



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/10/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Prudential plc

Date Submitted 7 November 2012

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 2378 Description : Ordinary shares of GBP0.05 each

	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u>N/A</u>	<u></u>	<u></u>
Increase/(decrease)	<u></u>	<u></u>	<u></u>
Balance at close of the month	<u></u>	<u></u>	<u></u>

(2) Stock code : N/A Description :

	No. of ordinary shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	<u></u>	<u></u>	<u></u>
Increase/(decrease)	<u></u>	<u></u>	<u></u>
Balance at close of the month	<u></u>	<u></u>	<u></u>

2. Preference Shares

Stock code :	<u>N/A</u>	Description :	<u></u>	
	No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)	
Balance at close of preceding month	<u></u>	<u></u>	<u></u>	
Increase/(decrease)	<u></u>		<u></u>	
Balance at close of the month	<u></u>	<u></u>	<u></u>	

3. Other Classes of Shares

Stock code :	<u>N/A</u>	Description :	<u></u>	
	No. of other classes of shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)	
Balance at close of preceding month	<u></u>	<u></u>	<u></u>	
Increase/(decrease)	<u></u>		<u></u>	
Balance at close of the month	<u></u>	<u></u>	<u></u>	

Total authorised share capital at the end of the month (*State currency*) :

N/A

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	2,556,746,545	N/A	N/A	N/A
Increase/ (decrease) during the month	90,304			
Balance at close of the month	2,556,836,849			

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during 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
	Granted	Exercised	Cancelled	Lapsed		
1. 2003/2013						
Prudential						
Savings-Related Share Option Schemes (/ /)						
Ordinary shares	Nil	46,370	Nil	10,564	46,370	4,568,409
(Note 1)						
2. 2011/2021						
Prudential						
International Savings-Related Share Option Schemes (/ /)						
Ordinary shares	Nil	5,648	Nil	21,932	5,648	1,532,883
(Note 1)						
3. 2011/2021						
Prudential						
International Assurance Sharesave Plans (/ /)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	13,828
(Note 1)						
4. 2002/2012						
Prudential						
International Savings-Related Share Option Schemes for Non-Employees (/ /)						
Ordinary shares	Nil	38,286	Nil	6,888	38,286	3,201,836
(Note 1)						

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

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

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during 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
	Granted	Exercised	Cancelled	Lapsed		
5. 2012/2022						
Prudential						
International						
Savings-						
Related Share						
Option Scheme						
for Non-						
Employees 2012						
(/ /)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	541,046
(Note 1)						
6. 2006 Prudential						
Business Unit						
Performance						
Plan						
(/ /)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	1,828,934
(Note 1)						
7. 2006 Prudential						
Group						
Performance						
Share Plan						
(/ /)						
Ordinary shares	Nil	Nil	Nil	43,700	Nil	7,522,587
(Note 1)						
8. 2011 The						
Prudential						
Agency						
Long Term						
Incentive						
Plan						
(/ /)						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	582,000
(Note 1)						
Total A. (Ordinary shares)					90,304	
(Preference shares)					N/A	
(Other class)					N/A	
Total funds raised during the month from exercise of options (State currency)						GBP 262,345.20

Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	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						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
2. N/A						
(/ /)						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
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 (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
Total B.				(Ordinary shares) N/A		
				(Preference shares) N/A		
				(Other class) N/A		

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

					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
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month		
1. N/A						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy))	(/ /)					
2. N/A						
Stock code (if listed)						
Class of shares issuable (<i>Note 1</i>)						
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 (<i>Note 1</i>)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
			Total C. (Ordinary shares)	N/A		
			(Preference shares)	N/A		
			(Other class)	N/A		

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)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	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		
(/ /)		
shares (Note 1)		
2. N/A		
(/ /)		
shares (Note 1)		
3. N/A		
(/ /)		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Other Movements in Issued Share Capital

Type of Issue				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. Rights issue	At price : State currency	<u>N/A</u>	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	
2. Open offer	At price : State currency	<u>N/A</u>	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	
3. Placing	At price : State currency	<u>N/A</u>	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	
4. Bonus issue		N/A	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	(/ /)	

For Main Board and GEM listed issuers

				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	
Type of Issue						
5.	Scrip dividend	At price : State currency	<u>N/A</u>	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
6.	Repurchase of shares		<u>N/A</u>	Class of shares _____ repurchased <i>(Note 1)</i> Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
7.	Redemption of shares		<u>N/A</u>	Class of shares _____ redeemed <i>(Note 1)</i> Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
8.	Consideration issue	At price : State currency	<u>N/A</u>	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____

For Main Board and GEM listed issuers

				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
Type of Issue					
9. Capital reorganisation	Class of shares issuable _____ (Note 1)				
	Issue and allotment date : (dd/mm/yyyy)			(/ /)	
	EGM approval date: (dd/mm/yyyy)			(/ /)	
N/A				_____	_____
10. Other (Please specify)	Class of shares issuable _____ (Note 1)				
	At price :	State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	(/ /)
				EGM approval date: (dd/mm/yyyy)	(/ /)
				_____	_____
Total E. (Ordinary shares) N/A					
(Preference shares) N/A					
(Other class) N/A					

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	90,304
	(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 Issued Share Capital").)		

Remarks (if any):

New shares are issued when options are exercised under the Schemes in Section III, items 1 to 5 inclusively.

Thus, exercises of options under the Schemes will increase the Company's issued ordinary share capital.

In September 2012, new options were granted under the Schemes in Section III, items 1 to 2 and 5, these include 2003/2013 Prudential Savings-Related Share Option Schemes, 2011/2021 Prudential International Savings-Related Share Option Schemes and 2012/2022 Prudential Savings-Related Share Option Scheme For Non-Employees 2012.

Section III, items 6, 7 and 8. The 2006 Prudential Group Performance Share Plan, Prudential Business Unit Performance Plan and Prudential Agency Long Term Incentive Plan are discretionary share plans and not share option schemes. However, for the sake of completeness the figures are included in Section III as new shares are issued in order to satisfy awards. In order to satisfy anticipated releases of shares to participants 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 Company 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.*