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PRUDENTIAL PLC
Form 6-K
August 04, 2004

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, 2004

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

4 August 2004

PRUDENTIAL PLC ANNOUNCEMENT

Schedule 11 - Notification of Interests of Directors and Connected Persons

Holder in Prudential plc

No of Reports in announcement:

1. Name of director:

Jonathan Bloomer, Philip Broadley, Mark Norbom, Michael McLintock, G Mark
Wood, Clark Manning

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:

Directors 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):

BWCI Trust Company Limited

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:

See additional information

6. Number of shares/amount of stock acquired:

See additional information

7. Percentage of issued class:

See additional information

8. Number of shares/amount of stock disposed:

N/A

9. Percentage of issued class:

N/A

10. Class of security:

Ordinary shares of 5p each in Prudential plc

11. Price per share:

GBP 3.983

12. Date of transaction:

3 August 2004

13. Date company informed:

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3 August 2004

14. Total holding following this transaction:

See additional information

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

See additional information

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

Acquisition of an interest in a maximum number of shares capable of vesting in the beneficial ownership of the above named directors on 2 April 2007 by virtue of a conditional award under the rules of the Prudential Restricted Share Plan.

(a) Director (b) No of Shares Acquired (c) Percentage holding of Class

(a) Jonathan Bloomer (b) 401,708 shares (c) Less than 0.02%

(Total Holding: 1,217,313 shares, Percentage of Class: Less than 0.07%)

(a) Philip Broadley (b) 200,854 shares (c) Less than 0.01%

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(Total Holding: 432,823 shares, Percentage of Class: Less than 0.03%)

(a) Mark Norbom (b) 190,811 shares (c) Less than 0.01%

(Total Holding: 193,311 shares, Percentage of Class: Less than 0.01%)

(a) Michael McLintock (b) 64,274 shares (c) Less than 0.004%

(Total Holding: 185,784 shares, Percentage of Class: Less than 0.01%)

(a) G Mark Wood (b) 200,854 shares (c) Less than 0.01%

(Total Holding: 547,338 shares, Percentage of Class: Less than 0.03%)

(a) Clark Manning (b) 186,995 shares (c) Less than 0.01%

(Total Holding: 459,817 shares, Percentage of Class: Less than 0.03%)

-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 4 August 2004

PRUDENTIAL PUBLIC LIMITED COMPANY

By: /s/

John Price

Deputy Group Secretary