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(Incorporated and registered in England and Wales under the number 01397169)
(Stock code: 2378)

OVERSEAS REGULATORY ANNOUNCEMENT

NOTIFICATION OF INTERESTS OF PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY (PDMRS) AND CONNECTED PERSONS

Prudential plc (the Company) announces that it has released to PDMRs shares under the Prudential Long Term Incentive Plan. This is the first release under this plan which was approved by shareholders at the Annual General Meeting held in May 2013.

Disposals have also been made to cover the cost of taxes and sales fees, together with other requested sales.

In addition dividend equivalents have accrued to PDMRs who participate in either the Annual Incentive Plan or the Group Deferred Bonus Plans, following the payment of the second 2015 interim and special dividend on 20 May 2016.

This announcement is made in accordance with the requirements of DTR 3.1.4R(1)(a).

Notifications of disposal of interests under the Prudential Long Term Incentive Plan (PLTIP)

The Company advises that on 23 May 2016 it released awards made under the PLTIP over ordinary shares of 5p and American Depositary Receipts (ADRs) for the benefit of PDMRs in the Company. Details are shown in table 1 and 2 below.

Table 1

The Company was notified on 24 May 2016 that sales were made in New York on behalf of PDMRs, as follows:

| Name | Beneficial interest before release | Number of ADRs released | Number of ADRs sold at \$38.36 on 23 May 2016 | Number of ADRs sold at \$38.328 on 23 May 2016 | Number of ADRs sold at \$38.30 on 23 May 2016 | Number of ADRs sold at \$40.10379 on 24 May 2016 | Number of ADRs sold at \$40.075 following transfer to charitable trust on 24 May 2016 | Total beneficial interest following transaction |
|----------------|------------------------------------|-------------------------|---|--|---|--|---|---|
| M Wells (ADRs) | 214,414 | 151,475 | - | - | - | 126,596 | 24,879 | 214,414 |
| B Stowe (ADRs) | 166,949 | 70,889 | 70,889 | 10,161 | 27,000 | - | - | 129,788 |

Included in the disposal figure are 24,879 ADRs which Mr Michael Wells transferred to a charitable trust, of which he is a trustee. Subsequently the charitable trust sold the ADRs at a price of \$40.075 per ADR, also on 24 May 2016.

Table 2

The Company was notified on 24 May 2016 that sales were made in London on 23 May 2016 at £13.2019 and £13.24736 per share on behalf of PDMRs, as follows:

| Name | Beneficial interest in shares before release of award | Number of shares released | Number of shares sold at £13.2019 | Number of shares sold at £13.24736 | Total beneficial interest following transaction |
|-------------|---|---------------------------|-----------------------------------|------------------------------------|---|
| J Foley | 264,442 | 145,981 | 19,802 | 145,981 | 244,640 |
| P James | 25,977 | 27,878 | - | 13,116 | 40,739 |
| M McLintock | 195,257 | 51,688 | 1,241 | 51,688 | 194,016 |
| N Nicandrou | 283,297 | 135,690 | - | 118,894 | 300,093 |
| T Wilkey | 153,386 | 82,953 | 35,296 | 82,953 | 118,090 |
| R Hariharan | 15,525 | 23,696 | 3,528 | 23,696 | 11,997 |
| J Oliver | 17,523 | 10,033 | - | 4,721 | 22,835 |
| A Porter | 24,562 | 28,714 | - | 28,714 | 24,562 |
| T Rolfe | 31,685 | 24,161 | 2,531 | 24,161 | 29,154 |

Dividend Equivalents

The Company was advised on 23 May 2016 that, following the payment of the second 2015 interim and special dividend of 36.47p on 20 May 2015, several PDMRs have increased their interests in the Company by way of a dividend equivalent on their Annual Incentive Plan or group Deferred Bonus Plan.

The following individuals have received American Depositary Receipts (ADRs), at a price per ADR of US\$ 37.80, in respect of dividends accruing to deferred share awards held by Sanne Fiduciary Services Limited on their behalf under the Company's Annual Incentive Plan:

| Name of PDMR | Number of ADRs received | Total beneficial interest following notification | Number of ADRs subject to performance conditions | Total interest in ADRs | % of issued share capital beneficially held following transaction | % of issued share capital held as conditional share awards following transaction |
|--------------|-------------------------|--|--|------------------------|---|--|
| M Wells | 3,104 | 217,518 | 405,589 | 623,107 | - | - |
| B Stowe | 2,350 | 132,138 | 276,766 | 408,904 | 0.0130 | 0.0211 |

The following individuals have received ordinary shares of 5p each at a price per share of £12.97, in respect of dividends accruing to deferred share awards held by Sanne Fiduciary Services Limited on their behalf under the Company's Annual Incentive Plan and Group Deferred Bonus Plans:

| Name of PDMR | Number of ordinary shares received | Total beneficial interest following notification | Number of shares subject to performance conditions | Total interest in shares | % of issued share capital beneficially held following transaction | % of issued share capital held as conditional share awards following transaction |
|--------------|------------------------------------|--|--|--------------------------|---|--|
| M Wells | 2,902 | 541,318 | 811,178 | 1,352,496 | 0.0210 | 0.0525 |
| J Foley | 3,882 | 268,324 | 554,328 | 822,652 | 0.0097 | 0.0164 |
| P James | 620 | 25,977 | 196,436 | 222,413 | 0.0016 | 0.0067 |
| M McLintock | 5,445 | 200,702 | 126,185 | 326,887 | 0.0078 | 0.0031 |
| N Nicandrou | 2,898 | 302,991 | 373,328 | 676,319 | 0.0111 | 0.0145 |
| T Wilkey | 2,388 | 156,074 | 511,766 | 667,840 | 0.0047 | 0.0167 |
| J Adams | 713 | 26,244 | 144,845 | 171,069 | 0.0010 | 0.0056 |
| R Hariharan | 372 | 12,369 | 97,655 | 110,024 | 0.0005 | 0.0046 |
| J Oliver | 219 | 23,054 | 53,579 | 76,633 | 0.0009 | 0.0024 |
| A Porter | 632 | 25,194 | 158,458 | 183,652 | 0.0010 | 0.0052 |
| T Rolfe | 798 | 29,952 | 149,385 | 203,692 | 0.0012 | 0.0067 |

Additional Information

Mr Wells' beneficial interest in shares is made up of 220,622 ADRs (representing 441,244 ordinary shares) and 106,282 ordinary shares. Mr Wells' conditional share awards are over 332,870 ordinary shares and 239,154 ADRs (representing 478,308 ordinary shares).

Mr Stowe's beneficial interest in shares is made up of 129,788 ADRs (representing 259,576 ordinary shares).

Prudential plc ADRs are issued at a ratio of 1 ADR being equal to 2 Prudential plc ordinary shares of 5p each.

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.

Date of Notification 24 May 2016

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

Chairman

Paul Victor Falzon Sant Manduca

Executive Directors

Michael Andrew Wells (*Group Chief Executive*), Nicolaos Andreas Nicandrou ACA, Penelope Jane James ACA, John William Foley, Michael George Alexander McLintock, Barry Lee Stowe and Tony Paul Wilkey

Non-executive Director

David John Alexander Law ACA

Independent Non-executive Directors

Sir Howard John Davies, Ann Frances Godbehere FCPA FCGA, Kaikhushru Shiavax Nargolwala FCA, Anthony John Liddell Nightingale CMG SBS JP, The Hon. Philip John Remnant CBE ACA, Alice Davey Schroeder and Jonathan Adair Lord Turner

* *For identification purposes*