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**PRUDENTIAL**

**Prudential plc**

**英國保誠有限公司\***

*(Incorporated and registered in England and Wales under the number 01397169)*

**(Stock code: 2378)**

**OVERSEAS REGULATORY ANNOUNCEMENT**

**NOTIFICATION OF TRANSACTIONS OF DIRECTORS /  
PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY  
OR CONNECTED PERSONS**

1. Name of the *issuer*

**Prudential plc**

2. State whether the notification relates to (i) a transaction notified in accordance with *DTR 3.1.2R*; (ii) a disclosure made in accordance LR 9.8.6R(1); or (iii) a disclosure made in accordance with section 793 of the Companies Act (2006)

**(i)**

3. Name of *person discharging managerial responsibilities/director*

**M Coltman, H Davies, R Devey, J Foley, P Goerke, M McLintock, N Nicandrou, B Stowe, T Thiam, M Wells**

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

**N/A**

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

**Notification relates to the persons named in 3 above**

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

**Ordinary shares of 5p each**

7. Name of registered shareholder(s) and, if more than one, the number of *shares* held by each of them

**See Section 9**

8. State the nature of the transaction

**Dividend Re-investment Plan 2012 interim dividend on ordinary shares in Prudential plc**

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

Name of PDMR	No of ordinary shares acquired	Name of registered shareholder	Percentage of issued class acquired
M Coltman	502 ordinary shares	Shares held in trust in the name of BWCI Trust Company Limited under Deferred Share Awards	less than 0.00002%
H Davies	32 ordinary shares	Shares held in own name	less than 0.000002%
R Devey	1,225 ordinary shares	Shares held in trust in the name of BWCI Trust Company Limited under Deferred Share Awards	less than 0.00005%
J Foley	2,286 ordinary shares	Shares held in trust in the name of BWCI Trust Company Limited under Deferred Share Awards	less than 0.00009%
P Goerke	378 ordinary shares	Shares held in trust in the name of BWCI Trust Company Limited under Deferred Share Awards	less than 0.00002%
M McLintock	1,985 ordinary shares	Shares held in trust in the name of BWCI Trust Company Limited under Deferred Share Awards	less than 0.00008%
N Nicandrou	1,248 ordinary shares	Shares held in trust in the name of BWCI Trust Company Limited under Deferred Share Awards Shares held in the Prudential Group Share Incentive Plan by Yorkshire Building Society	less than 0.00005%
B Stowe	767 American Depository receipts (ADRs) representing 1,534 ordinary shares	Shares held in trust in the name of BWCI Trust Company Limited under Deferred Share Awards	less than 0.00006%
T Thiam	4,058 ordinary shares	Shares held in trust in the name of BWCI Trust Company Limited under Deferred Share Awards	less than 0.0002%
M Wells	967 American Depository receipts (ADRs) representing 1,934 ordinary shares	Shares held in trust in the name of BWCI Trust Company Limited under Deferred Share Awards	less than 0.00008%

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

**See Section 9**

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

N/A

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

N/A

13. Price per share or value of transaction

**£8.1871 per share, inclusive of 0.5% commission and 0.5% stamp duty – date of transaction 28 September 2012**

**£8.1871 per share - shares held in Trust in the name of BWCi Trust Company Limited - date of transaction 28 September 2012**

**£8.069163 per share - shares held in Trust with Yorkshire Building Society - date of transaction 1 October 2012**

**US\$26.51 per ADR - ADRs held in Trust in the name of BWCi Trust Company Limited - date of transaction 1 October 2012**

14. Date and place of transaction

**See section 13 above - London in respect of shares, New York in respect of ADRs**

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

Name of PDMR	Total holding following notification	Total percentage holding following notification
M Coltman	293,052 ordinary shares	less than 0.02%
H Davies	3,192 ordinary shares	less than 0.0002%
R Devey	812,651 ordinary shares	less than 0.04%
J Foley	768,485 ordinary shares	less than 0.04%
P Goerke	274,288 ordinary shares	less than 0.02%
M McLintock	844,567 ordinary shares	less than 0.04%
N Nicandrou	896,841 ordinary shares	less than 0.04%
B Stowe	1,137,207 ordinary shares (made up of 520,951 ADRs representing 1,041,902 ordinary shares and 95,305 ordinary shares)	less than 0.05%
T Thiam	2,332,207 ordinary shares	less than 0.1%
M Wells	1,625,016 ordinary shares (made up of 812,508 ADRs representing 1,625,016 ordinary shares)	less than 0.07%

16. Date issuer informed of transaction

**See Section 13:  
28 September 2012 - London,  
1 October 2012 – London, New York**

17. Date of grant

**N/A**

18. Period during which or date on which it can be exercised

**N/A**

19. Total amount paid (if any) for grant of the option

**N/A**

20. Description of *shares* or debentures involved (*class* and number)

**N/A**

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

**N/A**

22. Total number of *shares* or debentures over which options held following notification

**N/A**

23. Any additional information

**N/A**

24. Name of contact and telephone number for queries

**Jennie Webb, Group Secretariat, +44 20 7548 2027**

Name of duly authorised officer of issuer responsible for making notification

**Sandra Odell, Assistant Group Secretary, +44 20 7548 2115**

Date of notification

**1 October 2012 – London, New York**

**Prudential plc is not affiliated in any manner with Prudential Financial Inc, a company whose principal place of business is in the United States of America**

**Notes:** This form is intended for use by an *issuer* to make an *RIS* notification required by *DR 3.3*.

- (1) An *issuer* making a notification in respect of a transaction relating to the *shares* or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An *issuer* making a notification in respect of a derivative relating the *shares* of the *issuer* should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An *issuer* making a notification in respect of a *financial instrument* relating to the *shares* of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

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

*Chairman*

Paul Victor Falzon Sant Manduca

*Executive Directors*

Cheick Tidjane Thiam (*Group Chief Executive*), Nicolaos Andreas Nicandrou ACA, Robert Alan Devey, John William Foley, Michael George Alexander McLintock, Barry Lee Stowe and Michael Andrew Wells

*Independent Non-executive Directors*

Keki Bomi Dadiseth FCA, Sir Howard John Davies, Michael William Oliver Garrett, Ann Frances Godbehere FCGA, Alexander Dewar Kerr Johnston CMG FCA, Kaikhushru Shiavax Nargolwala FCA and Lord Andrew Turnbull KCB CVO

\* *For identification purposes*