

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (	ld/mm/yyyy):	30/11/2014		
To: Hong Kong Exchan	ges and Clearin	g Limited		
Name of Issuer	Pruden	tial plc		
Date Submitted	4 Decen	nber 2014		
I. Movements in Author	ised Share Capi	tal		
1. Ordinary Shares				
(1) Stock code : <u>2378</u>	Descrip	otion: Ordinary	shares of GBP	0.05 each
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of prece	eding month	N/A		
Increase/(decrease)				
Balance at close of the n	nonth			
(2) Stock code : N/A	Descrip	otion:		
		No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of prece	eding month			
Increase/(decrease)				
Balance at close of the n	nonth			

No. of preference	Par value	Authorised share
shares	(State currency)	capital (State currency)
	-	
otion:		
No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
		_
	-	
	No. of other	Par value No. of other (State

# II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference	No. of other		
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	2,566,658,554	N/A	N/A	N/A		
Increase/ (decrease) during the month	399,655					
Balance at close of the month	2,567,058,209					

## III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Share Options (under Share	are Option Sc	hemes of the Issu	ier)			
Particulars of share option scheme including EGM approval date		Movement duri	No. of new shares of issuer issued during the month	No. of new shares of issuer which may be issued pursuant thereto		
(dd/mm/yyyy) and class of shares issuable	Granted	Exercised	Cancelled	Lapsed	pursuant thereto	as at close of the month
1. 2003/2013				_		
Prudential						
Savings-						
Related Share						
Option Scheme						
( / / )						
Ordinary shares	Nil	50,797	3,960	Nil	50,797	1,921,856
(Note 1)						
2. 2013/2023 Prudential Savings- Related Share Option Scheme						
Ordinary shares	Nil	332	6,016	666	332	1,908,611
$\frac{\text{(Note 1)}}{\text{(Note 1)}}$	1,11					1,500,011
3. 2011/2021 Prudential International Savings- Related Share Option Scheme ( / / ) Ordinary shares (Note 1)	Nil	298,179	8,434	266	298,179	1,332,192
4. 2011/2021 Prudential International Assurance Sharesave Plan ( / / ) Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	Nil

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

Share Options (under Sha	ire Option Sc	nemes of the issi	uer) (Continued	1)	No. of new	No. of new shares
Particulars of share					shares of issuer	of issuer which
option scheme					issued during	may be issued
including EGM		Mariamant duni	na tha manth		the month	pursuant thereto
approval date		Movement duri	ng the month		pursuant	as at close of the
(dd/mm/yyyy) and					thereto	month
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
5. 2002/2012						
Prudential						
International						
Savings-						
Related Share						
Option Scheme						
for Non-						
Employees						
( / / )			•			. ===
Ordinary shares	Nil	50,347	399	Nil	50,347	1,730,495
(Note 1)						
6. 2012/2022						
Prudential						
International						
Savings-						
Related Share						
Option Scheme						
for Non-						
Employees						
( / / )						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	2,394,724
(Note 1)						
7. 2006 Prudential						
Business Unit						
Performance						
Plan						
( / / )						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	579,415
(Note 1)						
8. 2006 Prudential						
Group						
Performance						
Share Plan						
( / / )						
Ordinary shares	Nil	Nil	Nil	Nil	Nil	2,915,847
$\frac{\text{Note }1)}{\text{(Note 1)}}$						
(1.000 1)						
9. 2011						
Prudential						
Agency						
Long Term						
Incentive						
Plan						
( / / )	27.1	A7'1	27.1	2711	2711	064.000
Ordinary shares	Nil	Nil	Nil	Nil	Nil	964,000
(Note 1)						

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

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

Class of shares issuable  Granted Exercised Cancelled Lapsed  10. 2013  Prudential  Long Term Incentive Plan ( / / )	Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and			ring 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
Prudential   Long Term     Incentive   Plan	class of shares issuable	Granted	Exercised	Cancelled	Lapsed		
Long Term   Incentive   Plan	10. 2013				•		
Incentive	Prudential						
Plan	Long Term						
( / / )         Ordinary shares         Nil         Nil         Nil         270,871         Nil         12,298           (Note 1)         Total A. (Ordinary shares)         399,655         N/A	Incentive						
(Note 1)  Total A. (Ordinary shares) 399,655 (Preference shares) N/A	Plan						
(Note 1)  Total A. (Ordinary shares) 399,655 (Preference shares) N/A	( / / )						
Total A. (Ordinary shares) 399,655 (Preference shares) N/A	Ordinary shares	Nil	Nil	Nil	270,871	Nil	12,298,133
(Preference shares) $\overline{N/A}$	(Note 1)						
` <u> </u>				Total A. (Ordin	nary shares)	399,655	
(Other class) $\overline{N/A}$				(Prefere	ence shares)	N/A	
1				(	Other class)	N/A	
Total funds raised during the month from exercise of	Total funds raised during	the month fro	om exercise of				
options (State currency) GBP 300,032.61	options (State currency)			GBP 300,032	2.61		

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of Nominal value at nominal close of value 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	-				
	_				
Class of shares issuable (Note 1) Subscription price					
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )				
2. N/A	- -				
Stock code (if listed)					-
Class of shares issuable (Note 1)					
Subscription price EGM approval date (if applicable)					
(dd/mm/yyyy) 3. N/A	-				
( / / )	·				- <del></del>
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 (Note 1)					
Subscription price EGM approval date (if applicable)					
(dd/mm/yyyy)	( / / )				
	Total	(Prefer	nary shares) <u>N/A</u> ence shares) <u>N/A</u> (Other class) N/A	1	-

Convertibles (i.e. Convertible i  Class and description		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	<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						
	<u>—</u>					
Stock code (if listed)						
Class of shares						
issuable (Note 1)						
Subscription price						
(if applicable)						
(dd/mm/yyyy)	( / / )					
4. N/A						
	<u>—</u>					
Stock code (if listed)						-
Class of shares						
issuable ( <i>Note 1</i> )  Subscription price						
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	( / / )	<del></del> ,	Fotal C (Ondi-	nory chores M/	<b>、</b>	
				hary shares) $\frac{N/A}{N}$ ence shares) $\frac{N}{A}$		_
				Other class) $\frac{N}{N}$		_

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		
( / /	<u> </u>	
shares (Note 1	)	
2		
2. <u>N/A</u>		
( / /		
shares (Note 1)	)	
3. N/A		
charas (Nota 1	)	
shares (Note 1)	/	
Total D. (Ordinary shares	N/A	
(Preference shares		
(Other class)	N/A	-

Other Movements in Issued Share Capital No. of new No. of new shares of issuer shares of issued during issuer which the month may be pursuant issued thereto pursuant thereto as at close of the month Type of Issue Class of shares issuable -(*Note 1*) ( / / ) At price : State currency N/A Issue and allotment 1. Rights issue date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) Class of shares issuable (*Note 1*) ( / / ) At price : State currency N/A Issue and allotment 2. Open offer date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) Class of shares issuable (*Note 1*) ( / / At price : State currency N/A Issue and allotment 3. Placing date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy) Class of shares issuable (*Note 1*) Issue and allotment 4. Bonus issue N/A date: (dd/mm/yyyy) ( / / ) EGM approval date: (dd/mm/yyyy)

For Main Board and GEM listed issuers

					TOT MAIN	В	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
	Type of Issue							month
				Class of shares issuable (Note 1)		_		
5.	Scrip dividend	At price : State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		
				Class of shares repurchased (Note 1)				
6.	Repurchase of shares			Cancellation date : (dd/mm/yyyy)	( / /	)		
			N/A	EGM approval date: (dd/mm/yyyy)	( / /	)		
			14/11					
				Class of shares redeemed (Note 1)				
7.	Redemption of shares			Redemption date : (dd/mm/yyyy)	( / /	)		
			N/A	EGM approval date: (dd/mm/yyyy)	( / /	)		
			14/11					
				Class of shares issuable (Note 1)				
8.	Consideration issue	At price : State currency	N/A	Issue and allotment date : (dd/mm/yyyy)	( / /	)		
				EGM approval date: (dd/mm/yyyy)	( / /	)		

				For Main I	Board and G		
	Type of Issue				No. of shares of issued d the mo pursu there	fissuer luring i onth ant eto t	No. of new shares of ssuer which may be issued pursuant thereto as at close of the month
			Class of shares issuable (Note 1)	·	_		
9.	Capital reorganisation		Issue and allotment date : (dd/mm/yyyy)	( / /	)		
		N/A	EGM approval date: (dd/mm/yyyy)	( / /			
			Class of shares issuable (Note 1)	·	_		
10.	Other (Please specify)	At price : State currency N/A	— Issue and allotment date : (dd/mm/yyyy)	( / /	)		
			EGM approval date: (dd/mm/yyyy)	( / /			
				Ordinary shareference share (Other c			
							1
Т	otal increase / (decre	ase) in ordinary shares durin	g the month (i.e. Total of A to	) E):	(1) 399, N/A		
					(2) N/A N/A		
IT	otal increase / (decre	ase) in preference shares dur	ring the month (i.e. Total of A	to F):	1 <b>N</b> /A		

N/A

Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):

Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):

(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)

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Remarks (	Ш	ally	١.

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, 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.

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.