

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.

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 19,188,023,183	

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

15. Date of relevant event

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

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

27	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	3,138,872	HKD				302
Short position	- Select -	- Select -	- Select -						

18. Total shares immediately before the relevant event

	Total number of shares	Percentage figure (%)
Long position	1,242,265,403	6.47
Short position	4,498,323	0.02
Lending pool		

19. Total shares immediately after the relevant event

	Total number of shares	Percentage figure (%)
Long position	1,238,135,870	6.45
Short position	4,572,291	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	1,238,135,870	4,572,291
- 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	5,592,088	4,572,291
- 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	22,370,798	
BlackRock Investment Management, LLC.	1 University Square Drive Princeton, NJ 08540, United States	Trident Merger, LLC	100.00	Y	22,370,798	
BlackRock Holdco 2, Inc.	1209 Orange Street, Wilmington DE 19801, United States	Blackrock Inc.	100.00	N	1,215,765,072	4,572,291
BlackRock Financial Management, Inc.	40 East 52nd Street, New York NY 10022, United States	BlackRock Holdco 2, Inc.	100.00	Y	1,215,765,072	4,572,291
BlackRock Holdco 4, LLC	40 East 52nd Street, New York, 10022, United States	BlackRock Financial Management, Inc.	100.00	N	429,799,354	3,435,511
BlackRock Holdco 6, LLC	40 East 52nd Street, New York, 10022, United States	BlackRock Holdco 4, LLC	100.00	N	429,799,354	3,435,511
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	429,799,354	3,435,511
BlackRock Institutional Trust Company	400 Howard St, San Francisco, CA, 94105-2618, United States	BlackRock Delaware Holdings, Inc.	100.00	Y	290,619,838	3,435,511

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

28	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	139,179,516	
BlackRock Advisors Holdings Inc.	55 East 52nd Street New York, NY 10055, United States	BlackRock Financial Management, Inc.	100.00	N	771,874,668	1,048,097
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	745,099,072	693,352
BR Jersey International LP	One Waverley Place, 4th Floor, St. Helier, Jersey, JE1 0BR	BlackRock International Holdings Inc.	100.00	N	745,099,072	693,352
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	24,546,308	
BlackRock Trident Holding Company Limited	Taney Hall Eglington Terrace Dundrum Dublin 14, Ireland	BlackRock Cayco Ltd.	100.00	N	24,546,308	
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	24,546,308	
BlackRock Japan Co Ltd	Marunouchi Trust Tower Main, 1-8-3 Marunouchi, Chiyoda-ku, Tokyo 100-8217	BlackRock Japan Holdings GK	100.00	Y	24,546,308	
BlackRock (Institutional) Canada Ltd	250 Yonge Street, Suite 2400, Toronto ON M5B 2M6, Canada	BR Jersey International LP	100.00	N	7,093,059	
BlackRock Holdings Canada Limited	161 Bay Street, Suite 2500, Toronto, Ontario M5J 2S1, Canada	BlackRock (Institutional) Canada Ltd	100.00	N	7,093,059	
BlackRock Asset Management Canada Limited	161 Bay Street, Suite 2500, Toronto, Ontario M5J 2S1, Canada	BlackRock Holdings Canada Limited	100.00	N	7,093,059	
BlackRock Australia Holdco Pty Ltd	Level 26, 101 Collins Street Melbourne VIC 3000 Australia	BR Jersey International LP	100.00	N	6,783,226	
BlackRock Investment Management (Australia) Limited	Level 26, 101 Collins Street Melbourne VIC 3000 Australia	BlackRock Australia Holdco Pty Ltd	100.00	Y	6,783,226	
BlackRock HK Holdco Limited	35/F Cheung Kong Center, 2 Queen's Road Central, Hong Kong	BR Jersey International LP	100.00	N	42,341,051	
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	42,341,051	
BlackRock Group Limited	12 Throgmorton Avenue. London, EC2N 2DL, United Kingdom	BR Jersey International LP	100.00	N	662,480,145	693,352
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	90,275,557	
BlackRock International Limited	40 Torphichen Street, Edinburgh, EH3 8JB, United Kingdom	BlackRock Group Limited	100.00	Y	235,685,696	94,642
BlackRock Luxembourg Holdco S.a.r.l.	6D, Route de Trèves, Senningerberg, L-2633, Luxembourg	BlackRock Group Limited	100.00	N	114,620,155	351,020

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	82,594,611	
BlackRock Asset Management Ireland Limited	JP Morgan House, International Financial Services Centre, Dublin 1, Ireland	BlackRock Investment Management Ireland Holdings Ltd	100.00	Y	82,594,611	
BlackRock (Luxembourg) S.A.	6D, Route de Trèves, Senningerberg, L-2633, Luxembourg	BlackRock Luxembourg Holdco S.a.r.l.	100.00	Y	31,743,944	351,020
BlackRock Investment Management (UK) Ltd	12 Throgmorton Avenue. London, EC2N 2DL, United Kingdom	BlackRock Group Limited	100.00	Y	217,248,768	247,690
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	OpernTurm, 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	139,181,832	215,825
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	