

11 March 2015

**Notification of Transactions by Persons Discharging Managerial Responsibilities (“PDMRs”) and Connected Persons**

This announcement is made in accordance with DTR 3.1.2 R and 3.1.4 R(1)(a).

Deferred awards (the “Awards”) of US\$0.50 ordinary shares (the “Shares”) in HSBC Holdings plc (the “Company”) were granted in 2014 as a part of variable pay for the performance year ended 31 December 2013.

On 10 March, the first tranche of the Awards granted in 2014 vested and the following transactions took place in London. The net number of Shares which have vested is required to be retained for six months. The remainder of the Awards will vest in two further tranches, in 2016 and 2017.

**Directors**

Name	Shares released <sup>1</sup>	Additional Shares awarded in lieu of the 2014 4th interim dividend <sup>2</sup>	Shares sold to cover withholding tax at £5.6655 per Share	Shares vested (net)
Stuart Gulliver	31,411	2,082	14,764	16,647
Iain Mackay	18,399	1,220	8,648	9,751
Marc Moses	18,397	1,219	8,647	9,750

**Other PDMRs**

Name	Shares released <sup>1</sup>	Additional Shares awarded in lieu of the 2014 4th interim dividend <sup>2</sup>	Shares sold to cover withholding tax at £5.6655 per Share	Shares vested (net)
Ann Almeida	24,708	1,637	11,613	13,095
Samir Assaf	54,873	3,638	25,791	29,082
Peter Boyles	17,701	1,173	7,966	9,735
Simon Cooper	16,986	1,126	7,644	9,342
John Flint	24,623	1,632	11,081	13,542
Pam Kaur	12,879	854	6,054	6,825
Alan Keir	17,610	1,168	8,277	9,333
Stuart Levey	29,438	1,952	13,836	15,602
Peter Wong	28,218	1,871	4,233	23,985

<sup>1</sup> The number of Shares released includes the Shares awarded in lieu of the 2014 4<sup>th</sup> interim dividend.

<sup>2</sup> USD8.9424 per Share being the average closing price of the Company’s Shares on the London Stock Exchange between 23 and 27 February 2015 converted into USD at a spot rate from 27 February 2015.

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