

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 18,404,202,320	

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 40 East 52nd Street, New York, 10022, 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	

15. Date of relevant event

06	11	2012
(day)	(month)	(year)

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

07	11	2012
(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	103	205	205	4,237,762	GBP				302
Short position	- Select -	- Select -	- Select -						

18. Total shares immediately before the relevant event

	Total number of shares	Percentage figure (%)
Long position	1,101,319,614	5.98
Short position	29,965,270	0.16
Lending pool		

19. Total shares immediately after the relevant event

	Total number of shares	Percentage figure (%)
Long position	1,105,557,376	6.00
Short position	34,009,506	0.18
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	1,105,557,376	34,009,506
- 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	1,202,455	3,410,400
401		1,348,000
- 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	20,808,211	
BlackRock Investment Management, LLC.	1 University Square Drive Princeton, NJ 08540, United States	Trident Merger, LLC	100.00	Y	20,808,211	
BlackRock Holdco 2 Inc.	1209 Orange Street, Wilmington DE 19801, United States	Blackrock Inc.	100.00	N	1,084,749,165	34,009,506
BlackRock Financial Management, Inc.	40 East 52nd Street, New York NY 10022, United States	BlackRock Holdco 2 Inc.	100.00	Y	1,084,749,165	34,009,506
BlackRock Holdco 4 LLC	40 East 52nd Street, New York, 10022, United States	BlackRock Financial Management, Inc.	100.00	N	346,259,050	220,976
BlackRock Holdco 6 LLC	40 East 52nd Street, New York, 10022, United States	BlackRock Holdco 4 LLC	100.00	N	346,259,050	220,976
BlackRock Delaware Holdings, Inc.	c/o The Corporation Trust Company, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801, United States	BlackRock Holdco 6 LLC	100.00	N	346,259,050	220,976
BlackRock Institutional Trust Company, N.A.	400 Howard St, San Francisco, CA, 94105-2618	BlackRock Delaware Holdings, Inc.	100.00	Y	253,765,725	220,976

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

08	11	2012
(day)	(month)	(year)

28. Number of continuation sheets

1

Form 2.

29. Number of attachments

--

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	Howard Street, San Francisco, CA 94105, United States	BlackRock Delaware Holdings, Inc.	100.00	Y	92,493,325	
BlackRock Advisors Holdings Inc.	40 East 52nd Street, New York, 10022, United States	BlackRock Financial Management, Inc.	100.00	N	736,323,427	33,788,530
BlackRock Capital Holdings, Inc.	40 East 52nd Street, New York, NY 10022, USA	BlackRock Advisors Holdings Inc.	100.00	N	31,045,941	1,348,000
BlackRock Advisors, LLC.	100 Bellevue Parkway, Wilmington DE 19809, United States	BlackRock Capital Holdings, Inc.	100.00	Y	31,045,941	1,348,000
BlackRock Institutional Management Corporation	100 Bellevue Parkway, Wilmington DE 19809, United States	BlackRock Advisors, LLC.	100.00	N	81,282	
BlackRock Capital Management, Inc.	100 Bellevue Parkway, Wilmington DE 19809, United States	BlackRock Institutional Management Corporation	100.00	Y	81,282	
BlackRock International Holdings Inc.	40 East 52nd Street, New York, 10022, United States	BlackRock Advisors Holdings Inc.	100.00	Y	705,277,486	32,440,530
BR Jersey International LP	One Waverley Place, 4th Floor, St. Helier, Jersey, JE1 0BR	BlackRock International Holdings Inc.	100.00	N	705,277,486	32,440,530
BLK Isle of Man Holdings Limited	Belgravia House, 34-44 Circular Road, Douglas, IM1 1QW, Isle of Man	BR Jersey International LP	100.00	N	254,683	
BlackRock (Isle of Man) Holdings Limited	Belgravia House, 34-44 Circular Road, Douglas, IM1 1QW, Isle of Man	BLK Isle of Man Holdings Limited	100.00	N	254,683	
BlackRock Fund Managers (Isle of Man) Limited	Belgravia House, 34-44 Circular Road, Douglas, IM1 1QW, Isle of Man	BlackRock (Isle of Man) Holdings Limited	100.00	Y	176,680	
BlackRock (Channel Islands) Limited	Forum House, Grenville Street, St. Helier, JE1 0BR, Jersey	BR Jersey International LP	100.00	Y	1,421,462	
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	31,479,853	