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HSBC Holdings plc

Overseas Regulatory Announcement

The attached announcement has been released to the other stock exchanges on which HSBC Holdings plc is listed.

The Board of Directors of HSBC Holdings plc as at the date of this announcement comprises: Mark Edward Tucker*, Noel Paul Quinn, Geraldine Joyce Buckingham[†], Rachel Duan[†], Georges Bahjat Elhedery, Dame Carolyn Julie Fairbairn[†], James Anthony Forese[†], Ann Frances Godbehere[†], Steven Craig Guggenheimer[†], Dr José Antonio Meade Kuribreña[†], Kalpana Jaisingh Morparia[†], Eileen K Murray[†], Brendan Robert Nelson[†], David Thomas Nish[†] and Swee Lian Teo[†].

- * Non-executive Group Chairman
- † Independent non-executive Director

Hong Kong Stock Code: 5



HSBC HOLDINGS PLC

28 February 2024

Notification of Transactions by Persons Discharging Managerial Responsibilities ("PDMRs")

The transactions in ordinary shares of US\$0.50 each ("Shares") in HSBC Holdings plc (the "Company") detailed below took place on 26 February 2024.

The awards made to Executive Directors disclosed in this announcement are the same awards disclosed in the separate Grant of Conditional Awards announcement released on 28 February 2024 pursuant to Rules 17.06A, 17.06B and 17.06C of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

1. Long Term Incentive Awards

Long term incentive awards ("LTI awards") were made to the Executive Directors and other PDMRs named below, as part of variable pay for the performance year ended 31 December 2023. An LTI award is an award of Shares in the Company, with a three-year forward-looking performance period commencing on 1 January 2024 and ending on 31 December 2026.

At the end of this performance period, the number of Shares that vest will be determined based upon an assessment by the Group Remuneration Committee of performance against financial and non-financial measures in the LTI scorecard, as detailed in the Directors' Remuneration Report in the Annual Report and Accounts 2023. Subject to that assessment, the shares will vest in five equal annual instalments commencing from March 2027. Upon each vesting, a one-year retention period applies.

The LTI awards were made in London and are based upon the closing Share price on the London Stock Exchange on 23 February 2024 of £5.9720.

Executive Directors

Name	Shares awarded
Noel Quinn	974,853
Georges Elhedery	569,177

Other PDMRs

Name	Shares awarded
Colin Bell	128,201
Greg Guyett	217,939
John Hinshaw	178,196
Pam Kaur	185,889
David Liao	131,864
Nuno Matos	175,017
Stephen Moss	112,903
Barry O'Byrne	144,423
Michael Roberts	225,804
Surendra Rosha	133,572
Ian Stuart	128,201

2. Annual Incentive Awards

Awards of (i) immediately vested and (ii) deferred Shares were made under the HSBC Share Plan 2011. These awards relate to the performance year ended 31 December 2023 and comprise part of the Group's annual incentive arrangements. The awards were determined by assessing performance during the year against financial and non-financial metrics. For Executive Directors who served during the year ended 31 December 2023, the performance assessment is detailed in the Directors' Remuneration Report in the Annual Report and Accounts 2023. Upon vesting, a one-year retention period applies.

Awards were made in London and are based upon the closing Share price on the London Stock Exchange on 23 February 2024 of £5.9720.

(i) Immediately vested awards

Executive Directors

Name	Shares awarded	Shares sold in respect of Income Tax and Social Security liabilities at £5.960535 per share	Net shares vested
Noel Quinn	168,955	79,409	89,546
Georges Elhedery	107,752	50,644	57,108

Other PDMRs

Name	Shares awarded	Shares sold in respect of Income Tax and Social Security liabilities at £5.960535 per share	Net shares vested
Colin Bell	89,926	42,266	47,660
Greg Guyett	151,360	71,140	80,220
John Hinshaw	123,611	58,098	65,513
Pam Kaur	140,344	65,962	74,382
David Liao	94,469	14,171	80,298
Nuno Matos	134,831	20,225	114,606
Stephen Moss ¹	67,360	0	67,360
Barry O'Byrne	108,694	16,305	92,389
Michael Roberts	169,026	86,288	82,738
Surendra Rosha	96,393	14,459	81,934
Ian Stuart	87,247	41,007	46,240

¹Awards vesting in the local jurisdiction of employment are not subject to Income Tax and Social Security liabilities.

(ii) Deferred awards

Awards vest in five equal annual tranches commencing in March 2027. Upon vesting, a one-year retention period applies.

Other PDMRs

Name	Shares awarded
Colin Bell	55,494
Greg Guyett	91,251
John Hinshaw	74,310

Pam Kaur	100,798
David Liao1	53,927
Nuno Matos	100,409
Stephen Moss ¹	21,792
Barry O'Byrne	77,611
Michael Roberts ¹	105,424
Surendra Rosha ¹	55,886
Ian Stuart	50,021

¹Awards vest in five equal annual tranches commencing in March 2025.

The following disclosures are made in accordance with the UK version of the EU Market Abuse Regulation 596/2014.

1 - Details of the person discharging managerial responsibilities / person closely associated			
Name of natural person	Noel Quinn		
2 - Reason for the notification			
Position/status	Group Chief Executive		
Initial notification/amendment	Initial Notification		
3 - Details of the issuer, emission allowance auction monitor	market participant, auction platform, auctioneer or		
Full name of the entity	HSBC Holdings plc		
Legal Entity Identifier code	MLU0ZO3ML4LN2LL2TL39		
4 - Details of the transaction(s)			

Date of Transaction	Financial Instrument	Identification Code	Place of Tr	ransaction	Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Tran Acquisitions und HSBC Share Pl	der the		Price	Volume 1,143,808	Total £6,830,821.38
		Aggregated	£5.972	1,143,808	£6,830,821.38

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction	Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)	GBP – British Pound

Nature of Transaction:		Price	Volume	Total
Disposal				
		£5.96	79,409	£473,320.12
	Aggregated	£5.961	79,409	£473,320.12

1 - Details of the person discharging manage	gerial responsibilities / person closely associated	
Name of natural person	Georges Elhedery	
2 - Reason for the notification		
Position/status	Group Chief Financial Officer	
Initial notification/amendment	Initial Notification	
3 - Details of the issuer, emission allowance auction monitor	e market participant, auction platform, auctioneer or	
Full name of the entity	HSBC Holdings plc	
Legal Entity Identifier code	MLU0ZO3ML4LN2LL2TL39	

4 - Details of the transaction(s)

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Acquisitions un HSBC Share Pl	der the		Price	Volume	Total
			£5.97	676,929	£4,042,619.99
		Aggregated	£5.972	676,929	£4,042,619.99

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary shares of	GB0005405286	London Stock Exchange, Main		GBP – British Pound
	US\$0.50		Market (XLON)		T Guild
	each				
Nature of Tran	saction:		Price	Volume	Total
Disposal					
			£5.96	50,644	£301,865.33
		Aggregated	£5.961	50,644	£301,865.33

1 - Details of the person discharging managerial responsibilities / person closely associated

Name of natural person Colin Bell

2 - Reason for the notification

Position/status Chief Executive, HSBC Bank plc and HSBC

Europe

Initial notification/amendment Initial Notification

3 - Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

Full name of the entity HSBC Holdings plc

Legal Entity Identifier code MLU0ZO3ML4LN2LL2TL39

4 - Details of the transaction(s)

Transaction(s) summary table

Date of Transaction	Financial Instrument	Identification Code	Place of Tr	ransaction	Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Transaction: Acquisitions under the HSBC Share Plan 2011			Price	Volume	Total
		Annantad	£5.97	273,621	£1,634,064.61
		Aggregated	£5.972	273,621	£1,634,064.61

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Tran	saction:		Price	Volume	Total
Disposal		Aggregated	£5.96 £5.961	42,266 42,266	£251,927.97 £251,927.97

	1 - Details of the pers	on discharging	a managerial r	esponsibilities /	person closely	v associated
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Name of natural person

Greg Guyett

2 - Reason for the notification

Position/status Chief Executive, Global Banking and Markets

Initial notification/amendment Initial Notification

3 - Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

Full name of the entity HSBC Holdings plc

Legal Entity Identifier code MLU0ZO3ML4LN2LL2TL39

4 - Details of the transaction(s)

Date of Transaction	Financial Instrument	Identification Code	Place of Ti	ransaction	Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Tran	saction:		Price	Volume	Total
Acquisitions un HSBC Share Pl					
			£5.97	460,550	£2,750,404.60
		Aggregated	£5.972	460,550	£2,750,404.60

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Tran	saction:		Price	Volume	Total
			£5.96	71,140	£424,032.46
		Aggregated	£5.961	71,140	£424,032.46

1 - Details of the person discharging managerial responsibilities / person closely associated					
Name of natural person	John Hinshaw				
2 - Reason for the notification					
Position/status	Group Chief Operating Officer				
Initial notification/amendment	Initial Notification				

3 - Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

Full name of the entity HSBC Holdings plc

Legal Entity Identifier code MLU0ZO3ML4LN2LL2TL39

4 - Details of the transaction(s)

Date of Transaction	Financial Instrument	Identification Code	Place of Ti	ransaction	Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Transaction: Acquisitions under the			Price	Volume	Total
HSBC Share Pl			£5.97	376,117	£2,246,170.72
		Aggregated	£5.972	376,117	£2,246,170.72

Date of Transaction	Financial Instrument	Identification Code	Place of Ti	ransaction	Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Tran	saction:		Price	Volume	Total
Disposal					
			£5.96	58,098	£346,295.16
		Aggregated	£5.961	58,098	£346,295.16

1 - Details of the person discharging managerial responsibilities / person closely associated					
Name of natural person	Pam Kaur				
2 - Reason for the notification					
Position/status	Group Chief Risk and Compliance Officer				
Initial notification/amendment	Initial Notification				
3 - Details of the issuer, emission allow auction monitor	ance market participant, auction platform, auctioneer or				
Full name of the entity	HSBC Holdings plc				

Legal Entity Identifier code	Legal	Entity	Identifier	code
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MLU0ZO3ML4LN2LL2TL39

4 - Details of the transaction(s)

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Transaction: Acquisitions under the HSBC Share Plan 2011			Price	Volume	Total
			£5.97	427,031	£2,550,229.13
		Aggregated	£5.972	427,031	£2,550,229.13

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Tran	saction:		Price	Volume	Total
·		Aggregated	£5.96 £5.961	65,962 65,962	£393,168.81 £393,168.81

1 - Details of the person discharging managerial responsibilities / person closely associated				
Name of natural person	David Liao			
2 - Reason for the notification				
Position/status	Co-Chief Executive, Asia-Pacific – The Hongkong and Shanghai Banking Corporation Limited			
Initial notification/amendment	Initial Notification			
3 - Details of the issuer, emission allowance ma auction monitor	arket participant, auction platform, auctioneer or			
Full name of the entity	HSBC Holdings plc			
Legal Entity Identifier code	MLU0ZO3ML4LN2LL2TL39			
4 - Details of the transaction(s)				

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Sto Exchange, Market (XL	Main	GBP – British Pound
Nature of Tran Acquisitions un HSBC Share P	der the		Price	Volume	Total
TIODO Silate F	iaii 2011	Aggregated	£5.97	280,260 280,260	£1,673,712.72 £1,673,712.72

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary	GB0005405286	London Stock		GBP – British
	shares of		Exchange, Main		Pound
	US\$0.50		Market (XLON)		
	each				
Nature of Tran	Nature of Transaction:		Price	Volume	Total
Disposal					
			£5.96 14,171		£84,466.74
		Aggregated	£5.961	14,171	£84,466.74

1 - Details of the person discharging managerial responsibilities / person closely associated						
Name of natural person	Nuno Matos					
2 - Reason for the notification						
Position/status	Chief Executive, Wealth and Personal Banking					
Initial notification/amendment	Initial Notification					
3 - Details of the issuer, emission allowance ma auction monitor	rket participant, auction platform, auctioneer or					
Full name of the entity	HSBC Holdings plc					
Legal Entity Identifier code	MLU0ZO3ML4LN2LL2TL39					
4 - Details of the transaction(s)						
Transaction(s) summary table						
Date of Financial Identification Transaction Instrument Code	Place of Transaction Currency					

2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Trar Acquisitions un HSBC Share P	der the		Price	Volume	Total
			£5.97	410,257	£2,450,054.80
		Aggregated	£5.972	410,257	£2,450,054.80

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Tran Disposal	saction:		Price	Volume	Total
·		Aggregated	£5.96 £5.961	20,225 20,225	£120,551.82 £120,551.82

1 - Details of the person discharging managerial responsibilities / person closely associated				
Name of natural person	Stephen Moss			
2 - Reason for the notification				
Position/status	Regional Chief Executive, Middle East, North Africa and Turkey			
Initial notification/amendment	Initial Notification			
3 - Details of the issuer, emission allow auction monitor	rance market participant, auction platform, auctioneer or			
Full name of the entity	HSBC Holdings plc			
Legal Entity Identifier code	MLU0ZO3ML4LN2LL2TL39			
4 - Details of the transaction(s)				

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Tran	saction:		Price	Volume	Total

Acquisitions under the HSBC Share Plan 2011				
		£5.97	202,055	£1,206,672.46
	Aggregated	£5.972	202,055	£1,206,672.46

1 Details of the person discharging manager	ial recognition / person alocaly accomisted
1 - Details of the person discharging manager	ial responsibilities / person closely associated
Name of natural person	Barry O'Byrne
2 - Reason for the notification	
Position/status	Chief Executive, Global Commercial Banking
Initial notification/amendment	Initial Notification
3 - Details of the issuer, emission allowance n auction monitor	narket participant, auction platform, auctioneer or
Full name of the entity	HSBC Holdings plc
Legal Entity Identifier code	MLU0ZO3ML4LN2LL2TL39
4 - Details of the transaction(s)	

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Tran Acquisitions un HSBC Share P	der the		Price Volume		Total
		Aggregated	£5.97 330,728 £5.972 330,728		£1,975,107.62 £1,975,107.62

Date of Transaction	Financial Instrument	Identification Code	Place of Ti	ransaction	Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Transaction: Disposal			Price	Volume	Total
·		Aggregated	£5.96 £5.961	16,305 16,305	£97,186.52 £97,186.52

1 - Details of the person discharging managerial responsibilities / person closely associated

Name of natural person Michael Roberts

2 - Reason for the notification

Position/status Chief Executive, HSBC USA and Americas

Initial notification/amendment Initial Notification

3 - Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

Full name of the entity HSBC Holdings plc

Legal Entity Identifier code MLU0ZO3ML4LN2LL2TL39

4 - Details of the transaction(s)

Date of Transaction	Financial Instrument	Identification Code	Place of Tr	ransaction	Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Transaction: Acquisitions under the HSBC Share Plan 2011			Price	Volume	Total
		Aggregated	£5.97 £5.972	500,254 500,254	£2,987,516.89 £2,987,516.89

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Transaction:			Price	Volume	Total
Disposal		Aggregated	£5.96 £5.961	86,288 86,288	£514,322.64 £514,322.64

1 - Details of the person discharging managerial responsibilities / person closely associated

Name of natural person Surendra Rosha

2 - Reason for the notification

Position/status Co-Chief Executive, Asia-Pacific – The Hongkong

and Shanghai Banking Corporation Limited

Initial notification/amendment Initial Notification

3 - Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

Full name of the entity HSBC Holdings plc

Legal Entity Identifier code MLU0ZO3ML4LN2LL2TL39

4 - Details of the transaction(s)

Transaction(s) summary table

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Transaction: Acquisitions under the HSBC Share Plan 2011			Price	Volume	Total
		Aggregated	£5.97	285,851 285,851	£1,707,102.17 £1,707,102.17

Date of Transaction	Financial Instrument	Identification Code	Place of Transaction		Currency
2024-02-26	Ordinary shares of	GB0005405286	London Stock Exchange, Main		GBP – British Pound
	US\$0.50 each		Market (XLON)		
Nature of Transaction:			Price	Volume	Total
Disposal			£5.96	14,459	£86,183.38
		Aggregated	£5.961	14,459	£86,183.38

1 - Details of the person discharging managerial responsibilities / person closely associated

Name of natural person lan Stuart

2 - Reason for the notification

Position/status Chief Executive, HSBC UK Bank plc

Initial notification/amendment Initial Notification

3 - Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor

Full name of the entity HSBC Holdings plc

Legal Entity Identifier code MLU0ZO3ML4LN2LL2TL39

4 - Details of the transaction(s)

Transaction(s) summary table

Date of Transaction	Financial Instrument	Identification Code	Place of Ti	ransaction	Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Transaction: Acquisitions under the HSBC Share Plan 2011			Price	Volume	Total
			£5.97	265,469	£1,585,380.87
		Aggregated	£5.972	265,469	£1,585,380.87

Date of Transaction	Financial Instrument	Identification Code	Place of Ti	ransaction	Currency
2024-02-26	Ordinary shares of US\$0.50 each	GB0005405286	London Stock Exchange, Main Market (XLON)		GBP – British Pound
Nature of Transaction: Disposal			Price	Volume	Total
'		Aggregated	£5.96 £5.961	41,007 41,007	£244,423.66 £244,423.66

For any queries related to this notification, please contact:

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