

PRUDENTIAL PLC  
Form 6-K  
May 21, 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 May, 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  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-



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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) Nick Prettejohn, Sir David Clementi, Michael Garrett, Clark Manning, Michael McLintock, Kathleen O Donovan, Mark Tucker, Andrew Turnbull, Barry Stowe**

**(ii) Peter Maynard, John Foley, Priscilla Vacassin, Stephen Whitehead**

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

**As above**

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

**Claire Prettejohn wife of Nick Prettejohn**

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 and 4 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

**Nick Prettejohn shares held in the Trust in the name of BWCI Trust Company Limited**

**Nick and Claire Prettejohn in own name**

**Sir David Clementi shares held in the name of Frank Nominees Limited at Kleinwort UK Limited**

**Michael Garrett in own name**

**Clark Manning in own name**

**Clark Manning shares held in the Trust in the name of BWCI Trust Company Limited**

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**Michael McLintock** shares held in the Trust in the name of BWCI Trust Company Limited

**Kathleen O Donovan** in own name

**Mark Tucker** in own name

**Mark Tucker** shares held in the Trust in the name of BWCI Trust Company Limited

**Andrew Turnbull** in own name

**Barry Stowe** shares held in the Trust in the name of BWCI Trust Company Limited

**Peter Maynard** in own name

**Peter Maynard** shares held in the Trust in the name of BWCI Trust Company Limited

**John Foley** shares held in the Trust in the name of BWCI Trust Company Limited

**John Foley** in own name

**Priscilla Vacassin** shares held in the Trust in the name of BWCI Trust Company Limited

**Stephen Whitehead** shares held in the Trust in the name of BWCI Trust Company Limited

8. State the nature of the transaction

**Scrip Dividend on ordinary shares of Prudential plc** see section 9

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

**Nick Prettejohn**

915 Ordinary shares (914 shares for the Director and 1 share for his spouse)

1,148 ordinary shares acquired in respect of shares held in Trust under the Directors Deferred Share Award under the Prudential Annual Incentive Plan

**Sir David Clementi**

937 ordinary shares in respect of the shares held with Frank Nominees Limited

**Michael Garrett**

14 ordinary shares

**Clark Manning**

485 ordinary shares

477 ordinary shares acquired in respect of shares held in Trust under the Directors Deferred Share Award under the Prudential Annual Incentive Plan

**Michael McLintock**

5,075 ordinary shares acquired in respect of shares held in Trust under the Directors Deferred Share Award under the Prudential Annual Incentive Plan

**Kathleen O Donovan**

220 ordinary shares

**Mark Tucker**

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1,739 ordinary shares

3,439 ordinary shares acquired in respect of shares held in Trust under the Directors Deferred Share Award under the Prudential Annual Incentive Plan

**Andrew Turnbull**

122 ordinary shares

**Barry Stowe**

750 ordinary shares acquired in respect of shares held in Trust under the Directors Deferred Share Award under the Prudential Annual Incentive Plan

**Peter Maynard**

574 ordinary shares

1,230 ordinary shares acquired in respect of shares held in Trust under the Directors Deferred Share Award under the Prudential Annual Incentive Plan

**John Foley**

653 ordinary shares

5,488 ordinary shares acquired in respect of shares held in Trust under the Directors Deferred Share Award under the PruCap Deferred Share Award

**Priscilla Vacassin**

1,281 ordinary shares acquired in respect of shares held in Trust under the Directors Deferred Share Award under the Prudential Annual Incentive Plan

**Stephen Whitehead**

375 ordinary shares acquired in respect of shares held in Trust under the Directors Deferred Share Award under the Prudential Annual Incentive Plan

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)  
Nick Prettejohn Less than 0.00009%

Sir David Clementi Less than 0.00004%

Michael Garrett Less than 0.0000006%

Clark Manning Less than 0.00004%

Michael McLintock Less than 0.0003%

Kathleen O Donovan Less than 0.000009%

Mark Tucker Less than 0.0003%

Andrew Turnbull Less than 0.000005%

Barry Stowe Less than 0.00004%

Peter Maynard Less than 0.00008%

John Foley Less than 0.0003%

Priscilla Vacassin Less than 0.00006%

Stephen Whitehead Less than 0.00002%

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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  
**6.642p**

14. Date and place of transaction

**20 May 2008, London**

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

Nick Prettejohn 727,564 (less than 0.03%)

Sir David Clementi 52,492 (less than 0.003%)

Michael Garrett 22,872 (less than 0.001%)

Clark Manning 1,035,092 (less than 0.05%)

Michael McLintock 665,784 (less than 0.03%)

Kathleen O Donovan 15,023 (less than 0.0007%)

Mark Tucker 1,544,748 (less than 0.07%)

Andrew Turnbull 6,708 (less than 0.0003%)

Barry Stowe 428,520 (less than 0.02%)

Peter Maynard 382,673 (less than 0.02%)

John Foley 336,076 (less than 0.02%)

Priscilla Vacassin 423,315 (less than 0.02%)

Stephen Whitehead 85,780 (less than 0.004%)

16. Date issuer informed of transaction

**20 May 2008, London**

18. Date of grant

**N/A**

19. Period during which or date on which it can be exercised

**N/A**

20. Total amount paid (if any) for grant of the option

**N/A**

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21. Description of *shares* or debentures involved (*class* and number)  
N/A
22. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise  
N/A
23. Total number of *shares* or debentures over which options held following notification  
N/A
24. Any additional information  
N/A

25. Name of contact and telephone number for queries

**Emma Jacobs, Shareholder Services Administrator, 020 7548 3931**

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

**Susan Henderson, Deputy Company Secretary, 0207 548 3805**

Date of notification

**20 May 2008, London**

**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: May 20, 2008

**PRUDENTIAL PUBLIC LIMITED COMPANY**

By: /s/ SUSAN HENDERSON  
Susan Henderson  
Deputy Group Secretary