

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyy	y): <u>31/05/2012</u>		
To: Hong Kong Exchanges and Cle	earing Limited		
Name of Issuer Pru	dential plc		
Date Submitted 7 Ju	ne 2012		
I. Movements in Authorised Share C	Capital		
1. Ordinary Shares			
(1) Stock code : <u>2378</u> De	scription : Ordinary	shares of GBP	0.05 each
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	n <u>N</u> /A		
Increase/(decrease)			
Balance at close of the month			
(2) Stock code: N/A De	scription :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	n		
Increase/(decrease)			
Balance at close of the month			

2. Preference Shares Stock code: N/A Descr	iption :		
	No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			
3. Other Classes of Shares			
Stock code : N/A Descr	iption :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			
Total authorised share capital at the end	1.611.0	N/A	

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other classes
	(1)	(2)	shares	of shares
Balance at close of preceding month	2,551,677,417	N/A	N/A	N/A
Increase/ (decrease) during the month	54,189			
Balance at close of the month	2,551,731,606			

III. Details of Movements in Issued Share Capital

Share Options (under Sha	are Option Sc	hemes of the Iss	uer)			
Particulars of share option scheme including EGM approval date		Movement duri	ing the month		No. of new shares of issuer issued during the month	No. of new shares of issuer which may be issued pursuant thereto
(dd/mm/yyyy) and class of shares issuable	Granted	Exercised	Cancelled	Lapsed	pursuant thereto	as at close of the month
1. 1993/2003						
Prudential						
Savings-						
Related Share						
Option Schemes						
(/ /)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	Nil
(Note 1)						
2. 2003/2013						
Prudential						
Savings-						
Related Share						
Option Schemes						
(/ /)						
Ordinary shares	Nil	15,207	Nil	4,752	31,518	6,187,026
(Note 1)						
3. 2000/2010						
Prudential						
International						
Savings-						
Related Share						
Option Schemes						
Ordinary shares	Nil	5,994	Nil	14,107	5,994	2,704,659
$\frac{\text{Note }1)}{\text{Note }1)}$	1111			11,107		2,701,009
4. Prudential						
4. Frudential International						
Assurance Sharesave						
Plans						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	39,313
$\frac{Oldmary shares}{(Note 1)}$	1 111	1411	1 411	1111	1/11	37,313
(17070 1)						

III. Details of Movements in Issued Share Capital (Continued)

Share Options (under Share Option Schemes of the Issuer) (Continued)

Share Options (under Sha	are Option Sch	emes of the Issi	uer) (Continued))		
Particulars of share option scheme including EGM approval date		Movement duri	No. of new shares of issuer issued during the month pursuant	No. of new shares of issuer which may be issued pursuant thereto as at close of the		
(dd/mm/yyyy) and class of shares issuable					thereto	month
	Granted	Exercised	Cancelled	Lapsed		
5. 2002/2012 Prudential International Savings- Related Share Option Schemes						
For Non- Employees						
Ordinary shares (Note 1)	Nil	16,677	Nil	10,486	16,677	4,055,485
6. 2006 Prudential Business Unit Performance Plan (/ /) Ordinary shares (Note 1)	602,937	Nil	Nil	Nil	Nil	1,888,351
7. 2006 Prudential Group Performance Share Plan (/ /) Ordinary shares (Note 1)	2,587,128	Nil	Nil	Nil	Nil	8,708,961
8. 2011 The Prudential Agency Long Term Incentive Plan (/ /)						
$\frac{\text{Ordinary shares}}{(Note \ 1)}$	310,500	Nil	Nil	Nil	Nil	582,000
			,	nce shares)	54,189 N/A N/A	
Total funds raised during options (State currency)	the month fro	m exercise of	GBP 160,160	.23		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value nominal close of value preceding mon	during the	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A	_				
	_				
					<u> </u>
Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price		<u></u>			
EGM approval date					
(if applicable) (dd/mm/yyyy)	(/ /)				
2. N/A					
	_				
(/ /)					
(/ /) Stock code (if listed)					
Class of shares					
issuable (Note 1)					
Subscription price EGM approval date					
(if applicable)					
(dd/mm/yyyy)	(/ /)				
3. N/A	_				
	_				
(/ /)					
Stock code (if listed)					
Class of shares issuable (<i>Note 1</i>)					
Subscription price					
EGM approval date					
(if applicable) (dd/mm/yyyy)	(/ /)				
4. N/A	(' ')				
	- -				
					
(/ /) Stock code (if listed)					
Class of shares					
issuable (Note 1)					
Subscription price EGM approval date					
(if applicable)					
(dd/mm/yyyy)	(/ /)	<u></u>			
	T	otal B. (Ordi	nary shares) N/A		
	-	,	ence shares) N/A		-
		(Other class) N/A	<u> </u>	_

Convertibles (i.e. Convertible i		Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. N/A	8					
Stock code (if listed)	<u> </u>					
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy))	(/ /)					
2. N/A	<u> </u>					
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price EGM approval date (if applicable)						
(dd/mm/yyyy) 3. N/A	(// /)					
-						
						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
4. N/A	<u></u>					
Stock code (if listed)						
Class of shares						
issuable (<i>Note 1</i>) Subscription price						
EGM approval date						
(if applicable)	(/ /)					
(dd/mm/yyyy)	(/ /)		Total C. (Ordin	nary shares) N/A	A	
			(Prefere	ence shares) $\overline{N/A}$	A	- -
			(Other class) N/A	<u> </u>	-

For Main Board and GEM listed issuers Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

under Snare Option Schemes)		
Full particulars including EGM approval date (dd/mm/yyyy),	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
if applicable, and class of shares issuable:		
1. N/A		
1. <u>IV/A</u>	4	
(/ /)		
shares (Note 1)		
2. N/A		
2. 17/11	-	
	4	
(/ /)		
shares (Note 1)		
3. N/A		
J. <u>IVA</u>	4	
shares (Note 1)	1	
Sildres (Note 1)	+	
T ₁ ,1D ₁ (O ₁) 1 1	NT/A	
Total D. (Ordinary shares)		
(Preference shares)	N/A	
(Other class)	N/A	
	1	

							No. of new shares of issuer issued during the month pursuant thereto	may be issued pursuant thereto as at close of the
	Type of Issue							month
				Class of shares issuable (Note 1)				
1.	Rights issue	At price : State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (Note 1)				
2.	Open offer	At price : State currency	N/A	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (Note 1)				
3.	Placing	At price : State currency	N/A	Issue and allotment date: (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		
				Class of shares issuable (Note 1)				
4.	Bonus issue		N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
				EGM approval date: (dd/mm/yyyy)	(/ /)		

For Main Board and GEM listed issuers No. of new No. of new shares of issuer shares of issued during issuer which the month may be pursuant issued pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable _____ (*Note 1*) At price : State currency 5. Scrip dividend Issue and allotment (/ / date: (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Class of shares repurchased (Note 1) (/ /) 6. Repurchase of Cancellation date: shares (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/AClass of shares _ redeemed (Note 1) (/ / Redemption of Redemption date: shares (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/A Class of shares issuable -(*Note 1*) (/ / 8. Consideration issue At price : $\frac{\text{State}}{\text{currency}} \frac{\text{N/A}}{\text{Consideration}}$ Issue and allotment date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy)

For Main Board and GEM listed issuers No. of new No. of new shares of issuer shares of issued during issuer which the month may be pursuant issued pursuant thereto thereto as at close of the month Type of Issue Class of shares issuable (*Note 1*) (/ /) 9. Capital Issue and allotment reorganisation date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) N/AClass of shares issuable (*Note 1*) At price : State currency 10. Other (/ / Issue and allotment (Please specify) date: (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) Total E. (Ordinary shares) N/A (Preference shares) $\overline{N/A}$ (Other class) N/A

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):		54,189
	(2)	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		N/A
(These figures should be the same as the relevant figures under II above ("Movements in Iss	ued Sh	nare Capital").)

Remarks	(if	any)):
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Section III, item	s 1-5 inclusive. Until December 2011 in order to satisfy anticipated exercises of options					
under the 1993/2003 Prudential Savings-Related Share Option Schemes and the 2003/2013 Prudential						
Savings-Related	Savings-Related Share Option Schemes (the "Schemes"), new ordinary shares were from time to time					
issued by the Co	ompany and allotted to Prudential QUEST Limited, thereby increasing the Company's					
issued ordinary	share capital.					
From December	2011 new shares are issued when options under the Schemes are exercised. Thus, the					
exercise of an op	otion under the Schemes will increase the Company's issued ordinary share capital.					
Section III, item	s 6, 7 and 8. The 2006 Prudential Group Performance Share Plan, Prudential Business					
Unit Performan	ce Plan and Prudential Agency Long Term Incentive Plan are discretionary share					
plans and not sh	are option schemes. However, for the sake of completeness the figures are included in					
Section III as ne	w shares are issued in order to satisfy awards. In order to satisfy anticipated releases of					
shares to partici	pants following the vesting of awards under the 2006 Prudential Group Performance					
Share Plan and	Prudential Business Unit Performance Plan, new ordinary shares are from time to time					
issued by the Co	ompany and allotted to BWCI Trust Company Limited, thereby increasing the Company's					
issued ordinary	share capital.					
Submitted by:	Wong Shuk Ying					
Title:	Assistant Company Secretary					
	(Director, Secretary or other duly authorised officer)					

Notes:

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.