

PRUDENTIAL PLC  
Form 6-K  
December 22, 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 December, 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-



**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 G A McLintock**

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

**M G A McLintock**

8. State the nature of the transaction

**Exercise of nil cost options to acquire ordinary shares of 5p each under the Prudential Restricted Share Plan. At the time of exercise sufficient shares were sold to cover PAYE & NIC liabilities as per the rules of the Plan.**

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

**36,597 ordinary shares**

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10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)  
**Less than 0.002%**

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed  
**15,036 ordinary shares**

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)  
**Less than 0.0007%**

13. Price per *share* or value of transaction  
**Acquisition of shares: N/A**

**Disposal of shares: £3.9091**

14. Date and place of transaction  
**19 December 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)  
**659,969 ordinary shares, less than 0.03%**

16. Date issuer informed of transaction  
**19 December 2008**

**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**

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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

**See announcement on the 17 April 2008 in relation to the grant of nil cost options under the Prudential Restricted Share Plan to MGA McLintock**

24. 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

**Susan Henderson, Deputy group Secretary, 020 7548 3805**

Date of notification

**19 December 2008**

**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: December 19, 2008

**PRUDENTIAL PUBLIC LIMITED COMPANY**

By: /s/ SUSAN HENDERSON

Susan Henderson  
**Deputy Group Secretary**