PRUDENTIAL PLC Form 6-K December 02, 2008

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

Pursuant to Rule 13a-16 or 15d-16 of

the Securities Exchange Act of 1934

For the month of December, 2008

PRUDENTIAL PUBLIC LIMITED COMPANY

(Translation of registrant s name into English)

LAURENCE POUNTNEY HILL,

LONDON, EC4R 0HH, ENGLAND

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F x Form 40-F "

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes " No x

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

1 December 2008

Prudential plc

For Immediate Release

Prudential plc (Prudential)

TOTAL VOTING RIGHTS AND ISSUED SHARE CAPITAL

In accordance with the provisions of the Financial Services Authority s Disclosure and Transparency Rules, Prudential would like to notify the market of the following:

As at 2pm on 1 December 2008 Prudential s issued share capital consists of 2,496,943,818 ordinary shares of 5p each and which are admitted to trading. Each ordinary share carries the right to one vote in relation to all circumstances at general meetings of Prudential. Prudential does not hold any ordinary shares in treasury.

Therefore, the total number of voting rights in Prudential is 2,496,943,818.

This figure (2,496,943,818) may be used by shareholders (and others with notification obligations) as the denominator for the calculations by which they will determine whether they are required to notify their interest in, or a change to their interest in, Prudential under the Financial Services Authority s Disclosure and Transparency Rules.

Additional information:

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.

Enquiries:

Prudential plc

Emma Jacobs, Group Secretariat

Emma.Jacobs@prudential.co.uk

020 7548 3931

Name and signature of duly authorised officer of issuer responsible for making notification:

Susan Henderson, Deputy Group Secretary, 020 7548 3805

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: December 1, 2008

PRUDENTIAL PUBLIC LIMITED COMPANY

By: /s/ Susan Henderson

Susan Henderson **Deputy Group Secretary**

border-bottom-width: 1"> Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ 4,600 A \$ 56 231,217 I by Spouse $\frac{(2)}{2}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ 5,000 A \$ 55.5 236,217 I by Spouse $\frac{(2)}{2}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ 5,000 A \$ 55.5 236,217 I by Spouse $\frac{(2)}{2}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ 5,000 A \$ 55.5 236,217 I by Spouse $\frac{(2)}{2}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ 5,000 A \$ 55.5 236,217 I by Spouse $\frac{(2)}{2}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ 5,000 A \$ 55.5 236,217 I by Spouse $\frac{(2)}{2}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ 5,000 A \$ 55.5 236,217 I by Spouse $\frac{(2)}{2}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ 5,000 A \$ 55.5 236,217 I by Spouse $\frac{(2)}{2}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ 5,000 A \$ 55.5 236,217 I by Spouse $\frac{(2)}{2}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per share $01/24/2012\ J_{\frac{(1)}{2}}$ Common stock, \$0.01 par value per s

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (Instr.		5. Mumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)
				Code	v	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Reporting Owners 4

SIMMONS HAROLD C 5430 LBJ FREEWAY, SUITE 1700 X X Chairman of the Board DALLAS, TX 75240

Signatures

A. Andrew R. Louis, Attorney-in-fact, for Harold C. Simmons

01/24/2012

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Open market purchase by the reporting person's spouse.
- (2) Directly held by the reporting person's spouse. The reporting person disclaims beneficial ownership of any shares of the issuer's common stock that his spouse holds.
- (3) Directly held by Valhi Holding Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship to the reporting person.
- (4) Directly held by TIMET Finance Management Company. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship to the reporting person.
- (5) Directly held by the Contran Amended and Restated Deferred Compensation Trust. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship to the reporting person.
- (6) Directly held by Contran Corporation. See the Additional Information filed as Exhibit 99 to this statement for a description of the relationship to the reporting person.

Remarks:

Exhibit Index:

Exhibit 99 - Additional Information

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Signatures 5