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HSBC HOLDINGS PLC
Form 6-K
May 25, 2007

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, 2007

HSBC Holdings plc

42nd 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 25 May 2007

At the Annual General Meeting of HSBC Holdings plc held on 25 May 2007, all resolutions were passed on a poll.

The following table shows the votes cast on each resolution:

Resolution	Total Votes For* (%)	Total Votes Against (%)	Votes With (%)
1. To receive the Report and Accounts for 2006	3,864,479,235 (99.77)	8,919,383 (0.23)	9,697,383 (0.00)

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2. To approve the Directors' Remuneration Report for 2006	3,689,326,342 (97.42)	97,555,034 (2.58)	96,172,
3. (a) To re-elect The Lord Butler a Director	3,821,854,383 (98.59)	54,773,594 (1.41)	6,390,
(b) To re-elect The Baroness Dunn a Director	3,811,429,682 (98.32)	65,186,829 (1.68)	6,411,
(c) To re-elect R A Fairhead a Director	3,868,782,235 (99.75)	9,708,695 (0.25)	4,535,
(d) To re-elect W K L Fung a Director	3,816,457,837 (98.45)	59,990,498 (1.55)	6,580,
(e) To re-elect Sir Brian Moffat a Director	3,816,081,722 (98.44)	60,292,153 (1.56)	6,650,
(f) To re-elect G Morgan a Director	3,834,697,821 (98.91)	42,204,988 (1.09)	6,079,
4. To reappoint the Auditor at remuneration to be determined by the Group Audit Committee	3,839,835,491 (99.73)	10,313,830 (0.27)	32,872,
5. To authorise the Directors to allot shares	3,849,690,002 (99.33)	26,121,717 (0.67)	7,134,
6. To disapply pre-emption rights (Special Resolution)	3,846,012,397 (99.30)	26,934,800 (0.70)	10,064,
7. To authorise the Company to purchase its own Ordinary Shares	3,870,162,901 (99.72)	10,921,090 (0.28)	1,871,
8. To authorise the Directors to offer a scrip dividend alternative	3,870,471,683 (99.82)	6,786,564 (0.18)	5,753,
9. To authorise the Company to make political donations and incur political expenditure	3,753,329,722 (97.69)	88,666,544 (2.31)	41,001,
10. To authorise HSBC Bank plc to make political donations and incur political expenditure	3,752,489,533 (97.67)	89,386,605 (2.33)	41,095
11. To authorise electronic communications with shareholders in accordance with the Companies Act 2006	3,872,910,676 (99.85)	5,680,069 (0.15)	4,378
12. To alter the Articles of Association (Special Resolution)	3,868,543,551 (99.82)	7,036,072 (0.18)	7,398

* Includes discretionary votes

+ A "vote withheld" is not a vote in law and is not counted in the calculation of the proportion of the votes for and against the resolution

The total number of ordinary shares of US\$0.50 each eligible to be voted at the Annual General Meeting was 11,710,790,084. The scrutineers of the poll were Electoral Reform Services Limited and Computershare Investor Services PLC.

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At the conclusion of the Annual General Meeting, R K F Ch'ien, S Hintze and H Sohmen retired as Directors. There are no matters relating to the retirements of R K F Ch'ien, S Hintze and H Sohmen that need to be brought to the attention of the shareholders of the Company. At the conclusion of the Annual General Meeting, Lord Butler, W K L Fung and Sir Brian Moffat have each served on the Board for more than nine years and, in that respect only, do not meet the usual criteria for independence set out in the UK Combined Code on corporate governance.

As announced on 2 January 2007, from the conclusion of the Annual General Meeting Lord Butler ceased to be a member of the Nomination Committee, W K L Fung ceased to be a member of the Remuneration Committee and Sir Brian Moffat ceased to be Senior Independent Non-Executive Director, a member and Chairman of the Group Audit Committee and Chairman of the Nomination Committee.

Also as announced on 2 January 2007, the following appointments became effective from the conclusion of the Annual General Meeting:

Simon Robertson, an independent non-executive Director since January 2006, became Senior Independent Non-Executive Director and a member of the Nomination Committee;

Sir Brian Williamson, an independent non-executive Director since 2002, became chairman of the Nomination Committee;

James Hughes-Hallett, an independent non-executive Director since 2005, became a member of the Nomination Committee;

Gwyn Morgan, an independent non-executive Director since October 2006, became a member of the Remuneration Committee;

Rona Fairhead, an independent non-executive Director since 2004, became chairman of the Group Audit Committee; and

Stewart Newton, an independent non-executive Director since 2002, became a member of the Group Audit 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: 25 May 2007