

HSBC Holdings plc**Annual General Meeting 30 May 2008**

At the Annual General Meeting of HSBC Holdings plc held on 30 May 2008, 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 Withheld♣
1. To receive the Report and Accounts for 2007	4,378,043,313 (99.77)	10,278,857 (0.23)	2,300,035
2. To approve the Directors' Remuneration Report for 2007	3,564,669,072 (88.41)	467,114,424 (11.59)	328,531,356
3. (a) To re-elect S A Catz a Director	4,375,443,604 (99.65)	15,493,924 (0.35)	4,853,194
(b) To re-elect V H C Cheng a Director	4,374,705,038 (99.62)	16,651,751 (0.38)	4,560,793
(c) To re-elect J D Coombe a Director	4,349,432,760 (99.05)	41,839,567 (0.95)	4,614,758
(d) To re-elect J L Durán a Director	4,375,677,125 (99.65)	15,302,707 (0.35)	4,915,245
(e) To re-elect D J Flint a Director	4,374,609,502 (99.62)	16,771,975 (0.38)	4,536,647
(f) To re-elect A A Flockhart a Director	4,373,920,231 (99.60)	17,415,825 (0.40)	4,580,796
(g) To re-elect W K L Fung a Director	4,259,101,744 (98.24)	76,102,878 (1.76)	60,005,424
(h) To re-elect S T Gulliver a Director	4,372,071,648 (99.60)	17,464,424 (0.40)	6,374,625
(i) To re-elect J W J Hughes-Hallett a Director	4,372,359,698	18,870,339	4,659,213

	(99.57)	(0.43)	
(j) To re-elect W S H Laidlaw a Director	4,375,327,024 (99.64)	15,801,272 (0.36)	4,735,846
(k) To re-elect N R N Murthy a Director	4,375,645,536 (99.65)	15,587,234 (0.35)	4,671,202
(l) To re-elect S W Newton a Director	4,374,735,344 (99.62)	16,524,200 (0.38)	4,612,269
4. To reappoint the Auditor at remuneration to be determined by the Group Audit Committee	4,304,372,153 (99.71)	12,720,218 (0.29)	72,285,220
5. To authorise the Directors to allot shares	4,356,107,796 (99.32)	29,620,845 (0.68)	4,880,817
6. To disapply pre-emption rights (Special Resolution)	4,332,361,701 (98.91)	47,782,336 (1.09)	10,450,441
7. To authorise the Company to purchase its own Ordinary Shares	4,305,412,056 (99.71)	12,665,996 (0.29)	71,358,559
8. To alter the Articles of Association (Special Resolution)	4,327,487,122 (98.78)	53,604,562 (1.22)	9,091,619
9. To alter the Articles of Association with effect from 1 October 2008 (Special Resolution)	4,360,324,406 (99.52)	21,054,665 (0.48)	8,805,451
10. To amend the rules of the HSBC Share Plan	3,684,549,040 (90.22)	399,610,155 (9.78)	290,185,238

- ♣ A “Vote Withheld” is not a ‘vote’ 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 12,005,251,800. 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

At the conclusion of the Annual General Meeting, Lord Butler retired as a Director and Chairman of the Corporate Sustainability Committee and Baroness Dunn and Sir Brian Moffat retired as Directors and members of the Nomination Committee. There are no matters relating to the retirements of Lord Butler, Baroness Dunn and Sir Brian Moffat that need to be brought to the attention of the shareholders of the Company.

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

† Independent Non-Executive Director

* Non-Executive Director

The following appointments to Board committees have been made with effect from the conclusion of the Annual General Meeting:

R A Fairhead, an independent non-executive Director since 2004, became a member of the Nomination Committee;

W S H Laidlaw, an independent non-executive Director since January 2008, became a member of the Remuneration Committee; and

W K L Fung, a non-executive Director since 1998, became chairman of the Corporate Sustainability Committee.