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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[†].

[†] Independent non-executive Director

Hong Kong Stock Code: 5

HSBC Holdings plc

Registered Office and Group Head Office:

8 Canada Square, London E14 5HQ, United Kingdom

Web: www.hsbc.com

Incorporated in England with limited liability. Registered in England: number 617987

14 March 2016

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 2013 as a part of variable pay for the performance year ended 31 December 2012.

On 11 March, the final tranche of the Awards granted in 2013 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.

PDMRs

Name	Total number of Shares released	Additional Shares issued in lieu of the 2015 4th interim dividend ¹	Shares sold to cover withholding tax at £4.5143 per Share	Shares vested (net)
Mohammad Al Tuwajri	25,561	822	0	25,561
Pierre Goad ²	4,645	149	2,184	2,461
Pam Kaur	15,815	508	7,434	8,381
Paulo Maia ²	18,631	599	8,273	10,358

¹ At USD6.3185 per Share being the average closing price of the Company’s Shares on the London Stock Exchange between 22 and 26 February 2016 converted into USD.

² Not subject to minimum six month retention period.

For any queries related to this notification please contact: Nickesha Graham-Burrell, Senior Assistant Company Secretary on +44 (0)20 7992 3633.