

**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 |
| | A C Hungate, 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 |
| | Disposal/sale of 62,900 shares by the Trustee of the HSBC Share Plan ("the Plan") to meet the tax liability following the release of a 2007 Restricted Share award under the Plan of 153,415 shares and transfer of 90,515 shares by the Trustees of the Plan to A C Hungate. |
| 5 | Number of shares, derivatives or any other financial instruments relating to shares acquired |
| | Nil |
| 6 | Number of shares, derivatives or any other financial instruments relating to shares disposed |
| | 62,900 |
| 7 | Price per share or value of transaction |
| | £5.0939 |
| 8 | Date and place of transaction |
| | 30 June 2009, London |
| 9 | Date issuer informed of transaction |
| | 01 July 2009 |
| 10 | Name of duly authorised officer/official of issuer responsible for making notification |
| | Nicola Black, Assistant Group Company Secretary, 020 7991 2652 |
| 11 | Date of notification |
| | 01 July 2009 |