

For Immediate Release 20 March 2006

PRUDENTIAL PLC BOARD STATEMENT

The Board of Prudential plc notes the announcement by Aviva plc this morning regarding its unsolicited and unwelcome proposal.

The Board of Prudential reaffirms its rejection of Aviva's proposal.

Sir David Clementi, Chairman of Prudential, commented:

"Last week's strong results demonstrate the positive momentum of Prudential's businesses and the exciting prospects evident under our new management team. The potential of our high growth, high margin businesses is tremendous and distinctive.

"A combination with Aviva would dilute the benefits of this growth for our shareholders. The Board does not believe the proposal is in the interests of Prudential shareholders."

-ENDS-

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Notes to editor:

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Group Communications Prudential plc

Laurence Pountney Hill London EC4R 0HH Tel 020 7220 7588 Fax 020 7548 3725 Incorporated and registered in England and Wales. Registered office as above. Registered number 1397169. Prudential plc is a holding company, subsidiaries of which are authorised and regulated by the Financial Services Authority.

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Under the provisions of Rule 8.3 of the City Code on Takeovers and Mergers, if any person is, or becomes, "interested" (directly or indirectly) in 1% or more of any class of "relevant securities" of Prudential or of Aviva, all "dealings" in any "relevant securities" of that company (including by means of an option in respect of, or a derivative referenced to, any such "relevant securities") must be publicly disclosed by no later than 3.30 pm (London time) on the London business day following the date of the relevant transaction. This requirement will continue until the date on which any offer becomes, or is declared, unconditional as to acceptances, lapses or is otherwise withdrawn or on which the "offer period" otherwise ends. If two or more persons act together pursuant to an agreement or understanding, whether formal or informal, to acquire an "interest" in "relevant securities" of Prudential or of Aviva, they will be deemed to be a single person for the purpose of Rule 8.3.

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A disclosure table, giving details of the companies in whose "relevant securities" "dealings" should be disclosed, and the number of such securities in issue, can be found on the Takeover Panel's website at <u>www.thetakeoverpanel.org.uk</u>.

"Interests in securities" arise, in summary, when a person has long economic exposure, whether conditional or absolute, to changes in the price of securities. In particular, a person will be treated as having an "interest" by virtue of the ownership or control of securities, or by virtue of any option in respect of, or derivative referenced to, securities.

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This announcement may contain certain "forward-looking statements" with respect to certain of Prudential's plans and its current goals and expectations relating to its future financial condition, performance, results, strategy and objectives. Statements containing the words "believes", "intends", "expects", "plans", "seeks" and "anticipates", and words of similar meaning, are forward-looking. By their nature, all forward-looking statements involve risk and uncertainty because they relate to future events and circumstances which are beyond Prudential's control including among other things, UK domestic and global economic and business conditions, market related risks such as fluctuations in interest rates and exchange rates, and the performance of financial markets generally; the policies and actions of regulatory authorities, the impact of competition, inflation, and deflation; experience in particular with regard to mortality and morbidity trends, lapse rates and policy renewal rates; the timing, impact and other uncertainties of future acquisitions or combinations within relevant industries; and the impact of changes in capital, solvency or accounting standards, and tax and other legislation and regulations in the jurisdictions in which Prudential and its affiliates operate. This may for example result in changes to assumptions used for determining results of operations or re-estimations of reserves for future policy benefits. As a result, Prudential's actual future financial condition, performance and results may differ materially from the plans, goals, and expectations set forth in Prudential's forward-looking statements. Prudential undertakes no obligation to update the forward-looking statements contained in this announcement or any other forward-looking statements it may make.