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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

15 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 2015 as a part of variable pay for the performance year ended 31 December 2014.

On 14 March, the first tranche of the Awards granted in 2015 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 2017 and 2018.

Directors

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 £4.5218 per Share	Shares vested (net)
Stuart Gulliver	24,210	2,360	11,379	12,831
Iain Mackay	16,270	1,586	7,647	8,623
Marc Moses	19,399	1,892	9,118	10,281

Other 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 £4.5218 per Share	Shares vested (net)
Mohammad Al Tuwaijri	16,465	1,605	0	16,465
Samir Assaf	39,515	3,851	18,573	20,942
Peter Boyles	19,163	1,867	8,624	10,539
Patrick Burke	21,805	2,125	12,172	9,633
John Flint	24,884	2,426	11,696	13,188
Pierre Goad	3,667	357	1,724	1,943
Pam Kaur	13,741	1,340	6,459	7,282
Stuart Levey	26,527	2,586	12,468	14,059
Andy Maguire	23,231	2,264	10,919	12,312
Paulo Maia	8,626	841	3,283	5,343
Antonio Simoes	15,277	1,490	7,181	8,096
Peter Wong	34,369	3,350	5,156	29,213

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.

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