

Monthly Return of Equity Issuer on Movements in Securities

For the month ended
 (dd/mm/yyyy) :

31/12/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

Prudential plc

Date Submitted

7 January 2019

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 2378 Description : Ordinary shares of GBP 0.05 each

	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u>N/A</u>	<u></u>	<u></u>
Increase/(decrease)	<u></u>	<u></u>	<u></u>
Balance at close of the month	<u></u>	<u></u>	<u></u>

(2) Stock code : N/A Description :

	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	<u></u>	<u></u>	<u></u>
Increase/(decrease)	<u></u>	<u></u>	<u></u>
Balance at close of the month	<u></u>	<u></u>	<u></u>

2. Preference Shares

Stock code : <u> N/A </u>	Description : _____		
	No. of preference shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

3. Other Classes of Shares

Stock code : <u> N/A </u>	Description : _____		
	No. of other classes of shares	Par value (<i>State currency</i>)	Authorised share capital (<i>State currency</i>)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

Total authorised share capital at the end of the month (*State currency*) :

 N/A

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

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

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during 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
	Granted	Exercised	Cancelled	Lapsed		
4. 2012/2022						
Prudential						
International						
Savings-Related Share						
Option Scheme for Non-Employees						
(/ /)						
Ordinary shares (Note 1)	Nil	329,611	129	14	489,035	2,596,096
5. 2011						
Prudential						
Agency						
Long Term						
Incentive						
Plan						
(/ /)						
Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	5,956,602
6. 2013						
Prudential						
Long Term						
Incentive						
Plan						
(/ /)						
Ordinary shares (Note 1)	66,135	Nil	78,018	Nil	Nil	16,908,037
			Total A. (Ordinary shares)		1,046,094	
			(Preference shares)		N/A	
			(Other class)		N/A	
Total funds raised during the month from exercise of options (State currency)					GBP 9,510,506.70	

Warrants to Issue Shares of the 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						
(/ /)						
Stock code (if listed) _____						
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						
(/ /)						
Stock code (if listed) _____						
Class of shares _____						
issuable (Note 1) _____						
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 B. (Ordinary shares) <u>N/A</u>						
(Preference shares) <u>N/A</u>						
(Other class) <u>N/A</u>						

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	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 _____ _____ _____						
Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) (/ /) _____						
2. N/A _____ _____ _____						
Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) (/ /) _____						
3. N/A _____ _____ _____						
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 (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) (/ /) _____						
				Total C. (Ordinary shares) <u>N/A</u> (Preference shares) <u>N/A</u> (Other class) <u>N/A</u>		

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 (/ /) shares (Note 1)		
2. N/A (/ /) shares (Note 1)		
3. N/A (/ /) shares (Note 1)		
Total D. (Ordinary shares)	N/A	
(Preference shares)	N/A	
(Other class)	N/A	

Other Movements in Issued Share Capital

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
1.	Rights issue	At price : State currency <u>N/A</u>	Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
2.	Open offer	At price : State currency <u>N/A</u>	Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
3.	Placing	At price : State currency <u>N/A</u>	Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
4.	Bonus issue	N/A	Class of shares issuable (<i>Note 1</i>) _____ 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	
5.	Scrip dividend	At price :	State currency <u>N/A</u>	Class of shares issuable (Note 1) _____ Issue and allotment date : (/ /) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
6.	Repurchase of shares		N/A	Class of shares repurchased (Note 1) _____ Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
7.	Redemption of shares		N/A	Class of shares redeemed (Note 1) _____ Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)	_____	_____
8.	Consideration issue	At price :	State currency <u>N/A</u>	Class of shares issuable (Note 1) _____ Issue and allotment date : (/ /) 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
9. Capital reorganisation	N/A		Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
10. Other (Please specify)	At price :	State currency	Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /)	_____	_____
				Total E. (Ordinary shares)	<u>N/A</u>
				(Preference shares)	<u>N/A</u>
				(Other class)	<u>N/A</u>

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	<u>1,046,094</u>
	(2)	<u>N/A</u>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		<u>N/A</u>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		<u>N/A</u>
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

New ordinary shares are issued when options are exercised under the schemes in Section III, items 1 and 3 (the “Schemes”). Thus, exercises of options under the Schemes will increase the Company’s issued ordinary share capital.

In order to satisfy anticipated exercises of options under Section III, item 2, the 2011/2021 Prudential International Savings-Related Share Option Scheme (the “ISSOS”), and to satisfy anticipated releases of shares to participants following the vesting of awards under Section III, item 6, 2013 Prudential Long Term Incentive Plan (the “PLTIP”), 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 ISSOS and the PLTIP, and released to them when they exercise their option or their awards vest where relevant.

In order to satisfy anticipated exercises of options under Section III, item 4, the 2012/2022 Prudential International Savings-Related Share Option Scheme for Non-Employees (the “ISSOSNE”), and to satisfy anticipated releases of shares to participants following the vesting of awards under Section III, item 5, 2011 Prudential Agency Long Term Incentive Plan, new ordinary shares are from time to time issued by the Company and allotted to Asian Agency SPV Limited, thereby increasing the Company’s issued ordinary share capital. These shares are held by the Prudential Agent Share Trust on behalf of the participants of the ISSOSNE and the Agency LTIP, and released to them when they exercise their option or their awards vest where relevant.

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.*