

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) : | 28/02/2017 | | |
|------------------------------------|-----------------------------|------------------------------------|---|
| To : Hong Kong Exchanges | and Clearing Limited | | |
| Name of Issuer Date Submitted | Prudential plc 3 March 2017 | | |
| I. Movements in Authorised | Share Capital | | |
| 1. Ordinary Shares | | | |
| (1) Stock code : <u>2378</u> | Description :Ordin | ary shares of GBI | 2 0.05 each |
| | No. of ordinary | Par value y (State currency) | Authorised share capital (State currency) |
| Balance at close of precedir | ng month N/A | | |
| Increase/(decrease) | | | |
| Balance at close of the mon | th | | |
| (2) Stock code : N/A | Description : | | |
| | No. of ordinary shares | Par value y (State currency) | Authorised share capital (State currency) |
| Balance at close of precedir | ng month | | |
| Increase/(decrease) | | _ | |
| Balance at close of the mon | th | | |

| 2. Preference Shares | | | |
|--|--------------------------------|----------------------------------|---------|
| Stock code : N/A Descrip | tion : | | |
| | No. of preference shares | Par value (State currency) | capital |
| Balance at close of preceding month_ | | | |
| Increase/(decrease) | | _ | |
| Balance at close of the month | | | |
| 3. Other Classes of Shares | | | |
| Stock code : N/A Descrip | tion : | | |
| | No. of other classes of shares | (State | capital |
| Balance at close of preceding month_ | | | |
| Increase/(decrease) | | _ | |
| Balance at close of the month | | | |
| Total authorised share capital at the e currency): | nd of the month | (State N/A | |

II. Movements in Issued Share Capital

| | No. of ordina | ary shares | No of preference | e No. of other | | |
|--|---------------|------------|------------------|-------------------|--|--|
| | (1) | (2) | shares | classes of shares | | |
| Balance at close of preceding month | 2,581,165,945 | N/A | N/A | N/A | | |
| Increase/ (decrease) during the month | 72,559 | | _ | | | |
| Balance at close of the month | 2,581,238,504 | | _ | | | |

III. Details of Movements in Issued Share Capital

| Share Options (under | r Share Optio | n Schemes of | the Issuer) | | | |
|--|---------------|---------------|--------------|--------|--------|--|
| Particulars of share option scheme including EGM approval date | _ | | | | | No. of new shares of issuer which may be issued pursuant thereto as at close of |
| (dd/mm/yyyy) and | [| Movement duri | ng the month | | - | the month |
| class of shares | | | | | | the month |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. 2003/2013 | | | | | | |
| Prudential | | | | | | |
| Savings- | | | | | | |
| Related Share | | | | | | |
| Option Scheme | | | | | | |
| (/ /) | | | | | | |
| Ordinary shares | Nil | 8,496 | Nil | Nil | 8,496 | 132,103 |
| (Note 1) | | | | | | |
| 2. 2013/2023 Prudential Savings- Related Share Option Scheme (/ /) Ordinary shares (Note 1) | Nil | 13,273 | 10,785 | 6,435 | 13,273 | 3,256,512 |
| 3. 2011/2021 Prudential International Savings- Related Share Option Scheme (/ /) Ordinary shares | Nil | 31,449 | 6 | 1 | Nil | 196,473 |
| (Note 1) | | | | | | |

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

| | of No. of new shares ong issuer which may be not issued pursuant thereto as at close of the month |
|--|---|
| approval date (dd/mm/yyyy) and class of shares issuable Granted Exercised Cancelled Lapsed 4. 2011/2021 Prudential International Assurance Sharesave Plan (/ /) Ordinary shares (Note 1) 5. 2002/2012 Prudential International Savings- Related Share Option Scheme for Non- Employees (/ / /) Ordinary shares Nil 9,657 Nil Nil 9,657 (Note 1) 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- Employees (/ / /) Ordinary shares (Note 1) 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- Employees (/ / /) Ordinary shares (Note 1) 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- | thereto as at close o |
| (dd/mm/yyyy) and class of shares issuable | the month |
| Sexuable Granted Exercised Cancelled Lapsed | |
| 4. 2011/2021 Prudential International Assurance Sharesave Plan (/ /) Ordinary shares Nil | |
| Prudential International Assurance Sharesave Plan (/ /) Ordinary shares Nil Savings-Related Share Option Scheme (/ /) Ordinary shares Nil 9,657 Nil Nil 9,657 (Note 1) 6. 2012/2022 Prudential International Savings-Related Share Option Scheme for Non- | |
| International Assurance Sharesave Plan (/ /) Ordinary shares Nil Nil | |
| Assurance Sharesave Plan (/ /) Ordinary shares Nil N | |
| Sharesave Plan | |
| | |
| Ordinary shares Nil Nil Nil Nil Nil Nil | |
| Note 1 | |
| 5. 2002/2012 | Nil |
| Prudential International Savings- Related Share Option Scheme for Non- Employees (/ /) Ordinary shares (Note 1) 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- | |
| International Savings- Related Share Option Scheme for Non- Employees (///) Ordinary shares Nil 9,657 Nil Nil 9,657 (Note 1) 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- | |
| Savings- Related Share Option Scheme for Non- Employees (/ /) Ordinary shares Nil 9,657 Nil Nil 9,657 (Note 1) 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- | |
| Related Share Option Scheme for Non- Employees (/ /) Ordinary shares Nil 9,657 Nil Nil 9,657 (Note 1) 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- | |
| Option Scheme for Non- Employees (/ /) Ordinary shares Nil 9,657 Nil Nil 9,657 (Note 1) 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- | |
| for Non- Employees (/ /) Ordinary shares Nil 9,657 Nil Nil 9,657 (Note 1) 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- | |
| Employees (/ /) Ordinary shares Nil 9,657 Nil Nil 9,657 (Note 1) 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- | |
| Ordinary shares Nil 9,657 Nil Nil 9,657 (Note 1) 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- | |
| Ordinary shares Nil 9,657 Nil Nil 9,657 (Note 1) 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- | |
| 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- | |
| 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- | 368,190 |
| 6. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- | |
| Related Share Option Scheme for Non- | |
| Ordinary shares Nil 41,133 Nil Nil 41,133 | 2,849,781 |
| (Note 1) | |
| 7 . 2011 | |
| Prudential | |
| Agency | |
| Long Term | |
| Incentive | |
| Plan | |
| | |
| Ordinary shares Nil 3,942 Nil Nil Nil | 2.050.202 |
| (Note 1) | 3,058,282 |

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

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

| Particulars of share | i Share Optic | in Schemes of | ine issuei) (Ci | oniinueu) | No. of new shares of | No. of new shares of |
|------------------------|---------------|-----------------|-----------------|-------------|----------------------|------------------------|
| option scheme | | | | | issuer issued during | issuer which may be |
| including EGM | | | | | the month pursuant | issued pursuant |
| approval date | | Movement duri | ng the month | | thereto | thereto as at close of |
| (dd/mm/yyyy) and | | | | | = | the month |
| class of shares | Crontod | Cyanainad | Canaallad | امممما | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 8. 2013 | | | | | | |
| Prudential | | | | | | |
| Long Term | | | | | | |
| Incentive | | | | | | |
| Plan | | | | | | |
| _ (/ /) | | | | | | |
| Ordinary shares | Nil | Nil | 312,345 | Nil | Nil | 15,334,564 |
| (Note 1) | | | | | | |
| | | Tota | ıl A. (Ordina | • | | |
| | | | (Preference) | ce shares) | N/A | |
| | | | (Ot | ther class) | N/A | |
| Total funds raised dur | ring the mont | h from exercise | | | | |
| options (State current | cy) | | GBP 870 | 0,976.25 | | |
| | | | | | | |

| Warrants to Issue Shares of the | e 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 | | | | | | |
| | | | | | | |
| | | | | <u> </u> | | _ |
| (/ /) | | | | | | |
| Stock code (if listed) 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 | | | | | | |
| Cuba animtiana muia a | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| | (/ / |) | | | | |
| 4. N/A | | | | | | |
| | | | | | | |
| | | | | · | | |
| (/ /) Stock code (if listed) | | | | | | |
| Stock code (if listed) Class of shares | | | | | | |
| inguishin (Nato 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date | | | | | | |
| (if applicable) (dd/mm/yyyy) | 1 1 1 | , | | | | |
| (uu/IIII/yyyy) | (/ / |) | | | | |
| | | Total E | s. (Ordina | ary shares) N/A | A | |
| | | | | ice shares) N/A | | _ |
| | | | | other class) N/A | | _ |

| Convertibles (i.e. Convertible | Currency of amount outstanding | A of o | mount at close of receding 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 | | | | | | | |
| | <u> </u> | | | | | | |
| | | | | | | | |
| | <u> </u> | | | | | | |
| 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) | <u> </u> | - | | | | | |
| Class of shares | | | _ | | | | |
| issuable (Note 1) | | | _ | | | | |
| Subscription price EGM approval date | | | _ | | | | |
| (if applicable) | | | | | | | |
| (dd/mm/yyyy) | (/ / |) | - | | | | |
| 3. N/A | <u> </u> | | | | | | |
| | <u> </u> | | | | | | |
| | | | | | | | |
| Stock code (if listed) | | - | | | | | - |
| Class of shares | | | - | | | | |
| issuable (Note 1) | | | _ | | | | |
| Subscription price | | | _ | | | | |
| EGM approval date (if applicable) | | | | | | | |
| | (/ / |) | | | | | |
| 4. N/A | , | , | - | | | | |
| | _ | | | | | | |
| | <u></u> | | | | | | |
| | | | | | | | |
| Stock code (if listed) | | | _ | | | | |
| Class of shares issuable (Note 1) | | | | | | | |
| Subscription price | | | _ | | | | |
| EGM approval date | | | - | | | | |
| (if applicable) | (| \ | | | | | |
| (dd/mm/yyyy) | (/ / |) | - Tot | al C. (Ordinar | v shares) N/ | Δ | |
| | | | 100 | | e shares) N/ | | = |
| | | | | • | her class) N/ | | _ |

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 | I 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 |
|------|---|--|---|
| | pplicable, and class of shares issuable: | | |
| 1. | N/A | | |
| | | | |
| | | | |
| | charae (Nota 1) | | |
| . | shares (Note 1) | | - |
| 2 | N/A | | |
| ۷. | 11/12 | | |
| | | | |
| | | | |
| | shares (Note 1) | | |
| • | , | | |
| 3. | N/A | | |
| • | | | |
| | | | |
| | (/ /) | | |
| | shares (Note 1) | | |
| | | ~~ | |
| | Total D. (Ordinary shares) | N/A | |
| . | (Preference shares) | N/A | |
| | (Other class) | N/A | |
| | | | |

| $\frac{\mathcal{O}}{\mathcal{O}}$ | her Movements | in Issued Sha | are Capital | | | | . | |
|-----------------------------------|---------------|---------------|--------------------|---|-------|---|---|---|
| | Type of leave | | | | | | 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 | | | | | | | monu |
| | | | | Class of shares issuable (Note 1) | | | | |
| 1. | Rights issue | At price : | State N/A currency | 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 N/A currency | Issue and allotment date: (dd/mm/yyyy) | (/ / |) | | |
| | | | · | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | | _ |
| | | | | Class of shares issuable (Note 1) | | | | |
| 3. | Placing | At price : | State N/A currency | 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) | (/ / |) | | |
| | | | | aato . (aa/iiiii/yyyy) | (/ / |) | | |

| | 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 |
|----|----------------------|------------|--------------------|---|---|---|---|---|---|---|
| | 7) | | | Class of shares | | | | | | |
| | | | | issuable (Note 1) | , | , | , | ` | | |
| 5. | Scrip dividend | At price : | State N/A currency | Issue and allotment date: (dd/mm/yyyy) | (| / | / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (| / | / |) | | |
| | | | | | | | | | | |
| | | | | Class of shares repurchased (Note 1) | _ | | | | | |
| 6. | Repurchase of shares | | N/A | Cancellation date : (dd/mm/yyyy) | (| / | / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (| / | / |) | | |
| | | | | | | | | | | |
| | | | | Class of shares redeemed (Note 1) | _ | | | | | |
| 7. | Redemption of shares | | N/A | Redemption date : (dd/mm/yyyy) | (| / | / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (| / | / |) | | |
| | | | | | | | | | | |
| | | | | Class of shares issuable (Note 1) | _ | | | | | |
| 8. | Consideration issue | At price : | State N/A currency | Issue and allotment date : (dd/mm/yyyy) | (| / | / |) | | |
| | | | | EGM approval date: (dd/mm/yyyy) | (| / | / |) | | |
| | | | | | | | | | | |

| | 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 |
|-----|-----------------------------------|--------------------|---|------------|---|---|
| | | | Class of shares – issuable (Note 1) | | | |
| 9. | Capital reorganisation | N/A | Issue and allotment date : (dd/mm/yyyy) | / /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | / /) | | |
| | | | | | | - |
| | | | Class of shares _ issuable (Note 1) | | | |
| 10. | Other (Please specify) At price : | State N/A currency | Issue and allotment date : (dd/mm/yyyy) | / /) | | |
| | | | EGM approval date: (dd/mm/yyyy) | / /) | | _ |
| | | | Total E. (Ordina | arv shares |) N/A | |
| | | | (Preferen | ice shares | N/A | - - |
| | | | (O | ther class |) <u>N/A</u> | _ |
| | | | | | | |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): (1) | 72,559 |
|--|--------|
| Total morease / (assistass) in oraliary shares during the month (i.e. rotal or // to 2). | |
| (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 ordinary shares are issued when options are exercised under the schemes in Section III, items 1, 2, 4, 5 |
| and 6 (the "Schemes"). 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 (the "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 and 8, 2011 Prudential Agency Long Term Incentive Plan and 2013 Prudential Long |
| Term Incentive Plan (the "Plans") 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 Plans, 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 |
| The Date Control of the Control of t |
| Title: <u>Deputy Group Secretary</u> (Director, Secretary or other duly authorised officer) |
| (Director, Coordiary or other dary additionable 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.