

**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
	i) S T Gulliver, a person discharging managerial responsibilities ii) J Gulliver, a person connected with S T Gulliver (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 on conditional awards under the HSBC Share Plan and HSBC Share Plan 2011 (ii) Acquisition / scrip dividend
5	Number of shares, derivatives or any other financial instruments relating to shares acquired
	(i) 25,592 (ii) 10
6	Number of shares, derivatives or any other financial instruments relating to shares disposed
	N/A
7	Price per share or value of transactions
	(i) and (ii) US\$9.1170
8	Date and place of transactions
	2 May 2012, London
9	Date issuer informed of transactions
	3 May 2012
10	Total holding following notification
	5,107,099
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