

HSBC Holdings plc**Annual General Meeting 27 May 2011**

At the Annual General Meeting of HSBC Holdings plc held on 27 May 2011, 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 2010	8,402,552,510 (98.57)	121,753,797 (1.43)	8,524,306,307 (47.84)	8,933,799
2. To approve the Directors' Remuneration Report for 2010	6,652,053,048 (81.26)	1,533,867,244 (18.74)	8,185,920,292 (45.94)	345,803,377
3. (a) To re-elect S A Catz a Director	8,486,056,759 (99.50)	42,942,731 (0.50)	8,528,999,490 (47.87)	4,216,052
(b) To re-elect L M L Cha a Director	8,504,179,153 (99.71)	24,913,796 (0.29)	8,529,092,949 (47.87)	4,042,906
(c) To re-elect M K T Cheung a Director	8,483,733,987 (99.47)	45,080,957 (0.53)	8,528,814,944 (47.87)	4,016,464

(d) To re-elect J D Coombe a Director	8,422,716,423 (98.75)	106,361,370 (1.25)	8,529,077,793 (47.87)	4,171,828
(e) To re-elect R A Fairhead a Director	8,409,921,019 (99.66)	28,560,255 (0.34)	8,438,481,274 (47.36)	94,165,150
(f) To re-elect D J Flint a Director	7,652,721,692 (90.73)	782,284,813 (9.27)	8,435,006,505 (47.34)	97,589,253
(g) To re-elect A A Flockhart a Director	8,510,224,707 (99.78)	19,041,066 (0.22)	8,529,265,773 (47.87)	3,951,542
(h) To re-elect S T Gulliver a Director	8,508,743,721 (99.77)	19,690,410 (0.23)	8,528,434,131 (47.87)	4,068,563

(i) To re-elect J W J Hughes-Hallett a Director	8,471,725,040 (99.33)	57,260,985 (0.67)	8,528,986,025 (47.87)	4,166,213
(j) To re-elect W S H Laidlaw a Director	8,422,582,981 (98.75)	106,557,176 (1.25)	8,529,140,157 (47.87)	4,082,503
(k) To re-elect J R Lomax a Director	8,485,476,787 (99.49)	43,437,834 (0.51)	8,528,914,621 (47.87)	4,288,262
(l) To re-elect I J Mackay a Director	8,514,104,374 (99.83)	14,924,509 (0.17)	8,529,028,883 (47.87)	4,046,710
(m) To re-elect G Morgan a Director	7,528,102,732 (88.27)	1,000,850,178 (11.73)	8,528,952,910 (47.87)	4,176,157
(n) To re-elect N R N Murthy a Director	8,485,387,759 (99.49)	43,412,993 (0.51)	8,528,800,752 (47.87)	4,414,399
(o) To re-elect Sir Simon Robertson a Director	8,509,368,189 (99.78)	18,917,076 (0.22)	8,528,285,265 (47.87)	4,756,190
(p) To re-elect J L Thornton a Director	7,811,758,522 (92.43)	639,498,922 (7.57)	8,451,257,444 (47.43)	80,247,625

(q) To re-elect Sir Brian Williamson a Director	8,502,895,120 (99.70)	25,794,017 (0.30)	8,528,689,137 (47.87)	4,326,166
4. To reappoint the Auditor at remuneration to be determined by the Group Audit Committee	8,471,110,207 (99.59)	34,535,501 (0.41)	8,505,645,708 (47.74)	27,595,572
5. To authorise the Directors to allot shares	8,361,978,479 (98.07)	164,736,911 (1.93)	8,526,715,390 (47.86)	6,526,785
6. To disapply pre-emption rights (Special Resolution)	8,410,136,124 (98.66)	114,104,282 (1.34)	8,524,240,406 (47.84)	9,000,469
7. To approve the HSBC Share Plan 2011	7,232,592,954 (86.39)	1,139,440,811 (13.61)	8,372,033,765 (46.99)	157,713,821
8. To approve fees payable to non-executive Directors	8,339,832,648 (99.41)	49,875,814 (0.59)	8,389,708,462 (47.09)	142,372,789
9. To approve general meetings (other than annual general meetings) being called on 14 clear days' notice (Special Resolution)	7,757,094,552 (90.98)	769,200,534 (9.02)	8,526,295,086 (47.85)	6,472,597

* 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.