

PRUDENTIAL PLC  
Form 6-K  
December 16, 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 December, 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: December 16, 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 *persons discharging managerial responsibilities/director*

**J W Foley**

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 person 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 person 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

**1 J W Foley**

**2 BWC Trust Company Limited**

8. State the nature of the transaction

**1 Sale of 60,000 ordinary shares**

**2**

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**Release of 242,191 Prudential ordinary shares under the PruCap Business Deferred Bonus Plan including 8,858 Prudential ordinary shares accumulated from dividends and subsequent disposal of 126,192 shares to cover tax and sale costs.**

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

**2      242,191 ordinary shares released**

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

2      **Less than 0.01%**

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

1      **60,000 ordinary shares**

2      **126,192 ordinary shares sold to meet the tax liability arising on the release and sale costs.**

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

1      **Less than 0.003%**

2      **Less than 0.005%**

13. Price per *share* or value of transaction

1      **£6.101371**

2      **£6.1609**

14. Date and place of transaction

1      **15 December 2011, London**

2      **16 December 2011, London**

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

**516,862 ordinary shares, less than 0.03%**

16. Date issuer informed of transaction

1      **15 December 2011**

**2      16 December 2011**

**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  
**Jennie Webb, 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

**16 December 2011**

***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