

HSBC Holdings plc**Annual General Meeting 28 May 2010**

At the Annual General Meeting of HSBC Holdings plc held on 28 May 2010, 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 Total (% of Issued Share Capital)	Votes Withheld♣
1. To receive the Report and Accounts for 2009	6,944,544,740 (99.43)	39,714,613 (0.57)	6,984,259,353 (39.89)	430,598,977
2. To approve the Directors' Remuneration Report for 2009	5,730,566,528 (87.00)	856,535,768 (13.00)	6,587,102,296 (37.62)	820,187,860
3. (a) To re-elect R A Fairhead a Director	7,296,815,167 (98.62)	101,823,159 (1.38)	7,398,638,326 (42.25)	15,277,590
(b) To re-elect M F Geoghegan a Director	7,334,050,341 (99.55)	32,961,299 (0.45)	7,367,011,640 (42.07)	47,188,185
(c) To re-elect S K Green a Director	6,977,475,948 (95.57)	323,769,338 (4.43)	7,301,245,286 (41.70)	112,927,709
(d) To re-elect G Morgan a Director	7,268,685,057 (98.24)	130,023,850 (1.76)	7,398,708,907 (42.26)	15,410,295
(e) To re-elect N R N Murthy a Director	7,378,931,192	19,477,921	7,398,409,113	15,363,215

	(99.74)	(0.26)	(42.25)	
(f) To re-elect S M Robertson a Director	7,153,405,009 (96.69)	244,795,070 (3.31)	7,398,200,079 (42.25)	15,607,399
(g) To re-elect J L Thornton a Director	6,704,405,938 (96.62)	234,358,448 (3.38)	6,938,764,386 (39.63)	469,120,496
(h) To re-elect Sir Brian Williamson a Director	7,380,522,401 (99.76)	18,038,078 (0.24)	7,398,560,479 (42.25)	15,323,823
4. To reappoint the Auditor at remuneration to be determined by the Group Audit Committee	7,359,819,272 (99.76)	18,027,604 (0.24)	7,377,846,876 (42.14)	36,351,240
5. To authorise the Directors to allot shares	7,264,724,799 (98.16)	135,841,801 (1.84)	7,400,566,600 (42.27)	16,628,621
6. To disapply pre-emption rights (Special Resolution)	7,319,169,089 (98.93)	79,046,168 (1.07)	7,398,215,257 (42.25)	18,836,871
7. To alter the Articles of Association (Special Resolution)	7,362,315,126 (99.56)	32,851,046 (0.44)	7,395,166,172 (42.23)	21,846,012
8. To approve the extension of the term of the Share Incentive Plan and the establishment of new share ownership plans	7,358,291,988 (99.62)	28,253,519 (0.38)	7,386,545,507 (42.19)	30,640,176

9. To approve general meetings (other than annual general meetings) being called on a minimum of 14 clear days' notice (Special Resolution)	7,050,768,076 (95.62)	322,799,315 (4.38)	7,373,567,391 (42.11)	43,639,277
---	--------------------------	-----------------------	--------------------------	------------

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