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HSBC HOLDINGS PLC
Form 6-K
August 24, 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 August, 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 was notified on 23 August 2006 that at the close of business on 21 August 2006 the interest of Lehman Brothers International (Europe) in the ordinary share capital of US\$0.50 each in HSBC Holdings plc, has fallen below 3%.

A copy of the letter of notification, is quoted below.

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N S Black

Assistant Secretary

HSBC Holdings plc

Letter to HSBC Holdings plc dated 23 August 2006 from Tara O'Hagan, Compliance Department - Europe, Lehman Brothers International (Europe)

"Dear Sir/Madam,

s198 Companies Act 1985 (the "Act")

We write to inform you, pursuant to s198 of the Act, that as at the close of business on 21st August 2006, the interest of Lehman Brothers International (Europe) in the ordinary share capital of HSBC Holdings Plc (the "Company" had fallen below 3%.

Yours faithfully

For & on behalf of Lehman Brothers

Tara O'Hagan

Compliance Department - Europe"

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: 24 August 2006

