



香港交易所

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/12/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Prudential plcDate Submitted 8 January 2014

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

## 3. Other Classes of Shares

Stock code :	<u>N/A</u>	Description :	_____
	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	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

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	<b>2,559,319,061</b>	N/A	N/A	N/A
Increase/ (decrease) during the month	<b>1,062,675</b>			
Balance at close of the month	<b>2,560,381,736</b>			

## 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 Scheme						
( / / )						
Ordinary shares	Nil	232,734	Nil	38,934	232,734	3,814,136
(Note 1)						
2. 2013/2023						
Prudential						
Savings-Related Share						
Option Scheme						
( / / )						
Ordinary shares	Nil	Nil	1,396	Nil	Nil	497,493
(Note 1)						
3. 2011/2021						
Prudential						
International						
Savings-Related Share						
Option Scheme						
( / / )						
Ordinary shares	Nil	81,888	7,411	Nil	81,888	1,885,284
(Note 1)						
4. 2011/2021						
Prudential						
International						
Assurance						
Sharesave Plan						
( / / )						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	6,567
(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. 2002/2012 Prudential International Savings- Related Share Option Scheme for Non- Employees ( / / ) Ordinary shares (Note 1)	Nil	748,053	Nil	Nil	748,053	2,299,507
6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- Employees ( / / ) Ordinary shares (Note 1)	Nil	Nil	3,094	Nil	Nil	1,730,999
7. 2006 Prudential Business Unit Performance Plan ( / / ) Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	1,108,814
8. 2006 Prudential Group Performance Share Plan ( / / ) Ordinary shares (Note 1)	118,051	Nil	Nil	Nil	Nil	5,069,336
9. 2011 Prudential Agency Long Term Incentive Plan ( / / ) Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	834,000

## 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		
10. 2013						
Prudential						
Long Term						
Incentive						
Plan						
( / / )						
Ordinary shares	614,222	Nil	Nil	53,061	Nil	6,819,037
(Note 1)						
			Total A. (Ordinary shares)		1,062,675	
			(Preference shares)		N/A	
			(Other class)		N/A	
Total funds raised during the month from exercise of options (State currency)				GBP 4,905,898.87		

## 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)

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						
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)	1,062,675
	(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 6 inclusively. Thus, exercises of options under the Schemes will increase the Company's issued ordinary share capital.**

**In September 2013, new options were granted under the Schemes in Section III, items 2, 3 and 6, these include 2013/2023 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.**

**Section III, items 7, 8, 9 and 10, 2006 Prudential Business Unit Performance Plan, 2006 Prudential Group Performance Share Plan, 2011 Prudential Agency Long Term Incentive Plan and 2013 Prudential 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.*