

**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
	Sean O'Sullivan, 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 transaction
	Acquisition / Scrip Dividend
5	Number of shares, derivatives or any other financial instruments relating to shares acquired
	8,866
6	Number of shares, derivatives or any other financial instruments relating to shares disposed
	N/A
7	Price per share or value of transaction
	US\$9.9254
8	Date and place of transaction
	30 April 2014, London
9	Date issuer informed of transaction
	30 April 2014
10	Name of duly authorised officer/official of issuer responsible for making notification
	Sam Driver, Senior Company Secretary 02079926915
11	Date of notification
	30 April 2014