

HSBC HOLDINGS PLC
Form 6-K
April 06, 2009

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 April, 2009

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-.....).

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6 April
2009

**SUCCESSFUL COMPLETION
OF
HSBC
RIGHTS ISSUE
AND
PLACEMENT OF
3.4 PER CENT
RUMP**

HSBC Holdings plc (
HSBC

)
announces that Goldman Sachs International, J.P. Morgan Cazenove and HSBC Bank plc (the
Joint Global Coordinators
)
have

today
procured acquirers for all of the 172,700,974 New Ordinary Shares
(representing 3.4 per cent of the total number of New Ordinary Shares)
for which valid acceptances were not received under the Rights Issue, at a price of either 448 pence per New Ordinary
Share or HK\$51.83 per New Ordinary Share.

As disclosed in Part VIII of the prospectus issued by HSBC in connection with the Rights Issue dated 17 March 2009
(the

Prospectus

), the net proceeds from the sale of such New Ordinary Shares (after deduction of the Issue Price of 254 pence per
New Ordinary Share and the expenses of procuring acquirers) will be paid to Qualifying Shareholders who have not
taken up their entitlements pro rata to their lapsed provisional allotments, save that individual amounts of less than
£5.00 will not be paid to such persons but will be retained for the benefit of HSBC.

Unless otherwise defined in this announcement, capitalised terms shall have the meaning given to them in the
Prospectus.

By Order of the Board

R G Barber

Group Company Secretary

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The Board of Directors of HSBC Holdings plc as at the date of this announcement are: S K Green, M F Geoghegan, S A Catz†, V H C Cheng, M K T Cheung†, J D Coombe†, J L Durán†, R A Fairhead†, D J Flint, A A Flockhart, W K L Fung*, S T Gulliver, J W J Hughes-Hallett†, W S H Laidlaw†, J R Lomax†, Sir Mark Moody-Stuart†, G Morgan†, N R N Murthy†, S M Robertson†, J L Thornton† and Sir Brian Williamson†.

* Non-executive Director

† Independent non-executive Director

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there be any sale of securities referred to in these materials, in any jurisdiction, including the United States, in which such offer, invitation, solicitation, or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction. HSBC has filed a registration statement in the

United States

under the

United States

Securities Act of 1933, as amended (the "Securities Act"), in connection with the offer and sale of the securities. A written prospectus satisfying the requirements of Section 10 of the Securities Act and containing the detailed terms of the Rights Issue is available on the

United States

Securities and Exchange Commission's website at

www.sec.gov

Goldman Sachs International, J.P. Morgan Cazenove, J.P. Morgan and HSBC Bank plc, which are each authorised and regulated in the United Kingdom by the Financial Services Authority, are acting for HSBC and are acting for no one else in connection with the Rights Issue and will not regard any other person as a client in relation to the Rights Issue and will not be responsible to anyone other than HSBC for providing the protections afforded to their respective clients, nor for providing advice in connection with the Rights Issue or any other matter, transaction or arrangement referred to herein.

This announcement is not a prospectus or an extract from, a summary or abridged version of a prospectus but an advertisement and is for information purposes only and does not constitute or form part of any offer or invitation to sell, or an

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The distribution of this announcement, the Prospectus and/or the Provisional Allotment Letters and/or the transfer of Nil Paid Rights, Fully Paid Rights and/or New Ordinary Shares into a jurisdiction other than the United Kingdom, Hong Kong or Bermuda may be restricted by law and therefore persons into whose possession this announcement and/or any related documents come should inform themselves about and observe any such restrictions. Any failure to comply with any such restrictions may constitute a violation of the securities laws of any such jurisdictions. In particular, subject to certain exceptions as agreed with the Company and certain of the Banks, this announcement should not be distributed, forwarded to or transmitted in, into or from any of the Excluded

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Note to editors:

HSBC Holdings plc

HSBC Holdings plc, the parent company of the HSBC Group, is headquartered in London

. The Group serves customers worldwide from around 9,500 offices in 86 countries and territories in Europe, the Asia-Pacific region, the Americas

, the Middle East and Africa

. With assets of US\$2,527 billion at 31 December 2008, HSBC is one of the world's largest banking and financial services organisations. HSBC is marketed worldwide as 'the world's local bank'.

ends/all

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: April 6, 2009