

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) :	31/12/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Prudential plc
Date Submitted	8 January 2013

I. Movements in Authorised Share Capital

1. Ordinary Shares			
(1) Stock code : <u>2378</u> Descri	ption : 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/A		
Increase/(decrease)			
Balance at close of the month			
(2) Stock code : <u>N/A</u> Descri	ption :		
	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month			
Increase/(decrease)			
Balance at close of the month			

# 2. Preference Shares

Stock code :	N/A	Descri	ption :		
			No. of preference shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close	of preced	ing month			
Increase/(decreas	se)				
Balance at close	of the mo	nth			

#### 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 precedin	ng month		·	
Increase/(decrea	se)				
Balance at close	of the mon	ıth			

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

### II. Movements in Issued Share Capital

	No. of ordi	nary shares	No of preference	No. of other	
	(1)	(2)	shares	classes of shares	
Balance at close of preceding month	2,556,952,310	N/A	N/A	N/A	
Increase/ (decrease) during the month	290,042				
Balance at close of the					
month	2,557,242,352				

#### III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Share Options (under Sha	are option bei	lemes of the 1880				N. 6 1
Particulars of share option scheme including EGM approval date		Movement duri	ng the month		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	Granted	Exercised	Cancelled	Lapsed	thereto	month
1. 2003/2013         Prudential         Savings-         Related Share         Option Scheme         ( / / )         Ordinary shares         (Note 1)	Nil	199,670	Nil	19,898	199,670	4,302,140
2. 2011/2021         Prudential         International         Savings-         Related Share         Option Scheme         ( / / )         Ordinary shares         (Note 1)	Nil	58,975	Nil	2,401	58,975	1,431,404
3. 2011/2021         Prudential         International         Assurance         Sharesave Plan         ( / / )         Ordinary shares         (Note 1)	Nil	1,627	Nil	160	1,627	10,852
4. 2002/2012         Prudential         International         Savings-         Related Share         Option Scheme         for Non-         Employees         ( / / )						
$\frac{\text{Ordinary shares}}{(Note \ 1)}$	Nil	29,770	Nil	16,329	29,770	3,112,799

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

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

Share Options (under Sha Particulars of share option scheme including EGM approval date	<b>L</b>	Movement du	, <u>,</u> ,	<u></u>	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			0		pursuant	as at close of the
class of shares issuable		<b></b>			thereto	month
	Granted	Exercised	Cancelled	Lapsed		
<u>5. 2012/2022</u>						
Prudential						
International						
Savings- Related Share						
Option Scheme						
for Non-						
Employees 2012						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	539,615
(Note 1)	1111	1111	1111	1111		559,015
(Note 1)						
6. 2006 Prudential						
Business Unit						
Performance						
Plan						
Ordinary shares	Nil	Nil	Nil	1,209	Nil	1,827,725
(Note 1)						
7. 2006 Prudential						
Group						
Performance						
Share Plan						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	7,561,819
(Note 1)	1,111					7,501,017
(11000 1)						
8. 2011 The						
Prudential						
Agency						
Long Term						
Incentive						
Plan						
( / / )						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	582,000
(Note 1)						
			Total A. (Ordir	ary shares)	290,042	
				ence shares)	<u>290,042</u> N/A	
				Other class)		
Total funds raised during	the month fro	m exercise of	(	5 anoi 6 1000)		
options (State currency)			GBP 1,233,17	71 23		
phone (state currency)			001 1,233,1	, 1,25		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value 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)					
<u>2. N/A</u>	( / / / )				
( / / ) Stock code (if listed) Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
<u>3. N/A</u>	-				
( / / )					<u> </u>
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	( / / )				
	-				
( / / )					
Class of shares issuable ( <i>Note 1</i> )					
Subscription price EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
	Total	(Prefere	nary shares) <u>N/A</u> ence shares) <u>N/A</u>	Δ	-
		(	Other class) <u>N/A</u>	1	<u>.</u>

Class and description	Currency of amount outstanding	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	outstanding	monui	monui	monu		
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)						
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)	( / / )					
<b>T. IV</b> / <b>A</b>						
Stock code (if listed)						
issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	( / / )					
· · · · · · · · · · · · · · · · · · ·		r		nary shares) <u>N/A</u>		_
			(Droford	ence shares) N/A	۱ ۱	

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),	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		
( / / )		
shares (Note 1)		
2. <u>N/A</u>	-	
	-	
shares (Note 1)	-	
3. N/A		
shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

	Type of Issue	ssued Share Capital				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 of shares issuable (Note 1)				
1.	Rights issue	At price : $\frac{\text{State}}{\text{currency}} \frac{\text{N/A}}{\text{-}}$	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
2.	Open offer	At price : $\frac{\text{State}}{\text{currency}} \frac{\text{N/A}}{\text{N/A}}$	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable (Note 1)				
3.	Placing	At price : $\frac{\text{State}}{\text{currency}} \frac{\text{N/A}}{\text{-}}$	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)	( / /	)		

	Type of Issue			For Main	Bo	ard and GEM list No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of
			Class of shares issuable $(N + i)$				
5.	Scrip dividend At price : State current	ncy <u>N/A</u>	( <i>Note 1</i> ) Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /			
			Class of shares repurchased ( <i>Note 1</i> )				
6.	Repurchase of shares		Cancellation date : (dd/mm/yyyy)	( / /	)		
		N/A	EGM approval date: (dd/mm/yyyy)	( / /	)		
		N/A					
			Class of shares redeemed ( <i>Note 1</i> )				
7.	Redemption of shares		Redemption date : (dd/mm/yyyy)	( / /	)		
		N/A	EGM approval date: (dd/mm/yyyy)	( / /	)		
			Class of shares issuable ( <i>Note 1</i> )				
8.	Consideration issue At price : State current	ncy <u>N/A</u>	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /	)		
L							

shares of issuer shares of issued during issuer with month may be pursuant issued thereto as close of t month reorganisation 9. Capital reorganisation 9. Capital reorganisation 10. Other (Please specify) At price : State currency N/A 10. Other (Please specify) At price : State currency (Please specify) At price : State					For Main 1	Board and GEM lis	
<ul> <li>issued during issuer wh the month may be pursuant issued thereto a pursuant thereto as close of the month month thereto as close of the month the month the month thereto as close of the month the month thereto as close of the month t</li></ul>							No. of new
the month       may be issued         pursuant       issued         pursuant       pursuant         thereto as close of t       month         9. Capital reorganisation       Issue and allotment (///)         Issue and allotment (d/mm/yyyy)       Issue and allotment (d/mm/yyyy)         EGM approval date: (d/mm/yyyy)       Issue and allotment (d/mm/yyyy)         10. Other (Please specify)       At price : State currency         N/A       Issue and allotment (d/mm/yyyy)         EGM approval date: (d/mm/yyyy)       Issue and allotment (///)         EGM approval date: (d/mm/yyyy)       EGM approval date: (///)							
Pursuant thereto       issued pursuant thereto as the the thereto as the the the thereto as the thereto as the thereto							
Type of Issue       thereto       pursuan thereto as close of t         9. Capital reorganisation       Class of shares issuable (///)       month         9. Capital reorganisation       Issue and allotment (///)							
Type of Issue       thereto as close of t month         9. Capital reorganisation       Class of shares issuable (///)         9. Capital reorganisation       Issue and allotment (///)         10. Other (Please specify)       At price : State currency         N/A       Class of shares issuable (///)         10. Other (Please specify)       At price : State currency         N/A       Class of shares issuable (///)         EGM approval date: (///)       (///)         Issue and allotment (///)       (///)         EGM approval date: (///)       (///)         EGM approval date: (///)       EGM approval date: (///)							
Type of Issue       close of t month         9. Capital reorganisation       Class of shares issuable (///)         Issue and allotment date : (dd/mm/yyyy)       (///)         EGM approval date: (///)       (///)         (dd/mm/yyyy)       (///)         Io. Other (Please specify)       At price : State currency         N/A       Class of shares issuable (///)         Io. Other (Please specify)       At price : State currency         N/A       EGM approval date: (///)         EGM approval date : (///)       EGM approval date: (///)						thereto	pursuant
Type of Issue       month         9. Capital reorganisation       Class of shares issuable (///)							thereto as at
10. Other (Please specify)       At price : $\frac{State}{currency}$ N/A       Class of shares issuable							
9. Capital reorganisation $ \begin{array}{c} (Note 1)\\ Issue and allotment\\date : (dd/mm/yyyy)\\ EGM approval date: (///) (//)\\ Iournet   \begin{array}{c} (//)\\ (//)\\ Iournet \\(Note 1)\\ Issue and allotment\\date : (dd/mm/yyyy)\\ EGM approval date: (//)  Iournet   \begin{array}{c} (//)\\ Iournet \\(//)\\ Iournet \\(//)\\ EGM approval date: (//)  Iournet $		Type of Issue					month
9. Capital reorganisation $ \begin{array}{c} (Note 1)\\ Issue and allotment\\date : (dd/mm/yyyy)\\ EGM approval date: (///) (//)\\ Iournet   \begin{array}{c} (//)\\ (//)\\ Iournet \\(Note 1)\\ Issue and allotment\\date : (dd/mm/yyyy)\\ EGM approval date: (//)  Iournet   \begin{array}{c} (//)\\ Iournet \\(//)\\ Iournet \\(//)\\ EGM approval date: (//)  Iournet $							
reorganisation $ \begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c}$						-	
reorganisation $ \begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c} \begin{array}{c}$	0	Comital		<b>T 1 11 .</b>	(	)	
Introduction (duration (y,y,y)) = EGM approval date: ( / / ) (dd/mm/yyyy) = EGM approval date: ( / / ) = EGM approval date: ( / /	9.					)	
$\frac{\text{Class of shares issuable}}{\text{(Mote 1)}}$ 10. Other (Please specify) At price : $\frac{\text{State}}{\text{currency}} \frac{\text{N/A}}{\text{Issue and allotment}}$ Issue and allotment (///) EGM approval date: (//)		0				``	
N/A					( / /	)	
10. Other (Please specify)       At price : $\frac{State}{currency} \frac{N/A}{}$ Class of shares issuable (Note 1)         10. Other (Please specify)       At price : $\frac{State}{currency} \frac{N/A}{}$ Issue and allotment date : (dd/mm/yyyy)         EGM approval date:       ( / / )				(dd/mm/yyyy)			
10. Other (Please specify)       At price : State currency       N/A       Issue and allotment date : (dd/mm/yyyy)       ( / / )         EGM approval date:       ( / / )			N/A				
10. Other (Please specify)       At price : State currency       N/A       Issue and allotment date : (dd/mm/yyyy)       ( / / )         EGM approval date:       ( / / )							
10. Other (Please specify)       At price : State currency       N/A       Issue and allotment date : (dd/mm/yyyy)       ( / / )         EGM approval date:       ( / / )							
10. Other (Please specify)       At price : State currency       N/A       Issue and allotment date : (dd/mm/yyyy)       ( / / )         EGM approval date:       ( / / )							
10. Other (Please specify)       At price : State currency       N/A       Issue and allotment date : (dd/mm/yyyy)       ( / / )         EGM approval date:       ( / / )				Class of shares issuable		_	
10. Other (Please specify)       At price : State currency       N/A       Issue and allotment date : (dd/mm/yyyy)       ( / / )         EGM approval date:       ( / / )							
date : (dd/mm/yyyy)       EGM approval date:	10	Other	State N/A	, , , , , , , , , , , , , , , , , , ,		``	
date : (dd/mm/yyyy)       EGM approval date:	10.		At price : $\frac{N/A}{CURRENCY}$		( / /	)	
Eon approval date.		(i lease speeng)	currency	date : (dd/mm/yyyy)			
Eoni appioval date.					(	)	
(dd/mm / www.)					( ' '	)	
(dd/mm/yyyy)				(dd/mm/yyyy)			
Total E. (Ordinary shares) N/A							
(Preference shares) <u>N/A</u>				(Pro		·	
(Other class) <u>N/A</u>					(Other c	lass) <u>N/A</u>	

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	290,042					
	(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 Scheme, 2011/2021 Prudential International Savings-Related Share Option Scheme 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.