

**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)

<b>1</b>	<b>Name of the issuer</b>
	HSBC Holdings plc
<b>2</b>	<b>Name of the person discharging managerial responsibilities or, where applicable, the name of the person connected with a person discharging managerial responsibilities</b>
	M F Geoghegan, a person discharging managerial responsibilities
<b>3</b>	<b>Description of shares (including class), debentures, derivatives or any other financial instruments relating to shares</b>
	US\$0.50 ordinary shares
<b>4</b>	<b>State the nature of the transaction</b>
	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) 464,757 shares have been forfeited; and 2) the Trustees have released 282,440 shares following partial vesting of the total shareholder return part of the award. The Trustees sold 59,313 shares to meet the tax liability and transferred 223,127 shares to M F Geoghegan as beneficial owner.
<b>5</b>	<b>Number of shares, derivatives or any other financial instruments relating to shares acquired</b>
	Acquisition of 223,127 shares from the partial vesting of 2007 Performance Share award under the HSBC Share Plan.
<b>6</b>	<b>Number of shares, derivatives or any other financial instruments relating to shares disposed</b>
	1) 464,757 2) 59,313
<b>7</b>	<b>Price per share or value of transaction</b>
	1) N/A 2) £6.6658(volume weighted average price)
<b>8</b>	<b>Date and place of transaction</b>
	1) 31 March 2010, London 2) 31 March 2010 and 1 April 2010, London
<b>9</b>	<b>Date issuer informed of transaction</b>
	1 April 2010

<b>10</b>	<b>Total holding following notification</b>
	2,613,475
<b>11</b>	<b>Name of duly authorised officer/official of issuer responsible for making notification</b>
	Louisa Jenkinson, Senior Assistant Secretary, 020 7991 0593
<b>12</b>	<b>Date of notification</b>
	1 April 2010, London