

PRUDENTIAL FINANCIAL INC
Form 4
June 18, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
GOLDEN ROBERT C

(Last) (First) (Middle)

C/O PRUDENTIAL FINANCIAL, INC., 751 BROAD STREET, 4TH FLOOR

(Street)

NEWARK, NJ 071023777

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PRUDENTIAL FINANCIAL INC
[[PRU]]

3. Date of Earliest Transaction (Month/Day/Year)
06/14/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)				Price
Common Stock	06/14/2007		M		48,000	A	\$ 32	66,021	D	
Common Stock	06/14/2007		S		500	D	\$ 100.95	65,521	D	
Common Stock	06/14/2007		S		500	D	\$ 100.91	65,021	D	
Common Stock	06/14/2007		S		500	D	\$ 100.85	64,521	D	
	06/14/2007		S		1,000	D		63,521	D	

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Common Stock					\$	100.83			
Common Stock	06/14/2007	S	1,000	D	\$	100.79	62,521	D	
Common Stock	06/14/2007	S	500	D	\$	100.77	62,021	D	
Common Stock	06/14/2007	S	500	D	\$	100.75	61,521	D	
Common Stock	06/14/2007	S	1,000	D	\$	100.71	60,521	D	
Common Stock	06/14/2007	S	7,000	D	\$	100.7	53,521	D	
Common Stock	06/14/2007	S	2,500	D	\$	100.69	51,021	D	
Common Stock	06/14/2007	S	5,000	D	\$	100.66	46,021	D	
Common Stock	06/14/2007	S	8,000	D	\$	100.65	38,021	D	
Common Stock	06/14/2007	S	7,500	D	\$	100.63	30,521	D	
Common Stock	06/14/2007	S	3,000	D	\$	100.62	27,521	D	
Common Stock	06/14/2007	S	4,500	D	\$	100.61	23,021	D	
Common Stock	06/14/2007	S	5,000	D	\$	100.6	18,021 ⁽¹⁾	D	
Common Stock							24 ⁽²⁾	I	By 401(k)
Common Stock							349 ⁽³⁾	I	By Robert C. Golden Irrevocable Trust
Common Stock							69 ⁽³⁾	I	By Spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

