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HSBC Holdings plc

Overseas Regulatory Announcement

The attached announcement has been released to the other stock exchanges on which HSBC Holdings plc is listed.

The Board of Directors of HSBC Holdings plc as at the date of this announcement are: Douglas Flint, Stuart Gulliver, Phillip Ameen[†], Kathleen Casey[†], Laura Cha[†], Henri de Castries[†], Lord Evans of Weardale[†], Joachim Faber[†], Rona Fairhead[†], Sam Laidlaw[†], Irene Lee[†], John Lipsky[†], Rachel Lomax[†], Iain Mackay, Heidi Miller[†], Marc Moses, Sir Simon Robertson[†], Jonathan Symonds[†], Pauline van der Meer Mohr[†] and Paul Walsh[†].

Hong Kong Stock Code: 5

[†] Independent non-executive Director

HSBC HOLDINGS PLC



21 April 2016

Notification of Transactions of Persons Discharging Managerial Responsibilities ("PDMRs") and Connected Persons

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

On 20 April, HSBC Holdings plc was advised that the following acquisitions relating to dividends of US\$0.50 ordinary shares (the "Shares") took place in London on that date.

Directors

| Name | Price per Share | Shares acquired |
|---------------------|-----------------|--|
| Kathleen Casey | US\$32.0600 | 23 American Depositary Shares ¹ |
| | | (representing 115 ordinary shares |
| | | of US\$0.50 each) |
| Henri de Castries | US\$6.4120 | 491 |
| Rona Fairhead | US\$6.4120 | 795 |
| Douglas Flint | £4.6374 | 147 |
| Stuart Gulliver | US\$6.4120 | 95,587 |
| Sam Laidlaw | US\$6.4120 | 1,199 |
| lain Mackay | US\$6.4120 | 43,693 |
| Heidi Miller | US\$32.0600 | 24 American Depositary Shares ¹ |
| | | (representing 120 ordinary shares |
| | | of US\$0.50 each) |
| Marc Moses | US\$6.4120 | 52,885 |
| Sir Simon Robertson | US\$6.4120 | 1,117 |

Other PDMRs

| Name | Price per Share | Shares acquired |
|------------------------|-----------------|---------------------|
| Mohammad Al Tuwaijri | US\$6.4120 | 4,683 |
| | £4.6374 | 8,111 |
| Samir Assaf | US\$6.4120 | 57,507 |
| Peter Boyles | US\$6.4120 | 13,850 |
| • | £4.6374 | 4,324 |
| Patrick Burke | US\$6.4120 | 17,271 |
| | £4.6374 | 3,181 |
| John Flint | US\$6.4120 | 17,020 |
| Pierre Goad | US\$6.4120 | 1,188 |
| | £4.6374 | 33 |
| Pam Kaur | US\$6.4120 | 5,483 |
| Stuart Levey | US\$6.4120 | 18,219 |
| Andy Maguire | US\$6.4120 | 5,505 |
| Paulo Maia | US\$6.4120 | 4,197 |
| | £4.6374 | 3,383 |
| Antonio Simoes | US\$6.4120 | 9,916 |
| Peter Wong | US\$6.4120 | 68,807 ² |
| | £4.6374 | 20,179 |
| Camay Wong | US\$6.4120 | 700 |
| (spouse of Peter Wong) | | |

¹American Depositary Shares ('ADS') are categorised as equity derivatives under Part XV of the Securities and Futures Ordinance of Hong Kong. Each ADS represents five HSBC Holdings plc ordinary shares. ADS are traded in New York.

²32,006 of the Shares acquired are subject to a charge.

| For any queries related to this notification please contact: Nickesha Graham-Burrell, Senior Assistant Company Secretary on 020 7992 3633. |
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