

PRUDENTIAL PLC  
Form 6-K  
March 15, 2010

# **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 March 2010**

# **PRUDENTIAL PUBLIC LIMITED COMPANY**

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

**LAURENCE POUNTNEY HILL,**

**LONDON, EC4R 0HH, ENGLAND**

**(Address of principal executive offices)**

## Edgar Filing: PRUDENTIAL PLC - Form 6-K

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-

**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

**R Devey**

**J Foley**

**T Lemaire**

**C Manning**

**M McLintock**

**N Nicandrou**

**B Stowe**

**T Thiam**

**P Vacassin**

**S Whitehead**

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

**Relates to persons named in 3 above**

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

**Relates to 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 and ADRs**

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

8. State the nature of the transaction  
**Deferred award of ADRs for 2009 under the Annual Incentive Plan for T Lemaire, C Manning, and B Stowe (Table 1)**

**Deferred share award for 2009 under the PruCap Deferred Share Plan for J Foley (Table 2)**

**Conversion of Deferred share awards for 2009 to restricted shares under the Annual Incentive Plan on same terms for R Devey, M McLintock, N Nicandrou, T Thiam, P Vacassin and S Whitehead (Table 3)**

**Sale of shares to fund the tax arising**

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired and disposed.  
**Table 1**

| Name             | Number of ADRs awarded under the AIP (*) | % of share capital      | Total number of shares held following notification | % of share capital held before and after notification |
|------------------|--|-------------------------|--|---|
| <b>T Lemaire</b> | <b>23,410</b>                            | <b>Less than 0.002%</b> | <b>262,394</b>                                     | <b>Less than 0.02%</b>                                |
| <b>C Manning</b> | <b>29,896</b>                            | <b>Less than 0.003%</b> | <b>1,829,955</b>                                   | <b>Less than 0.08%</b>                                |
| <b>B Stowe</b>   | <b>18,193</b>                            | <b>Less than 0.002%</b> | <b>875,638</b>                                     | <b>Less than 0.04%</b>                                |

\* Ratio 1 Prudential ADR equals 2 Prudential ordinary shares

**Table 2**

| Name           | Number of shares awarded under the PruCap Deferred Share Award | % of share capital     | Total number of shares held following notification | % of share capital held before and after notification |
|----------------|--|------------------------|--|---|
| <b>J Foley</b> | <b>232,789</b>   | <b>Less than 0.01%</b> | <b>949,663</b>                                     | <b>Less than 0.04%</b>                                |

Table 3

| Name        | Number of shares released under AIP | % of share capital | Number of shares in converted awards (*) | Total shares sold to pay tax | Total of shares sold to pay tax as a % of shares held | Total number of shares held following notification | % of share capital held before and after notification |
|-------------|-------------------------------------|--------------------|--|------------------------------|---|--|---|
| R Devey     | 45,375                              | Less than 0.002%   | 26,733                                   | 18,642                       | Less than 0.0008%                                     | 319,103  | Less than 0.02%                                       |
| M McLintock | 118,165                             | Less than 0.005%   | 69,620                                   | 48,545                       | Less than 0.002%                                      | 716,449  | Less than 0.03%                                       |
| N Nicandrou | 41,594                              | Less than 0.002%   | 24,506                                   | 17,088                       | Less than 0.0007%                                     | 448,706  | Less than 0.02%                                       |
| T Thiam     | 99,851                              | Less than 0.004%   | 58,829                                   | 41,022                       | Less than 0.002%                                      | 881,826  | Less than 0.04%                                       |
| P Vacassin  | 44,866                              | Less than 0.002%   | 26,433                                   | 18,433                       | Less than 0.0008%                                     | 531,889  | Less than 0.02%                                       |
| S Whitehead | 37,473                              | Less than 0.002%   | 22,078                                   | 15,395                       | Less than 0.0007%                                     | 249,358  | Less than 0.01%                                       |

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)  
See table above

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed  
See table above

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)  
See table above

13. Price per *share* or value of transaction  
£5.515

14. Date and place of transaction  
**12 March 2010, London**

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

16. Date issuer informed of transaction  
**12 March 2010**

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

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

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**Penny Follows, Shareholder Services and Share Plans Manager, 020 7548 3821**

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

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

Date of notification

**15 March 2010**

**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**

**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



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: March 15, 2010

PRUDENTIAL PUBLIC LIMITED COMPANY

By: /s/ PENNY FOLLOWS  
**Penny Follows**  
**Shareholder Services and Share Plans manager**