

**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)

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| 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 |
| | (1) Ruth Harvey, spouse of Kenneth Harvey (a person discharging managerial responsibilities) (2) Youssef Assaad Nasr |
| 3 | Description of shares (including class), debentures, derivatives or any other financial instruments relating to shares |
| | Nil paid rights to acquire American Depositary Shares. |
| 4 | State the nature of the transactions |
| | Acquisition/ provisional allotment of nil paid rights |
| 5 | Number of shares, derivatives or any other financial instruments relating to shares acquired |
| | Nil paid rights to acquire HSBC Holdings plc American Depositary Shares (1) 5,416 (2) 166 |
| 6 | Number of shares, derivatives or any other financial instruments relating to shares disposed |
| | N/A |
| 7 | Price per share or value of transactions |
| | Nil paid rights |
| 8 | Date and place of transactions |
| | 19 March 2009, New York |
| 9 | Date issuer informed of transactions |
| | 24 March 2009 |
| 10 | Total holding following notification |
| | Total number of Nil paid rights to acquire HSBC Holdings plc American Depositary Shares: (1) 5,416 |

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| | (2) 166 |
| 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 |
| | 24 March 2009 |