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HSBC HOLDINGS PLC Form 6-K May 10, 2012

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 May 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 X Form 40-F

(Indicate by check mark whether the registrant by furnishing the information co0ntained 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 X

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

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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
 - R E T Bennett, a person discharging managerial responsibilities
- 3 Description of shares (including class), debentures, derivatives or any other financial instruments relating to shares
 - US\$0.50 ordinary shares
- 4 State the nature of the transactions

Release by the Trustee of 12,913 ordinary shares following the vesting of the 2009 Restricted Share award made to R E T Bennett under the HSBC Share Plan. The Trustee of the Plan (i) sold 6,715 shares to meet the tax liability; and (ii) transferred 6,198 shares to R E T Bennett as beneficial owner.

- 5 Number of shares, derivatives or any other financial instruments relating to shares acquired
 - (ii) 6,198
- 6 Number of shares, derivatives or any other financial instruments relating to shares disposed
 - (i) 6,715
- 7 Price per share or value of transaction
 - (i) £5.5797
- 8 Date and place of transaction
 - 28 February 2012, London
- 9 Date issuer informed of transaction
 - 10 May 2012
- 10 Name of duly authorised officer/official of issuer responsible for making notification

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Louisa Jenkinson, Senior Assistant Secretary, 020 7991 0593

11 Date of notification

10 May 2012

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: P A Stafford

Title: Assistant Group Secretary

Date: 10 May 2012