

FORM 2

CORPORATE SUBSTANTIAL SHAREHOLDER NOTICE
 Notice pursuant to s. 324 of Part XV of the Securities and Futures Ordinance (Cap. 571)

05-MAR-2009 12:17

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

1. Name of listed corporation
 HSBC Holdings Plc

2. Stock code
 5

3. Class of shares
 Ordinary shares

4. Number of issued shares in class
 17,204,812,822

5. Name of substantial shareholder
 The Goldman Sachs Group, Inc.

9. Business registration number
 Nil

9. Place of incorporation
 Delaware, USA

12. Certificate of Incorporation No.
 2023466

6. Registered office
 Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801, USA

10. Contact person
 Ms. Judy Ves

11. Daytime tel. No.
 29780189

12. e-mail address
 judy.ves@gs.com

7. Principal place of business in Hong Kong
 Nil

13. Exchange on which listed
 New York Stock Exchange

14. Name of listed parent and exchange on which parent is listed
 Nil

15. Date of relevant event

1 (day)	3 (month)	2009 (year)
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16. Date when the substantial shareholder became aware of the relevant event/interest in the shares (if later)

(day)	(month)	(year)
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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)	After relevant event	Number of shares bought/sold or involved	Currency of transaction	On Exchange	Off Exchange		
					Highest price per share	Average price per share	Average price per share	Consideration Code (see Table 3)
101	- Select- <input checked="" type="checkbox"/>	- Select- <input checked="" type="checkbox"/>	205	HKD	<input checked="" type="checkbox"/>			- Select- <input checked="" type="checkbox"/>
Long position			1,020,217,038					
Short position								

18. Total shares immediately before the relevant event

Long position	Total number of shares	Percentage figure (%)
	187,664,508	0.97
Short position		
Lending pool		

19. Total shares immediately after the relevant event

Long position	Total number of shares	Percentage figure (%)
	1,187,941,546	6.90
Short position		
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
806	1,187,941,546	
- Select -		
- 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
401	12,416,389	
402	2,508,120	
403	1,050,517,039	
404	14,641	
- 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
Goldman Sachs International	Peterborough Court, 139 Fleet Street, London EC4A 2BB, UK	Goldman Sachs Holdings (UK)	99.00	Y	1,078,355,208	0
Goldman Sachs Holdings (UK)	Peterborough Court, 139 Fleet Street, London EC4A 2BB, UK	Goldman Sachs Group Holdings (UK)	100.00	N	1,078,355,208	0
Goldman Sachs Group Holdings (UK)	Peterborough Court, 139 Fleet Street, London EC4A 2BB, UK	Goldman Sachs (UK) L.L.C.	100.00	N	1,078,355,208	0
Goldman Sachs (UK) L.L.C.	Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801, U.S.A.	The Goldman Sachs Group, Inc.	100.00	N	1,078,355,208	0
Goldman Sachs (Asia) Finance	Suite 802, St. James Court, St. Denis Street, Port Louis, Mauritius	Goldman Sachs (Asia) Finance Holdings LLC	99.00	Y	40,863,150	0
Goldman Sachs (Asia) Finance Holdings LLC	Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801, U.S.A.	Goldman Sachs (Asia) Finance Holdings LLC	99.00	N	40,863,150	0
Goldman, Sachs & Co.	65 Broad Street, New York, NY 10004 U.S.A.	The Goldman Sachs Group, Inc.	99.90	N	40,863,150	0
Goldman, Sachs & Co	65 Broad Street, New York, NY 10004 U.S.A.	The Goldman Sachs Group, Inc.	99.90	Y	8,809,432	0

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

4	3	2009
(day)	(month)	(year)

28. Number of continuation sheets

1

29. Number of attachments

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Form 2

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
Goldman Sachs Asset Management, L.P.	32 Old Slip, 24th Floor, New York, NY 10005, USA	The Goldman Sachs Group, Inc.	99.00	Y	49,319,549	
Goldman Sachs Asset Management International	Christchurch Court, 10-15 Newgate Street, EC1A 7HD, London, UK.	Goldman Sachs Holdings (UK)	99.00	Y	11,959,197	
Goldman Sachs Holdings (UK)	Peterborough Court, 133 Fleet Street, London EC4A 2BB, UK.	Goldman Sachs Group Holdings (UK)	100.00	N	11,959,197	
Goldman Sachs Group Holdings (UK)	Peterborough Court, 133 Fleet Street, London EC4A 2BB, UK.	Goldman Sachs (UK) LLC.	100.00	N	11,959,197	
Goldman Sachs (UK) LLC.	Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801, USA.	The Goldman Sachs Group, Inc.	100.00	N	11,959,197	
Goldman Sachs Bank AG	Musterhof 4, Postfach, 8002 Zurich, Switzerland.	The Goldman Sachs Group, Inc.	100.00	Y	2,300	
SILK LLC.	208 South LaSalle Street, Suite 814, Chicago IL 60604, USA	GSTM LLC.	100.00	Y	109,920	
GSTM LLC.	Corporation Trust Center, 1209 Orange Street, Wilmington DE 19801, USA.	The Goldman Sachs Group, Inc.	100.00	N	109,920	
Goldman Sachs JBWere Managed Funds Limited	Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia	Goldman Sachs JBWere Capital Markets Limited	100.00	Y	118,800	
Goldman Sachs JBWere Capital Markets Limited	Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia	Werencom Proprietary Limited	35.00	N	118,800	
Goldman Sachs JBWere Capital Markets Limited	Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia	Goldman Sachs JBWere Group Holdings Pty Ltd	49.00	N	118,800	
Werencom Proprietary Limited	Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia	Goldman Sachs JBWere Group Holdings Pty Ltd	100.00	N	118,800	
Goldman Sachs JBWere Group Holdings Pty Ltd.	Level 17, 101 Collins Street, Melbourne, Victoria 3000, Australia	The Goldman Sachs Group, Inc.	45.00	N	118,800	