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HSBC HOLDINGS PLC  
Form 6-K  
May 19, 2006

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, 2006

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- .....) )

NOTIFICATION OF MAJOR INTERESTS IN SHARES

Section 198 - Companies Act 1985

The Company received notification on 19 May 2006 that Barclays PLC, had a notifiable interest as at 28 March 2006 in 369,198,062 ordinary shares of US\$0.50 each in HSBC Holdings plc, representing approximately 3.25% of the ordinary shares in issue.

A copy of the letter of notification, including a list of the registered holders of the shares where known, is quoted below.

N S Black  
Assistant Secretary  
HSBC Holdings plc

Letter to HSBC Holdings plc from Geoff Smith, Barclays Corporate Secretariat, Barclays PLC

"Dear Sir

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Companies Act 1985 ("The Act") - Part VI

I hereby inform you that as at 28 March 2006 Barclays PLC, through the legal entities listed on the attached schedule, has a notifiable interest in the capital of your Company of 3.25%.

Details of this interest, together with a breakdown between registered holders (as required by Section 202(3) of the Act), are enclosed.

The issued capital of 11,370,039,863 is the latest figure available to us. If this is incorrect please let me know.

If you have any questions arising from this letter, please contact me on 020 7116 2913.

Yours faithfully

Geoff Smith

Enc."

### LEGAL ENTITY REPORT

HSBC HLDGS

SEDOL : 0540528

As at 28 March 2006 Barclays PLC, through the legal entities listed below, had a notifiable interest in 369,198,062 ORD USD0.50(UK REG) representing 3.25% of the issued share capital of 11,370,039,863 units

| Legal Entity                                    | Holding     | Percentage Held |
|---|-------------|-----------------|
| Barclays Private Bank and Trust Ltd             | 6,564       | .0001           |
| Barclays Global Investors Australia Ltd         | 4,352,168   | .0383           |
| Barclays Private Bank Ltd                       | 2,340,467   | .0206           |
| Barclays Global Investors, N.A.                 | 126,923,717 | 1.1163          |
| Barclays Private Bank and Trust Ltd             | 10,600      | .0001           |
| Barclays Global Investors Japan Trust & Banking | 12,961,297  | .114            |
| Barclays Private Bank and Trust Ltd             | 17,343      | .0002           |
| Barclays Capital Securities Ltd                 | 3,221,640   | .0283           |
| Barclays Global Investors Japan Ltd             | 4,501,629   | .0396           |
| Barclays Private Bank and Trust Ltd             | 631,356     | .0056           |
| Barclays Global Investors Ltd                   | 144,428,854 | 1.2703          |
| Barclays Global Fund Advisors                   | 32,492,710  | .2858           |
| Gerrard Ltd                                     | 16,836,279  | .1481           |
| Barclays Global Investors Canada Ltd            | 756,164     | .0067           |
| Barclays Bank Trust Company Ltd                 | 272,758     | .0024           |
| Barclays Life Assurance Co Ltd                  | 19,444,516  | .171            |
| Group Holding                                   | 369,198,062 | 3.2474          |

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## REGISTERED HOLDERS REPORT

HSBC HLDGS

SEDOL: 0540528

As at 28 March 2006 Barclays PLC, through the registered holders listed below, had a notifiable interest in 369,198,062 ORD USD0.50(UK REG) representing 3.25% of the issued share capital of 11,370,039,863 units.

| Registered Holder                                  | Account Designation | Holding      |
|--|---------------------|--------------|
| BANK OF IRELAND                                    | 426353              | 176,919      |
| BANK OF IRELAND                                    | 426360              | 80,784       |
| BANK OF NEW YORK                                   |                     | 797,946      |
| Barclays Bank PLC (Singapore)                      |                     | 6,564        |
| BARCLAYS CAPITAL NOMINEES LIMITED                  |                     | 316,925,118  |
| BARCLAYS CAPITAL NOMINEES LIMITED                  |                     | -316,785,855 |
| BARCLAYS CAPITAL NOMINEES LIMITED                  |                     | -7,194,410   |
| BARCLAYS CAPITAL NOMINEES LIMITED                  |                     | 7,169,917    |
| Barclays Capital Securities Ltd.                   |                     | 3,106,870    |
| Barclays Global Investors Canada                   |                     | 756,164      |
| Barclays Trust Co & Others                         |                     | 21,131       |
| BARCLAYS TRUST CO AS EXEC/ADM C 000000000000000000 |                     | 10,956       |
| Barclays Trust Co DMC69 C 000000000000000000       |                     | 32,400       |
| Barclays Trust Co E99 C 000000000000000000         |                     | 16,000       |
| Barclays Trust Co R69 C 000000000000000000         |                     | 192,271      |
| BNP PARIBAS  |                     | 614,666      |
| CHASE NOMINEES LTD                                 | 16376               | 5,899,097    |
| CHASE NOMINEES LTD                                 | 20947               | 48,105,905   |
| CHASE NOMINEES LTD                                 | 28270               | 786,918      |
| CHASE NOMINEES LTD                                 | 28270               | 3,595,924    |
| CIBC MELLON GLOBAL SECURITIES                      |                     | 408,145      |
| Clydesdale Nominees HGB0125                        | 3025101             | 5,600        |
| Clydesdale Nominees HGB0125                        | 32349601            | 7,589        |
| Clydesdale Nominees HGB0125                        | 32401801            | 2,078        |
| Clydesdale Nominees HGB0125                        | 32408501            | 3,700        |
| Clydesdale Nominees HGB0125                        | 32449201            | 21,638       |
| Clydesdale Nominees HGB0125                        | 49699401            | 7,500        |
| Clydesdale Nominees HGB0125                        | 52051801            | 11,719       |
| Clydesdale Nominees HGB0125                        | 59396501            | 3,141        |
| Clydesdale Nominees HGB0125                        | 59419801            | 1,237        |
| Clydesdale Nominees HGB0125                        | 59441401            | 14,665       |
| Clydesdale Nominees HGB0125                        | 59553401            | 4,769        |
| Clydesdale Nominees HGB0125                        | 59571201            | 2,186        |
| Clydesdale Nominees HGB0125                        | 59580101            | 3,859        |
| Clydesdale Nominees HGB0125                        | 59710301            | 2,105        |
| Clydesdale Nominees HGB0125                        | 59732401            | 7,045        |
| Clydesdale Nominees HGB0125                        | 59737501            | 6,478        |
| Clydesdale Nominees HGB0125                        | 59738301            | 8,192        |
| Clydesdale Nominees HGB0125                        | 59744801            | 4,121        |
| Clydesdale Nominees HGB0125                        | 60741901            | 3,000        |
| Clydesdale Nominees HGB0125                        | 63919101            | 2,430        |
| Clydesdale Nominees HGB0125                        | 63921301            | 1,725        |
| Clydesdale Nominees HGB0125                        | 64544201            | 5,749        |
| Clydesdale Nominees HGB0125                        | 65136101            | 2,307        |
| Clydesdale Nominees HGB0125                        | 66860401            | 1,980        |
| Clydesdale Nominees HGB0125                        | 67940101            | 30,974       |
| Clydesdale Nominees HGB0125                        | 68640801            | 8,200        |
| Clydesdale Nominees HGB0125                        | 69108801            | 2,795        |
| Clydesdale Nominees HGB0125                        | 69238601            | 6,967        |
| Clydesdale Nominees HGB0125                        | 69296301            | 9,300        |

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|                     |         |           |        |
|---------------------|---------|-----------|--------|
| Clydesdale Nominees | HGB0125 | 69303001  | 5,319  |
| Clydesdale Nominees | HGB0125 | 69326901  | 7,000  |
| Clydesdale Nominees | HGB0125 | 69340401  | 2,000  |
| Clydesdale Nominees | HGB0125 | 69390001  | 3,191  |
| Clydesdale Nominees | HGB0125 | 69402801  | 1,794  |
| Clydesdale Nominees | HGB0125 | 69447801  | 4,635  |
| Clydesdale Nominees | HGB0125 | 69451601  | 2,910  |
| Clydesdale Nominees | HGB0125 | 69720501  | 2,000  |
| Clydesdale Nominees | HGB0125 | 69721301  | 2,700  |
| Clydesdale Nominees | HGB0125 | 69732901  | 18,754 |
| Clydesdale Nominees | HGB0125 | 69738801  | 2,244  |
| Clydesdale Nominees | HGB0125 | 69751501  | 3,048  |
| Clydesdale Nominees | HGB0125 | 69766301  | 13,992 |
| Clydesdale Nominees | HGB0125 | 69770101  | 2,007  |
| Clydesdale Nominees | HGB0125 | 69771001  | 58,410 |
| Clydesdale Nominees | HGB0125 | 69772801  | 58,410 |
| Clydesdale Nominees | HGB0125 | 70295001  | 2,234  |
| Clydesdale Nominees | HGB0125 | 70314001  | 2,258  |
| Clydesdale Nominees | HGB0125 | 70331001  | 2,075  |
| Clydesdale Nominees | HGB0125 | 70335301  | 4,720  |
| Clydesdale Nominees | HGB0125 | 70339601  | 2,814  |
| Clydesdale Nominees | HGB0125 | 70387601  | 2,009  |
| Clydesdale Nominees | HGB0125 | 70388401  | 2,890  |
| Clydesdale Nominees | HGB0125 | 70391401  | 2,022  |
| Clydesdale Nominees | HGB0125 | 80750701  | 12,509 |
| Clydesdale Nominees | HGB0125 | 80766301  | 2,807  |
| Clydesdale Nominees | HGB0125 | 83011801  | 3,214  |
| Clydesdale Nominees | HGB0125 | 86680501  | 2,918  |
| Clydesdale Nominees | HGB0125 | 88608301  | 2,633  |
| Clydesdale Nominees | HGB0125 | 88736501  | 2,730  |
| Clydesdale Nominees | HGB0125 | 100146401 | 500    |
| Clydesdale Nominees | HGB0125 | 120010601 | 11,665 |
| Clydesdale Nominees | HGB0125 | 120142001 | 16,389 |
| Clydesdale Nominees | HGB0125 | 300000001 | 3,114  |
| Clydesdale Nominees | HGB0125 | 310007101 | 5,776  |
| Clydesdale Nominees | HGB0125 | 310042001 | 3,430  |
| Clydesdale Nominees | HGB0125 | 310092601 | 7,537  |
| Clydesdale Nominees | HGB0125 | 310128001 | 3,807  |
| Clydesdale Nominees | HGB0125 | 310186801 | 2,352  |
| Clydesdale Nominees | HGB0125 | 310205801 | 2,264  |
| Clydesdale Nominees | HGB0125 | 310231701 | 2,368  |
| Clydesdale Nominees | HGB0125 | 310246501 | 21,750 |
| Clydesdale Nominees | HGB0125 | 310254601 | 4,635  |
| Clydesdale Nominees | HGB0125 | 310255401 | 20,741 |
| Clydesdale Nominees | HGB0125 | 310266001 | 1,920  |
| Clydesdale Nominees | HGB0125 | 310311901 | 3,172  |
| Clydesdale Nominees | HGB0125 | 310589801 | 1,300  |
| Clydesdale Nominees | HGB0125 | 310590101 | 1,523  |
| Clydesdale Nominees | HGB0125 | 310594401 | 3,000  |
| Clydesdale Nominees | HGB0125 | 700009301 | 3,208  |
| Clydesdale Nominees | HGB0125 | 700066201 | 2,931  |
| Clydesdale Nominees | HGB0125 | 700069701 | 18,860 |
| Clydesdale Nominees | HGB0125 | 700083201 | 2,112  |
| Clydesdale Nominees | HGB0125 | 700106501 | 2,575  |
| Clydesdale Nominees | HGB0225 | 48401502  | 4,821  |
| Clydesdale Nominees | HGB0225 | 59579802  | 4,273  |
| Clydesdale Nominees | HGB0225 | 59727802  | 21,951 |
| Clydesdale Nominees | HGB0225 | 67355102  | 966    |
| Clydesdale Nominees | HGB0225 | 69396002  | 3,157  |
| Clydesdale Nominees | HGB0225 | 70160102  | 5,261  |
| Clydesdale Nominees | HGB0225 | 70383302  | 11,884 |
| Clydesdale Nominees | HGB0225 | 87093402  | 3,537  |

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|  |         |           |            |
|--|---------|-----------|------------|
| Clydesdale Nominees                    | HGB0225 | 120147102 | 453        |
| Clydesdale Nominees                    | HGB0325 | 70309403  | 2,291      |
| Clydesdale Nominees                    | HGB0325 | 87093403  | 2,137      |
| Clydesdale Nominees                    | HGB0625 | 100376906 | 5,000      |
| Gerrard Nominees Limited               |         | 602133    | 1,250      |
| Gerrard Nominees Limited               |         | 603216    | 1,000      |
| Gerrard Nominees Limited               |         | 603856    | 1,250      |
| Gerrard Nominees Limited               |         | 608459    | 300        |
| Gerrard Nominees Limited               |         | 610720    | 1,000      |
| Gerrard Nominees Limited               |         | 611717    | 6,500      |
| Gerrard Nominees Limited               |         | 615411    | 1,000      |
| Gerrard Nominees Limited               |         | 620404    | 600        |
| Gerrard Nominees Limited               |         | 622124    | 1,500      |
| Gerrard Nominees Limited               |         | 629038    | 350        |
| Gerrard Nominees Limited               |         | 630871    | 1,000      |
| Gerrard Nominees Limited               |         | 631118    | 17,200     |
| Gerrard Nominees Limited               |         | 633484    | 1,200      |
| Gerrard Nominees Limited               |         | 635860    | 1,800      |
| Gerrard Nominees Limited               |         | 637739    | 600        |
| Gerrard Nominees Limited               |         | 639311    | 2,000      |
| Gerrard Nominees Limited               |         | 639353    | 900        |
| Gerrard Nominees Limited               |         | 640824    | 7,900      |
| Gerrard Nominees Limited               |         | 642367    | 6,300      |
| Gerrard Nominees Limited               |         | 642686    | 600        |
| Gerrard Nominees Limited               |         | 643975    | 4,500      |
| Gerrard Nominees Limited               |         | 647291    | 2,300      |
| Gerrard Nominees Limited               |         | 650668    | 4,000      |
| Gerrard Nominees Limited               |         | 652198    | 19,500     |
| Gerrard Nominees Limited               |         | 653035    | 3,300      |
| Gerrard Nominees Limited               |         | 654151    | 2,000      |
| Gerrard Nominees Limited               |         | 658574    | 2,500      |
| Gerrard Nominees Limited               |         | 658729    | 1,400      |
| Gerrard Nominees Limited               |         | 659442    | 1,750      |
| Gerrard Nominees Limited               |         | 659481    | 800        |
| Gerrard Nominees Limited               |         | 659792    | 1,370      |
| Gerrard Nominees Limited               |         | 660137    | 1,640      |
| Gerrard Nominees Limited               |         | 660302    | 3,500      |
| Gerrard Nominees Limited               |         | 660318    | 48,000     |
| Gerrard Nominees Limited               |         | 660430    | 1,040      |
| Gerrard Nominees Limited               |         | 660632    | 2,100      |
| Gerrard Nominees Limited               |         | 660758    | 16,500     |
| Gerrard Nominees Limited               |         | 660851    | 14,000     |
| Gerrard Nominees Limited               |         | 660968    | 9,630      |
| Gerrard Nominees Limited               |         | 768557    | 9,000      |
| Gerrard Nominees Limited               |         | 770101    | 21,590     |
| Gerrard Nominees Limited               |         | 774160    | 1,400      |
| Gerrard Nominees Limited               |         | 781271    | 7,000      |
| Greig Middleton Nominees Limited (GM1) |         |           | 1,226,113  |
| Greig Middleton Nominees Ltd (GM3)     |         | 126066DA  | 3,100      |
| Greig Middleton Nominees Ltd (GM3)     |         | 220805DN  | 255,000    |
| Greig Middleton Nominees Ltd (GM3)     |         | 523475DN  | 220,000    |
| Greig Middleton Nominees Ltd (GM3)     |         | 562979DN  | 25,500     |
| INVESTORS BANK AND TRUST CO.           |         |           | 321,190    |
| INVESTORS BANK AND TRUST CO.           |         |           | 2,452,840  |
| INVESTORS BANK AND TRUST CO.           |         |           | 2,884,661  |
| INVESTORS BANK AND TRUST CO.           |         |           | 26,190,579 |
| INVESTORS BANK AND TRUST CO.           |         |           | 643,440    |
| INVESTORS BANK AND TRUST CO.           |         |           | 345,156    |
| INVESTORS BANK AND TRUST CO.           |         |           | 1,055,019  |
| INVESTORS BANK AND TRUST CO.           |         |           | 8,441,896  |
| INVESTORS BANK AND TRUST CO.           |         |           | 3,293,411  |
| INVESTORS BANK AND TRUST CO.           |         |           | 180,877    |

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|                                    |       |            |
|------------------------------------|-------|------------|
| INVESTORS BANK AND TRUST CO.       |       | 105,376    |
| INVESTORS BANK AND TRUST CO.       |       | 167,071    |
| INVESTORS BANK AND TRUST CO.       |       | 2,591,250  |
| INVESTORS BANK AND TRUST CO.       |       | 12,120,006 |
| INVESTORS BANK AND TRUST CO.       |       | 680,467    |
| INVESTORS BANK AND TRUST CO.       |       | 249,424    |
| INVESTORS BANK AND TRUST CO.       |       | 2,039,513  |
| INVESTORS BANK AND TRUST CO.       |       | 77,574     |
| INVESTORS BANK AND TRUST CO.       |       | 57,800,620 |
| INVESTORS BANK AND TRUST CO.       |       | 20,550,252 |
| INVESTORS BANK AND TRUST CO.       |       | 111,691    |
| JP MORGAN (BGI CUSTODY)            | 16331 | 3,082,954  |
| JP MORGAN (BGI CUSTODY)            | 16338 | 674,823    |
| JP MORGAN (BGI CUSTODY)            | 16341 | 6,237,382  |
| JP MORGAN (BGI CUSTODY)            | 16341 | 1,816,569  |
| JP MORGAN (BGI CUSTODY)            | 16342 | 1,432,033  |
| JP MORGAN (BGI CUSTODY)            | 16344 | 607,390    |
| JP MORGAN (BGI CUSTODY)            | 16345 | 1,019,990  |
| JP MORGAN (BGI CUSTODY)            | 16400 | 89,650,250 |
| JP MORGAN (BGI CUSTODY)            | 17011 | 190,533    |
| JP MORGAN (BGI CUSTODY)            | 18408 | 515,899    |
| JPMORGAN CHASE BANK                |       | 1,051,677  |
| JPMORGAN CHASE BANK                |       | 3,300,491  |
| JPMorgan Chase Bank                |       | 1,219,107  |
| JPMorgan Chase Bank                |       | 64,258     |
| JPMorgan Chase Bank                |       | 579,231    |
| JPMorgan Chase Bank                |       | 6,185,693  |
| JPMorgan Chase Bank                |       | 76,769     |
| JPMorgan Chase Bank                |       | 106,784    |
| JPMorgan Chase Bank                |       | 92,806     |
| JPMorgan Chase Bank                |       | 313,726    |
| JPMorgan Chase Bank                |       | 1,163,787  |
| JPMorgan Chase Bank                |       | 1,530,289  |
| JPMorgan Chase Bank                |       | 1,616,058  |
| JPMorgan Chase Bank                |       | 12,789     |
| JPMORGAN CHASE BANK                |       | 358,571    |
| JPMorgan Chase Bank                |       | 115,286    |
| JPMorgan Chase Bank                |       | 75,244     |
| JPMorgan Chase Bank                |       | 657,587    |
| JPMorgan Chase Bank                |       | 1,193,489  |
| JPMorgan Chase Bank                |       | 86,885     |
| JPMorgan Chase Bank                |       | 695,012    |
| JPMorgan Chase Bank                |       | 1,247,849  |
| Master Trust Bank                  |       | 89,564     |
| Mellon Trust - US CUSTODIAN /      |       | 880,279    |
| Mellon Trust - US CUSTODIAN /      |       | 988,257    |
| MELLON TRUST OF NEW ENGLAND        |       | 982,077    |
| Mitsubishi Trust International     |       | 56,941     |
| Mitsui Asset                       |       | 145,321    |
| NORTHERN TRUST BANK - BGI SEPA     |       | 1,324,356  |
| NORTHERN TRUST BANK - BGI SEPA     |       | 1,457,160  |
| NORTHERN TRUST BANK - BGI SEPA     |       | 342,564    |
| R C Greig Nominees Limited         |       | 9,650,592  |
| R C Greig Nominees Limited a/c AK1 |       | 3,042,471  |
| R C Greig Nominees Limited a/c BL1 |       | 622,365    |
| R C Greig Nominees Limited a/c BL1 | RES   | 465        |
| R C Greig Nominees Limited a/c CM1 |       | 258,033    |
| R C Greig Nominees Limited GP1     |       | 872,143    |
| R C Greig Nominees Limited SA1     |       | 427,427    |
| Reflex Nominees Limited            |       | 9,366      |
| Reflex Nominees Limited            |       | 7,977      |
| STATE STREET BANK & TRUST - WI     |       | 1,052,972  |

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|                                |             |
|--------------------------------|-------------|
| STATE STREET BOSTON            | 6,312,737   |
| STATE STREET TRUST OF CANADA - | 929,621     |
| Sumitomo TB                    | 28,115      |
| The Northern Trust Company - U | 664,763     |
| Trust & Custody Services Bank  | 110,336     |
| ZEBAN NOMINEES LIMITED         | 2,340,467   |
| Total                          | 369,198,062 |

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: 19 May 2006