



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 January 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Prudential plc

Date Submitted: 05 February 2024

I. Movements in Authorised / Registered Share Capital Not applicable

Remarks:

Prudential plc (the "Company") does not have an authorised share capital.

II. Movements in Issued Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	02378	Description	Ordinary shares of GBP 0.05 each			
Balance at close of preceding month			2,753,520,756			
Increase / decrease (-)			-3,850,562			
Balance at close of the month			2,749,670,194			

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Class of shares issuable		Ordinary shares	Type of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)		02378					
Particulars of share option scheme	Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	No. of new shares of issuer issued during the month pursuant thereto (A)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month
		Cancelled					
1). Prudential Sharesave Plan 2023 (the "Sharesave 2023")	107,968	Cancelled	-1,712	106,256	814	4,836	106,256
General Meeting approval date (if applicable)		25 May 2023					
2). Prudential International Savings-Related Share Option Scheme for Non-Employees (the "ISSOSNE")	1,563,247	Cancelled	-23,330	1,539,917	0	180,505	1,539,917
General Meeting approval date (if applicable)		25 May 2023					
3). Prudential Agency Long Term Incentive Plan (the "Agency LTIP")	232,388			232,388	0	0	232,388
General Meeting approval date (if applicable)		25 May 2023					
4). Prudential Long Term Incentive Plan 2023 (the "PLTIP 2023")	1,616,274			1,616,274	0	0	1,616,274
General Meeting approval date (if applicable)		25 May 2023					

Total A (Ordinary shares): 814

Total funds raised during the month from exercise of options: GBP 5,999.18

Remarks:

The total number of securities which may be issued upon the exercise of all options and awards to be granted under each of the Sharesave 2023, the ISSOSNE, the Agency LTIP and the PLTIP 2023, when added to the number of shares, share options, and share awards issued under any other share plan of the Company is limited to 10% of the total number of shares in issue from time to time, i.e. 274,967,019 as at 31 January 2024 and in compliance with various conditional waivers granted by The Stock Exchange of Hong Kong Limited from strict compliance with Rule 17.03(3) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

Sharesave 2023 - New ordinary shares are issued when options are exercised under the Sharesave 2023, thereby increasing the Company's issued ordinary share capital.

PLTIP 2023 - In order to satisfy anticipated releases of shares to participants following the vesting of awards under the PLTIP 2023, new ordinary shares are from time to time issued by the Company and allotted to Apex Group Fiduciary Services Limited, thereby increasing the Company's issued ordinary share capital. These shares are held by the Prudential Employee Share Trust on behalf of the participants of the PLTIP 2023 and released to them when their awards vest (as appropriate).

ISSOSNE and Agency LTIP - In order to satisfy anticipated exercises of options under the ISSOSNE, and the anticipated releases of shares to participants following the vesting of awards under the Agency LTIP, new ordinary shares are from time to time issued by the Company and allotted to Asian Agency SPV Limited, thereby increasing the Company's issued ordinary share capital. These shares are held by the Prudential Agent Share Trust on behalf of the participants of the ISSOSNE and the Agency LTIP, and released to them when they exercise their option or when their awards vest (as appropriate).

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed) Not applicable

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes) Not applicable

(E). Other Movements in Issued Share

1. Class of shares issuable (Note 5 and 6)	Ordinary shares	Type of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1, 5 and 6)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)		02378				
Type of Issue	At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Currency	Amount				
1). Repurchase of shares			11 January 2024	25 May 2023	-831,616	
2). Repurchase of shares			12 January 2024	25 May 2023	-360,000	
3). Repurchase of shares			15 January 2024	25 May 2023	-420,000	

4).	Repurchase of shares		16 January 2024	25 May 2023	-590,000	
5).	Repurchase of shares		17 January 2024	25 May 2023	-1,641,855	
6).	Repurchase of shares		18 January 2024	25 May 2023	-7,905	

Total E (Ordinary shares): -3,851,376

Remarks:

- 1). 831,616 ordinary shares repurchased on market on 8 and 9 January 2024 were cancelled on 11 January 2024.
- 2). 360,000 ordinary shares repurchased on market on 10 January 2024 were cancelled on 12 January 2024.
- 3). 420,000 ordinary shares repurchased on market on 11 January 2024 were cancelled on 15 January 2024.
- 4). 590,000 ordinary shares repurchased on market on 12 January 2024 were cancelled on 16 January 2024.
- 5). 1,641,855 ordinary shares repurchased on market on 15 January 2024 were cancelled on 17 January 2024.
- 6). 7,905 ordinary shares repurchased on market on 16 January 2024 were cancelled on 18 January 2024.

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) -3,850,562

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: Wong Shuk Ying

Title: Deputy Group Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.

3. "Identical" means in this context:
 - . the securities are of the same nominal value with the same amount called up or paid up;
 - . they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - . they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
 - . "class of shares issuable" should be construed as "class of shares repurchased"; and
 - . "issue and allotment date" should be construed as "cancellation date"
6. In the context of redemption of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares redeemed (if listed on SEHK)"; and
 - . "class of shares issuable" should be construed as "class of shares redeemed"; and
 - . "issue and allotment date" should be construed as "redemption date"