Next Day Disclosure Return
(Equity issuer - changes in issued shares or treasury shares, share buybacks and/or on-market sales of treasury shares)

Instrument: Equity issuer

Status: New Submission

Name of Issuer: HSBC Holdings plc

Date Submitted: 25 November 2026

*Section I must be completed by a listed issuer where there has been a change in its issued shares or treasury shares which is discloseable pursuant to rule 13.25A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Exchange**") (the **"Main Board Rules**") or rule 17.27A of the Rules Governing the Listing of Securities on GEM of the Exchange (the "**GEM Rules**").*

Section I

1. Class of shares	Ordinary shares	**Type of shares**	Not applicable	**Listed on the Exchange**	Yes
Stock code (if listed)	00005	**Description**	Ordinary Shares of US$0.50 per share		

A. Changes in issued shares or treasury shares

Events	**Changes in issued shares (excluding treasury shares)**		**Changes in treasury shares**	***Issue/ selling price per share (Note 4)***	**Total number of issued shares**
	Number of issued shares (excluding treasury shares)	***As a % of existing number of issued shares (excluding treasury shares) before the relevant event (Note 3)***	**Number of treasury shares**		
Opening balance as at *(Note 1)* 23 November 2026	17,119,994,983		0		17,119,994,983
1). Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 20 November 2026 and cancelled on 24 November 2026 in the UK **Date of changes** 24 November 2026	-200,000	0.001168 %		GBP 12.4807	
Closing balance as at *(Notes 5 and 6)* 24 November 2026	17,119,794,983		0		17,119,794,983

B. Shares redeemed or repurchased for cancellation but not yet cancelled as at the closing balance date *(Notes 5 and 6)*						
1). Shares repurchased for cancellation but not yet cancelled in the UK **Date of changes** 23 November 2026	1,482,803	0.008661 %		GBP	12.6644	
2). Shares repurchased for cancellation but not yet cancelled in the UK **Date of changes** 24 November 2026	200,000	0.001168 %		GBP	12.5595	
3). Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 05 November 2026	46,800	0.000273 %		HKD	139.6436	
4). Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 06 November 2026	9,600	0.000056 %		HKD	138.4042	
5). Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 09 November 2026	10,000	0.000058 %		HKD	137.772	
6). Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 10 November 2026	10,000	0.000058 %		HKD	141.948	
7). Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 11 November 2026	10,000	0.000058 %		HKD	141.148	
8). Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 12 November 2026	10,000	0.000058 %		HKD	140.912	
9). Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 13 November 2026	10,000	0.000058 %		HKD	140.092	
10). Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 16 November 2026	10,000	0.000058 %		HKD	140.944	
11). Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 17 November 2026	10,000	0.000058 %		HKD	138.98	

12).	Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 18 November 2026	10,000	0.000058 %		HKD 135.768	
13).	Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 19 November 2026	10,000	0.000058 %		HKD 133.192	
14).	Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 20 November 2026	10,000	0.000058 %		HKD 129.204	
15).	Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 23 November 2026	10,000	0.000058 %		HKD 128.804	
16).	Shares repurchased for cancellation but not yet cancelled in HK **Date of changes** 24 November 2026	10,000	0.000058 %		HKD 131.24	

2. Class of shares	Other class (specify in description)	**Type of shares**	Other type (specify in description)	**Listed on the Exchange**	No
Stock code (if listed)		**Description**	US$3,000,000,000 6.000% Perpetual Subordinated Contingent Convertible Securities (Callable 22 May 2027 and Every Five Years Thereafter) (the "Securities")		

A. Changes in issued shares or treasury shares

Events	Changes in issued shares (excluding treasury shares)		Changes in treasury shares	*Issue/ selling price per share (Note 4)*	Total number of issued shares
	Number of issued shares (excluding treasury shares)	***As a % of existing number of issued shares (excluding treasury shares) before the relevant event (Note 3)***	**Number of treasury shares**		
Opening balance as at *(Note 1)* 23 November 2026	3,000,000,000		0		3,000,000,000
1). Repurchase or redemption of other securities Securities repurchased and cancelled on 24 November 2026 **Date of changes** 24 November 2026	-1,500,000,000	50 %		USD 1.005	
Closing balance as at *(Notes 5 and 6)* 24 November 2026	1,500,000,000		0		1,500,000,000

B. Shares redeemed or repurchased for cancellation but not yet cancelled as at the closing balance date *(Notes 5 and 6)*	Not applicable

Remarks: The number of issued shares as set out above represents the principal amount of the Securities. As disclosed in HSBC's announcement dated 20 November 2026, the tender offer for the Securities has expired, and an aggregate principal amount of US$1,500,000,000 has been accepted for purchase at a total consideration of US $1,507,500,000. The consideration for the tender offer is US$1,005.00 per US$1,000.00 of principal amount tendered and accepted for purchase. Settlement of the tender offer took place on 24 November 2026. For details, please refer to HSBC's announcement dated 20 November 2026.

Confirmation Not applicable

Notes to Section I:

1. *Please insert the closing balance date of the last Next Day Disclosure Return published pursuant to Main Board Rule 13.25A / GEM Rule 17.27A or Monthly Return pursuant to Main Board Rule 13.25B / GEM Rule 17.27B, whichever is the later.*

2. *Please set out all changes in issued shares or treasury shares requiring disclosure pursuant to Main Board Rule 13.25A / GEM Rule 17.27A together with the relevant dates of changes. Each category will need to be disclosed individually with sufficient information to enable the user to identify the relevant category in the listed issuer's Monthly Return. For example, multiple issues of shares as a result of multiple exercises of share options under the same share option scheme or of multiple conversions under the same convertible note must be aggregated and disclosed as one category. However, if the issues resulted from exercises of share options under 2 share option schemes or conversions of 2 convertible notes, these must be disclosed as 2 separate categories.*

3. *The percentage change in the number of issued shares (excluding treasury shares) of the listed issuer is to be calculated by reference to the opening balance of the number of issued shares (excluding treasury shares) being disclosed in this Next Day Disclosure Return.*

4. *In the case of a share repurchase or redemption, the "issue/ selling price per share" shall be construed as "repurchase price per share" or "redemption price per share".*

   Where shares have been issued/ sold/ repurchased/ redeemed at more than one price per share, a volume-weighted average price per share should be given.

5. *The closing balance date is the date of the last relevant event being disclosed.*

6. *For repurchase or redemption of shares, disclosure is required when the relevant event has occurred (subject to the provisions of Main Board Rules 10.06(4)(a), 13.25A and 13.31 / GEM Rules 13.13(1), 17.27A and 17.35), even if the repurchased or redeemed shares have not yet been cancelled.*

   If repurchased or redeemed shares are to be cancelled upon settlement of such repurchase or redemption after the closing balance date, they shall remain part of the issued shares as at the closing balance date in Part A. Details of these repurchased or redeemed shares shall be disclosed in Part B.

7. *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.*

8. *"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.*

Section II must also be completed by a listed issuer where it has made a repurchase of shares which is discloseable under Main Board Rule 10.06(4)(a) / GEM Rule 13.13(1).

Repurchase report

Section II

1. Class of shares	Ordinary shares	**Type of shares**	Not applicable	**Listed on the Exchange**	Yes
Stock code (if listed)	00005	**Description**	Ordinary Shares of US$0.50 per share		

A. Repurchase report

	Trading date	Number of shares repurchased	Method of repurchase *(Note 1)*	Repurchase price per share or highest repurchase price per share $	Lowest repurchase price per share $	Aggregate price paid $
1).	24 November 2026	200,000	On another stock exchange London Stock Exchange	GBP 12.73	GBP 12.352	GBP 2,511,896.2

Total number of shares repurchased	200,000	**Aggregate price paid $**	GBP 2,511,896.2
Number of shares repurchased for cancellation	200,000		
Number of shares repurchased for holding as treasury shares	0		

B. Additional information for issuer who has a primary listing on the Exchange

1).	**Date of the resolution granting the repurchase mandate**		08 May 2026
2).	**Total number of shares which the issuer is authorised to repurchase under the repurchase mandate**		1,718,354,635
3).	**Number of shares repurchased on the Exchange or another stock exchange under the repurchase mandate**	**(a)**	
4).	**As a % of number of issued shares (excluding treasury shares) as at the date of the resolution granting the repurchase mandate** *(a) x 100 / number of issued shares (excluding treasury shares) as at the date of the resolution granting the repurchase mandate*		%
5).	**Moratorium period for any issue of new shares, or sale or transfer of treasury shares after the share repurchase(s) set out in Part A *(Note 2)***	**Up to**	24 December 2026

2. Class of shares	Ordinary shares	**Type of shares**	Not applicable	**Listed on the Exchange**	Yes
Stock code (if listed)	00005	**Description**	Ordinary Shares of US$0.50 per share		

A. Repurchase report

	Trading date	Number of shares repurchased	Method of repurchase *(Note 1)*	Repurchase price per share or highest repurchase price per share $	Lowest repurchase price per share $	Aggregate price paid $
1).	24 November 2026	10,000	On the Exchange	HKD 132	HKD 130.6	HKD 1,312,400

Total number of shares repurchased	10,000	**Aggregate price paid $**	HKD 1,312,400
Number of shares repurchased for cancellation	10,000		
Number of shares repurchased for holding as treasury shares	0		

B. Additional information for issuer who has a primary listing on the Exchange

1).	**Date of the resolution granting the repurchase mandate**		08 May 2026
2).	**Total number of shares which the issuer is authorised to repurchase under the repurchase mandate**		1,718,354,635
3).	**Number of shares repurchased on the Exchange or another stock exchange under the repurchase mandate**	**(a)**	
4).	**As a % of number of issued shares (excluding treasury shares) as at the date of the resolution granting the repurchase mandate** *(a) x 100 / number of issued shares (excluding treasury shares) as at the date of the resolution granting the repurchase mandate*		%
5).	**Moratorium period for any issue of new shares, or sale or transfer of treasury shares after the share repurchase(s) set out in Part A *(Note 2)***	**Up to**	24 December 2026

We hereby confirm that the repurchases made on the Exchange set out in Part A above were made in accordance with the Main Board Rules / GEM Rules and that there have been no material changes to the particulars contained in the Explanatory Statement dated 27 March 2026 which has been filed with the Exchange. We also confirm that any repurchases made on another stock exchange set out in Part A above were made in accordance with the domestic rules applying to repurchases on that other stock exchange.

Remarks: B3). Number of such securities purchased on the above said exchanges since special resolutions is 65,768,966. The special resolutions refer to resolutions 11 and 12 approved by the issuer's shareholders at its annual general meeting held on 8 May 2026. The resolutions authorise the issuer to make purchases of its ordinary shares

(subject to certain conditions) until the end of its 2027 annual general meeting (or, if earlier, until the close of business on 30 June 2027), save that this authority shall allow the issuer prior to the expiry of this authority to make a contract or contracts to purchase ordinary shares under this authority which will or may be completed or executed wholly or partly after such expiry and may make a purchase of ordinary shares pursuant to any such contract or contracts as if the authority conferred had not expired.

B4). % of number of shares in issue at time the special resolution passed acquired on the above said exchanges since date of resolution is 0.382744%.

B5). On 11 February 2026 and 16 October 2026, the Exchange gave HSBC consent under Rule 10.06(3) for the issue of new contingent convertible securities, where such issuances would occur within a period of 30 days after any purchase of Shares made under the Buyback on the Hong Kong Stock Exchange and the UK Venues respectively as announced on 28 October 2026. Subject to the aforementioned consent, the moratorium period shall be up to the date as stated above.

Notes to Section II:

1. *Please state whether the repurchase was made on the Exchange, on another stock exchange (stating the name of the exchange), by private arrangement or by general offer.*

2. *Subject to the carve-out set out in Main Board Rule 10.06(3)(a)/ GEM Rule 13.12, an issuer may not (i) make a new issue of shares, or a sale or transfer of any treasury shares; or (ii) announce a proposed new issue of shares, or a sale or transfer of any treasury shares, for a period of 30 days after any purchase by it of shares, whether on the Exchange or otherwise, without the prior approval of the Exchange.*

Section III must also be completed by a listed issuer where it has made a sale of treasury shares on the Exchange or any other stock exchange on which the issuer is listed which is discloseable under Main Board Rule 10.06B / GEM Rule 13.14B.

Report of on-market sale of treasury shares Not applicable

Submitted by: Cheung Ka Ki
(Name)

Title: Authorised Signatory
(Director, Secretary or other Duly Authorised Officer)