

Please complete in typescript,
or in bold black capitals.

Return of Allotment of Shares

CHFP010

Company Number

1656361

Company Name in full

HSBC Overseas Holdings (UK) Limited

Shares allotted (including bonus shares):

(see Guidance Booklet GBA6)

Date or period during which shares
were allotted
(if shares were allotted on one date enter that
date in the "from" box)

From			To		
Day	Month	Year	Day	Month	Year
2	5	03	2	0	09

Day	Month	Year

Class of shares
(ordinary or preference etc)

ORDINARY		
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Number allotted

1		
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Nominal value of each share

GBP1		
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**Amount (if any) paid or due on each
share (including any share premium)**

USD1,300,000,000		
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List the names and addresses of the allottees and the number and class of
shares allotted to each overleaf

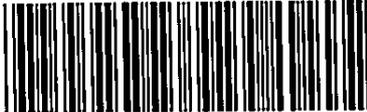
**If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in
cash please state:**

% that each share is to be treated as
paid up
% (if any) that each share is to be paid
up in cash

**Consideration for which the shares
were allotted**

(This information must be supported by the original
or a certified copy of the contract or by Form 88(3) if
the contract is not in writing)

SATURDAY



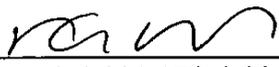
A14 *A7ZCX8QN* 69
04/04/2009
COMPANIES HOUSE

**When you have completed and signed the form please
send it to the Registrar of Companies at:**
Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland
DX 235 Edinburgh or LP - 4 Edinburgh 2

Names and addresses of the allottees

Shareholder details <i>(list joint allottees as one shareholder)</i>	Shares and share class allotted	
Name(s) HSBC Holdings plc	Class of shares allotted £1.00 ORDINARY	Number allotted 1
Address 8 Canada Square, London, United Kingdom		
UK postcode E14 5HQ		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		
Name(s)	Class of shares allotted	Number allotted
Address		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form 0

Signed  Date 30.03.2009
** A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor ** Please delete as appropriate

Contact Details
 You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

HSBC Holdings plc, 8 Canada Square, London, E14 5HQ	
Tel	Tel: 020 7992 3633 Fax: 020 7991 4639
DX number	DX exchange