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PRUDENTIAL PLC
Form 6-K
August 22, 2003

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 August 2003

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-

Enclosures: Director Shareholding

PRUDENTIAL PLC ANNOUNCEMENT

Schedule 11 - Notification of Interests of Directors and Connected Persons

No of Reports in announcement: 1

1. Name of director:

Michael McLintock

2. Please state whether notification indicates that it is in respect of holding

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of the director named in 1 above or holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest:

Director named above

3. Name of registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified):

Michael McLintock

4. Please state whether notification relates to a person(s) connected with the director named in 1 above and identify the connected person(s):

N/A

5. Please state the nature of the transaction. For PEP transactions please indicate whether general/single/Company on PEP and if discretionary/non-discretionary:

Exercise of option under the M&G SAYE Option Scheme (Prudential plc)

6. Number of shares/amount of stock acquired:

4,538 shares

7. Percentage of issued class:

Less than 0.0003%

8. Number of shares/amount of stock disposed:

N/A

9. Percentage of issued class:

N/A

10. Class of security:

Shares of 5p each

11. Price per share:

GBP3.799

12. Date of transaction:

21 August 2003

13. Date company informed:

21 August 2003

14. Total holding following this transaction:

145,866 shares

15. Total percentage holding of issued class following this notification:

Less than 0.008%

If a director has been granted options by the company, please complete the

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following fields:

16. Date of grant:

N/A

17. Period during which or date on which exercisable:

N/A

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

N/A

19. Description of shares or debentures involved: class, number:

N/A

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

N/A

21. Total number of shares or debentures over which options held following this notification:

N/A

Additional information:

-ENDS-

Contact name for Enquiries

Jennie Webb
020 7548 6027

Company official responsible for making notification

John Price, Deputy Group Secretary
020 7548 3805

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 August, 2003

PRUDENTIAL PUBLIC LIMITED COMPANY

By: /s/ John Price

John Price
Deputy Group Secretary

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size="1"> _____ Director _____ 10% Owner Officer (give title below) _____ Other (specify below) Sr. VP, General Counsel

(Last)

(First)

(Middle)

780 JOHNSON FERRY RD., SUITE 800 3. Date of Earliest Transaction (Month/Day/Year)

01/23/2015

(Street)

ATLANTA, GA 30342- 4. If Amendment, Date Original Filed(Month/Day/Year)

01/27/2015 6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person

Form filed by More than One Reporting Person

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	22,449	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
RSUs 2015	<u>(1)</u>	01/23/2015		A	3,021	<u>(1)</u> <u>(1)</u>	Common Stock	3,021

PRSUs 2014	<u>(2)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock	1,718
RSUs 2011-01-27	<u>(3)</u>		<u>(3)</u>	<u>(3)</u>	Common Stock	1,000
RSUs 2012	<u>(4)</u>		<u>(4)</u>	<u>(4)</u>	Common Stock	2,100
RSUs 2013	<u>(5)</u>		<u>(5)</u>	<u>(5)</u>	Common Stock	3,000
RSUs 2014	<u>(6)</u>		<u>(6)</u>	<u>(6)</u>	Common Stock	2,420
Stock Appreciation Rights	\$ 18.14		<u>(7)</u>	01/24/2020	Common Stock	7,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Taylor Janet E 780 JOHNSON FERRY RD. SUITE 800 ATLANTA, GA 30342-			Sr. VP, General Counsel	

Signatures

Jenny H. Parker,
Attorney-in-Fact

05/08/2015

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Restricted Stock Units ("RSUs") award granted 1/23/2015 under the 2014 Long-Term Incentive Plan. RSUs vest ratably over 4 years, beginning 5/8/2016. Each RSU is equivalent to one share of common stock upon vesting.
- (2) Performance Restricted Stock Units ("PRSUs") award granted 1/17/2014 under the 2004 Long-Term Incentive Plan. Each Performance unit represents a contingent right to receive one share of the company's common stock based on the EBITDA for the year ended December 31, 2014. This amount represents the number of performance units earned for fiscal 2014, which were certified by the Executive Compensation and Employee Benefits Committee on 1/23/2015. The performance units vest on February 28, 2017.
- (3) Restricted Stock Units ("RSUs") award granted 1/27/2011 under the 2004 Long-Term Incentive Plan. RSUs vest equally over 4 years, beginning 5/8/2012. Each RSU is equivalent to one share of common stock upon vesting.
- (4) Restricted Stock Units ("RSUs") award granted 1/23/2012 under the 2004 Long-Term Incentive Plan. RSUs vest equally over 4 years, beginning 5/8/2013. Each RSU is equivalent to one share of common stock upon vesting.
- (5) Restricted Stock Units ("RSUs") award granted 1/24/2013 under the 2004 Long-Term Incentive Plan. RSUs vest equally over 4 years, beginning 5/8/2014. Each RSU is equivalent to one share of common stock upon vesting.
- (6) Restricted Stock Units ("RSUs") award granted 1/17/2014 under the 2004 Long-Term Incentive Plan. RSUs vest ratably over 4 years, beginning 5/8/2015. Each RSU is equivalent to one share of common stock upon vesting.

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- (7) Stock-Settled Appreciation rights ("SARs") granted under the 2004 Long-Term Incentive Plan. SARs vest in four equal installments, beginning on 5/8/2014, and expire seven years from the grant date.

Remarks:

This amended Form 4 corrects the amounts associated with the PRSU 2014 grant and removes a similar grant made in 2015 w

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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