

HSBC HOLDINGS PLC  
Form 6-K/A  
May 21, 2009

**FORM 6-K/A**

**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**

42<sup>nd</sup> 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-.....).

The following announcement amends and replaces the announcement made on behalf of J W J Hughes-Hallett on 9 April 2009. The administrators of Esmee Fairbairn Foundation advised of an acquisition of a non-beneficial interest in 92,436 HSBC Holdings plc ordinary shares when the transaction was in fact a disposal of nil paid rights to acquire ordinary shares.

**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)

**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**

i) Esmee Fairbairn Foundation of which J W J Hughes-Hallett, a person discharging managerial responsibility, is a Trustee, ii) Dulwich Picture Gallery, of which J W J Hughes-Hallett is a Trustee and iii) Swire Educational Trust of which J W J Hughes-Hallett is a Trustee.

**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**

i) Sale of non-beneficial interest in nil paid rights

ii) Acquisition of non-beneficial interest in shares following acceptance of rights in accordance with the terms of the Rights Issue announced on 2 March 2009.

iii) Lapse of nil paid rights which, under the terms of the Rights Issue announced on 2 March 2009, were aggregated with rights not taken up by other shareholders, issued as New Ordinary Shares and sold by the Joint Global Co-ordinators for £4.48 per share. The premium obtained over the issue price of £2.54 per share less any expenses of the sale are payable to those shareholders who did not take up their rights.

<R>

**5 Number of shares, derivatives or any other financial instruments relating to shares acquired**

ii) 11,501

</R>

<R>

**6 Number of shares, derivatives or any other financial instruments relating to shares disposed**

i) 92,436 and iii) 11,937 (nil paid rights)

</R>

<R>

**7 Price per share or value of transaction**

i) £1.3112 per nil paid right

ii) £2.54

</R> iii) £1.93098 per lapsed nil paid right

<R>

**8 Date and place of transactions**

i) - 25 March 2009

ii) and iii) - 6 April 2009, London

</R>

<R>

**9 Date issuer informed of transactions**

6 April 2009

</R>

<R>

**10 Total holding following notification**

280,014

</R>

**11 Name of duly authorised officer/official of issuer responsible for making notification**

Nicola Black, Assistant Group Company Secretary, 020 7991 2652

**12 Date of notification**

21 May 2009

Consequently each announcement of a change in the non-beneficial interest of J W J Hughes-Hallett as a Trustee of the Esmee Fairbairn Foundation, Dulwich Picture Gallery and Swire Educational Trust, made after 9 April 2009 has an amended 'total holding following notification' as set out below.

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AND/OR CONNECTED PERSONS**

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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**

Esmee Fairbairn Foundation, Dulwich Picture Gallery and Swire Educational Trust of which J W J Hughes-Hallett, a person discharging managerial responsibility, is a Trustee.

**(3) Description of shares (including class), debentures, derivatives or any other financial instruments relating to shares**

US\$0.50 ordinary shares

**(4) Details of the Announcements that are to be amended and the revised figures**

Date of announcement	RNS Number	The 'Total holding following notification disclosed	Amended 'Total holding following notification'	Nature of the Transaction and the number of shares acquired and /or disposed
27/04/09	2133R	372,450	280,014	Acquisition of non-beneficial interest as trustee – 11,501
27/04/09	2140R	382,038	289,602	Acquisition of non-beneficial interest as trustee – 9,588

**(5) Total holding as at 27 April 2009**

289,602

**(6) Name of duly authorised officer/official of issuer responsible for making notification**

Nicola Black, Assistant Group Company Secretary, 020 7991 2652

**(7) Date of notification**

21 May 2009

**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.

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HSBC Holdings plc

By:

Name: P A Stafford

Title: Assistant Group

Secretary

Date: 21 May 2009