

PRUDENTIAL FINANCIAL INC
 Form 424B2
 December 23, 2014

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities Offered	Maximum Aggregate Offering Price⁽¹⁾	Amount of 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).

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

Prospectus Dated March 9, 2012 and

**Prospectus Supplement Dated March 9,
2012**

Prudential Financial,
Inc.

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

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.

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