PRUDENTIAL PLC
Form 6-K
December 31, 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 x 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 x

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 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 E Tucker, M G A McLintock, P M Maynard, P Vacassin

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 E Tucker, M G A McLintock, P M Maynard, P Vacassin

8. State the nature of the transaction

Release of Deferred Share Award awarded in March 2006 under the Prudential Annual Incentive Plan

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

M E Tucker 39,257 ordinary shares

M G A McLintock 89,454 ordinary shares

P M Maynard 20,937 ordinary shares

P Vacassin 3,806 ordinary shares

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

M E Tucker Less than 0.002%

M G A McLintock Less than 0.004%

P M Maynard Less than 0.0009%

P Vacassin Less than 0.0002%

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

At the time of release shares were sold, as detailed below, in order to satisfy a PAYE and NIC liability as per the terms of the award:

M E Tucker 16,128 ordinary shares

M G A McLintock 36,750 ordinary shares

P M Maynard 8,602 ordinary shares

P Vacassin 1,564 ordinary shares

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

M E Tucker Less than 0.0007%

M G A McLintock Less than 0.002%

P M Maynard Less than 0.0004%

P Vacassin Less than 0.00007%

13. Price per *share* or value of transaction

Acquisition of shares: N/A

Disposal of shares: £4.03

14. Date and place of transaction

31 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)

M E Tucker 1,551,849 ordinary shares, less than 0.07%

M G A McLintock 623,219 ordinary shares, less than 0.03%

P M Maynard 348,251 ordinary shares, less than 0.02%

P Vacassin 422,525 ordinary shares, less than 0.02%

16. Date issuer informed of transaction

31 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

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, 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

31 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 31, 2008

PRUDENTIAL PUBLIC LIMITED COMPANY

By: /s/ Susan Henderson

Susan Henderson
Deputy Group Secretary