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**PRUDENTIAL**

**Prudential plc**

英國保誠有限公司\*

*(Incorporated and registered in England and Wales under the number 01397169)*

*(Stock code: 2378)*

## **OVERSEAS REGULATORY ANNOUNCEMENT**

**NOTHING IN THIS ANNOUNCEMENT CONSTITUTES AN OFFER TO BUY OR THE SOLICITATION OF AN OFFER TO SELL SECURITIES IN ANY JURISDICTION.**

### **OUTCOME OF INVITATIONS BY PRUDENTIAL PLC IN RESPECT OF CERTAIN SENIOR BONDS**

On 25 July, 2018, Prudential plc (the “**Company**”) extended invitations to the holders (the “**Holders**”) of its £300,000,000 6 7/8 per cent. Bonds due 2023 with ISIN XS0083544212 (the “**2023 Bonds**”) and its £250,000,000 5 7/8 per cent. Bonds due 2029 with ISIN XS0096874671 (the “**2029 Bonds**”) and, together with the 2023 Bonds, the “**Bonds**” and each a “**Series**”) to consider and, if thought fit, vote in respect of certain modifications to the terms and conditions of the Bonds (the “**Proposal**”). The full terms and conditions of the Proposal were contained in the consent solicitation memorandum prepared by the Company dated 25 July, 2018 (the “**Memorandum**”). Capitalised terms used in this announcement but not defined have the meanings given to them in the Memorandum.

Separate meetings of the holders of each Series (each a “**Meeting**”) were held on 16 August, 2018 in connection with the Proposal and the Company accordingly hereby announces:

- (A) the results of each Meeting;
- (B) the outcome of the Proposal; and
- (C) the final Payment Date.

#### **Results of each Meeting**

The Extraordinary Resolution in respect of the 2023 Bonds was duly passed at the relevant Meeting.

The Extraordinary Resolution in respect of the 2029 Bonds was duly passed at the relevant Meeting.

The Extraordinary Resolution in respect of each Series was solely conditional upon the passing of the Extraordinary Resolution in respect of the other Series. As a result of the above, the Extraordinary Resolution in respect of each Series has become unconditional.

## Outcome of the Proposal

The Company is pleased to announce that the Proposal was successful and that it has agreed with the Trustee to implement the Amendment on 17 August, 2018. Accordingly, the amendments to the terms and conditions applicable to the 2023 Bonds and to the terms and conditions applicable to the 2029 Bonds will become effective as of that date.

## Final Payment Date

The final Payment Date will be 23 August, 2018. Due Amounts will be paid on the Payment Date in accordance with the terms of the Memorandum.

### SOLICITATION AGENTS

<b>Barclays Bank PLC</b>	<b>Goldman Sachs International</b>	<b>NatWest Markets Plc</b>
5 The North Colonnade Canary Wharf London E14 4BB	Peterborough Court 133 Fleet Street London EC4A 2BB	250 Bishopsgate London EC2M 4AA
Telephone: +44 20 3134 8515	Telephone: +44 20 7774 9862	Telephone: +44 20 7678 5282
Attention: Liability Management Group	Attention: Liability Management Group	Attention: Liability Management
Email: <a href="mailto:eu.lm@barclays.com">eu.lm@barclays.com</a>	Email: <a href="mailto:liabilitymanagement.eu@gs.com">liabilitymanagement.eu@gs.com</a>	Email: <a href="mailto:liabilitymanagement@natwestmarkets.com">liabilitymanagement@natwestmarkets.com</a>

### TABULATION AGENT

#### Lucid Issuer Services Limited

Tankerton Works  
12 Argyle Walk  
London WC1H 8HA

Telephone:  
+44 20 7704 0880

Attention:  
David Shilson / Alexander Yangaev

Email:  
[prudential@lucid-is.com](mailto:prudential@lucid-is.com)

### PRINCIPAL PAYING AGENT

#### Citibank, N.A., London Branch

Citigroup Centre  
Canada Square  
Canary Wharf  
London E14 5LB

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Enquiries to:

<b>Treasury</b> Elisabeth Wenusch	+44 (0)20 7548 3538	<b>Media:</b> Tom Willetts	+44 (0)20 7548 2776
<b>Investors/ Analysts:</b> Chantal Waight	+44 (0)20 7548 3039		
Annabel Nelson	+44 (0)20 7548 3738		

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16 August 2018, London

As at the date of this announcement, the Board of Directors of Prudential plc comprises:

### *Chairman*

Paul Victor Falzon Sant Manduca

### *Executive Directors*

Michael Andrew Wells (*Group Chief Executive*), Mark Thomas FitzPatrick CA, Stuart James Turner FCA, John William Foley, Nicolaos Andreas Nicandrou ACA and Barry Lee Stowe

### *Independent Non-executive Directors*

Sir Howard John Davies, David John Alexander Law ACA, Kaikhushru Shiavax Nargolwala FCA, Anthony John Liddell Nightingale CMG SBS JP, The Hon. Philip John Remnant CBE FCA, Alice Davey Schroeder, Jonathan Adair Lord Turner FRS and Thomas Ros Watjen

*\* For identification purposes*