

**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
	D J Flint, 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
	Partial release of the 2010 Restricted Share award of 111,340 ordinary shares under the HSBC Share Plan. The trustees of the Plan sold 57,897 shares to meet the tax liability and have transferred 53,443 shares into the name of D J Flint.
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
	57,897
7	Price per share or value of transaction
	£5.5520
8	Date and place of transactions
	27 February 2012, London
9	Date issuer informed of transactions
	28 February 2012
10	Total holding following notification
	573,276
11	Name of duly authorised officer/official of issuer responsible for making notification
	Kalpna Dubasia, Assistant Secretary, 020 7991 0592
12	Date of notification
	28 February 2012