

HSBC Holdings plc**Annual General Meeting 30 May 2008**

All resolutions were passed on a poll. The following table shows the votes cast on each resolution:

Resolution	Total Votes For (%)	Total Votes Against (%)	Votes Withheld♣
1. To receive the Report and Accounts for 2007	4,378,043,313 (99.77)	10,278,857 (0.23)	2,300,035
2. To approve the Directors' Remuneration Report for 2007	3,564,669,072 (88.41)	467,114,424 (11.59)	328,531,356
3. (a) To re-elect S A Catz a Director	4,375,443,604 (99.65)	15,493,924 (0.35)	4,853,194
(b) To re-elect V H C Cheng a Director	4,374,705,038 (99.62)	16,651,751 (0.38)	4,560,793
(c) To re-elect J D Coombe a Director	4,349,432,760 (99.05)	41,839,567 (0.95)	4,614,758
(d) To re-elect J L Durán a Director	4,375,677,125 (99.65)	15,302,707 (0.35)	4,915,245
(e) To re-elect D J Flint a Director	4,374,609,502 (99.62)	16,771,975 (0.38)	4,536,647
(f) To re-elect A A Flockhart a Director	4,373,920,231 (99.60)	17,415,825 (0.40)	4,580,796
(g) To re-elect W K L Fung a Director	4,259,101,744 (98.24)	76,102,878 (1.76)	60,005,424
(h) To re-elect S T Gulliver a Director	4,372,071,648 (99.60)	17,464,424 (0.40)	6,374,625
(i) To re-elect J W J Hughes-Hallett a Director	4,372,359,698 (99.57)	18,870,339 (0.43)	4,659,213

(j) To re-elect W S H Laidlaw a Director	4,375,327,024 (99.64)	15,801,272 (0.36)	4,735,846
(k) To re-elect N R N Murthy a Director	4,375,645,536 (99.65)	15,587,234 (0.35)	4,671,202
(l) To re-elect S W Newton a Director	4,374,735,344 (99.62)	16,524,200 (0.38)	4,612,269
4. To reappoint the Auditor at remuneration to be determined by the Group Audit Committee	4,304,372,153 (99.71)	12,720,218 (0.29)	72,285,220
5. To authorise the Directors to allot shares	4,356,107,796 (99.32)	29,620,845 (0.68)	4,880,817
6. To disapply pre-emption rights (Special Resolution)	4,332,361,701 (98.91)	47,782,336 (1.09)	10,450,441
7. To authorise the Company to purchase its own Ordinary Shares	4,305,412,056 (99.71)	12,665,996 (0.29)	71,358,559
8. To alter the Articles of Association (Special Resolution)	4,327,487,122 (98.78)	53,604,562 (1.22)	9,091,619
9. To alter the Articles of Association with effect from 1 October 2008 (Special Resolution)	4,360,324,406 (99.52)	21,054,665 (0.48)	8,805,451
10. To amend the rules of the HSBC Share Plan	3,684,549,040 (90.22)	399,610,155 (9.78)	290,185,238

♣ A “Vote Withheld” is not a ‘vote’ and is not counted in the calculation of the proportion of the votes ‘For’ and ‘Against’ the resolution

The total number of ordinary shares of US\$0.50 each eligible to be voted at the Annual General Meeting was 12,005,251,800. The scrutineers of the poll were Electoral Reform Services Limited and Computershare Investor Services PLC.