

**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 transactions
	<p>i) Acquisition / scrip dividend</p> <p>ii) Acquisition / scrip dividend on conditional awards under the HSBC Share Plan</p> <p>iii) The Trustees have released and subsequently sold 540 shares representing the scrip dividend for the 2009 fourth interim dividend in respect of the total shareholder return part of the Performance Share award under the HSBC Share Plan that vested on 31 March 2010.</p>
5	Number of shares, derivatives or any other financial instruments relating to shares acquired
	<p>i) 322</p> <p>ii) 10,137</p> <p>iii) 540</p>
6	Number of shares, derivatives or any other financial instruments relating to shares disposed
	iii) 540
7	Price per share or value of transactions
	<p>i) and ii) US\$10.2149</p> <p>iii) £6.645</p>
8	Date and place of transactions
	<p>i) 5 May 2010, Hong Kong</p> <p>ii) and iii) 5 May 2010, London</p>
9	Date issuer informed of transactions

	7 May 2010
10	Total holding following notification
	1,315,265
11	Name of duly authorised officer/official of issuer responsible for making notification
	Peter Harvey, Senior Assistant Secretary, 020 7992 1401
12	Date of notification
	7 May 2010