

PRUDENTIAL PLC  
Form 6-K  
September 28, 2011

# **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 September, 2011**

# **PRUDENTIAL PUBLIC LIMITED COMPANY**

**(Translation of registrant's name into English)**

**LAURENCE POUNTNEY HILL,**

**LONDON, EC4R 0HH, ENGLAND**

**(Address of principal executive offices)**

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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       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

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

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: September 28, 2011

PRUDENTIAL PUBLIC LIMITED COMPANY

By: /s/ Clive Burns  
Clive Burns  
Head of Group Secretariat

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**NOTIFICATION OF TRANSACTIONS OF DIRECTORS / PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS**

1. Name of the *issuer*

**Prudential plc**

2. State whether the notification relates to (i) a transaction notified in accordance with *DTR 3.1.2R*; (ii) a disclosure made in accordance with *LR 9.8.6R(1)*; or (iii) a disclosure made in accordance with section 793 of the Companies Act (2006)

(i)

3. Name of *person discharging managerial responsibilities/director*

**M Coltman, H Davies, R Devey, J Foley, M McLintock, N Nicandrou, B Stowe, T Thiam, M Wells**

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

**N/A**

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

**Notification relates to the persons named in 3 above**

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

**Ordinary shares of 5p each**

7. Name of registered shareholder(s) and, if more than one, the number of *shares* held by each of them

**M Coltman - shares held in trust in the name of BWCI Trust Company Limited**

**H Davies**

**R Devey - shares held in trust in the name of BWCI Trust Company Limited**

**J Foley - shares held in trust in the name of BWCI Trust Company Limited**

**M McLintock - shares held in trust in the name of BWCI Trust Company Limited**

**N Nicandrou - shares held in trust in the name of BWCI Trust Company Limited**

**- shares held in the Prudential Group Share Incentive Plan by Yorkshire Building Society Trustees**

**B Stowe - shares held in trust in the name of BWCI Trust Company Limited**

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**- American Depository Receipts (ADRs) representing Prudential plc ordinary shares (Ratio 1 ADR equals 2 ordinary shares) held in trust in the name of BWCI Trust Company Limited**

**T Thiam - shares held in trust in the name of BWCI Trust Company Limited**

**M Wells - American Depository Receipts (ADRs) representing Prudential plc ordinary shares (Ratio 1 ADR equals 2 ordinary shares) held in trust in the name of BWCI Trust Company Limited**

8. State the nature of the transaction

**Dividend Re-investment Plan 2011 interim dividend on ordinary shares of Prudential plc**

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

**M Coltman**

**340 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan**

**H Davies**

**22 ordinary shares**

**R Devey**

**1,049 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan**

**John Foley**

**5,778 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the PruCap Deferred Share Plan**

**M McLintock**

**4,042 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan**

**N Nicandrou**

**1,036 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan**

**7 ordinary shares acquired in respect of shares held in trust under the Prudential Group Share Incentive Plan**

**B Stowe**

**315 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan**

**674 American Depositary Receipts (ADRs) representing 1,348 Prudential plc ordinary shares (Ratio 1 ADR equals 2 ordinary shares) held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan**

**Tidjane Thiam**

**4,938 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan**

**M Wells**

**643 American Depositary Receipts (ADRs) representing 1,286 Prudential plc ordinary shares (Ratio 1 ADR equals 2 ordinary shares) held in trust under Deferred Share Awards under the Group Deferred Bonus Plan**

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10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)  
**M Coltman - less than 0.00002%**

**H Davies - less than 0.000009%**

**R Devey - less than 0.00005%**

**J Foley - less than 0.0003%**

**M McLintock - less than 0.0002%**

**N Nicandrou - less than 0.00005%**

**B Stowe - less than 0.00007%**

**T Thiam - less than 0.0002%**

**M Wells - less than 0.00006%**

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed  
**N/A**

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)  
**N/A**

13. Price per *share* or value of transaction  
**£5.6319 per share, inclusive of 0.5% commission and 0.5% stamp duty**

**£5.6319 per share - shares held in Trust in the name of BWCI Trust Company Limited date of transaction 22 September 2011**

**£5.60 per share - shares held in Trust with Yorkshire Building Society - date of transaction 22 September 2011**

**USD16.99 per ADR - ADRs held in Trust in the name of BWCI Trust Company Limited date of transaction 22 September 2011**

14. Date and place of transaction

**See section 13 above - London in respect of shares, New York in respect of ADRs**

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

**M Coltman - 184,309 ordinary shares, less than 0.008%**

**H Davies - 3,083 ordinary shares, less than 0.0002%**

**R Devey 728,463 ordinary shares, less than 0.02%**

**J Foley 703,054 ordinary shares, less than 0.03%**

**M McLintock 802,140 ordinary shares, less than 0.04%**

**N Nicandrou 844,572 ordinary shares, less than 0.04%**

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**B Stowe** 1,102,459 ordinary shares (made up of 491,666 ADRs representing 983,332 ordinary shares and 119,127 ordinary shares), less than 0.05%

**T Thiam** 1,834,455 ordinary shares, less than 0.08%

**M Wells** 1,101,514 ordinary shares, (made up of 550,757 ADRs representing 1,101,514 ordinary shares), less than 0.05%

16. Date issuer informed of transaction  
**27 September 2011 - London, New York**

17. Date of grant  
**N/A**

18. Period during which or date on which it can be exercised  
**N/A**

19. Total amount paid (if any) for grant of the option  
**N/A**

20. Description of *shares* or debentures involved (*class* and number)  
**N/A**

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise  
**N/A**

22. Total number of *shares* or debentures over which options held following notification  
**N/A**

23. Any additional information  
**N/A**

24. Name of contact and telephone number for queries  
**Jennie Webb, Group Secretariat, 020 7548 2027**

Name of duly authorised officer of *issuer* responsible for making notification

**Clive Burns, Head of Group Secretariat, 020 7548 3805**

Date of notification

**28 September 2011 - London, New York**

**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**

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**Notes:** This form is intended for use by an *issuer* to make an *RIS* notification required by *DR 3.3*.

- (1) An *issuer* making a notification in respect of a transaction relating to the *shares* or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An *issuer* making a notification in respect of a derivative relating the *shares* of the *issuer* should complete boxes 1 to 4, 6, 8,13, 14, 16, 23 and 24.
- (3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An *issuer* making a notification in respect of a *financial instrument* relating to the *shares* of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

END