



## Employee Share Plans

In accordance with the terms of a waiver granted by the Hong Kong Stock Exchange on 24 December 2010, full details of options under Employee Share Plans required pursuant to Listing Rules 17.07 and 17.09 are disclosed below. These disclosures are also available on the Hong Kong Stock Exchange's website at [www.hkex.com.hk](http://www.hkex.com.hk) and can be obtained upon request from the Group Company Secretary, 8 Canada Square, London E14 5HQ.

### Employee share plans

Share options and discretionary awards of shares are granted under HSBC Share plans to help align the interests of employees with those of shareholders.

Set out on pages 1 and 2 are particulars of outstanding options, including those held by employees working under employment contracts that are regarded as 'continuous contracts' for the purposes of the Hong Kong Employment Ordinance. The options were granted for nil consideration. No options have been granted to substantial shareholders, suppliers of goods or services or in excess of the individual limit for each share plan. No options were cancelled by HSBC during the period. The options which were granted, exercised or lapsed during the period are detailed in the tables below. Particulars of options held by Directors of HSBC Holdings are set out on page 106 in the *Interim Report 2017*.

### All-employee share plans

The HSBC Holdings Savings-Related Share Option Plan and the HSBC Holdings Savings-Related Share Option Plan: International are all-employee share plans under which eligible employees have been granted options to acquire HSBC Holdings ordinary shares. There will be no further grant of options under the HSBC Holdings Savings-Related Share Option Plan: International; the final grant was in 2012. The HSBC International Employee Share Purchase Plan was introduced in 2013 and now includes employees based in 26 jurisdictions.

For options granted under the HSBC Holdings Savings-Related Share Option Plan, employees make contributions of up to £500 each month over a period of three or five years which may be used within six months following the third or fifth anniversary of the commencement of the relevant savings contract, at the employee's election, to exercise the options. Alternatively, the employee may elect to have the savings, plus (where applicable) any interest or bonus, repaid in cash. In the case of redundancy, retirement including on grounds of injury or ill health, the transfer of the employing business to another party, or a change of control of the employing company, options may be exercised before completion of the relevant savings contract. In certain limited circumstances, in accordance with the plan rules, the exercise period of options granted under the all-employee share plans may be extended.

The terms set out in the preceding paragraph also applied to options granted up to April 2012 under the HSBC Holdings Savings-Related Share Option Plan: International, with the exception that contributions were capped at the equivalent of £250 each month.

Under the HSBC Holdings Savings-Related Share Option Plan and the HSBC Holdings Savings-Related Share Option Plan: International, the option exercise price has been determined by reference to the average market value of the ordinary shares on the five business days immediately preceding the invitation date, then applying a discount of 20%. Where applicable, the US dollar, Hong Kong dollar and euro exercise prices were converted from the sterling exercise price at the applicable exchange rate on the working day preceding the relevant invitation date. The HSBC Holdings Savings-Related Share Option Plan will terminate on 23 May 2025 unless the Directors resolve to terminate the plan at an earlier date.

### HSBC Holdings Savings-Related Share Option Plan

Date of award	Exercise price (£)	Exercisable		HSBC Holdings ordinary shares				
		from	until	At 1 Jan 2017	Granted in period	Exercised in period <sup>1</sup>	Lapsed in period	At 30 Jun 2017
20 Apr 2011	5.0971	1 Aug 2016	31 Jan 2017	310,435	—	77,589	232,846	—
24 Apr 2012	4.4621	1 Aug 2017	31 Jan 2018	2,280,592	—	63,421	24,738	2,192,433
20 Sep 2013	5.4738	1 Nov 2016	30 Apr 2017	451,429	—	348,990	87,750	14,689
20 Sep 2013	5.4738	1 Nov 2018	30 Apr 2019	722,771	—	10,934	22,214	689,623
23 Sep 2014	5.1887	1 Nov 2017	30 Apr 2018	5,586,413	—	141,305	186,197	5,258,911
23 Sep 2014	5.1887	1 Nov 2019	30 Apr 2020	2,241,987	—	19,732	98,784	2,123,471
22 Sep 2015	4.0472	1 Nov 2018	30 Apr 2019	28,265,215	—	376,988	1,185,674	26,702,553
22 Sep 2015	4.0472	1 Nov 2020	30 Apr 2021	14,212,126	—	105,092	543,265	13,563,769
21 Sep 2016	4.4037	1 Nov 2019	30 Apr 2020	11,285,768	—	27,263	806,785	10,451,720
21 Sep 2016	4.4037	1 Nov 2021	30 Apr 2022	3,420,680	—	3,296	191,445	3,225,939
				68,777,416	—	1,174,610	3,379,698	64,223,108

<sup>1</sup> The weighted average closing price of the shares immediately before the dates on which options were exercised was £6.65.

## HSBC Holdings Savings-Related Share Option Plan: International

Date of award	Exercise price (£)	Exercisable		HSBC Holdings ordinary shares				
		from	until	At 1 Jan 2017	Granted in period	Exercised in period <sup>1</sup>	Lapsed in period	At 30 Jun 2017
20 Apr 2011	5.0971	1 Aug 2016	31 Jan 2017	30,502	—	9,975	20,527	—
24 Apr 2012	4.4621	1 Aug 2017	31 Jan 2018	409,807	—	2,230	14,098	393,479
				<b>440,309</b>	<b>—</b>	<b>12,205</b>	<b>34,625</b>	<b>393,479</b>
	(\$)							
20 Apr 2011	8.2094	1 Aug 2016	31 Jan 2017	65,734	—	3,976	61,758	—
24 Apr 2012	7.1456	1 Aug 2017	31 Jan 2018	152,004	—	—	6,880	145,124
				<b>217,738</b>	<b>—</b>	<b>3,976</b>	<b>68,638</b>	<b>145,124</b>
	(€)							
20 Apr 2011	5.7974	1 Aug 2016	31 Jan 2017	14,080	—	4,950	9,130	—
24 Apr 2012	5.3532	1 Aug 2017	31 Jan 2018	72,836	—	485	2,516	69,835
				<b>86,916</b>	<b>—</b>	<b>5,435</b>	<b>11,646</b>	<b>69,835</b>
	(HK\$)							
20 Apr 2011	63.9864	1 Aug 2016	31 Jan 2017	99,167	—	28,158	71,009	—
24 Apr 2012	55.4701	1 Aug 2017	31 Jan 2018	405,300	—	7,699	17,890	379,711
				<b>504,467</b>	<b>—</b>	<b>35,857</b>	<b>88,899</b>	<b>379,711</b>

<sup>1</sup> The weighted average closing price of the shares immediately before the dates on which the options were exercised was £6.78.

