

HSBC HOLDINGS PLC

17 May 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).

On 16 May, awards (the “Awards”) of US\$0.50 ordinary shares (the “Shares”) in HSBC Holdings plc (the “Company”) were granted under the HSBC fixed pay allowance arrangements. Awards comprise part of the relevant employees’ fixed remuneration for 2016. The awards were made in London and are based upon the closing Share price on the London Stock Exchange on 13 May of £4.3000.

The Awards vest in full on the date of grant. Individual tax liabilities in respect of the vesting of the Awards were satisfied in cash. The number of Shares received by the Directors and other PDMRs named below is therefore net of tax.

In relation to Directors, 20 per cent of the Award is subject to retention until March 2017, with the remaining 80 per cent to be released annually thereafter in four equal tranches until 2021. In respect of the other PDMRs, 40 per cent of the Award is subject to retention until March 2017, with the remaining 60 per cent to be released annually thereafter in three equal tranches until 2020.

Directors

| Name | Number of Shares vested |
|-----------------|-------------------------|
| Stuart Gulliver | 52,383 |
| Iain Mackay | 29,272 |
| Marc Moses | 29,272 |

Other PDMRs

| Name | Number of Shares vested |
|----------------|-------------------------|
| Samir Assaf | 77,835 |
| Patrick Burke | 5,890 |
| John Flint | 12,849 |
| Stuart Levey | 12,756 |
| Andy Maguire | 13,095 |
| Paulo Maia | 6,537 |
| Antonio Simoes | 5,237 |
| Peter Wong | 61,945 |

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