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**Prudential plc**  
**保誠有限公司\***

*(Incorporated and registered in England and Wales with limited liability, registered number 01397169)*  
**(Stock Code: 2378)**

## **GRANT OF SHARE AWARDS**

The attached announcement is being released by Prudential plc on the date below.

By order of the Board  
**Prudential plc**  
**Tom Clarkson**  
*Company Secretary*

28 March 2025, Hong Kong

As at the date of this announcement, the Board of Directors of Prudential plc comprises:

*Chair*  
Shriti Vadera

*Executive Director*  
Anil Wadhwani (*Chief Executive Officer*)

*Independent Non-executive Directors*  
Jeremy David Bruce Anderson CBE, Arijit Basu, Chua Sock Koong, Ming Lu, George David Sartorel,  
Mark Vincent Thomas Saunders FIA, FASHK, Claudia Ricarda Rita Suessmuth Dyckerhoff,  
Jeanette Kai Yuan Wong and Yok Tak Amy Yip

*\* For identification purposes*

28 March 2025

## GRANT OF SHARE AWARDS

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited.

Prudential plc (“Prudential”) announces that on 27 March 2025, an award (the “Award”) was granted over a total of 635,353 new ordinary shares of Prudential to Anil Wadhvani, a director and Chief Executive Officer of Prudential, under the Prudential Long Term Incentive Plan 2023 (the “PLTIP”).

A summary is set out below:

Date of grant : 27 March 2025

Number of shares under Award : 635,353  
granted

Purchase price of the Award granted : Nil

Closing price of the shares on the : HK\$ 82.75 per share  
date of grant

Vesting period of the Award granted : The vesting period is three years from the date of grant.

Performance targets and clawback : Performance Targets: The PLTIP has stretching performance  
mechanism conditions aligned to the strategic priorities of the Prudential Group. The performance period is 1 January 2025 – 31 December 2027. The conditions are summarised below, with confirmation of the threshold requirements, which result in 20% of the award element vesting:

Performance Target	Weighting	Summary Description
New Business Profit (NBP)	15%	Cumulative NBP measures the value creation of writing new business and is a key metric to indicate growth. Threshold is US\$8,575m.
Gross Operating Free Surplus Generation (OFSG)	15%	Cumulative Gross OFSG will be calculated as the operating free surplus generated within local businesses before the investment in new business and any central costs. Threshold is US\$9,288m.
Total Shareholder Return (TSR)	45%	Measured on a ranked basis over three years relative to a peer group of 12 other insurance companies and banks. Threshold is a median ranking.
GIECA Measure	5%	Cumulative GIECA surplus generation. The threshold figure for this metric will be published in the Annual Report for the final year of the performance period.

GWS Capital Measure	5%	Cumulative GWS operating capital generation. The threshold figure for this metric will be published in the Annual Report for the final year of the performance period.
Diversity	5%	Measured as a % of the Group Leadership Team (GLT) that is female at the end of 2027, with a threshold of 41% representation.
Reduction in WACI	5%	Reduction in weighted average carbon intensity, with a threshold of a 50% reduction. Any vesting will be dependent on also meeting a transition finance underpin.
Conduct	5%	Through strong risk management action, ensure there are no significant conduct/ culture / governance issues that result in significant capital add-ons or material fines, with a threshold of partial achievement of Group expectations.
Total	100%	

Clawback mechanism: Clawback may be applied where there are the following exceptional circumstances at any time before the fifth anniversary of the award date:

- a material misstatement in the published results of any member of the Prudential group for any period during or after the performance period (or if no performance periods are applicable, the vesting period);
- an error in the assessment of any applicable performance conditions or the determination of the number of shares subject to an award (or where such assessment was based on inaccurate or misleading information);
- gross misconduct;
- a breach by the participant of any restrictive covenants or other similar undertakings;
- where the participant has caused a material financial loss for the Prudential group as a result of (i) reckless, negligent or wilful actions or omissions; or (ii) inappropriate values or behaviour;
- where a member of the Prudential group is censured by a regulatory body or suffers significant reputational damage; and
- insolvency or corporate failure.

The Award has been approved by the independent non-executive directors of Prudential pursuant to Rule 17.04(1) of the Listing Rules.

As at the date of this announcement, the maximum number of shares available for future grant under the scheme mandate of the plan and any other plans is 201,251,544.

## **About Prudential plc**

Prudential plc provides life and health insurance and asset management in 24 markets across Asia and Africa. Prudential's mission is to be the most trusted partner and protector for this generation and generations to come, by providing simple and accessible financial and health solutions. The business has dual primary listings on the Stock Exchange of Hong Kong (2378) and the London Stock Exchange (PRU). It also has a secondary listing on the Singapore Stock Exchange (K6S) and a listing on the New York Stock Exchange (PUK) in the form of American Depositary Receipts. It is a constituent of the Hang Seng Composite Index and is also included for trading in the Shenzhen-Hong Kong Stock Connect programme and the Shanghai-Hong Kong Stock Connect programme.

Prudential is not affiliated in any manner with Prudential Financial, Inc. a company whose principal place of business is in the United States of America, nor with The Prudential Assurance Company Limited, a subsidiary of M&G plc, a company incorporated in the United Kingdom.

<https://www.prudentialplc.com/>