

**NOTIFICATION OF TRANSACTIONS OF PERSONS DISCHARGING MANAGERIAL
RESPONSIBILITY AND/OR CONNECTED PERSONS**

This notification relates to a transaction notified in accordance with DTR 3.1.2 R and 3.1.4 R (1)(a)

1	Name of the issuer
	HSBC Holdings plc
2	Name of the person discharging managerial responsibilities or, where applicable, the name of the person connected with a person discharging managerial responsibilities
	A A Flockhart, a person discharging managerial responsibilities
3	Description of shares (including class), debentures, derivatives or any other financial instruments relating to shares
	US\$0.50 ordinary shares
4	State the nature of the transaction
	In respect of the earnings per share and total shareholder return parts of the Performance Share award made on 5 March 2007 under the HSBC Share Plan: 1) 90,931 shares have been forfeited; and 2) the Trustees have released and subsequently sold 55,259 ordinary shares following partial vesting of the total shareholder return part of the award.
5	Number of shares, derivatives or any other financial instruments relating to shares acquired
	N/A
6	Number of shares, derivatives or any other financial instruments relating to shares disposed
	1) 90,931 2) 55,259
7	Price per share or value of transaction
	1) N/A 2) £6.6658 (volume weighted average price)
8	Date and place of transaction
	1) 31 March 2010, London 2) 31 March 2010 and 1 April 2010, London
9	Date issuer informed of transaction
	1 April 2010
10	Total holding following notification

	1,304,806
11	Name of duly authorised officer/official of issuer responsible for making notification
	Louisa Jenkinson, Senior Assistant Secretary, 020 7991 0593
12	Date of notification
	1 April 2010