

Edgar Filing: PRUDENTIAL FINANCIAL INC - Form 424B3

PRUDENTIAL FINANCIAL INC  
Form 424B3  
January 25, 2008

CALCULATION OF REGISTRATION FEE

| Title of Each Class of Securities Offered | Maximum Aggregate Offering Price <sup>(1)</sup> | Amount of Registration Fee <sup>(2)</sup> |
|---|---|---|
| 5.300% Internotes® Due January 15, 2016   | \$ 19,435,000                                   | \$ 763.80                                 |
| 6.000% Internotes® Due January 17, 2023   | \$ 33,947,000                                   | \$ 1,334.12                               |
| <b>TOTAL</b>                              |   | <b>\$ 2,097.91</b>                        |

(1) Excludes accrued interest, if any.

(2) A filing fee of \$2,097.91 calculated in accordance with Rule 457(r), has been transmitted to the SEC in connection with the securities offered by means of this pricing supplement.

**Prudential Financial InterNotes®, Due One Year or More from Date of Issue**

**Filed under Rule 424(b)(3), Registration Statement(s) No. 333-132469, 333-132469-01 and 333-132469-02**

**Pricing Supplement Number 214 Dated January 22, 2008**

**(to Prospectus dated March 16, 2006 and Prospectus Supplement dated March 16, 2006)**

**Investors should read this pricing supplement in conjunction with the Prospectus and Prospectus Supplement.**

| CUSIP Number | Aggregate        |               |                  | Net Proceeds    | Coupon Type | Coupon Rate | Coupon Frequency | Maturity Date | 1 <sup>st</sup> Coupon |         | Survivor Option | Product Ranking        | Moody Rating | S & P Rating |
|--------------|------------------|---------------|------------------|-----------------|-------------|-------------|------------------|---------------|------------------------|---------|-----------------|------------------------|--------------|--------------|
|              | Principal Amount | Selling Price | Gross Concession |                 |             |             |                  |               | Date                   | Amount  |                 |                        |              |              |
| 4432AWU0     | \$19,435,000.00  | 100.000%      | 1.300%           | \$19,182,345.00 | FIXED       | 5.300%      | SEMI-ANNUAL      | 01/15/2016    | 07/15/2008             | \$25.03 | YES             | Senior Unsecured Notes | A3           | A+           |

**Redemption Information:** Callable at 100.000% on 01/15/2010 and every interest payment date thereafter.

**Joint Lead Managers and Lead Agents:** Banc of America Securities LLC, INCAPITAL, LLC **Agents:** A.G. Edwards & Sons, Inc., Bear, Stearns & Co., Inc., Charles Schwab & Co. Inc., Citigroup, Edward D. Jones & Co., L.P., Fidelity Capital Markets Services, Merrill Lynch & Co., Morgan Stanley, Ramirez & Co., Inc., Raymond James & Associates, Inc., RBC Dain Rauscher Inc., Muriel Siebert & Co., Inc., UBS Securities LLC, Wachovia Securities, LLC

The Prudential Financial, Inc. InterNotes will be subject to redemption at the option of Prudential Financial, Inc., in whole on the interest payment date occurring any time on or after 01/15/2010 at a redemption price equal to 100% of the principal amount of the Prudential Financial, Inc. InterNotes, plus accrued interest thereon, if any, upon at least 30 days prior notice to the noteholder and the trustee, as described in the prospectus.

| CUSIP Number | Aggregate        |               |                  | Net Proceeds    | Coupon Type | Coupon Rate | Coupon Frequency | Maturity Date | 1 <sup>st</sup> Coupon |         | Survivor Option | Product Ranking        | Moody Rating | S & P Rating |
|--------------|------------------|---------------|------------------|-----------------|-------------|-------------|------------------|---------------|------------------------|---------|-----------------|------------------------|--------------|--------------|
|              | Principal Amount | Selling Price | Gross Concession |                 |             |             |                  |               | Date                   | Amount  |                 |                        |              |              |
| 4432AWV8     | \$33,947,000.00  | 100.000%      | 2.000%           | \$33,268,060.00 | FIXED       | 6.000%      | SEMI-ANNUAL      | 01/17/2023    | 07/15/2008             | \$28.33 | YES             | Senior Unsecured Notes | A3           | A+           |

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**Redemption Information:** Callable at 100.000% on 01/15/2011 and every interest payment date thereafter.

**Joint Lead Managers and Lead Agents:** Banc of America Securities LLC, INCAPITAL, LLC Agents: A.G. Edwards & Sons, Inc., Bear, Stearns & Co., Inc., Charles Schwab & Co. Inc., Citigroup, Edward D. Jones & Co., L.P., Fidelity Capital Markets Services, Merrill Lynch & Co., Morgan Stanley, Ramirez & Co., Inc., Raymond James & Associates, Inc., RBC Dain Rauscher Inc., Muriel Siebert & Co., Inc., UBS Securities LLC, Wachovia Securities, LLC

The Prudential Financial, Inc. InterNotes will be subject to redemption at the option of Prudential Financial, Inc., in whole on the interest payment date occurring any time on or after 01/15/2011 at a redemption price equal to 100% of the principal amount of the Prudential Financial, Inc. InterNotes, plus accrued interest thereon, if any, upon at least 30 days prior notice to the noteholder and the trustee, as described in the prospectus.

Prudential Financial, Inc. Offering Dates: January 14, 2008 through January 22, 2008

Trade Date: Tuesday, January 22, 2008 @12:00 PM ET

Settlement Date: Friday, January 25, 2008

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 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 Prudential Financial, Inc. InterNotes will be represented by a master global note in fully registered form, without coupons. The master global note will be deposited with, or on behalf of, DTC and registered in the name of a nominee of DTC, as depository, or another depository as may be named in a subsequent pricing supplement.

The Bank of New York, as successor trustee under an indenture dated as of April 25, 2003, as supplement and amended, 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.

Prudential  
Financial, Inc.  
\$2,500,000,000.00  
Prudential  
Financial Retail  
Medium-Term  
Notes, including  
Prudential  
Financial  
InterNotes®  
Prospectus dated  
March 16, 2006  
and the Prospectus  
Supplement dated  
March 16, 2006

*InterNotes® is a registered trademark of Incapital Holdings LLC. All rights reserved*