

**BLOCK LISTING SIX MONTHLY RETURN**

INFORMATION PROVIDED ON THIS FORM MUST BE TYPED OR PRINTED ELECTRONICALLY.

**To: The FSA****Date:** 16 July 2007

Name of <i>applicant</i> :	HSBC Holdings plc
Name of scheme:	<ol style="list-style-type: none"> <li>1. Employee Share Option Scheme</li> <li>2. Executive Share Option Scheme</li> <li>3. Employee SAYE Plan</li> <li>4. Ongoing obligations to issue shares in connection with the acquisition of HSBC Finance Corporation (formerly Household International. Inc).</li> <li>5. HSBC Holdings Group Share Option Plan</li> </ol>
Period of return:	From: 01.01.07 to 30.06.07
Balance under scheme from previous return:	<ol style="list-style-type: none"> <li>1. 122,418 ordinary shares of US\$0.50 each</li> <li>2. 14,043,975 ordinary shares of US\$0.50 each</li> <li>3. 9,287,028 ordinary shares of US\$0.50 each</li> <li>4. 69,075,653 ordinary shares of US\$0.50 each</li> <li>5. 33,955,712 ordinary shares of US\$0.50 each</li> </ol>
The amount by which the block scheme has been increased, if the scheme has been increased since the date of the last return:	<ol style="list-style-type: none"> <li>1. 0</li> <li>2. 0</li> <li>3. 0</li> <li>4. 0</li> <li>5. 0</li> </ol>
Number of <i>securities</i> issued/allotted under scheme during period:	<ol style="list-style-type: none"> <li>1. 0</li> <li>2. 1,691,541</li> <li>3. 789,881</li> <li>4. 122,581</li> <li>5. 4,998,033</li> </ol>
Balance under scheme not yet issued/allotted at end of period	<ol style="list-style-type: none"> <li>1. 122,418</li> <li>2. 12,352,434</li> <li>3. 8,497,147</li> <li>4. 68,953,072</li> </ol>

5. 28,957,679
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Number and <i>class</i> of <i>securities</i> originally listed and the date of admission	<ol style="list-style-type: none"> <li>23,391,630 (75p shares) 30.06.93 (500,000 added 05.03.99) equivalent to 70,174,890 US\$0.50 shares*</li> <li>19,500,000 (75p shares) 24.11.93 (500,000 deleted 05.03.99) equivalent to 58,500,000 US\$0.50 shares*, 15,000,000 US\$0.50 shares added on 23.12.03, 20,000,000 US\$0.50 shares added on 27.06.05 and 10,000,000 US\$0.50 shares added on 18.04.06</li> <li>30,000,000 (75p shares) 27.04.94 equivalent to 90,000,000 US\$0.50 shares*, 10,000,000 US\$0.50 shares added on 15.12.00, 10,000,000 US\$0.50 shares added on 30.07.02, 15,000,000 US\$0.50 shares added on 30.07.03, 30,000,000 US\$0.50 shares added on 02.08.04, 35,000,000 US\$0.50 shares added on 27.06.05 and 25,000,000 US\$0.50 shares added on 18.04.06</li> <li>127,329,705 US\$0.50 listed on 28.03.03</li> <li>5,000,000 US\$0.50 shares listed on 23.12.03, 10,000,000 added on 27.06.05 and 70,000,000 US\$0.50 shares added on 18.04.06</li> </ol> <p>* As a result of a share capital reorganisation implemented on 2 July 1999, each ordinary share of 75p each was replaced with three new ordinary shares of US\$0.50 each.</p>
Total number of <i>securities</i> in issue at the end of the period	11,712,780,337

Name of contact:	Nicola Black, Assistant Secretary
Address of contact:	8 Canada Square, London, E14 5HQ

Telephone number of contact:	020 7991 2652
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SIGNED BY \_\_\_\_\_

*Director/company secretary/suitably experienced employee/duly authorised officer, for and on behalf of*

HSBC Holdings plc

Name of *applicant*

**If you knowingly or recklessly give false or misleading information you may be liable to prosecution.**