

**NOTIFICATION OF TRANSACTIONS OF PERSONS DISCHARGING MANAGERIAL
RESPONSIBILITY AND/OR CONNECTED PERSONS**

This notification relates to a transaction notified in accordance with DTR 3.1.2 R and 3.1.4 R (1)(a)

1	Name of the issuer
	HSBC Holdings plc
2	Name of the person discharging managerial responsibilities or, where applicable, the name of the person connected with a person discharging managerial responsibilities
	D J Flint, a person discharging managerial responsibilities
3	Description of shares (including class), debentures, derivatives or any other financial instruments relating to shares
	US\$0.50 ordinary shares
4	State the nature of the transaction
	<p>In respect of the earnings per share and total shareholder return parts of the Performance Share award made on 6 March 2006 under the HSBC Share plan:</p> <p>1) 173,862 shares have been forfeited with effect from 8 April 2009; and</p> <p>2) the Trustees have released 42,788 shares under the HSBC Share Plan following partial vesting of the total shareholder return part of the award. The Trustees (i) sold 17,543 of the released shares to meet the tax liability and (ii) have sold 25,245 shares on behalf of D J Flint.</p>
5	Number of shares, derivatives or any other financial instruments relating to shares acquired
	N/A
6	Number of shares, derivatives or any other financial instruments relating to shares disposed
	<p>1) 173,862</p> <p>2) 42,788</p>
7	Price per share or value of transaction
	<p>1) N/A</p> <p>2) £4.314841</p>
8	Date and place of transaction
	8 April 2009, London
9	Date issuer informed of transaction
	8 April 2009
10	Total holding following notification

	879,178
11	Name of duly authorised officer/official of issuer responsible for making notification
	Nicola Black, Assistant Group Company Secretary, 020 7991 2652
12	Date of notification
	8 April 2009