

# **FINAL TERMS**

## **PRUDENTIAL PLC**

**£5,000,000,000**

**Medium Term Note Programme**

Series No: 33

Tranche No: 1

GBP 200,000,000 Floating Rate Notes due October 2016 (the "Notes")

Issued by

**PRUDENTIAL PLC**

**Issue Price: 100%**

The date of the Final Terms is 15 October 2015.

## PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Prospectus dated 21 November, 2014 (the “Prospectus”) as supplemented by the supplements to it dated 3 December, 2014, 16 April, 2015, 26 May, 2015 and 9 October, 2015 which together constitute a base prospectus for the purposes of Directive 2003/71/EC (as amended) (the “Prospectus Directive”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Prospectus as so supplemented. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus as so supplemented. A summary of the Notes (which comprises the summary in the Prospectus as amended to reflect the provisions of these Final Terms) is annexed to these Final Terms. The Prospectus and the supplements have been published on the website of the Regulatory News Service operated by the London Stock Exchange at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html> and copies may be obtained during normal business hours, free of charge, from the registered office of the Issuer and the specified office of the Issue and Paying Agent for the time being in London.

1.	(i) Series Number:	33
	(ii) Tranche Number:	1
	(iii) Date on which the Notes will be consolidated and form a single Series:	Not Applicable
2.	Specified Currency:	Sterling (“£”)
3.	Aggregate Nominal Amount of Notes	
	— Tranche:	£200,000,000
	— Series:	£200,000,000
4.	Issue Price of Tranche:	100 per cent. of the Aggregate Nominal Amount
5.	(i) Specified Denomination(s):	£100,000
	(ii) Calculation Amount:	£100,000
6.	Issue Date and Interest Commencement Date:	19 October, 2015
7.	Maturity Date:	The Interest Payment Date falling in or nearest to October 2016
8.	Interest Basis:	3 month LIBOR Floating Rate (further particulars specified below)
9.	Redemption/Payment Basis:	Redemption at par
10.	Change of Interest Basis or Redemption/Payment Basis:	Not Applicable

11.	Put/Call Options:	Investor Put
12.	(i) Status of the Notes:	Senior Notes
	(ii) Date of Board approval for issuance of Notes obtained	24 January 2007

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

13.	Fixed Rate Note Provisions	Not Applicable
14.	Reset Note Provisions	Not Applicable
15.	Floating Rate Note Provisions:	Applicable
	(i) Specified Period(s)/ Specified Interest Payment Dates:	19 January, 19 April, 19 July and 19 October of each year from (and including) 19 January 2016 to (and including) the Redemption Date.
	(ii) Business Day Convention:	Modified Following Business Day Convention
	(iii) Additional Business Centre(s):	Not Applicable
	(iv) Manner in which the Rates of Interest and Interest Amount is/are to be determined:	Screen Rate Determination
	(v) Party responsible for calculating the Rates of Interest and Interest Amounts (if not the Issue and Paying Agent):	Not Applicable
	(vi) Screen Rate Determination:	
	— Reference Rate, Relevant Time and Relevant Financial Centre:	Reference Rate: 3 month GBP-LIBOR-BBA Relevant Time: Not Applicable Relevant Financial Centre: Not Applicable Reference Currency: Not Applicable Designated Maturity: Not Applicable
	— Interest Determination Date(s):	First day of each Interest Period
	— Relevant Screen Page:	Reuters page LIBOR1
	(vii) ISDA Determination:	Not Applicable
	(viii) Linear Interpolation:	Not Applicable

(ix)	Margin(s):	Not Applicable
(x)	Minimum Rate of Interest:	Not Applicable
(xi)	Maximum Rate of Interest:	Not Applicable
(xii)	Day Count Fraction:	Actual/365 (Fixed)
(xiii)	Deferral of Interest:	Not Applicable
(xiv)	ACSM:	Not Applicable
(xv)	Dividend and Capital Restriction (1):	Not Applicable
(xvi)	Dividend and Capital Restriction (2):	Not Applicable
16.	Zero Coupon Notes Provisions:	Not Applicable
17.	Step-Up Rate of Interest	Not Applicable

#### **PROVISIONS RELATING TO REDEMPTION**

18.	Issuer Call:	Not Applicable
19.	Investor Put:	Applicable
(i)	Optional Redemption Date(s):	Any Business Day from and including the Issue Date to and including the Maturity Date with 5 Business Days' prior notice
(ii)	Optional Redemption Amount(s):	£100,000 per Calculation Amount
20.	Final Redemption Amount:	£100,000 per Calculation Amount
21.	Early Redemption Amount(s) payable on redemption for taxation reasons (where applicable) or on event of default:	£100,000 per Calculation Amount
22.	Make Whole Redemption Price:	Not Applicable

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

23.	Form of Notes:	
(i)	Form:	Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only upon an Exchange Event
(ii)	New Global Note:	Yes
24.	Additional Financial Centre(s):	Not Applicable

25. Talons for future Coupons to be attached to Definitive Notes: No

Signed on behalf of the Issuer:

By:

*Duly Authorised*

## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- (i) Listing and admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be listed on the Official List of the UK Listing Authority and admitted to trading on the London Stock Exchange's Regulated Market with effect from on or about the Issue Date.
- (ii) Estimate of total expenses relating to admission to trading: £300

### 2. RATINGS

The Notes to be issued have been assigned the following ratings:

A+ by Standard & Poor's Credit Market Services Europe Limited

A2 by Moody's Investors Service Ltd

A by Fitch Ratings Limited

### 3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Dealers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Dealers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

### 4. YIELD

Indication of yield: Not Applicable

### 5. OPERATIONAL INFORMATION

ISIN Code: XS1307870615

Common Code: 130787061

Any clearing system (s) other than Euroclear and Clearstream, Luxembourg (together with the address of each such clearing system) and the relevant identification number(s): Not Applicable

Names and addresses of additional Paying Agent(s) (if any): Not Applicable

6. **THIRD PARTY INFORMATION**

Not Applicable

7. **GENERAL**

Applicable TEFRA exemption:

D Rules

144A Eligible:

Not 144A Eligible