024) were cancelled on 4 September 2024 in HK.
- 5). 2,975,681 ordinary shares (previously repurchased on market on 3 September 2024) were cancelled on 5 September 2024 in the UK.
- 6). 2,669,721 ordinary shares (previously repurchased on market on 4 September 2024) were cancelled on 6 September 2024 in the UK.
- 7). 4,490,641 ordinary shares (previously repurchased on market on 5 September 2024) were cancelled on 9 September 2024 in the UK.
- 8). 2,970,512 ordinary shares (previously repurchased on market on 6 September 2024) were cancelled on 10 September 2024 in the UK.
- 9). 3,241,866 ordinary shares (previously repurchased on market on 9 September 2024) were cancelled on 11 September 2024 in the UK.
- 10). 3,810,277 ordinary shares (previously repurchased on market on 10 September 2024) were cancelled on 12 September 2024 in the UK.
- 11). 3,793,592 ordinary shares (previously repurchased on market on 11 September 2024) were cancelled on 13 September 2024 in the UK.
- 12). 3,252,069 ordinary shares (previously repurchased on market on 12 September 2024) were cancelled on 16 September 2024 in the UK.
- 13). 2,055,091 ordinary shares (previously repurchased on market on 13 September 2024) were cancelled on 17 September 2024 in the UK.
- 14). 3,682,376 ordinary shares (previously repurchased on market on 16 September 2024) were cancelled on 18 September 2024 in the UK.
- 15). 30,254,800 ordinary shares (previously repurchased on market on 29, 30 August, 2, 3, 4, 5, 9, 10 and 11 September 2024) were cancelled on 19 September 2024 in HK.
- 16). 3,232,283 ordinary shares (previously repurchased on market on 17 September 2024) were cancelled on 19 September 2024 in the UK.
- 17). 2,224,622 ordinary shares (previously repurchased on market on 18 September 2024) were cancelled on 20 September 2024 in the UK.
- 18). 4,835,573 ordinary shares (previously repurchased on market on 19 September 2024) were cancelled on 23 September 2024 in the UK.
- 20). 5,076,743 ordinary shares (previously repurchased on market on 20 September 2024) were cancelled on 24 September 2024 in the UK.
- 21). 4,687,500 ordinary shares (previously repurchased on market on 23 September 2024) were cancelled on 25 September 2024 in the UK.
- 22). 5,597,011 ordinary shares (previously repurchased on market on 24 September 2024) were cancelled on 26 September 2024 in the UK.
- 23). 3,626,247 ordinary shares (previously repurchased on market on 25 September 2024) were cancelled on 27 September 2024 in the UK.

- 24). 5,707,129 ordinary shares (previously repurchased on market on 26 September 2024) were cancelled on 30 September 2024 in the UK.
- 25). Repurchases of 7,481,900 ordinary shares were made on 27 and 30 September 2024 in the UK but such shares are not yet cancelled as at 30 September 2024.
- 26). Repurchases of 43,256,400 ordinary shares were made on 12, 13, 16, 17, 19, 20, 23, 24, 25, 26, 27 and 30 September 2024 in HK but such shares are not yet cancelled as at 30 September 2024.

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

Pursuant to Main Board Rule 13.25C / GEM Rule 17.27C, we hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued, or the treasury shares sold or transferred by the issuer during the month as set out in Parts III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and carried out in compliance with all applicable listing rules, laws and other regulatory requirements and, insofar as applicable:

(Note 4)

- (i) all money due to the listed issuer in respect of the issue of securities, or sale or transfer of treasury shares 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 5);
- (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 all 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, sale or transfer;
- (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.

Submitted by: Philip D Miller

Title: Authorised Signatory

(Director, Secretary or other Duly Authorised Officer)

Notes

1. The Exchange refers to The Stock Exchange of Hong Kong Limited.
2. In the case of repurchase of shares (shares repurchased and cancelled) and redemption of shares (shares redeemed and cancelled), "date of event" should be construed as "cancellation date".
In the case of repurchase of shares (shares held as treasury shares), "date of event" should be construed as "date on which shares were repurchased and held by the issuer in treasury".
3. The information is required in the case of repurchase of shares (shares repurchased for cancellation but not yet cancelled) and redemption of shares (shares redeemed but not yet cancelled). Please state the number of shares repurchased or redeemed during the month or in preceding month(s) but pending cancellation as at close of the month as a negative number.
4. Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, or the treasury shares sold or transferred, no further confirmation is required to be made in this return.
5. "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.