

88(2)

	Return of Allotment of Shares					
Please complete in typescript, or in bold black capitals.						
Company Number	1656361					
Company Name in full	HSBC Overseas Holdings (UK) Limited					
Shares allotted (including bonus s	hares):					
	From		То			
Date or period during which shares were allotted (if shares were allotted on one date enter that	Day Month Yea 0 8 0 1 2 0	0 4	Day	Month	Year	
date in the "from" box)	ORDINARY					
Class of shares (ordinary or preference etc)						
Number allotted	1					
Nominal value of each share	£1.00					
Amount (if any) paid or due on each share (including any share premium)	us \$12,000,000.00					
List the names and addresses of the allot If the allotted shares are fully or pa) :	
% that each share is to be treated as paid up						
Consideration for which the shares were allotted						
(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)						



When you have completed and signed the form send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ For companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB For companies registered in Scotland DX 235 Edinburgh

DX 33050 Cardiff

Names and addresses of the allottees (List joint share allotments consecutively) No 1656361

Shareholder details	Shares and share	Shares and share class allotted			
Name	Class of shares allotted	Number allotted			
HSBC Holdings plc	£1.00 ORDINARY	1			
Address					
8 Canada Square, London, United Ki	ingdom				
UK postcode E14 5HQ					
Name	Class of shares allotted	Number allotted			
Address					
	L				
		1			
UK postcode					
Name	Class of shares allotted	Number allotted			
Address					
UK postcode	- Olean of share allowed	No colony allastes al			
Name	Class of shares allotted	Number allotted			
Address					
UK postcode	_				
Please enter the number of conti	inuation sheets (if any) attached to this form	0			
\\.					
SignedA director / secretary /-administrator / administra	Date _	21/03/2007			
Disconsissable sense address telephone [9 Canada Sayana			
number and, if available, a DX number and					
Exchange of the person Companies House	London, E14 5HQ				

Tel: 020 7992 1509 Fax: 020 7991 4639 DX number DX exchange