

PRUDENTIAL FINANCIAL INC
Form 8-K
June 01, 2006

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 1, 2006

PRUDENTIAL FINANCIAL, INC.

(Exact name of registrant as specified in its charter)

New Jersey
(State or other jurisdiction
of incorporation)

001-16707
(Commission File Number)

22-3703799
(I.R.S. Employer
Identification No.)

751 Broad Street
Newark, New Jersey 07102

(Address of principal executive offices and zip code)

(973) 802-6000

(Registrant's telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. **Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)**

 - .. **Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)**

 - .. **Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))**

 - .. **Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))**
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Item 8.01 Other Events.

Attached hereto as Exhibit 99.1, and incorporated herein by reference, is a news release, dated June 1, 2006, of Prudential Financial, Inc. (the Company) announcing the closing of the Company s acquisition of Allstate Financial s variable annuity business through a reinsurance transaction.

Item 9.01 Financial Statements and Exhibits.

(c) **Exhibits.**

- 99.1 News release of Prudential Financial, Inc., dated June 1, 2006, relating to the closing of the acquisition of Allstate Financial s variable annuity business through a reinsurance transaction.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 1, 2006

PRUDENTIAL FINANCIAL, INC.

By: /s/ Brian J. Morris
Name: Brian J. Morris
Title: Assistant Secretary

Exhibit Index

| Exhibit No. | Description |
|--------------------|---|
| 99.1 | News release of Prudential Financial, Inc., dated June 1, 2006, relating to the closing of the acquisition of Allstate Financial's variable annuity business through a reinsurance transaction. |