

HSBC HOLDINGS PLC  
Form 6-K  
May 30, 2008

**FORM 6-K**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a - 16 or 15d - 16 of  
the Securities Exchange Act of 1934**

For the month of May, 2008

**HSBC Holdings plc**

42<sup>nd</sup> Floor, 8 Canada Square, London E14 5HQ, England

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F).

Form 20-F  Form 40-F

(Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934).

Yes..... No

(If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-.....).

**HSBC Holdings plc**  
**Annual General Meeting 30 May 2008**  
At the Annual General Meeting  
of HSBC Holdings plc held on  
30  
May 200

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, all resolutions were passed on a poll.  
The following table shows the votes cast  
on  
each resolution:

<b>Resolution</b>	<b>Total Votes For (%)</b>	<b>Total Votes Against (%)</b>	<b>Votes Withheld</b>
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) )	4,372,071,648 (99.60)	17,464,424 (0.40)	6,374,625

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To re-elect S T Gulliver a Director	4,372,359,698 (99.57)	18,870,339 (0.43)	4,659,213
(i) To re-elect J W J Hughes-Hallett a Director	4,375,327,024 (99.64)	15,801,272 (0.36)	4,735,846
(j) )  To re-elect W S H Laidlaw a  Director	4,375,645,536 (99.65)	15,587,234 (0.35)	4,671,202
(k) ) To re-elect N R N Murthy a Director	4,374,735,344 (99.62)	16,524,200 (0.38)	4,612,269
(l) To re-elect S W Newton a Director	4,304,372,153 (99.71)	12,720,218 (0.29)	72,285,220
4. To reappoint the Auditor at remuneration to be determined by the Group Audit Committee	4,356,107,796 (99.32)	29,620,845 (0.68)	4,880,817
5. To authorise the Directors to allot shares	4,332,361,701 (98.91)	47,782,336 (1.09)	10,450,441
6. To disapply pre-emption rights (Special Resolution)	4,305,412,056 (99.71)	12,665,996 (0.29)	71,358,559
7. To authorise the Company to purchase its own Ordinary Shares	4,327,487,122 (98.78)	53,604,562 (1.22)	9,091,619
8. To alter the Articles of Association (Special Resolution)	4,360,324,406 (99.52)	21,054,665 (0.48)	8,805,451
9. To alter the Articles of Association with effect from 1 October 2008 (Special Resolution)	3,684,549,040 (90.22)	399,610,155 (9.78)	290,185,238
10. To amend the rules of the HSBC Share Plan			

A "Vote W  
ithheld" is not a

vote

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and is not counted in the calculation  
of the proportion of the votes 'F

or

' and 'A

gainst

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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

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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

T

he 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 n

on-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.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

HSBC Holdings plc

By:

Name: P A Stafford

Title: Assistant Group

Secretary

Date: May 30, 2008