Companies House

SH01 (ef)

Return of Allotment of Shares

Company Name: **HSBC Holdings plc**
Company Number: **00617987**

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X564TXDK

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	06/04/2016	**06/04/2016**

Class of Shares:	**ORDINARY**	Number allotted	**5691**
Currency:	**USD**	Nominal value of each share	**0.5**
		Amount paid:	**5.8919**
		Amount unpaid:	**0**

No shares allotted other than for cash

Class of Shares:	**ORDINARY**	Number allotted	**2325**
Currency:	**USD**	Nominal value of each share	**0.5**
		Amount paid:	**6.078**
		Amount unpaid:	**0**

No shares allotted other than for cash

Class of Shares:	**ORDINARY**	Number allotted	**605**
Currency:	**USD**	Nominal value of each share	**0.5**
		Amount paid:	**6.4959**
		Amount unpaid:	**0**

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of Shares:	**NON-CUMULATIVE SERIES A STERLING PREFERENCE**	Number allotted	**1**
		Aggregate nominal value:	**0.01**
		Amount paid per share	**1**
		Amount unpaid per share	**0**
Currency:	**GBP**		

Prescribed particulars

HOLDERS HAVE A RIGHT TO A NON-CUMULATIVE PREFERENTIAL DIVIDEND AT A RATE OF GBP0.04 PER ANNUM IN PRIORITY TO THE PAYMENT OF A DIVIDEND TO HOLDERS OF ANY OTHER CLASS OF SHARES (EXCEPT OTHER SHARES WHICH RANK PARI PASSU WITH OR IN PRIORITY TO SUCH PREFERENCE SHARES). DIVIDENDS ARE PAID QUARTERLY AT THE BOARD'S DISCRETION. HOLDERS HAVE NO RIGHT TO PARTICIPATE IN THE PROFITS OR ASSETS OF THE COMPANY OTHER THAN AS SET OUT IN THE ARTICLES, OR TO PARTICIPATE IN AN OFFER BY WAY OF RIGHTS OR BONUS ISSUE, AND HAVE NO RIGHT OF CONVERSION. ON A WINDING UP HOLDERS HAVE THE RIGHT TO RECEIVE OUT OF ASSETS AVAILABLE FOR DISTRIBUTION IN PRIORITY TO ANY PAYMENT TO HOLDERS OF ANY OTHER CLASS OF SHARES (EXCEPT OTHER SHARES WHICH RANK PARI PASSU WITH OR IN PRIORITY TO SUCH PREFERENCE SHARES) A SUM EQUAL TO ANY UNPAID DIVIDEND ON THE PREFERENCE SHARES AND GBP1.00 PER SHARE. THE PREFERENCE SHARES CAN BE REDEEMED AT ANY DATE AS MAY BE DETERMINED BY A RESOLUTION OF THE DIRECTORS. THERE ARE NO VOTING RIGHTS ATTACHED TO THESE SHARES.

Class of Shares:	**NON-CUMULATIVE PREFERENCE**	Number allotted	**1450000**
		Aggregate nominal value:	**14500**
		Amount paid per share	**969.0592**
Currency:	**USD**	Amount unpaid per share	**0**

Prescribed particulars

HOLDERS OF PREFERENCE SHARES CAN VOTE AT GENERAL MEETINGS IF A DIVIDEND PAYABLE ON THEIR SHARES HAS NOT BEEN PAID FOR 4 CONSECUTIVE PAYMENT DATES. WHEN ENTITLED TO VOTE A HOLDER PRESENT IN PERSON OR BY PROXY ON A SHOW OF HANDS HAS ONE VOTE AND ON A POLL HAS ONE VOTE PER SHARE. HOLDERS HAVE A

RIGHT TO A NON-CUMULATIVE PREFERENTIAL DIVIDEND AT A RATE OF 6.2% IN PRIORITY TO THE PAYMENT OF A DIVIDEND TO HOLDERS OF ANY OTHER CLASS OF SHARES (EXCEPT OTHER SHARES WHICH RANK PARI PASSU WITH OR IN PRIORITY TO SUCH PREFERENCE SHARES). DIVIDENDS ARE PAID QUARTERLY AT THE BOARD'S DISCRETION. NO DIVIDEND WILL BE DECLARED IF PAYMENT WOULD CAUSE THE COMPANY NOT TO MEET APPLICABLE CAPITAL ADEQUACY REQUIREMENTS OR PROFIT AVAILABLE FOR DISTRIBUTION IS NOT SUFFICIENT TO PAY IN FULL BOTH DIVIDENDS ON THE PREFERENCE SHARES AND DIVIDENDS ON OTHER SHARES TO BE PAID ON THE SAME DATE WITH AN EQUAL RIGHT TO DIVIDENDS. THE COMPANY CANNOT PAY DIVIDENDS ON ANY CLASS OF ITS SHARES RANKING LOWER IN THE RIGHT TO DIVIDENDS THAN THE PREFERENCE SHARES NOR REDEEM NOR PURCHASE ANY OF ITS OTHER SHARES RANKING EQUAL WITH OR LOWER THAN THE PREFERENCE SHARES UNLESS IT HAS PAID IN FULL THE DIVIDENDS ON THE PREFERENCE SHARES FOR THE RELEVANT PERIOD (OR SET ASIDE AN EQUIVALENT AMOUNT). HOLDERS HAVE NO RIGHT TO PARTICIPATE IN THE PROFITS OR ASSETS OF THE COMPANY OTHER THAN AS SET OUT IN THE ARTICLES, OR TO PARTICIPATE IN AN OFFER BY WAY OF RIGHTS OR BONUS ISSUE, AND HAVE NO RIGHT OF CONVERSION. ON A WINDING UP HOLDERS HAVE THE RIGHT TO RECEIVE OUT OF ASSETS AVAILABLE FOR DISTRIBUTION IN PRIORITY TO ANY PAYMENT TO HOLDERS OF ANY OTHER CLASS OF SHARES (EXCEPT OTHER SHARES WHICH RANK PARI PASSU WITH OR IN PRIORITY TO SUCH PREFERENCE SHARES) A SUM EQUAL TO ANY UNPAID DIVIDEND ON THE PREFERENCE SHARES AND US$1000 PER SHARE. THE PREFERENCE SHARES CAN BE REDEEMED AT ANY TIME ON OR AFTER 16 DECEMBER 2010 SUBJECT TO PRIOR NOTIFICATION TO THE FSA AND ON PAYMENT OF ANY UNPAID DIVIDEND AND US$1000 PER SHARE.

Class of Shares:	**ORDINARY**	Number allotted	**19747698303**
Currency:	**USD**	Aggregate nominal value:	**9873849151.5**
		Amount paid per share	**2.53105**
		Amount unpaid per share	**0**

Prescribed particulars

SUBJECT TO LAW AND THE COMPANY'S ARTICLES, AT GENERAL MEETINGS, HOLDERS OF ORDINARY SHARES PRESENT IN PERSON OR BY PROXY HAVE ON A SHOW OF HANDS ONE VOTE AND ON A POLL ONE VOTE FOR EVERY SHARE HELD. IF A SHAREHOLDER IS, UNDER APPLICABLE LISTING RULES, REQUIRED TO ABSTAIN FROM VOTING ON A RESOLUTION OR RESTRICTED TO VOTING ONLY FOR OR ONLY AGAINST A RESOLUTION,

ANY VOTES CAST BY OR ON BEHALF OF SUCH SHAREHOLDER IN CONTRAVENTION OF SUCH RESTRICTION WILL NOT BE COUNTED. SUBJECT TO LAW AND THE COMPANY'S ARTICLES, HOLDERS OF ORDINARY SHARES HAVE RIGHTS TO DIVIDENDS DECLARED BY ORDINARY RESOLUTION OR INTERIM DIVIDENDS DECLARED BY THE BOARD. DIVIDENDS ARE PAID PRO RATA TO THE PERCENTAGE OF THE NOMINAL AMOUNT PAID UP ON THE SHARES DURING THE PERIOD IN RESPECT OF WHICH THE DIVIDEND IS PAID. A SHARE CAN BE ISSUED ON TERMS THAT IT RANKS FOR DIVIDEND FROM A PARTICULAR DATE. SUBJECT TO SHAREHOLDERS' AUTHORITY THE BOARD MAY OFFER THE HOLDERS OF ORDINARY SHARES THE RIGHT TO ELECT TO RECEIVE ORDINARY SHARES OF THE SAME OR A DIFFERENT CURRENCY, CREDITED AS FULLY PAID, INSTEAD OF CASH IN RESPECT OF THE WHOLE OR PART OF ANY DIVIDEND. ON A WINDING UP THE ASSETS AVAILABLE FOR DISTRIBUTION TO HOLDERS OF ORDINARY SHARES WILL BE DISTRIBUTED IN ACCORDANCE WITH APPLICABLE LAW.

Statement of Capital (Totals)

Currency:	**GBP**	Total number of shares:	**1**
		Total aggregate nominal value:	**0.01**
Currency:	**USD**	Total number of shares:	**19749148303**
		Total aggregate nominal value:	**9873863651.5**

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.