



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

For the month ended (dd/mm/yyyy) : 31/03/2015

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Prudential plc

Date Submitted 9 April 2015

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 2378 Description : Ordinary shares of GBP 0.05 each

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <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<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <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<br>( <i>State currency</i> ) | Authorised share capital<br>( <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<br>( <i>State currency</i> ) | Authorised share capital<br>( <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   | <u>2,567,925,458</u>   | <u>N/A</u> | <u>N/A</u>              | <u>N/A</u>                     |
| Increase/ (decrease) during the month | <u>2,989,321</u>       | <u></u>    | <u></u>                 | <u></u>                        |
| Balance at close of the month         | <u>2,570,914,779</u>   | <u></u>    | <u></u>                 | <u></u>                        |

## 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  | <u>Nil</u>                | <u>20,185</u> | <u>858</u>   | <u>Nil</u> | <u>20,185</u>  | <u>1,425,277</u>  |
| (Note 1)   |                           |               |              |            |  |   |
| 2. 2013/2023   |                           |               |              |            |  |   |
| Prudential   |                           |               |              |            |  |   |
| Savings-Related Share  |                           |               |              |            |  |   |
| Option Scheme  |                           |               |              |            |  |   |
| ( / / )  |                           |               |              |            |  |   |
| Ordinary shares  | <u>Nil</u>                | <u>Nil</u>    | <u>1,946</u> | <u>Nil</u> | <u>Nil</u>   | <u>1,879,869</u>  |
| (Note 1)   |                           |               |              |            |  |   |
| 3. 2011/2021   |                           |               |              |            |  |   |
| Prudential   |                           |               |              |            |  |   |
| International  |                           |               |              |            |  |   |
| Savings-Related Share  |                           |               |              |            |  |   |
| Option Scheme  |                           |               |              |            |  |   |
| ( / / )  |                           |               |              |            |  |   |
| Ordinary shares  | <u>Nil</u>                | <u>18,421</u> | <u>4,398</u> | <u>Nil</u> | <u>Nil</u>   | <u>1,381,553</u>  |
| (Note 1)   |                           |               |              |            |  |   |
| 4. 2011/2021   |                           |               |              |            |  |   |
| Prudential   |                           |               |              |            |  |   |
| International  |                           |               |              |            |  |   |
| Assurance  |                           |               |              |            |  |   |
| Sharesave Plan   |                           |               |              |            |  |   |
| ( / / )  |                           |               |              |            |  |   |
| Ordinary shares  | <u>Nil</u>                | <u>Nil</u>    | <u>Nil</u>   | <u>Nil</u> | <u>Nil</u>   | <u>Nil</u>  |
| (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<br>Prudential<br>International<br>Savings-<br>Related Share<br>Option Scheme<br>for Non-<br>Employees<br>( / / )<br>Ordinary shares | Nil                       | 52,654    | Nil       | Nil    | 52,654   | 1,252,813   |
| (Note 1)   |                           |           |           |        |  |   |
| 6. 2012/2022<br>Prudential<br>International<br>Savings-<br>Related Share<br>Option Scheme<br>for Non-<br>Employees<br>( / / )<br>Ordinary shares | Nil                       | Nil       | 779       | Nil    | Nil  | 2,354,664   |
| (Note 1)   |                           |           |           |        |  |   |
| 7. 2006 Prudential<br>Business Unit<br>Performance<br>Plan<br>( / / )<br>Ordinary shares   | Nil                       | 528,895   | Nil       | 38,477 | Nil  | Nil   |
| (Note 1)   |                           |           |           |        |  |   |
| 8. 2006 Prudential<br>Group<br>Performance<br>Share Plan<br>( / / )<br>Ordinary shares   | Nil                       | 2,734,052 | Nil       | 40,938 | 2,638,982  | 118,040   |
| (Note 1)   |                           |           |           |        |  |   |
| 9. 2011<br>Prudential<br>Agency<br>Long Term<br>Incentive<br>Plan<br>( / / )<br>Ordinary shares  | 929,082                   | 277,500   | Nil       | Nil    | 277,500  | 1,588,582   |
| (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                |  |   |
| 10. 2013   |                           |                |            |                       |  |   |
| Prudential   |                           |                |            |                       |  |   |
| Long Term  |                           |                |            |                       |  |   |
| Incentive  |                           |                |            |                       |  |   |
| Plan   |                           |                |            |                       |  |   |
| ( / / )  |                           |                |            |                       |  |   |
| Ordinary shares  | <u>4,861,893</u>          | <u>103,395</u> | <u>Nil</u> | <u>8,050</u>          | <u>Nil</u>   | <u>16,796,513</u>   |
| <i>(Note 1)</i>  |                           |                |            |                       |  |   |
|  |                           |                |            |                       | Total A. (Ordinary shares)   | <u>2,989,321</u>  |
|  |                           |                |            |                       | (Preference shares)  | <u>N/A</u>  |
|  |                           |                |            |                       | (Other class)  | <u>N/A</u>  |
| Total funds raised during the month from exercise of options (State currency)                            |                           |                |            | <u>GBP 422,837.60</u> |  |   |

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

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)   | Currency of<br>nominal<br>value | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|---------------------------------|---|----------------------------------|---|--|--|
| 1. N/A<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| 2. N/A<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| 3. N/A<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| 4. N/A<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )<br>Stock code (if listed) _____<br>Class of shares<br>issuable ( <i>Note 1</i> ) _____<br>Subscription price _____<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____ ( / / ) | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
|  |                                 |   |                                  | Total B.                                  | (Ordinary shares) <u>N/A</u>   |  |
|  |                                 |   |                                  |   | (Preference shares) <u>N/A</u>   |  |
|  |                                 |   |                                  |   | (Other class) <u>N/A</u>   |  |

## 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  |   |

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<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )   |  |   |
| 2. N/A<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )   |  |   |
| 3. N/A<br><br><br><br>( / / )<br>shares ( <i>Note 1</i> )   |  |   |
| Total D. (Ordinary shares)<br>(Preference shares)<br>(Other class)                                      | N/A<br>N/A<br>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 _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   |
| 2. Open offer   | At price : | State currency | <u>N/A</u> | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   |
| 3. Placing      | At price : | State currency | <u>N/A</u> | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   |
| 4. Bonus issue  |            |                | <u>N/A</u> | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>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 _____<br>(Note 1)<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   | _____ |
| 6.            | Repurchase of shares |                           | <u>N/A</u> | Class of shares repurchased _____<br>(Note 1)<br>Cancellation date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )     | _____   | _____ |
| 7.            | Redemption of shares |                           | <u>N/A</u> | Class of shares redeemed _____<br>(Note 1)<br>Redemption date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / )          | _____   | _____ |
| 8.            | Consideration issue  | At price : State currency | <u>N/A</u> | Class of shares issuable _____<br>(Note 1)<br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: (dd/mm/yyyy) ( / / ) | _____   | _____ |

For Main Board and GEM listed issuers

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

|   |                |
|---|----------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                                 | (1) 2,989,321  |
|   | (2) <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                               | <u>N/A</u>     |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                         | <u>N/A</u>     |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |                |

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.**

**From November 2014, in order to satisfy anticipated exercises of options under Section III, item 3, the 2011/2021 Prudential International Savings-Related Share Option Scheme ('Scheme'), new ordinary shares are from time to time issued by the Company and allotted to Sanne Fiduciary Services Limited, thereby increasing the Company's issued ordinary share capital. These shares are held by the Prudential Employee Share Trust on behalf of the participants of the Scheme and released to them when they exercise their option.**

**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 Sanne Fiduciary Services Limited, thereby increasing the Company's issued ordinary share capital.**

Submitted by: Wong Shuk Ying

Title: Deputy Group 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.*