

PRUDENTIAL PLC  
Form 6-K  
May 22, 2007

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 6-K

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### 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, 2007

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## 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-

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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)

**Philip Broadley, Rebecca Burrows, Nick Prettejohn, Sir David Clementi, Michael Garrett, Clark Manning, Michael McLintock, Kathleen O Donovan, Mark Tucker, Andrew Turnbull, Priscilla Vacassin - Prudential plc - iii**

**Peter Maynard, - i**

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

**As above**

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

**Gillian Broadley - wife of Philip Broadley**

**Claire Prettejohn - wife of Nick 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 shareholders(s) and, if more than one, the number of *shares* held by each of them

(See section 9 for the number of shares held)

Philip Broadley & Gillian Broadley - in own name

Philip Broadley & Gillian Broadley - shares held in an ISA in name of Rock Nominees Limited

Philip Broadley - shares held in Trust in the name of BWCI Trust Company Limited

Sir David Clementi - shares held in the name of Frank Nominees Limited at Kleinwort Benson

Michael Garrett - shares held in Trust in the name of HSBC Global Custody Nominees UK Limited

Clark Manning - in own name

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

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

Kathleen O Donovan - in own name

Nick Prettejohn & Claire Prettejohn - in own name

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

Mark Tucker - in own name

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

Andrew Turnbull - in own name

Rebecca Burrows - shares held in Trust in the name of BWCI Trust Company Limited

Peter Maynard - in own name

Peter Maynard - 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

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

**Philip Broadley -**

535 ordinary shares (524 shares for the Director and 11 shares for his spouse)

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71 ordinary shares on shares held in an ISA with Rock Nominees Limited (55 shares on behalf of the Director and 16 shares on behalf of his spouse)

994 ordinary shares acquired in respect of shares held in Trust under the Director's Deferred Share Award under the Prudential Annual Incentive Plan

**Sir David Clementi** - 593 ordinary shares in respect of the shares held with Frank Nominees Limited

**Michael Garrett** -

21 ordinary shares

279 ordinary shares in respect of shares held in the name of UBS Limited

**Clark Manning** -

404 ordinary shares

143 ordinary shares acquired in respect of shares held in Trust under the Director's Deferred Share Award under the Prudential Annual Incentive Plan

**Michael McLintock** -

4,100 ordinary shares acquired in respect of shares held in Trust under the Director's Deferred Share Award under the Prudential Annual Incentive Plan

**Kathleen O Donovan** - 155 ordinary shares

**Nick Prettejohn** -

532 ordinary shares (531 shares for the Director and 1 share for his spouse)

186 ordinary shares acquired in respect of shares held in Trust under the Director's Deferred Share Award under the Prudential Annual Incentive Plan

**Mark Tucker** -

1,445 ordinary shares

1,727 ordinary shares acquired in respect of shares held in Trust under the Director's Deferred Share Award under the Prudential Annual Incentive Plan

**Andrew Turnbull** - 69 ordinary shares

**Rebecca Burrows** - 431 ordinary shares acquired in respect of shares held in Trust under the Director's Deferred Share Award under the Prudential Annual Incentive Plan

**Peter Maynard** -

114 ordinary shares

944 ordinary shares acquired in respect of shares held in Trust under the Director's Deferred Share Award under the Prudential Annual Incentive Plan

**Priscilla Vacassin** - 448 ordinary shares acquired in respect of shares held in Trust under the Director's 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)

Philip Broadley Less than 0.00007%

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Sir David Clementi Less than 0.00003%

Michael Garrett Less than 0.00002%

Clark Manning Less than 0.00003%

Michael McLintock Less than 0.0002%

Kathleen O Donovan Less than 0.000007%

Nick Prettejohn Less than 0.00003%

Mark Tucker Less than 0.0002%

Andrew Turnbull Less than 0.000003%

Rebecca Burrows Less than 0.00002%

Peter Maynard Less than 0.00005%

Priscilla Vacassin Less than 0.00002%

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

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

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13. Price per *share* or value of transaction

**742.80p**

14. Date and place of transaction

**22 May 2007, London**

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

Philip Broadley 604,450 (Less than 0.03%)

Sir David Clementi 39,175 (Less than 0.002%)

Michael Garrett 19,748 (Less than 0.0009%)

Clark Manning 847,420 (Less than 0.04%)

Michael McLintock 528,022 (Less than 0.03%)

Kathleen O Donovan 12,911 (Less than 0.0006%)

Nick Prettejohn 490,337 (Less than 0.03%)

Mark Tucker 1,263,490 (Less than 0.06%)

Lord Andrew Turnbull 4,466 (Less than 0.0002%)

Rebecca Burrows 189,866 (Less than 0.008%)

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Peter Maynard 319,446 (Less than 0.02%)

Priscilla Vacassin 284,192 (Less than 0.02%)



16. Date issuer informed of transaction

22 May 2007

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17. Date of grant

\_\_\_\_\_

18. Period during which or date on which it can be exercised

\_\_\_\_\_

19. Total amount paid (if any) for grant of the option

\_\_\_\_\_

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

\_\_\_\_\_

\_\_\_\_\_

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

\_\_\_\_\_

22. Total number of *shares* or debentures over which options held following notification

\_\_\_\_\_

23. Any additional information

\_\_\_\_\_

24. Name of contact and telephone number for queries

Lee Davis, Group Secretarial, 020 7548 3807

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

Susan Henderson, Group Deputy Secretary, 020 7548 3805

**Date of notification**

22 May 2007

*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*

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 22 May 2007

**PRUDENTIAL PUBLIC LIMITED COMPANY**

By: /s/ Susan Henderson

Susan Henderson  
Deputy Group Secretary