

PRUDENTIAL PLC  
Form 6-K  
May 26, 2009

**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, 2009**

**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-



**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 26, 2009

**PRUDENTIAL PUBLIC LIMITED COMPANY**

By: /s/ CLIVE BURNS

Clive Burns  
**Head of 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*

**A Turnbull, C Manning, M Garrett, M McLintock, K O Donovan, N Prettejohn, M Tucker, T Thiam, B Stowe, P Maynard, J Foley, 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*

**C Prettejohn wife of N 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

**Andrew Turnbull shares held in own name**

**Clark Manning shares held in own name**

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

**Michael Garrett shares held with HSBC Global Custody Nominees UK Limited**

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

**Kathleen O Donovan shares held in own name**

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

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**Nick Prettejohn** in own name & in the name of his wife

**Mark Tucker** shares held in own name

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

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

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

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

**John Foley** in own name

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

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

**Stephen Whitehead** shares held in 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

**Andrew Turnbull**

368 ordinary shares

**Clark Manning**

8,229 ordinary shares

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

**Michael Garrett**

963 ordinary shares held with HSBC Global Custody Nominees UK Limited

**Michael McLintock**

14,427 ordinary shares acquired in respect of shares held in trust under the Deferred Share Award under the Prudential Annual Incentive Plan

**Kathleen O Donovan**

546 ordinary shares

**Nick Prettejohn**

4,940 ordinary shares 4,937 shares on his holding and 3 shares on his wife's holding

6,098 ordinary shares acquired in respect of shares held in trust under the Deferred Share Award under the Prudential Annual Incentive Plan

**Mark Tucker**

11,487 ordinary shares

5,481 ordinary shares acquired in respect of shares held in trust under the Deferred Share Award under the Prudential Annual Incentive Plan

**Tidjane Thiam**

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3,796 ordinary shares acquired in respect of shares held in trust under the Deferred Share Award under the Prudential Annual Incentive Plan

**Barry Stowe**

2,229 ordinary shares acquired in respect of shares held in trust under the Deferred Share Award under the Prudential Annual Incentive Plan

**Peter Maynard**

2,797 ordinary shares acquired in respect of shares held in trust under the Deferred Share Award under the Prudential Annual Incentive Plan

**John Foley**

1,309 ordinary shares

23,357 ordinary shares acquired in respect of shares held in trust under the Deferred Share Award under the PruCap Deferred Share Award

**Priscilla Vacassin**

4,232 ordinary shares acquired in respect of shares held in trust under the Deferred Share Award under the Prudential Annual Incentive Plan

**Stephen Whitehead**

2,160 ordinary shares acquired in respect of shares held in trust under the 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)  
**A Turnbull less than 0.00002%**

**Clark Manning less than 0.0004%**

**Michael Garrett less than 0.00004%**

**Michael McLintock less than 0.0006%**

**Kathleen O Donovan less than 0.00003%**

**Nick Prettejohn less than 0.0005%**

**Mark Tucker Less than 0.0007%**

**Barry Stowe Less than 0.00009%**

**Peter Maynard Less than 0.0002%**

**John Foley Less than 0.001%**

**Priscilla Vacassin Less than 0.0002%**

**Stephen Whitehead 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  
**£3.581**

14. Date and place of transaction  
**22 May 2009, London**

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

**Andrew Turnbull** 10,584 ordinary shares, less than 0.0005%

**Clark Manning** 1,771,055 ordinary shares, less than 0.08%

**Michael Garrett** 29,315 ordinary shares, less than 0.002%

**Michael McLintock** 910,697 ordinary shares, less than 0.04%

**Kathleen O Donovan** 18,583 ordinary shares, 0.0008%

**Nick Prettejohn** 1,192,224 ordinary shares, less than 0.05%

**Mark Tucker** 1,430,556 ordinary shares, less than 0.06%

**Tidjane Thiam** 903,819 ordinary shares, less than 0.04%

**Barry Stowe** 647,003 ordinary shares, less than 0.03%

**Peter Maynard** 427,587 ordinary shares, less than 0.02%

**John Foley** 748,233 ordinary shares, less than 0.03%

**Priscilla Vacassin** 554,577 ordinary shares, less than 0.03%

**Stephen Whitehead** 291,351 ordinary shares, less than 0.02%

16. Date issuer informed of transaction

**22 May 2009, 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**

21. Description of *shares* or debentures involved (*class* and number)

**N/A**

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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  
**Jennie Webb, Share Plans Administrator, 020 7548 2027**

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

**Sylvia Edwards, Assistant Group Secretary, 0207 548 3826**

Date of notification

**25 May 2009, 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