Edgar Filing: PRUDENTIAL FINANCIAL INC - Form 424B3

PRUDENTIAL FINANCIAL INC Form 424B3 February 22, 2008

CALCULATION OF REGISTRATION FEE

		Maximum		
Title of Each Class of	Agg	Amount of Registration Fee $^{(2)}$		
Securities Offered				
5.000% Internotes® Due February 17, 2015	\$	15,773,000	\$	619.88
6.000% Internotes® Due February 15, 2023	\$	29,519,000	\$	1,160.10
TOTAL			¢	1 770 08

(1) Excludes accrued interest, if any.

Aggregate

(2) A filing fee of \$1,779.98 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 217 Dated February 19, 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	1-881-98111			Net	Coupon	Coupon	Coupon		1 st	1st	Survivor	s Product	Moody	s S &
	Principal	Selling	Gross					Maturity	Coupon	Coupon				
lumber	Amount	Price	Concession	Proceeds	Type	Rate	Frequency	Date	Date	Amount	Option	Ranking	Rating	Rati
32AXA3	\$15,773,000.00	100.000%	1.200%	\$15,583,724.00	FIXED	5.000%	SEMI-	02/17/2015	08/15/2008	\$24.03	YES	Senior	A3	A+
							ANNUAL					Unsecured		
												Notes		

Redemption Information: Callable at 100.000% on 02/15/2010 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 02/15/2010 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.

CLICID	Aggregate			N T 4	C C	C	a				a •	D 1 4		G 0
CUSIP				Net	Coupon	Coupon	Coupon		1st	1st	Survivor	s Product	Moody s	SSX
	Principal	Selling	Gross					Maturity	Coupon	Coupon				
lumber	Amount	Price	Concession	Proceeds	Type	Rate	Frequency	Date	Date	Amount	Option	Ranking	Rating	Rati
132AXB1	\$29,519,000.00	100.000%	2.000%	\$28,928,620.00	FIXED	6.000%		02/15/2023	08/15/2008	\$28.83	YES		A3	A+

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SEMI-ANNUAL Senior Unsecured Notes

 $\textbf{Redemption Information:} \ Callable \ at \ 100.000\% \ on \ 02/15/2011 \ and \ every \ interest \ payment \ date \ thereafter.$

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

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Prudential Financial, Inc. Offering Dates: February 11, 2008 through February 19, 2008 Prudential

Financial, Inc.

Trade Date: Tuesday, February 19, 2008 @12:00 PM ET

Prudential
Financial Retail
Medium-Term
Notes, including
Prudential
Financial

\$2,500,000,000.00

Settlement Date: Friday, February 22, 2008

Financial InterNotes®

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

Prospectus dated March 16, 2006 and the Prospectus Supplement dated March 16, 2006

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 supplemented 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.

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