

PRUDENTIAL FINANCIAL INC

Form 424B2

November 18, 2014

This pricing supplement, which is not complete, relates to an automatically effective Registration Statement under the Securities Act of 1933, as amended. We may not sell the notes until we deliver a final pricing supplement. This pricing supplement and the accompanying prospectus supplement and prospectus are not an offer to sell these notes in any jurisdiction where such an offer would not be permitted.

Subject to completion, dated November 17, 2014

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

Preliminary Pricing Supplement No. 4 - Dated Monday, November 17, 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.

Principal Amount	Selling Price	Gross Concession	Net Proceeds	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1st Coupon Date	1st Coupon Amount	Survivor s Option*
100.000%	100.000%	3.000%	[]	Fixed	4.050%	Semi-Annual	11/15/2034	05/15/2015	\$18.79	Yes

ption right, we will pay you interest on the notes on a Semi-Annual basis on May 15th and Nov 15th. The first such payment w
interest rate per annum and stated maturity date are set out above.

e selling agents to securities dealers, or by securities dealers to certain other brokers or dealers, may be sold at a discount from the initial
principal amount.

ation: Callable at 100.000% on 11/15/2018 and every coupon date thereafter.

ential Financial, Inc. InterNotes (CUSIP 74432AYZ7) will be subject to redemption at the option of Prudential Financial, Inc., in whole
ng on 11/15/2018 and on any interest payment date thereafter at a redemption price equal to 100% of the principal amount of this tranche
otes plus accrued and unpaid interest thereon, if any, upon at least 30 Calendar Days prior notice to the noteholder and the trustee, as de
nt.

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

Prudential Financial, Inc.
Offering Dates: Monday, November 17,
2014 through Monday, November 24,
2014

Trade Date: Monday, November 24,
2014 @ 12:00 PM ET

Settlement Date: Friday, November 28,
2014

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

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

DTC Number 0235 via RBC Dain
Rauscher Inc.

Prudential Financial, Inc.
Prudential Financial Retail Medium Term

Notes, including Prudential Financial

Internotes®

Prospectus Dated March 9, 2012 and

Prospectus Supplement Dated March 9, 2012

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.**