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PRUDENTIAL PLC
Form 6-K
September 03, 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 September, 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 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-

Enclosures: Director Shareholding

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1. Name of company
Prudential plc

2. Name of director
Mark Norbom

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

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of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest

Director named above

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

BWCI Trust Company Limited

5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)

N/A

6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary Award of shares under the Prudential Employee Share Trust - see additional information

7. Number of shares / amount of stock acquired

554,574 ordinary shares - see additional information

8. Percentage of issued class

Less than 0.03%

9. Number of shares/amount of stock disposed

N/A

10. Percentage of issued class

N/A

11. Class of security

Ordinary shares of 5p each

12. Price per share

See additional information

13. Date of transaction

3 September 2004

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14. Date company informed
3 September 2004

15. Total holding following this notification
747,885 shares

16. Total percentage holding of issued class following this notification
Less than 0.04%

If a director has been granted options by the company please complete the following boxes.

17. Date of grant
N/A

18. Period during which or date on which exercisable
N/A

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

20. Description of shares or debentures involved: class, number
N/A

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

22. Total number of shares or debentures over which options held following this notification
N/A

23. Any additional information
14,622 shares capable of being released to Mr M Norbom on 1 January 2005
14,622 shares capable of being released to Mr M Norbom on 1 January 2006
85,173 shares capable of being released to Mr M Norbom on 1 January 2007
30,118 shares capable of being released to Mr M Norbom on 1 January 2008
14,622 shares capable of being released to Mr M Norbom on 1 January 2009
395,417 shares capable of being released to Mr M Norbom on 20 February 2013

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24. Name of contact and telephone number for queries
Jennie Webb, 0207 548 6027

25. Name and signature of authorised company official responsible for making
this notification
Bob Walker, Deputy Group Secretary, 020 7548 3848
Date of Notification

3 September 2004

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 3 September 2004

PRUDENTIAL PUBLIC LIMITED COMPANY

By: /s/ John Price

John Price
Deputy Group Secretary