

HSBC Holdings plc**Voting Rights and Capital**

The following notification is made in accordance with transitional provision 6 to the Disclosure and Transparency Rules implementing the EU Transparency Directive.

On 28 December 2006, the issued share capital of HSBC Holdings plc with voting right is 11,572,176,483 ordinary shares of US\$0.50. No shares are held in Treasury.

Therefore, the total number of voting rights in HSBC Holdings plc is 11,572,176,483.

The above figure for the total number of voting rights (11,572,176,483) may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, HSBC Holdings plc under the FSA's Disclosure and Transparency Rules.