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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*

**M Coltman, H Davies, R Devey, J Foley, M McLintock, N Nicandrou, B Stowe, T Thiam,
M Wells**

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

N/A

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

Notification relates to the persons 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

M Coltman - shares held in trust in the name of BWCI Trust Company Limited

H Davies

R Devey - shares held in trust in the name of BWCI Trust Company Limited

J Foley - shares held in trust in the name of BWCI Trust Company Limited

M McLintock - shares held in trust in the name of BWCI Trust Company Limited

**N Nicandrou - shares held in trust in the name of BWCI Trust Company Limited
- shares held in the Prudential Group Share Incentive Plan by Yorkshire Building Society Trustees**

**B Stowe - shares held in trust in the name of BWCI Trust Company Limited
- American Depository Receipts (ADRs) representing Prudential plc ordinary shares (Ratio 1 ADR equals 2 ordinary shares) held in trust in the name of BWCI Trust Company Limited**

T Thiam - shares held in trust in the name of BWCI Trust Company Limited

M Wells - American Depository Receipts (ADRs) representing Prudential plc ordinary shares (Ratio 1 ADR equals 2 ordinary shares) held in trust in the name of BWCI Trust Company Limited

8. State the nature of the transaction

Dividend Re-investment Plan 2011 interim dividend on ordinary shares of Prudential plc

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

M Coltman

340 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan

H Davies

22 ordinary shares

R Devey

1,049 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan

John Foley

5,778 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the PruCap Deferred Share Plan

M McLintock

4,042 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan

N Nicandrou

1,036 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan

7 ordinary shares acquired in respect of shares held in trust under the Prudential Group Share Incentive Plan

B Stowe

315 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan

674 American Depository Receipts (ADRs) representing 1,348 Prudential plc ordinary shares (Ratio 1 ADR equals 2 ordinary shares) held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan

Tidjane Thiam

4,938 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan

M Wells

643 American Depository Receipts (ADRs) representing 1,286 Prudential plc ordinary shares (Ratio 1 ADR equals 2 ordinary shares) held in trust under Deferred Share Awards under the Group Deferred Bonus Plan

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

M Coltman – less than 0.00002%

H Davies – less than 0.0000009%

R Devey – less than 0.00005%

J Foley – less than 0.0003%

M McLintock – less than 0.0002%

N Nicandrou – less than 0.00005%

B Stowe – less than 0.00007%

T Thiam – less than 0.0002%

M Wells – less than 0.00006%

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

£5.6319 per share, inclusive of 0.5% commission and 0.5% stamp duty

£5.6319 per share – shares held in Trust in the name of BWCI Trust Company Limited – date of transaction 22 September 2011

£5.60 per share – shares held in Trust with Yorkshire Building Society – date of transaction 22 September 2011

USD16.99 per ADR – ADRs held in Trust in the name of BWCI Trust Company Limited – date of transaction 22 September 2011

14. Date and place of transaction

See section 13 above – London in respect of shares, New York in respect of ADRs

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

M Coltman – 184,309 ordinary shares, less than 0.008%

H Davies – 3,083 ordinary shares, less than 0.0002%

R Devey – 728,463 ordinary shares, less than 0.02%

J Foley – 703,054 ordinary shares, less than 0.03%

M McLintock – 802,140 ordinary shares, less than 0.04%

N Nicandrou – 844,572 ordinary shares, less than 0.04%

B Stowe – 1,102,459 ordinary shares (made up of 491,666 ADRs representing 983,332 ordinary shares and 119,127 ordinary shares), less than 0.05%

T Thiam – 1,834,455 ordinary shares, less than 0.08%

M Wells – 1,101,514 ordinary shares, (made up of 550,757 ADRs representing 1,101,514 ordinary shares), less than 0.05%

16. Date issuer informed of transaction

27 September 2011 – London, New York

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

28 September 2011 – London, New York

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:

Chairman

Harvey Andrew McGrath

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 and Michael Andrew Wells

Independent Non-executive Directors

Keki Bomi Dadiseth FCA, Sir Howard John Davies, Michael William Oliver Garrett, Ann Frances Godbehere FCGA, Bridget Ann Macaskill, Paul Victor Falzon Sant Manduca, Kathleen Anne O'Donovan ACA and Lord Andrew Turnbull KCB CVO

* *For identification purposes*