

*Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and the Singapore Exchange Securities Trading Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss however arising from or in reliance upon the whole or any part of the contents of this announcement.*



**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)**

**OVERSEAS REGULATORY ANNOUNCEMENT**

**NOTIFICATION OF TRANSACTIONS OF DIRECTORS /  
PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY  
OR CONNECTED PERSONS**

1. Name of the *issuer*

**Prudential plc**

2. State whether the notification relates to (i) a transaction notified in accordance with *DTR* 3.1.2R; (ii) a disclosure made in accordance LR 9.8.6R(1); or (iii) a disclosure made in accordance with section 793 of the Companies Act (2006)

**(i)**

3. Name of *person discharging managerial responsibilities/director*

**N A Nicandrou**

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

**Relates to person named in 3 above**

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

**Relates to person named in 3 above**

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

**Ordinary shares of 5p each**

7. Name of registered shareholder(s) and, if more than one, the number of *shares* held by each of them

**Prudential Group Share Incentive Plan Trust (the Trust)**

8. State the nature of the transaction

**A purchase was made on 8 March 2011 of ordinary shares in the Company by Yorkshire Building Society (the Trustee of the Trust) at a price of £7.04 per share for the purpose of satisfying the purchase of ordinary shares on behalf of eligible employees (including executive directors and persons discharging managerial responsibility) who have elected to join the Prudential Group Share Incentive Plan (the Plan). The Plan has been approved by the Inland Revenue as a share incentive plan under the Income Tax (Earnings and Pensions) Act 2003.**

**The number of ordinary shares purchased on this date on behalf of the executive directors and persons discharging managerial responsibility participating in the Plan is set out in Section 9 below.**

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

**N A Nicandrou – 21 ordinary shares**

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

**N A Nicandrou – less than 0.0000009%**

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

**N/A**

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

**N/A**

13. Price per share or value of transaction

**8 March 2011 – £7.04**

14. Date and place of transaction

**8 March 2011, London**

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

**N A Nicandrou – 658,128 ordinary shares, less than 0.03%**

16. Date issuer informed of transaction

**8 March 2011**

**If a *person discharging managerial responsibilities* has been granted options by the issuer complete the following boxes**

17. Date of grant

**N/A**

18. Period during which or date on which it can be exercised

**N/A**

19. Total amount paid (if any) for grant of the option

**N/A**

20. Description of *shares* or debentures involved (*class* and number)

**N/A**

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

**N/A**

22. Total number of *shares* or debentures over which options held following notification

**N/A**

23. Any additional information

N/A

24. Name of contact and telephone number for queries

**Jennie Webb, Group Secretariat, +44 20 7548 2027**

Name of duly authorised officer of issuer responsible for making notification

**Clive Burns, Head of Group Secretariat, +44 20 7548 3805**

Date of notification

**9 March 2011**

**Prudential plc is not affiliated in any manner with Prudential Financial Inc, a company whose principal place of business is in the United States of America**

**Notes:** This form is intended for use by an *issuer* to make an *RIS* notification required by *DR 3.3*.

- (1) An *issuer* making a notification in respect of a transaction relating to the *shares* or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An *issuer* making a notification in respect of a derivative relating the *shares* of the *issuer* should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An *issuer* making a notification in respect of a *financial instrument* relating to the *shares* of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

As at the date of this announcement, the Board of Directors of Prudential plc comprises:

*Executive Directors*

Cheick Tidjane Thiam (*Group Chief Executive*)

Nicolaos Andreas Nicandrou ACA

Robert Alan Devey

John William Foley

Michael George Alexander McLintock

Barry Lee Stowe

Michael Andrew Wells

*Independent Non-executive Directors*

Harvey Andrew McGrath (*Chairman*)

Keki Bomi Dadiseth FCA

Howard John Davies

Michael William Oliver Garrett

Ann Frances Godbehere FCGA

Bridget Ann Macaskill

Paul Victor Falzon Sant Manduca

Kathleen Anne O'Donovan ACA

James Hood Ross

Lord Andrew Turnbull KCB CVO

\* *For identification purpose*