

**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
	(i) Acquisition / scrip dividend (ii) Acquisition / scrip dividend on conditional awards under the HSBC Share Plan and HSBC Share Plan 2011
5	Number of shares, derivatives or any other financial instruments relating to shares acquired
	(i) 13,920 (ii) 8,511
6	Number of shares, derivatives or any other financial instruments relating to shares disposed
	N/A
7	Price per share or value of transactions
	US\$9.1170
8	Date and place of transactions
	2 May 2012, London
9	Date issuer informed of transactions
	4 May 2012
10	Total holding following notification
	1,530,266
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
	4 May 2012