

PRUDENTIAL FINANCIAL INC
Form 424B2
November 25, 2014

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities Offered	Maximum Aggregate Offering Price⁽¹⁾	Amount of Registration Fee⁽²⁾
4.050% InterNotes® Due November 15, 2034	\$14,363,000	\$1,668.98
TOTAL		\$1,668.98

(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. 4 - Dated Monday, November 24, 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.

Rate	Selling	Gross		Coupon	Coupon	Coupon	Maturity	1 st Coupon	1 st Coupon	Survivor
Annual	Price	Concession	Net Proceeds	Type	Rate	Frequency	Date	Date	Amount	Option*
00.00	100.000%	3.000%	\$13,932,110.00	Fixed	4.050%	Semi-Annual	11/15/2034	05/15/2015	\$18.79	Yes

on right, we will pay you interest on the notes on a Semi-Annual basis on May 15th and Nov 15th. The first such payment will be on May 15, 2015. Interest is payable per annum and stated maturity date are set out above.

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

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

Prudential Financial, Inc. InterNotes (CUSIP 74432AYZ7) will be subject to redemption at the option of Prudential Financial, Inc., in whole on any interest payment date thereafter at a redemption price equal to 100% of the principal amount of this tranche of Prudential Financial, Inc. InterNotes, plus any interest thereon, if any, upon at least 30 Calendar Days prior notice to the noteholder and the trustee, as described in the prospectus supplement.

Lead Agents: BofA Merrill Lynch, Incapital LLC **Agents:** Barclays, Citigroup, Credit Suisse, Deutsche Bank Securities, Fidelity Capital Markets, 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

Prudential Financial, Inc.
Prudential Financial Retail Medium Term Notes, including Prudential Financial InterNotes®

Settlement Date: Friday, November 28,
2014

**Prospectus Dated March 9, 2012 and
Prospectus Supplement Dated March 9, 2012**

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.

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.**