

PRUDENTIAL PLC  
Form 6-K  
June 15, 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 June, 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: June 12, 2009

**PRUDENTIAL PUBLIC LIMITED COMPANY**

By: /s/ PENNY FOLLOWS

Penny Follows  
**Shareholder Services and Share Plans manager**

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**NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS**

This form is intended for use by an *issuer* to make a *RIS* notification required by *DR 3.1.4R(1)*.

- (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.

Please complete all relevant boxes should in block capital letters.

1. Name of the *issuer*

**Prudential plc**

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

**(ii) DR 3.1.4(R)(1)(b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or**

**(iii) both (i) and (ii)**

**Relates to (i)**

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

**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

**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**

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6. *Description of shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*  
**Ordinary shares of 5p each in Prudential plc**

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them  
**S Whitehead**

8 State the nature of the transaction

**Disposal of shares**

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

**N/A**

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

**N/A**

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

**S Whitehead 13,106**

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

**13,106 shares, less than 0.0006%**

13. Price per *share* or value of transaction

**£4.56384**

14. Date and place of transaction

**5 June 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)

**S Whitehead 278,245 ordinary shares, less than 0.02%**

16. Date issuer informed of transaction

**12 June 2009**

**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

**Tahlia Holder, Shareholder Services and Share Plans Assistant, 0207 548 3807**

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

**Penny Follows, Shareholder Services and Share Plans Manager, 0207 548 3821**

Date of notification

12 June 2009

END