

HSBC Holdings plc

Employee Share Plans 30 June 2022

Employee Share Plans

In accordance with the terms of a waiver granted by the Hong Kong Stock Exchange on 24 December 2010, full details of options under Employee Share Plans required pursuant to Listing Rules 17.07 and 17.09 are disclosed below. These disclosures are also available on the Hong Kong Stock Exchange's website at www.hkex.com.hk and can be obtained upon request from the Group Company Secretary and Chief Governance Officer, 8 Canada Square, London E14 5HQ.

Employee share plans

Share options and discretionary awards of shares are granted under HSBC Share plans to help align the interests of employees with those of shareholders.

Set out below are particulars of outstanding share options, including those held by employees working under employment contracts that are regarded as 'continuous contracts' for the purposes of the Hong Kong Employment Ordinance. The options were granted at nil consideration. No options have been granted to substantial shareholders, suppliers of goods or services or in excess of the individual limit for each share plan. No options were cancelled by HSBC during the period. The options which were granted, exercised or lapsed during the period are detailed in the table below. Particulars of options held by Directors of HSBC Holdings are set out on page 131 in the *Interim Report 2022*.

All-employee share plans

The HSBC Holdings Savings-Related Share Option Plan (UK) is an all-employee share option plan under which eligible employees have been granted options to acquire HSBC Holdings ordinary shares. The HSBC International Employee Share Purchase Plan was introduced in 2013 and now includes employees based in 28 jurisdictions, although no options are granted under this plan. During 2021, approximately 190,000 employees were offered participation in these plans.

For options granted under the HSBC Holdings Savings-Related Share Option Plan (UK), employees may make contributions of up to £500 each month over a period of three or five years. The contributions may be used within six months following the third or fifth anniversary of the commencement of the relevant savings contract, at the employee's election, to exercise the options. Alternatively, the employee may elect to have the savings, plus (where applicable) any interest or bonus, repaid in cash. In the case of redundancy, ceasing employment on grounds of injury or disability, retirement, death, the transfer of the employing business to another party, or a change of control of the employing company, options may be exercised before completion of the relevant savings contract. In certain circumstances, the exercise period of options awarded under the all-employee share option plans may be extended; for example, on the death of a participant, the executors may exercise the option up to six months beyond the normal exercise period or, if a participant has chosen to defer up to 12 contributions, the start of the normal exercise period will be delayed by up to 12 months.

Under the HSBC Holdings Savings-Related Share Option Plan (UK), the option exercise price is determined by reference to the average market value of the HSBC Holdings ordinary shares on the five business days immediately preceding the invitation date, then applying a discount of 20%. The HSBC Holdings Savings-Related Share Option Plan (UK) has an expiry date of 24 April 2030 (by which time the plan may be extended with approval from shareholders) unless the Directors resolve to terminate the plan at an earlier date.

HSBC Holdings Savings-Related Share Option Plan (UK)

Date of award	Exercise price (£)	Usually exercisable		HSBC Holdings ordinary share options				
		from	until	At 1 Jan 2022	Granted in period	Exercised in period ¹	Lapsed in period	At 30 Jun 2022
22 Sep 2015	4.0472	1 Nov 2020	30 Apr 2021	25,422	–	11,858	3,558	10,006
21 Sep 2016	4.4037	1 Nov 2021	30 Apr 2022	642,764	–	398,378	231,991	12,395
21 Sep 2017	5.9640	1 Nov 2020	30 Apr 2021	12,697	–	–	5,789	6,908
21 Sep 2017	5.9640	1 Nov 2022	30 Apr 2023	370,019	–	–	23,888	346,131
21 Sep 2018	5.4490	1 Nov 2021	30 Apr 2022	2,071,005	–	118,513	1,885,958	66,534
21 Sep 2018	5.4490	1 Nov 2023	30 Apr 2024	527,346	–	–	39,179	488,167
20 Sep 2019	4.6920	1 Nov 2022	30 Apr 2023	3,862,486	–	37,054	317,303	3,508,129
20 Sep 2019	4.6920	1 Nov 2024	30 Apr 2025	1,074,471	–	978	78,273	995,220
24 Sep 2020	2.6270	1 Nov 2023	30 Apr 2024	61,209,099	–	763,142	3,074,054	57,371,903
24 Sep 2020	2.6270	1 Nov 2025	30 Apr 2026	38,346,150	–	193,722	1,532,491	36,619,937
22 Sep 2021	3.1460	1 Nov 2024	30 Apr 2025	11,865,175	–	9,774	728,359	11,127,042
22 Sep 2021	3.1460	1 Nov 2026	30 Apr 2027	3,190,216	–	336	157,367	3,032,513
				123,196,850	–	1,533,755	8,078,210	113,584,885

¹ The weighted average closing price of the shares immediately before the dates on which options were exercised was £5.1506.

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Incorporated in England with limited liability

Registered number 617987