

PRUDENTIAL PLC
Form 6-K
May 29, 2012

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, 2012

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: May 29, 2012

PRUDENTIAL PUBLIC LIMITED COMPANY

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

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, P Goerke, 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

P Goerke - 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

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B Stowe - American Depositary 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 Depositary 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 2012 final dividend on ordinary shares of Prudential plc

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

M Coltman

1,192 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan

H Davies

77 ordinary shares

R Devey

2,905 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan

John Foley

4,314 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the PruCap Deferred Share Plan

1,109 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan

P Goerke

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

M McLintock

4,709 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan

N Nicandrou

2,943 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan

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

B Stowe

1,824 American Depositary Receipts (ADRs) representing 3,648 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

9,627 ordinary shares acquired in respect of shares held in trust under Deferred Share Awards under the Prudential Annual Incentive Plan

M Wells

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1,135 American Depositary Receipts (ADRs) representing 2,270 Prudential plc ordinary shares (Ratio 1 ADR equals 2 ordinary shares) held in trust under Deferred Share Awards under the Group Deferred Bonus Plan

1,162 American Depositary Receipts (ADRs) representing 2,324 Prudential plc ordinary shares (Ratio 1 ADR equals 2 ordinary shares) held in trust under Deferred Share Awards 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)

M Coltman - less than 0.00005%

H Davies - less than 0.000004%

R Devey - less than 0.0002%

J Foley - less than 0.0003%

P Goerke - less than 0.00004%

M McLintock - less than 0.0002%

N Nicandrou - less than 0.0002%

B Stowe - less than 0.0002%

T Thiam - less than 0.0004%

M Wells - less than 0.00009%

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

£6.9122 per share, inclusive of 0.5% commission and 0.5% stamp duty

£6.9122 per share - shares held in Trust in the name of BWCI Trust Company Limited - date of transaction 25 May 2012

£6.83 per share - shares held in Trust with Yorkshire Building Society - date of transaction 28 May 2012

US\$21.6 per ADR - ADRs held in Trust in the name of BWCI Trust Company Limited - date of transaction 25 May 2012

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 - 208,854 ordinary shares, less than 0.009%

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H Davies - 3,160 ordinary shares, less than 0.0002%

R Devey - 634,880 ordinary shares, less than 0.03%

J Foley - 566,766 ordinary shares, less than 0.03%

P Goerke - 144,442 ordinary shares, less than 0.006%

M McLintock - 795,503 ordinary shares, less than 0.04%

N Nicandrou - 710,135 ordinary shares, less than 0.03%

B Stowe - 944,389 ordinary shares (made up of 424,542 ADRs representing 849,084 ordinary shares and 95,305 ordinary shares), less than 0.04%

T Thiam - 1,805,046 ordinary shares, less than 0.08%

M Wells - 1,224,570 ordinary shares, (made up of 612,285 ADRs representing 1,224,570 ordinary shares), less than 0.05%

16. Date issuer informed of transaction

28 May 2012 - 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

29 May 2012 - 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