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This announcement is for information purposes only and is not an offer of securities for sale in Hong Kong or elsewhere and is not, and should not be construed as, an inducement or encouragement to buy or sell any securities of Prudential plc (“Prudential”) or Prudential Group plc (“New Prudential”).

Unless otherwise defined in this announcement, capitalized terms shall have the same meaning as those defined in the listing document dated 17 May 2010 (“Listing Document”) issued by Prudential.



PRUDENTIAL

Prudential plc

英國保誠有限公司 *

(Incorporated and registered in England and Wales under the number 01397169)

Stock code: 2378

**LISTING BY WAY OF INTRODUCTION OF THE ENTIRE ISSUED
SHARE CAPITAL OF PRUDENTIAL PLC ON
THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG
LIMITED**

**LISTING BY WAY OF INTRODUCTION OF THE ENTIRE ISSUED
SHARE CAPITAL OF PRUDENTIAL GROUP PLC ON
THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG
LIMITED**

Sponsor

CREDIT SUISSE 
Credit Suisse (Hong Kong) Limited

Application was made by Prudential to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, Prudential Shares currently in issue on the Main Board of the Stock Exchange (“**Prudential Introduction**”). The Prudential Shares are already admitted to the Official List and to trading on the London Stock Exchange, and in the form of American Depositary Shares listed on the New York Stock Exchange through the Company’s ADR facility. Application has also been made to the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) for the secondary listing of the Prudential Shares on the Main Board of SGX-ST which is expected to be effective from 25 May 2010.

Dealings in Prudential Shares on the Stock Exchange are expected to commence on 25 May 2010 at 9:30 a.m.. The Shares will be traded in board lots of 500 Prudential Shares.

The Listing of the Prudential Shares on the Main Board of the Stock Exchange is by way of Introduction only and there are no Prudential Shares being issued or sold in connection with the Listing.

INTRODUCTION

On 1 March 2010, Prudential announced the proposed combination of the Prudential Group and AIA Group Limited (“**AIA**”) to create a leading Asian life insurer. The combination of the Prudential Group and AIA Group will be effected by New Prudential, a newly-incorporated company, acquiring each of Prudential (by way of a scheme of arrangement, the “**Scheme**”) and AIA. Prudential, New Prudential and American International Group Inc. have entered into an agreement under which New Prudential will acquire the entire issued share capital of AIA (“**Acquisition**”). Prudential believes that the combination is a compelling and rare opportunity with strong strategic, operational and financial rationale that will contribute significantly to the achievement of Prudential’s strategic objective to focus on its Asian growth strategy. Prudential also announced on 8 March 2010 its intention to seek a dual primary-listing on the Stock Exchange, in recognition of the importance of Asia to the combined group.

Application has been made by New Prudential to the Listing Committee of the Stock Exchange for the granting of approval for the listing of, and permission to deal in, the New Prudential Shares on the Main Board of the Stock Exchange (“**New Prudential Introduction**”).

It is expected that the New Prudential Introduction of the New Prudential Shares will become effective and that dealings will commence on the business day immediately following the Scheme Effective Date. The New Prudential Shares will be traded in board lots of 500 Shares on the Stock Exchange.

Investors should note that the Acquisition and the Scheme may each not complete. The completion of the Acquisition is subject to the satisfaction (or waiver) of a number of conditions precedent (including the approval of the holders of Prudential Shares, the approval of the Scheme by the Court and relevant competition and regulatory clearances). Any relevant body may refuse its approval or, in the case of competition or regulatory authorities, may seek to make their approval subject to compliance by Prudential with unanticipated or onerous conditions. Prospective investors should refer to the section headed “Risk Factors – Risks Relating to the Transactions” of the Listing Document.

ELIGIBILITY FOR CCASS

Subject to the final approval for the listing of, and permission to deal in, the Prudential Shares on the Main Board of the Stock Exchange as well as Prudential’s compliance with the stock admission requirements of HKSCC, the Prudential Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Prudential Shares on the Main Board of the Stock Exchange or such other date as may be determined by HKSCC.

Subject to the final approval for the listing of, and permission to deal in, the New Prudential Shares on the Main Board of the Stock Exchange as well as New Prudential’s compliance with the stock admission requirements of HKSCC, the New Prudential Shares, will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the New Prudential Shares on the Main Board of the Stock Exchange or such other date as may be determined by HKSCC.

Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day (T+2). All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made for the Prudential Shares and New Prudential Shares to be admitted into CCASS.

LISTING DOCUMENT, SUPPLEMENTAL LISTING DOCUMENT AND NEW PRUDENTIAL LISTING DOCUMENT

Prudential is publishing the Listing Document in connection with the Introduction. On 17 May 2010 at 2:00 p.m., Prudential announced (1) the terms of the Rights Issue and (2) its first quarter 2010 interim management statement (“**2010 First Quarter Results**”) (“**Announcement**”). Please

refer to the Company's website at <http://www.prudential.co.uk/transaction>, the website of the London Stock Exchange <http://www.londonstockexchange.com> and the website of the Stock Exchange <http://www.hkexnews.hk> for a copy of the Announcement.

The Supplemental Listing Document dated 17 May 2010 ("**Supplemental Listing Document**") sets out additional information relating to the Rights Issue and the 2010 First Quarter Results.

New Prudential is publishing a listing document ("**New Prudential Listing Document**") in connection with the New Prudential Introduction.

AVAILABILITY OF THE LISTING DOCUMENT, SUPPLEMENTAL LISTING DOCUMENT AND NEW PRUDENTIAL LISTING DOCUMENT

Physical copies of the Listing Document and the Supplemental Listing Document, which contain particulars given in compliance with the Listing Rules applicable to the Introduction, will be available for information purposes only during normal business hours from 18 May 2010 to 1 June 2010, from 9:00 a.m. to 5:00 p.m. at the office of Credit Suisse (Hong Kong) Limited at 45/F, Two Exchange Square, 8 Connaught Place Central, Hong Kong.

In addition, electronic copies of the Listing Document and the Supplemental Listing Document will be disseminated from 18 May 2010 from 9:00 a.m. through:

- the website of Prudential at <http://www.prudential.co.uk/transaction>; and
- the website of the Stock Exchange at <http://www.hkexnews.hk>.

Physical copies of the New Prudential Listing Document, which contain particulars given in compliance with the Listing Rules applicable to the New Prudential Introduction, will be available for information purposes only during normal business hours from 18 May 2010 to 1 June 2010, from 9:00 a.m. to 5:00 p.m. at the office of Credit Suisse (Hong Kong) Limited at 45/F, Two Exchange Square, 8 Connaught Place Central, Hong Kong.

In addition, electronic copies of the New Prudential Listing Document will be disseminated from 18 May 2010 from 9:00 a.m. through:

- the website of Prudential at <http://www.prudential.co.uk/transaction>; and
- the website of the Stock Exchange at <http://www.hkexnews.hk>.

LIQUIDITY ARRANGEMENTS

Prior to and upon the Introduction, the Designated Dealers, will seek to undertake the stock borrowing and other trading arrangements in circumstances described in the section headed “Registration and Removal of Prudential Shares Between Registers – Liquidity Arrangements” in Appendix VIII of the Listing Document. Certain trades envisaged to be carried out by the Designated Dealers during the Designated Period would technically constitute covered short-selling under applicable Hong Kong laws and regulations. In this regard, Credit Suisse has applied for on behalf of the Designated Dealers and has obtained an exemption from the Stock Exchange in order to permit the Designated Dealers to conduct the proposed short sale arrangements during the Continuous Trading Period in circumstances where the Prudential Shares are not “Designated Securities”, as defined in the Stock Exchange Rules and in order to ensure compliance with the Stock Exchange Rules which restrict short sales to only Designated Securities. In addition, the Stock Exchange has waived the restriction on short selling during the Pre-opening Session (from 9.30 a.m. to the commencement of the morning trading session at 10.00 a.m.) to allow the Designated Dealers to effect covered short-sale trades in the Prudential Shares during the daily Pre-opening Session for the duration of the Designated Period in order to enable the Designated Dealers to sell borrowed Prudential Shares during the Pre-opening Session. Credit Suisse has also applied for on behalf of the Designated Dealers and has obtained from the Stock Exchange an exemption from the regulation that a short sale shall not be made on the Stock Exchange below the best current ask price except where the Designated Security is an Exchange Traded Fund traded under the Pilot Program or is an Exchange Traded Fund approved by the SFC to be excluded from the application of this regulation. The above exemptions granted are collectively referred to as the “**Exemptions**”.

No persons other than the Designated Dealers are permitted to enter into short sales of Prudential Shares on the Stock Exchange during the Designated Period or thereafter unless Prudential Shares are designated for short selling by the Stock Exchange. Upon expiry of the Designated Period, the Designated Dealers will not be able to engage in further covered short sales on the Stock Exchange unless the Prudential Shares are designated for short selling by the Stock Exchange.

Such activities and Exemptions will facilitate the Designated Dealers in conducting stock trading activities on the Stock Exchange during the Designated Period with a view to seeking to provide liquidity to meet demand for Prudential Shares upon and in the period immediately following the Introduction.

The Designated Dealers will set up designated broker identity numbers solely for the purposes of carrying out covered short-sale and other trades (including purchases and sales of Prudential Shares) in Hong Kong pursuant to those arrangements, in order to assist in identification and thereby seek

to enhance the transparency of such trades on the Hong Kong market. Once the respective designated broker identity numbers are available and in any event not later than the Business Day before the first day of the Introduction, the Designated Dealers will notify Prudential of their designated broker identity numbers. Such information will then be posted on the website of Prudential, and disclosed by way of an announcement on the Stock Exchange. Any change in such designated broker identity numbers will be disclosed as soon as practicable using the same channels as described above.

Prudential will, as soon as practicable and in any event before the opening of trading hours on the Business Day immediately before the first day of the Prudential Introduction, release an announcement on the website of the Stock Exchange to inform the investing public of the following information:

- as at 5:00 p.m. (UK time) on 19 May 2010, being the latest time for holders of Shares to submit removal instructions to the Principal Share Registrar under the Batch Removal process, the number of Prudential Shares in respect of which the Principal Share Registrar has received instructions from Shareholders for the removal of such Prudential Shares to the HK Register under the Batch Removal process; and
- as at 7:00 a.m. (Hong Kong time) on 24 May 2010, the total number of Prudential Shares which have been registered on the HK Register.

Prospective investors should refer to the section headed “Registration and Removal of Prudential Shares Between Registers – Liquidity Arrangements” in Appendix VIII of the Listing Document for further details, and should refer to the associated risk factors, including those described in the section headed “Risk Factors - Risks Relating To The Introduction” of the Listing Document.

INVESTOR AWARENESS

Prior to the Prudential Introduction, Prudential and the Designated Dealers have been cooperating to inform the investor community in UK of the processes for removing Prudential Shares to the HK Register, and to inform the investor community in Hong Kong of the liquidity arrangements, as disclosed in the Listing Document, and any developments or changes thereto. After the Prudential Introduction has taken place, Prudential and the Designated Dealers may continue to take measures to educate the public.

In particular, announcements will be released on the Stock Exchange disclosing, among others, the closing price of the Prudential Shares on the London Stock Exchange, as well as any relevant developments and updates with regard to the liquidity arrangements. These announcements will be made on 20 May 2010 (in respect of the Share closing price on the London Stock Exchange on 19 May 2010), 24 May 2010 (in respect of the Share closing price on the London Stock Exchange on 20 May 2010 and 21 May 2010) and not later than 9:00 a.m. on 25 May 2010 (in respect of the Share closing price on the London Stock Exchange on 24 May 2010).

Real-time trading information in respect of the Prudential Shares can also be obtained from the following sources:

- the website of the London Stock Exchange at <http://www.londonstockexchange.com/information-providers/market-data/market-data.htm>, at no cost; or
- through service providers that provide such facilities at investors' own expense. Such service will be provided on and subject to the terms and conditions of the relevant service provider.

By order of the board of directors of

Prudential plc

Margaret Ann Coltman

Company Secretary

Hong Kong, 18 May 2010

As at the date of this announcement, the directors of Prudential plc are:

Executive Directors

Cheick Tidjane Thiam

Nicolaos Andreas Nicandrou ACA

Robert Alan Devey

Clark Preston Manning Jr. FSA MAAA

Michael George Alexander McLintock

Barry Lee Stowe

Independent Non-executive Directors

Harvey Andrew McGrath

Keki Bomi Dadiseth FCA

Michael William Oliver Garrett

Ann Frances Godbehere FCGA

Bridget Ann Macaskill

Kathleen Anne O'Donovan ACA

James Hood Ross

Lord Andrew Turnbull KCB CVO

** For identification purpose*