

HSBC HOLDINGS PLC
Form 6-K
November 23, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer
Pursuant to Rule 13a - 16 or 15d - 16
of the Securities Exchange Act of 1934
For the month of November 2016

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

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(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-).

**This Report on Form 6-K is hereby incorporated by reference in the following HSBC Holdings plc
registration statement: file number 333-202420**

HSBC Holdings plc (the Registrant) hereby incorporates by reference the following exhibits to this report on Form 6-K into its registration statement: file number 333-202420.

| Exhibit No. | Description of Document |
|-------------|---|
| 4.1 | First Supplemental Indenture to the Dated Subordinated Debt Securities Indenture, dated March 12, 2014 incorporated herein by reference to Exhibit 4.1 to the Registrant's Form 6-K (File No. 001-14930) dated March 12, 2014). |
| 4.2 | Second Supplemental Indenture to the Dated Subordinated Debt Securities Indenture, dated August 18, 2015 (incorporated herein by reference to Exhibit 4.1 to the Registrant's Form 6-K (File No. 001-14930) dated August 18, 2015). |
| 4.3 | Third Supplemental Indenture to the Dated Subordinated Debt Securities Indenture, dated November 23, 2016. |
| 5.1 | Opinion of Cleary Gottlieb Steen & Hamilton LLP, special US counsel to the Registrant, November 23, 2016. |
| 5.2 | Opinion of Cleary Gottlieb Steen & Hamilton LLP, special English solicitors to the Registrant, dated November 23, 2016. |

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

Date: November 23, 2016

By: /s/ Iain Mackay
Name: Iain Mackay
Title: Group Finance Director