Edgar Filing: PRUDENTIAL FINANCIAL INC - Form 424B2

PRUDENTIAL FINANCIAL INC Form 424B2 December 23, 2014

CALCULATION OF REGISTRATION FEE

				Amount of		
	Maxin	num Aggregate				
Title of Each Class of Securities Offered	Offering Price ⁽¹⁾			Registration Fee ⁽²⁾		
4.300% InterNotes® Due December 15, 2044	\$	13,598,000	\$	1,580.09		
TOTAL			\$	1,580.09		

⁽¹⁾ Excludes accrued interest, if any.

⁽²⁾ Calculated in accordance with Rule 457(r) under the Securities Act of 1933, as amended. This Calculation of Registration Fee table shall be deemed to update the Calculation of Registration Fee table in Prudential Financial, Inc. s Registration Statement on Form S-3 (Nos. 333-180020, 333-180020-01, 333-180020-02).

Prudential Financial InterNotes®, Due One Year or More from Date of Issue

Filed under Rule 424(b)(2), Registration Statement(s) No. 333-180020, 333-180020-01, 333-180020-02

Final Pricing Supplement No. 7 - Dated Monday, December 22, 2014. To Prospectus Dated March 9, 2012 and Prospectus Supplement dated March 9, 2012

Investors should read this pricing supplement in conjunction with the Prospectus and Prospectus Supplement.

			Net							
ate	Selling	Gross		Coupon	Coupon	Coupon	Maturity	1st Coupon	1st Coupon	Survivor
mount	Price	Concession	Proceeds	Type	Rate	Frequency	Date	Date	Amount	Option*
00.00	100.000%	3.150%	\$13,169,663.00	Fixed	4.300%	Semi-Annual	12/15/2044	06/15/2015	\$20.19	Yes

n right, we will pay you interest on the notes on a Semi-Annual basis on Jun 15th and Dec 15th. The first such payment will be r um and stated maturity date are set out above.

ng agents to securities dealers, or by securities dealers to certain other brokers or dealers, may be sold at a discount from the initial selli

: Callable at 100.000% on 12/15/2019 and every coupon date thereafter.

Financial, Inc. InterNotes (CUSIP 74432AZC7) will be subject to redemption at the option of Prudential Financial, Inc., in whole on the one any interest payment date thereafter at a redemption price equal to 100% of the principal amount of this tranche of Prudential Financial, it thereon, if any, upon at least 30 Calendar Days prior notice to the noteholder and the trustee, as described in the prospectus supplementary of the properties of t

Lead Agents: BofA Merrill Lynch, Incapital LLC Agents: Barclays, Citigroup, Credit Suisse, Deutsche Bank Securities, Fidelity Capapital Markets, Ramirez & Co., Inc., RBC Capital Markets, UBS Investment Bank, Wells Fargo Advisors, LLC

Offering Dates: Monday, December 15, 2014

through Monday, December 22, 2014

Trade Date: Monday, December 22, 2014 @

12:00 PM ET

Settlement Date: Friday, December 26, 2014

Prudential Financial, Inc.

Prudential Financial Retail Medium Term

Notes, including Prudential Financial

Internotes®

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Minimum Denomination/Increments: \$1,000.00/\$1,000.00

Prospectus Dated March 9, 2012 and

Prudential Financial, Inc.

Initial trades settle flat and clear SDFS: DTC Book-Entry only

Prospectus Supplement Dated March 9, 2012

DTC Number 0235 via RBC Dain Rauscher Inc.

If the maturity date or an interest payment date for any note is not a business day (as that term is defined in the prospectus), principal, premium, if any, and interest for that note is paid on the next business day, and no interest will accrue from, and after, the maturity date or interest payment date.

* The survivor s option feature of your note is subject to important limitations, restrictions and procedural requirements further described on page S-49 of your prospectus supplement.

The Bank of New York will act as trustee for the Notes. Citibank, N.A., will act as paying agent, registrar and transfer agent for the Notes and will administer any survivor s options with respect thereto.

InterNotes® is a registered trademark of Incapital Holdings LLC. All Rights Reserved.