

**HSBC Holdings plc****Annual General Meeting 22 May 2009**

At the Annual General Meeting of HSBC Holdings plc held on 22 May 2009, all resolutions were passed on a poll.

The following table shows the votes cast on each resolution:

<b>Resolution</b>	<b>Total Votes For (%)</b>	<b>Total Votes Against (%)</b>	<b>Votes Withheld♣</b>
1. To receive the Report and Accounts for 2008	7,901,287,647 (99.49)	40,358,760 (0.51)	35,340,460
2. To approve the Directors' Remuneration Report for 2008	7,060,582,014 (91.20)	681,527,638 (8.80)	233,742,167
3. (a) To re-elect S A Catz a Director	7,929,542,903 (99.71)	22,920,267 (0.29)	31,655,980
(b) To re-elect V H C Cheng a Director	7,941,676,475 (99.86)	11,270,381 (0.14)	31,134,247
(c) To re-elect M K T Cheung a Director	7,939,025,380 (99.86)	11,377,699 (0.14)	33,777,308
(d) To re-elect J D Coombe a Director	7,935,388,445 (99.84)	13,017,095 (0.16)	35,791,573
(e) To re-elect J L Durán a Director	7,940,220,049 (99.85)	12,282,606 (0.15)	31,706,996
(f) To re-elect R A Fairhead a Director	7,937,758,292 (99.81)	14,728,893 (0.19)	31,726,248
(g) To re-elect D J Flint a Director	7,912,074,791 (99.53)	37,587,208 (0.47)	34,389,735
(h) To re-elect A A Flockhart a Director	7,929,977,258 (99.78)	17,696,949 (0.22)	36,519,295
(i) To re-elect W K L Fung a Director	7,827,043,012	66,722,011	90,363,781

	(99.15)	(0.85)	
(j) To re-elect M F Geoghegan a Director	7,908,649,043 (99.52)	38,351,123 (0.48)	37,448,198
(k) To re-elect S K Green a Director	7,791,903,013 (99.28)	56,527,889 (0.72)	135,700,002
(l) To re-elect S T Gulliver a Director	7,907,643,866 (99.55)	35,501,686 (0.45)	39,631,531
(m) To re-elect J W J Hughes-Hallett a Director	7,935,557,101 (99.79)	16,848,745 (0.21)	31,718,789
(n) To re-elect W S H Laidlaw a Director	7,936,661,889 (99.83)	13,720,447 (0.17)	33,737,012
(o) To re-elect J R Lomax a Director	7,925,965,357 (99.67)	26,348,115 (0.33)	31,806,338
(p) To re-elect Sir Mark Moody-Stuart a Director	7,936,652,035 (99.80)	15,533,759 (0.20)	31,931,899
(q) To re-elect G Morgan a Director	7,937,695,742 (99.84)	12,657,251 (0.16)	33,729,241
(r) To re-elect N R N Murthy a Director	7,939,721,249 (99.84)	12,600,587 (0.16)	31,798,598
(s) To re-elect S M Robertson a Director	7,939,561,457 (99.84)	12,763,612 (0.16)	31,776,474
(t) To re-elect J L Thornton a Director	7,939,757,360 (99.85)	12,291,883 (0.15)	31,909,754
(u) To re-elect Sir Brian Williamson a Director	7,939,497,300 (99.84)	12,796,977 (0.16)	31,784,282
4. To reappoint the Auditor at remuneration to be determined by the Group Audit Committee	7,885,940,600 (99.51)	38,605,986 (0.49)	52,015,387

5. To authorise the Directors to allot shares	7,865,611,572 (98.99)	80,639,173 (1.01)	32,860,563
6. To disapply pre-emption rights (Special Resolution)	7,898,555,932 (99.35)	52,061,875 (0.65)	29,723,057
7. To authorise the Company to purchase its own Ordinary Shares	7,866,095,619 (99.74)	20,259,041 (0.26)	92,366,735
8. To alter the Articles of Association with effect from 1 October 2009 (Special Resolution)	7,950,959,375 (99.94)	5,013,812 (0.06)	24,681,152
9. To approve general meetings (other than annual general meetings) being called on 14 clear days' notice (Special Resolution)	7,769,003,251 (97.75)	178,874,096 (2.25)	32,468,298

♣ 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

The total number of ordinary shares of US\$0.50 each eligible to be voted at the Annual General Meeting was 17,314,640,886. The scrutineers of the poll were Electoral Reform Services Limited and Computershare Investor Services PLC.

Copies of the special business resolutions passed at the Annual General Meeting have been submitted to the UK Listing Authority, and will shortly be available for inspection at the UK Listing Authority’s Document Viewing Facility at the address shown below:

UK Listing Authority, Document Viewing Facility:

Financial Services Authority  
25 The North Colonnade  
Canary Wharf  
London E14 5HS

The current Directors of HSBC Holdings plc are S A Catz†, V H C Cheng, M K T Cheung†, J D Coombe†, J L Durán†, R A Fairhead†, D J Flint, A A Flockhart, W K L Fung\*, M F Geoghegan, S K Green, S T Gulliver, J W J Hughes-Hallett†, W S H Laidlaw†, J R Lomax†, Sir Mark Moody-Stuart†, G Morgan†, N R N Murthy†, S M Robertson†, J L Thornton† and Sir Brian Williamson†.

† Independent Non-Executive Director

\* Non-Executive Director