

**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>
	D J Flint, 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 transactions</b>
	(i) Acquisition / scrip dividend on conditional awards under the HSBC Share Plan (ii) Acquisition / scrip dividend on shares held jointly with spouse in The Soggs No. 1 Settlement Trust (iii) Acquisition / reinvestment of dividend on HSBC Holdings UK Share Incentive Plan holding (iv) Acquisition / reinvestment of dividend in ISAs
<b>5</b>	<b>Number of shares, derivatives or any other financial instruments relating to shares acquired</b>
	(i) 2,247 (ii) 396 (iii) 29 (iv) 60
<b>6</b>	<b>Number of shares, derivatives or any other financial instruments relating to shares disposed</b>
	N/A
<b>7</b>	<b>Price per share or value of transactions</b>
	i) - ii) US\$8.2065 iii) £5.70 iv) £5.6578
<b>8</b>	<b>Date and place of transactions</b>
	5 July 2012, London
<b>9</b>	<b>Date issuer informed of transactions</b>
	9 July 2012

<b>10</b>	<b>Total holding following notification</b>
	556,752
<b>11</b>	<b>Name of duly authorised officer/official of issuer responsible for making notification</b>
	Peter Harvey, Senior Assistant Secretary, 020 7992 1401
<b>12</b>	<b>Date of notification</b>
	9 July 2012