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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 McLintock, 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*

Relates to persons 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 persons named in 3 above

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

M McLintock, B Stowe and T Thiam - Ordinary Shares of 5p each

M Wells - American Depository Receipts (ADRs) representing a ratio whereby 1 ADR equals 2 Prudential plc 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

BWCI Trust Company Limited

8. State the nature of the transaction

M McLintock, B Stowe and T Thiam - Release of Deferred Share Awards under the Annual Incentive Plan and sale of shares to cover tax liabilities

M Wells - Release of ADRs, comprising the 2008 Award made under the JNL Performance Share Plan and subsequent sale of ADRs to settle tax liability

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

M McLintock - 137,700 Ordinary Shares

B Stowe - 22,643 Ordinary Shares

T Thiam - 69,924 Ordinary Shares

M Wells - 42,450 ADRs, representing 84,900 Ordinary Shares

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

M McLintock - less than 0.006%

B Stowe - less than 0.0009%

T Thiam - less than 0.003%

M Wells - less than 0.004%

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed
- M McLintock – 5,006 Ordinary Shares**
B Stowe – 11,322 Ordinary Shares
T Thiam – 2,542 Ordinary Shares
M Wells – 15,686 ADRs, representing 31,372 Ordinary Shares
12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)
- M McLintock - less than 0.0002%**
B Stowe - less than 0.0005%
T Thiam - less than 0.0001%
M Wells - less than 0.002%
13. Price per share or value of transaction
- M McLintock, B Stowe and T Thiam - £ 7.895**
M Wells - US\$ 25.0202
14. Date and place of transaction
- M Mc Lintock, B Stowe and T Thiam - 19 March 2012, London**
M Wells - 15 March 2012, New York
15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)
- M McLintock – 797,134 Ordinary Shares, less than 0.04%**
B Stowe – 1,091,137 Ordinary Shares (made up of 107,805 Ordinary Shares and 491,666 ADRs representing 983,332 Ordinary Shares), less than 0.05%
T Thiam – 1,831,913 Ordinary Shares, less than 0.08%
M Wells – 1,070,142 Ordinary Shares (made up of 535,071 ADRs representing 1,070,142 Ordinary Shares), less than 0.05%
16. Date issuer informed of transaction
- 19 March 2012**
- 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, Share Plans Adviser, +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

19 March 2012

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, Alexander Dewar Kerr Johnston CMG FCA, Paul Victor Falzon Sant Manduca, Kaikhushru Shiavax Nargolwala FCA, Kathleen Anne O'Donovan ACA and Lord Andrew Turnbull KCB CVO

* *For identification purposes*