

**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)

|           |   |
|-----------|---|
| <b>1</b>  | <b>Name of the issuer</b>   |
|           | HSBC Holdings plc   |
| <b>2</b>  | <b>Name of the person discharging managerial responsibilities or, where applicable, the name of the person connected with a person discharging managerial responsibilities</b>  |
|           | S K Green, a person discharging managerial responsibilities   |
| <b>3</b>  | <b>Description of shares (including class), debentures, derivatives or any other financial instruments relating to shares</b>   |
|           | US\$0.50 ordinary shares  |
| <b>4</b>  | <b>State the nature of the transaction</b>  |
|           | <p>i) Acquisition / scrip dividend on conditional awards under the HSBC Share Plan</p> <p>ii) Acquisition / reinvestment of scrip dividend on HSBC Holdings UK Share Ownership Plan holding</p> <p>iii) Disposal of a technical interest in shares in connection with share plan awards</p> |
| <b>5</b>  | <b>Number of shares, derivatives or any other financial instruments relating to shares acquired</b>   |
|           | <p>i) 13,346</p> <p>ii) 14</p>  |
| <b>6</b>  | <b>Number of shares, derivatives or any other financial instruments relating to shares disposed</b>   |
|           | iii) 2  |
| <b>7</b>  | <b>Price per share or value of transaction</b>  |
|           | <p>i) US\$10.7597</p> <p>ii) £7.085</p> <p>iii) N/A</p>   |
| <b>8</b>  | <b>Date and place of transaction</b>  |
|           | 7 October 2009, London  |
| <b>9</b>  | <b>Date issuer informed of transaction</b>  |
|           | 12 October 2009   |
| <b>10</b> | <b>Total holding following notification</b>   |

|           |   |
|-----------|---|
|           | 2,809,736   |
| <b>11</b> | <b>Name of duly authorised officer/official of issuer responsible for making notification</b> |
|           | Louisa Jenkinson, Assistant Secretary, 020 7991 0593  |
| <b>12</b> | <b>Date of notification</b>   |
|           | 12 October 2009   |