



<b>B #:</b>	0302-13
<b>Date:</b>	3/27/2013
<b>To:</b>	All Participants
<b>Category:</b>	Dividends
<b>From:</b>	Supervisor, Stock Dividend Department
<b>Attention:</b>	Dividend Managers, Cashiers, and Reorganization Managers
<b>Subject:</b>	<b>Optional Dividend:</b> HSBC Holdings PLC <b>CUSIP:</b> 404280406 <b>Record Date:</b> 03/22/13 <b>Payable Date:</b> 05/08/13 <b>Rate:</b> \$0.90 per ADS DTC EDS Cut-Off: 04/18/13 no later than 8:00 P.M. New York time

\*\*\*\*\* WARNING TIME CRITICAL \*\*\*\*\*

The Directors of HSBC Holdings PLC (“HSBC”) declared a fourth interim dividend for 2012, which amounts to U.S. \$.90 per American Depositary Share (“ADS”). As an alternative to receiving the dividend in cash, holders may elect to receive a scrip dividend of new ADSs at rate of 1 new ADS for every 60 ADS’s held on. The dividend will be paid on 05/08/13 to HSBC ADS holders of record at close of business on 03/22/13.

**Option #1 Cash:** You may elect to receive the cash dividend of U.S. \$.90 per ADS (**default**).

**Option #2 ADS:** You may elect to receive the scrip dividend in new ADS’s. Fractional ADS entitlements will be paid in cash at DTC participant level.

The number of ADSs to which holders will be entitled to will be calculated by dividing the total cash dividend due on your holding of ADSs at the record date by the established U.S. ADS price of \$53.226 per new ADS. The scrip price & rate will represent the dollar equivalent of the average closing prices of HSBC Ordinary Shares on the London Exchange for the 5 trading days ending on TBD.

**THE DIVIDEND POSITION AND ALLOCATION HISTORY (DPAL) OPTION, ACCESSED VIA THE PTS DIVIDEND ANNOUNCEMENTS INQUIRY FUNCTION (DIVA), SHOULD BE USED TO CONFIRM YOUR RECORD DATE POSITION HISTORY.**

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**B#: 0302-13**

**PARTICIPANTS SHOULD SUBMIT ELECTION INSTRUCTIONS OVER THE PARTICIPANT TERMINAL SYSTEM (PTS) THROUGH THE ELECTIVE DIVIDEND SYSTEM (EDS) FUNCTION.**

**Participants not responding to the above option by 04/18/13 no later than 8:00 P.M. New York time will receive the mandatory distribution in accordance with Option #1 (Cash).**

If there are any questions regarding this Important Notice, or the processing of related instructions via EDS, participants should contact DTC's Customer Help Line at (888) 382-2721.

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