

## CORPORATE SUBSTANTIAL SHAREHOLDER NOTICE

## Notice pursuant to s. 324 of Part XV of the Securities and Futures Ordinance (Cap. 571)

Form for use by a corporation giving notice of :

- (i) First acquiring an interest in 5% or more of the shares of a listed corporation (I.e. first becoming a substantial shareholder);
- (ii) Changes in the percentage level, or nature, of its interest or its short position in such shares; and
- (iii) Ceasing to have an interest of 5% in such shares (complete Boxes 1 to 19 and 27 only).

**This Form must be completed in accordance with the directions and instructions in the Notes to Form 2.**

<b>1. Name of listed corporation</b> HSBC HOLDINGS PLC	
<b>2. Stock code</b>	5
<b>3. Class of shares</b>	H Shares
<b>4. Number of issued shares in class</b> 19,188,023,183	

<b>5. Name of substantial shareholder</b> BlackRock, Inc.	<b>8. Business registration number</b> N/A	
	<b>9. Place of incorporation</b> New York, USA	<b>Certificate of Incorporation No.</b> N/A870
<b>6. Registered office</b> 55 East 52nd Street, New York, 10055, USA.	<b>10. Contact person</b> Gwen Fleming	
	<b>11. Daytime tel. No.</b> 0016092822368	<b>12. e-mail address</b> gwen.fleming@blackrock.com
<b>7. Principal place of business in Hong Kong</b> N/A	<b>13. Exchange on which listed</b> New York Stock Exchange	
	<b>14. Name of listed parent and exchange on which parent is listed</b> N/A	

**15. Date of relevant event**

22	10	2014
(day)	(month)	(year)

**16. Date when the substantial shareholder became aware of the relevant event/ interest in the shares (if later)**

23	10	2014
(day)	(month)	(year)

**17. Details of relevant event**

	Relevant event code describing circumstances (see Table 1)	Code describing capacity in which shares were/are held (see Table 2)		Number of shares bought/sold or involved	Currency of transaction	On Exchange		Off Exchange	
		Before relevant event	After relevant event			Highest price per share	Average price per share	Average consideration per share	Consideration Code (see Table 3)
Long position	106	205	205	158,765,281	HKD				302
Short position	- Select -	- Select -	- Select -						

**18. Total shares immediately before the relevant event**

	Total number of shares	Percentage figure (%)
Long position	1,262,857,305	6.58
Short position	4,186,784	0.02
Lending pool		

**19. Total shares immediately after the relevant event**

	Total number of shares	Percentage figure (%)
Long position	1,260,735,888	6.57
Short position	4,213,125	0.02
Lending pool		

**20. Capacity in which interests disclosed in Box 19 are held**

Code describing capacity (see Table 2)	Number of shares	
	Long position	Short position
205	1,260,735,888	4,213,125
- Select -		
- Select -		
- Select -		
- Select -		

**21. Further information in respect of derivative interests**

Code describing derivatives (see Table 4)	Number of shares	
	Long position	Short position
402	5,589,211	4,213,125
- Select -		
- Select -		
- Select -		
- Select -		

**22. Further information in relation to interests of corporations controlled by substantial shareholder**

Name of controlled corporation	Address and place of incorporation	Name of controlling shareholder	% control	Direct interest (Y/N)	Number of shares	
					Long position	Short Position
Trident Merger, LLC	1209 Orange Street, Wilmington DE 19801, United States	Blackrock Inc.	100.00	N	22,352,965	
BlackRock Investment Management, LLC.	1 University Square Drive Princeton, NJ 08540, United States	Trident Merger, LLC	100.00	Y	22,352,965	
BlackRock Holdco 2, Inc.	1209 Orange Street, Wilmington DE 19801, United States	Blackrock Inc.	100.00	N	1,238,382,923	4,213,125
BlackRock Financial Management, Inc.	40 East 52nd Street, New York NY 10022, United States	BlackRock Holdco 2, Inc.	100.00	Y	1,238,382,923	4,213,125
BlackRock Holdco 4, LLC	40 East 52nd Street, New York, 10022, United States	BlackRock Financial Management, Inc.	100.00	N	429,652,279	3,367,229
BlackRock Holdco 6, LLC	40 East 52nd Street, New York, 10022, United States	BlackRock Holdco 4, LLC	100.00	N	429,652,279	3,367,229
BlackRock Delaware Holdings, Inc.	The Corporation Trust Company, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801, United States	BlackRock Holdco 6, LLC	100.00	N	429,652,279	3,367,229
BlackRock Institutional Trust Company	400 Howard St, San Francisco, CA, 94105-2618, United States	BlackRock Delaware Holdings, Inc.	100.00	Y	290,609,291	3,367,229

**23. Further information in relation to interests held by substantial shareholder jointly with another person**

Name of joint shareholder	Address	Number of shares	
		Long position	Short Position

**24. Further information from a trustee, or beneficiary of a trust, or a founder of a Discretionary Trust**

Name of Trust	Address	Status Code (see Table 5)	Number of shares	
			Long position	Short position
		- Select -		
		- Select -		
		- Select -		

**25. Further information from a party to an agreement under Section 317 ( Please see Notes for further information required)**

Names of other parties	Address	Number of shares
Total number of shares in which substantial shareholder is interested under section 317 and 318		

**26. Details of person(s) in accordance with whose directions the substantial shareholder or its directors are accustomed to act**

Names	Address	Relationship Code (see Table 6)	Percentage (%)
		- Select -	
		- Select -	
		- Select -	

**27. Date of filing this Form 2**

24	10	2014
(day)	(month)	(year)

Form 2.

**28. Number of continuation sheets**

1

**29. Number of attachments**

## Continuation Sheet

## 22. Further information in relation to interests of corporations controlled by substantial shareholder

Name of controlled corporation	Address and place of incorporation	Name of controlling shareholder	% control	Direct interest (Y/N)	Number of shares	
					Long position	Short position
BlackRock Fund Advisors	400 Howard Street San Francisco, CA 94105, United States	BlackRock Delaware Holdings, Inc.	100.00	Y	139,042,988	
BlackRock Advisors Holdings Inc.	55 East 52nd Street New York, NY 10055, United States	BlackRock Financial Management, Inc.	100.00	N	794,639,594	828,381
BlackRock Capital Holdings, Inc.	100 Bellevue Parkway, Wilmington, DE 19809, United States	BlackRock Advisors Holdings Inc.	100.00	N	26,775,596	354,745
BlackRock Advisors, LLC	100 Bellevue Parkway, Wilmington, DE 19809, United States	BlackRock Capital Holdings, Inc.	100.00	Y	26,775,596	354,745
BlackRock International Holdings Inc.	55 East 52nd Street New York, NY 10055, United States	BlackRock Advisors Holdings Inc.	100.00	N	767,863,998	473,636
BR Jersey International LP	One Waverley Place, 4th Floor, St. Helier, Jersey, JE1 0BR	BlackRock International Holdings Inc.	100.00	N	767,863,998	473,636
BLK Isle of Man Holdings Limited	69 Athol Street Douglas, IM1 1JE Isle of Man	BR Jersey International LP	100.00	N	127,578	
BlackRock (Isle of Man) Holdings Limited	69 Athol Street Douglas, IM1 1JE Isle of Man	BLK Isle of Man Holdings Limited	100.00	N	127,578	
BlackRock (Isle of Man) Ltd	Atlantic House 3rd Floor 4-8 Circular Road Douglas Isle of Man, IM1 1AG	BlackRock (Isle of Man) Holdings Limited	100.00	Y	127,578	
BlackRock (Channel Islands) Ltd	4th Floor, One Waverley Place, Union Street, St. Helier, JE1 0BR	BR Jersey International LP	100.00	Y	1,727,705	
BlackRock Cayco Ltd.	c/o Walkers SPV Limited, P.O. Box 908GT, Walker House, Mary Street, George Town, British West Indies, Cayman Islands	BR Jersey International LP	100.00	N	24,408,983	
BlackRock Trident Holding Company Limited	Taney Hall Eglington Terrace Dundrum Dublin 14, Ireland	BlackRock Cayco Ltd.	100.00	N	24,408,983	
BlackRock Japan Holdings GK	Marunouchi Trust Tower Main, 1-8-3 Marunouchi, Chiyoda-ku, Tokyo 100-8217	BlackRock Trident Holding Company Limited	100.00	N	24,408,983	
BlackRock Japan Co Ltd	Marunouchi Trust Tower Main, 1-8-3 Marunouchi, Chiyoda-ku, Tokyo 100-8217	BlackRock Japan Holdings GK	100.00	Y	24,408,983	
BlackRock (Institutional) Canada Ltd	250 Yonge Street, Suite 2400, Toronto ON M5B 2M6, Canada	BR Jersey International LP	100.00	N	7,075,602	
BlackRock Holdings Canada Limited	161 Bay Street, Suite 2500, Toronto, Ontario M5J 2S1, Canada	BlackRock (Institutional) Canada Ltd	100.00	N	7,075,602	
BlackRock Asset Management Canada Limited	161 Bay Street, Suite 2500, Toronto, Ontario M5J 2S1, Canada	BlackRock Holdings Canada Limited	100.00	N	7,075,602	
BlackRock Australia Holdco Pty Ltd	Level 26, 101 Collins Street Melbourne VIC 3000 Australia	BR Jersey International LP	100.00	N	6,766,033	
BlackRock Investment Management (Australia) Limited	Level 26, 101 Collins Street Melbourne VIC 3000 Australia	BlackRock Australia Holdco Pty Ltd	100.00	Y	6,766,033	
BlackRock HK Holdco Limited	35/F Cheung Kong Center, 2 Queen's Road Central, Hong Kong	BR Jersey International LP	100.00	N	42,578,486	
BlackRock Asset Management North Asia Limited	16/F, Cheung Kong Center, 2 Queen's Road Central, Hong Kong	BlackRock HK Holdco Limited	100.00	Y	42,578,486	
BlackRock Group Limited	12 Throgmorton Avenue. London, EC2N 2DL, United Kingdom	BR Jersey International LP	100.00	N	685,179,611	473,636
BlackRock (Netherlands) B.V.	Rembrandt Tower, 17th floor, Amstelplein, Amsterdam Netherlands	BlackRock Group Limited	100.00	Y	4,649,969	
Blackrock Advisors (UK) Limited	12 Throgmorton Avenue. London, EC2N 2DL, United Kingdom	BlackRock Group Limited	100.00	Y	112,612,277	
BlackRock International Limited	40 Torphichen Street, Edinburgh, EH3 8JB, United Kingdom	BlackRock Group Limited	100.00	Y	235,685,696	62,316
BlackRock Luxembourg Holdco S.a.r.l.	6D, Route de Trèves, Senningerberg, L-2633, Luxembourg	BlackRock Group Limited	100.00	N	114,498,443	250,937

BlackRock Investment Management Ireland Holdings Ltd	JP Morgan House, International Financial Services Centre, Dublin 1, Ireland	BlackRock Luxembourg Holdco S.a.r.l.	100.00	N		82,482,884	
BlackRock Asset Management Ireland Limited	JP Morgan House, International Financial Services Centre, Dublin 1, Ireland	BlackRock Investment Management Ireland Holdings Ltd	100.00	Y		82,482,884	
BlackRock (Luxembourg) S.A.	6D, Route de Trèves, Senningerberg, L-2633, Luxembourg	BlackRock Luxembourg Holdco S.a.r.l.	100.00	Y		31,733,959	250,937
BlackRock Investment Management (UK) Ltd	12 Throgmorton Avenue. London, EC2N 2DL, United Kingdom	BlackRock Group Limited	100.00	Y		217,733,226	160,383
BlackRock Fund Management Company S.A.	49, Avenue J.F. Kennedy L-1855 Luxembourg	BlackRock Luxembourg Holdco S.a.r.l.	100.00	Y		281,600	
BlackRock Holdings Deutschland GmbH	Operturm, Bockenheimer Landstraße 2-4 , 60306 Frankfurt am Main, Germany	BlackRock Investment Management (UK) Ltd	100.00	N		20,270,897	
BlackRock Asset Management Deutschland AG	Max-Joseph-Straße 6, D-80333, München, Germany	BlackRock Holdings Deutschland GmbH	100.00	Y		20,270,897	
BlackRock Fund Managers Ltd	12 Throgmorton Avenue. London, EC2N 2DL, United Kingdom	BlackRock Investment Management (UK) Ltd	100.00	Y		139,307,711	154,857
BlackRock Life Limited	12 Throgmorton Avenue. London, EC2N 2DL, United Kingdom	BlackRock International Limited	100.00	Y		230,996,428	
IShares (DE) I InvAG mit Teilgesellschaftsvermögen	Max-Joseph-Straße 6, D-80333, Munich, Germany	BlackRock Asset Management Deutschland AG	100.00	Y		7,265,114	