

**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> |
|           | D J Flint, 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>                                                                                                                                     |
|           | Acquisition / monthly contribution to HSBC Holdings UK Share Incentive Plan                                                                                                    |
| <b>5</b>  | <b>Number of shares, derivatives or any other financial instruments relating to shares acquired</b>                                                                            |
|           | 18                                                                                                                                                                             |
| <b>6</b>  | <b>Number of shares, derivatives or any other financial instruments relating to shares disposed</b>                                                                            |
|           | N/A                                                                                                                                                                            |
| <b>7</b>  | <b>Price per share or value of transaction</b>                                                                                                                                 |
|           | £6.7898                                                                                                                                                                        |
| <b>8</b>  | <b>Date and place of transaction</b>                                                                                                                                           |
|           | 27 June 2013, London                                                                                                                                                           |
| <b>9</b>  | <b>Date issuer informed of transaction</b>                                                                                                                                     |
|           | 27 June 2013                                                                                                                                                                   |
| <b>10</b> | <b>Total holding following notification</b>                                                                                                                                    |
|           | 440,377                                                                                                                                                                        |
| <b>11</b> | <b>Name of duly authorised officer/official of issuer responsible for making notification</b>                                                                                  |
|           | Peter Harvey, Senior Assistant Secretary, 020 7992 1401                                                                                                                        |
| <b>12</b> | <b>Date of notification</b>                                                                                                                                                    |
|           | 1 July 2013                                                                                                                                                                    |