

PRUDENTIAL FINANCIAL INC  
Form 4  
December 11, 2007

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
STRANGFELD JOHN R JR

2. Issuer Name and Ticker or Trading Symbol  
PRUDENTIAL FINANCIAL INC  
[(PRU)]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/07/2007

\_\_\_\_ Director  
 Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
Vice Chairman

C/O PRUDENTIAL FINANCIAL, INC., 751 BROAD STREET, 4TH FLOOR

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

NEWARK, NJ 071023777

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/07/2007		M		137,615	A	\$ 29.9
Common Stock	12/07/2007		S <sup>(1)</sup>		2,500	D	\$ 95.65
Common Stock					799	I	<sup>(3)</sup>
Common Stock					539	I	<sup>(4)</sup>
	12/07/2007		S <sup>(2)</sup>		2,000	D	\$ 95.7
					199,152	D	

Edgar Filing: PRUDENTIAL FINANCIAL INC - Form 4

Common Stock							
Common Stock	12/07/2007	S	2,500	D	\$ 95.75	196,652	D
Common Stock	12/07/2007	S	3,000	D	\$ 95.8	193,652	D
Common Stock	12/07/2007	S	2,500	D	\$ 95.91	191,152	D
Common Stock	12/07/2007	S	3,000	D	\$ 95.95	188,152	D
Common Stock	12/07/2007	S	2,000	D	\$ 95.97	186,152	D
Common Stock	12/07/2007	S	8,500	D	\$ 96	177,652	D
Common Stock	12/07/2007	S	5,500	D	\$ 96.01	172,152	D
Common Stock	12/07/2007	S	2,000	D	\$ 96.03	170,152	D
Common Stock	12/07/2007	S	2,500	D	\$ 96.12	167,652	D
Common Stock	12/07/2007	S	2,500	D	\$ 96.31	165,152	D
Common Stock	12/07/2007	S	2,000	D	\$ 96.35	163,152	D
Common Stock	12/07/2007	S	5,000	D	\$ 96.36	158,152	D
Common Stock	12/07/2007	S	2,000	D	\$ 96.4	156,152	D
Common Stock	12/07/2007	S	1,500	D	\$ 96.44	154,652	D
Common Stock	12/07/2007	S	5,000	D	\$ 96.45	149,652	D
Common Stock	12/07/2007	S	500	D	\$ 96.48	149,152	D
Common Stock	12/07/2007	S	2,500	D	\$ 96.49	146,652	D
Common Stock	12/07/2007	S	2,000	D	\$ 96.5	144,652	D
Common Stock	12/07/2007	S	4,000	D	\$ 96.55	140,652	D
	12/07/2007	S	2,000	D		138,652	D



## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 24, 2007.
- (2) Form 1 of 2.
- (3) Beneficial ownership includes shares acquired under The Prudential Employee Savings Plan which are exempt transactions pursuant to Rules 16b-3(c) and 16a-3(f)(1)(i)(B).
- (4) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission the reporting person is the beneficial owner of such securities for the purposes of Section 16 or for any other purpose.
- (5) The option vests in three equal annual installments beginning on February 11, 2004.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.