

HSBC HOLDINGS PLC
Form 6-K
March 02, 2017

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Report of Foreign Private Issuer

Pursuant to Rule 13a - 16 or 15d - 16 of

the Securities Exchange Act of 1934

For the month of March

HSBC Holdings plc

42nd Floor, 8 Canada Square, London E14 5HQ, England

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F).

Form 20-F Form 40-F

(Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934).

Yes..... No

(If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-.....).

HSBC HOLDINGS PLC

1 March 2017

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Notification of Transactions by Persons Discharging Managerial Responsibilities (“PDMRs”)

On 27 February 2017, the following awards of US\$0.50 ordinary shares (the “Shares”) in HSBC Holdings plc (the “Company”) were granted under the HSBC Share Plan 2011. The Awards were made in London and are based upon the closing Share price on the London Stock Exchange on 24 February 2017 of £6.5030.

Long Term Incentive Awards

Long term incentive awards (“LTI awards”) were made to the Executive Directors as part of variable pay for the performance year ended 31 December 2016. The LTI award is an award of Shares with a three-year performance period commencing on 1 January 2017 and ending on 31 December 2019. At the end of this performance period, the number of Shares that will vest will be determined based on an assessment of performance against financial and non-financial measures, as detailed in the Directors’ Remuneration Report in the 2016 Annual Report and Accounts. Subject to that assessment, the shares will vest in five equal annual instalments, with the first vesting taking place in March immediately following the end of the performance period and the remainder in equal annual instalments thereafter. Upon vesting, a six-month retention period applies.

Directors

| Name | Shares awarded |
|-----------------|----------------|
| Stuart Gulliver | 613,562 |
| Iain Mackay | 343,226 |
| Marc Moses | 343,226 |

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 2016 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, the performance assessment is detailed in the Directors’ Remuneration Report in the 2016 Annual Report and Accounts. Upon vesting, a six-month retention period applies.

(i)

Immediately vested awards

Directors

| Name | Shares awarded | Shares sold in respect of Income Tax and Social Security liabilities at £6.4994 per share | Net shares vested |
|-----------------|----------------|---|-------------------|
| Stuart Gulliver | 260,648 | 122,505 | 138,143 |
| Iain Mackay | 151,776 | 71,335 | 80,441 |
| Marc Moses | 154,544 | 72,636 | 81,908 |

Other PDMRs

| Name | Shares awarded | Shares sold in respect of Income Tax and Social Security liabilities at £6.4994 per share | Net shares vested |
|------|----------------|---|-------------------|
|------|----------------|---|-------------------|

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| | | | |
|----------------|---------|--------|--------|
| Samir Assaf | 112,715 | 52,977 | 59,738 |
| Peter Boyles | 45,206 | 20,343 | 24,863 |
| Patrick Burke | 71,101 | 39,689 | 31,412 |
| John Flint | 67,242 | 31,604 | 35,638 |
| Andy Maguire | 62,295 | 29,279 | 33,016 |
| Paulo Maia | 33,616 | 11,766 | 21,850 |
| Noel Quinn | 47,628 | 22,386 | 25,242 |
| Antonio Simoes | 45,700 | 21,480 | 24,220 |
| Peter Wong | 69,808 | 10,472 | 59,336 |

(ii)

Deferred Award

The award will vest in five equal annual tranches commencing in March 2020. Upon vesting, a six-month retention period applies.

Other PDMRs

| Name | Shares awarded |
|------|----------------|
|------|----------------|

| | |
|-------------|---------|
| Samir Assaf | 169,073 |
|-------------|---------|

| | |
|--------------|--------|
| Peter Boyles | 67,809 |
|--------------|--------|

| | |
|----------------|---------|
| Patrick Burke* | 106,652 |
|----------------|---------|

| | |
|------------|---------|
| John Flint | 100,863 |
|------------|---------|

| | |
|--------------|--------|
| Andy Maguire | 93,442 |
|--------------|--------|

| | |
|-------------|--------|
| Paulo Maia* | 50,425 |
|-------------|--------|

| | |
|------------|--------|
| Noel Quinn | 71,443 |
|------------|--------|

| | |
|----------------|--------|
| Antonio Simoes | 68,550 |
|----------------|--------|

| | |
|-------------|---------|
| Peter Wong* | 104,712 |
|-------------|---------|

*Awards vest in five equal annual tranches commencing in March 2018.

The following disclosure is made in accordance with Article 19 of the EU Market Abuse Regulation 596/2014.

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

Name of natural person Stuart Gulliver

2 - Reason for the notification

Position/status Group Chief Executive

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 |
|---------------------|----------------------------------|---------------------|---|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | GBP – British Pound |
| | | | Price | Volume |
| | | | £6.50 | 874,210 |
| | | | £6.503 | 874,210 |
| | | | | £5,684,987.63 |
| | | | | £5,684,987.63 |

Nature of Transaction:

Acquisition

| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | Currency |
|---------------------|----------------------------------|---------------------|---|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | GBP – British Pound |
| | | | Price | Volume |
| | | | £6.50 | 122,505 |
| | | | £6.499 | 122,505 |
| | | | | £796,209.00 |
| | | | | £796,209.00 |

Nature of Transaction:

Disposal

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

Name of natural person Iain Mackay

2 - Reason for the notification

Position/status Group Finance Director
 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 |
|---------------------|----------------------------------|---------------------|---|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | GBP – British Pound |
| | | | Price | Volume |
| | | | £6.50 | 495,002 |
| | | | £6.503 | 495,002 |
| | | | £6.50 | 71,335 |
| | | | £6.499 | 71,335 |

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

Name of natural person Marc Moses
 Position/status Group Chief Risk 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)

Transaction(s) summary table

| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | Currency |
|------------------------|----------------------------------|---------------------|---|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | GBP – British Pound |
| | | | Price Volume | Total |
| Nature of Transaction: | | | £6.50 497,770 | £3,236,998.31 |
| Acquisition | | | Aggregated £6.503 497,770 | £3,236,998.31 |
| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | Currency |
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | GBP – British Pound |
| | | | Price Volume | Total |
| Nature of Transaction: | | | £6.50 72,636 | £472,090.42 |
| Disposal | | | Aggregated £6.499 72,636 | £472,090.42 |

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

Name of natural person Samir Assaf

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

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Full name of the entity HSBC Holdings plc

MLU0ZO3ML4LN2LL2TL39

Legal Entity Identifier code

4 - Details of the transaction(s)

Transaction(s) summary table

| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | Currency |
|---------------------|----------------------------------|---------------------|---|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | GBP – British Pound |
| | | | Price | Total |

Nature of Transaction:

Acquisition

£6.50 281,788 £1,832,467.36

Aggregated £6.503 281,788 £1,832,467.36

| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | Currency |
|---------------------|----------------------------------|---------------------|---|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | GBP – British Pound |
| | | | Price | Total |

Nature of Transaction:

Disposal

£6.50 52,977 £344,318.71

Aggregated £6.499 52,977 £344,318.71

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

Name of natural person Peter Boyles

2 - Reason for the notification

Position/status Chief Executive of Global Private Banking

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 |
|------------------------|----------------------------------|---------------------|---|---------|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | | GBP – British Pound |
| | | | Price | Volume | Total |
| Nature of Transaction: | | | £6.50 | 113,015 | £734,936.54 |
| Acquisition | | | £6.503 | 113,015 | £734,936.54 |
| | | Aggregated | | | |
| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | | Currency |
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | | GBP – British Pound |
| | | | Price | Volume | Total |
| Nature of Transaction: | | | £6.50 | 20,343 | £132,217.29 |
| Disposal | | | £6.499 | 20,343 | £132,217.29 |
| | | Aggregated | | | |

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

Name of natural person Patrick Burke

2 - Reason for the notification

Position/status President and Chief Executive of HSBC US

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)

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Transaction(s) summary table

| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | | Currency | |
|------------------------|----------------------------------|---------------------|---|---------|---------------------|---------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | | GBP – British Pound | |
| | | | Price | Volume | Total | |
| Nature of Transaction: | | | £6.50 | 177,753 | £1,155,927.76 | |
| Acquisition | | | Aggregated | £6.503 | 177,753 | £1,155,927.76 |

| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | | Currency | |
|------------------------|----------------------------------|---------------------|---|--------|---------------------|-------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | | GBP – British Pound | |
| | | | Price | Volume | Total | |
| Nature of Transaction: | | | £6.50 | 39,689 | £257,954.69 | |
| Disposal | | | Aggregated | £6.499 | 39,689 | £257,954.69 |

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

Name of natural person: John Flint

2 - Reason for the notification

Position/status: Chief Executive, Retail Banking and Wealth Management

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 | Currency |
|---------------------|----------------------|----------|
|---------------------|----------------------|----------|

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| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | Currency |
|------------------------|----------------------------------|---------------------|---|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | GBP – British Pound |
| | | | Price | Total |
| Nature of Transaction: | | | £6.50 | 168,105 |
| Acquisition | | | £6.503 | 168,105 |
| | | | | £1,093,186.82 |

| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | Currency |
|------------------------|----------------------------------|---------------------|---|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | GBP – British Pound |
| | | | Price | Total |
| Nature of Transaction: | | | £6.50 | 31,604 |
| Disposal | | | £6.499 | 31,604 |
| | | | | £205,407.04 |

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

Name of natural person: Andy Maguire

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)

Transaction(s) summary table

| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | Currency |
|------------------------|----------------------------------|---------------------|---|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | GBP – British Pound |
| | | | Price | Total |
| Nature of Transaction: | | | | |

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| | | | | | |
|-------------|--|------------|--------|---------|---------------|
| Acquisition | | | £6.50 | 155,737 | £1,012,757.71 |
| | | Aggregated | £6.503 | 155,737 | £1,012,757.71 |

| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | | Currency |
|------------------------|----------------------------------|---------------------|---|--------|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | | GBP – British Pound |
| | | | Price | Volume | Total |
| Nature of Transaction: | | | £6.50 | 29,279 | £190,295.93 |
| Disposal | | Aggregated | £6.499 | 29,279 | £190,295.93 |

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

Name of natural person Paulo Maia

2 - Reason for the notification

Position/status Chief Executive, Latin America

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 |
|------------------------|----------------------------------|---------------------|---|--------|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | | GBP – British Pound |
| | | | Price | Volume | Total |
| Nature of Transaction: | | | £6.50 | 84,041 | £546,518.62 |
| Acquisition | | Aggregated | £6.503 | 84,041 | £546,518.62 |

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| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | | Currency | |
|------------------------|----------------------------------|---------------------|---|--------|---------------------|------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | | GBP – British Pound | |
| | | | Price | Volume | Total | |
| Nature of Transaction: | | | £6.50 | 11,766 | £76,471.94 | |
| Disposal | | | Aggregated | £6.499 | 11,766 | £76,471.94 |

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

Name of natural person Noel Quinn

2 - Reason for the notification

Position/status Chief Executive, Global Commercial Banking

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 | |
|------------------------|----------------------------------|---------------------|---|---------|---------------------|-------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | | GBP – British Pound | |
| | | | Price | Volume | Total | |
| Nature of Transaction: | | | £6.50 | 119,071 | £774,318.71 | |
| Acquisition | | | Aggregated | £6.503 | 119,071 | £774,318.71 |

| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | | Currency |
|------------------------|----------------------------------|---------------------|---|--------|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | | GBP – British Pound |
| Nature of Transaction: | | | Price | Volume | Total |

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| | | | |
|------------|--------|--------|-------------|
| Disposal | £6.50 | 22,386 | £145,495.57 |
| Aggregated | £6.499 | 22,386 | £145,495.57 |

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

Name of natural person Antonio Simoes

2 - Reason for the notification

Position/status Chief Executive, HSBC 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 Transaction | Currency |
|---------------------|----------------------------------|---------------------|---|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | GBP – British Pound |
| | | | Price | Volume |
| | | | £6.50 | 114,250 |
| | | | | £742,967.75 |
| | | | Aggregated | £6.503 114,250 |
| | | | | £742,967.75 |

Nature of Transaction:

Acquisition

| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | Currency |
|---------------------|----------------------------------|---------------------|---|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | GBP – British Pound |
| | | | Price | Volume |
| | | | £6.50 | 21,480 |
| | | | | £139,607.11 |
| | | | Aggregated | £6.499 21,480 |
| | | | | £139,607.11 |

Nature of Transaction:

Disposal

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

Name of natural person Peter Wong

2 - Reason for the notification

Position/status Deputy Chairman and Chief Executive,
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 |
|------------------------|----------------------------------|---------------------|---|----------------|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | | GBP – British Pound |
| | | | Price | Volume | Total |
| Nature of Transaction: | | | £6.50 | 174,520 | £1,134,903.56 |
| Acquisition | | | Aggregated | £6.503 174,520 | £1,134,903.56 |

| Date of Transaction | Financial Instrument | Identification Code | Place of Transaction | | Currency |
|------------------------|----------------------------------|---------------------|---|---------------|---------------------|
| 2017-02-27 | Ordinary shares of US\$0.50 each | GB0005405286 | London Stock Exchange, Main Market (XLON) | | GBP – British Pound |
| | | | Price | Volume | Total |
| Nature of Transaction: | | | £6.50 | 10,472 | £68,061.72 |
| Disposal | | | Aggregated | £6.499 10,472 | £68,061.72 |

For any queries related to this notification please contact:
Lauren Brown
Shareholder Services Team
020 7992 3761

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

HSBC Holdings plc

By:

Name: Ben J S Mathews

Title: Group Company Secretary

Date: 01 March 2017