## Edgar Filing: PRUDENTIAL FINANCIAL INC - Form 424B3

PRUDENTIAL FINANCIAL INC

Form 424B3

November 17, 2004

Filed Under Rule 424(b)(3), Registration Statement No. 333-104444, 333-104444-01 and 333-104444-02

Pricing Supplement Number 34 Dated 11/15/2004

(To: Prospectus Dated April 25, 2003 and Prospectus Supplement Dated March 25, 2004)

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

								1st				
									1st			S & P
CUSIP	Selling	Gross		Coupon	Coupon	Coupon	Maturity	Coupon	CouponSurvivor	<b>Product</b>	Moody	S
Number	Price	Concession	<b>Net Proceeds</b>	Type	Rate	Frequency	Date	Date	AmountOption	Ranking	Rating	Rating
74432ADY3	100.000%	0.750%	\$ 1,413,320.00	FIXED	3.750%	SEMI-	11/15/2008	5/15/2005	\$ 18.44 YES	Senior	A3	A-
						ANNUAL				Unsecured		
										Notes		

Redemption Information: Non-Callable.

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, Merrill Lynch & Co., Morgan Stanley, Ramirez & Co., Inc., Raymond James & Associates, Inc., RBC Dain Rauscher Inc., Muriel Siebert & Co., Inc., UBS Financial Services Inc., Wachovia Securities, LLC

			Net					1st	1st			
CUSIP	Selling	Gross		Coupon	Coupon	Coupon	Maturity	Coupon	CouponSurvivor	<b>Product</b>	Moody	S & P
Number	Price	Concession	Proceeds	Type	Rate	Frequency	Date	Date	AmountOption	Ranking	Rating	Rating
74432ADZ0	100.000%	1.600%	\$ 1,045,992.00	FIXED	5.000%	SEMI-	11/15/2015	5/15/2005	\$ 24.58 YES	Senior	A3	A-
						ANNUAL				Unsecured		ļ
										Notes		

**Redemption Information:** Non-Callable.

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, Merrill Lynch & Co., Morgan Stanley, Ramirez & Co., Inc., Raymond James & Associates, Inc., RBC Dain Rauscher Inc., Muriel Siebert & Co., Inc., UBS Financial Services Inc., Wachovia Securities, LLC

								1st	1st			
CUSIP	Selling	Gross		Coupon	Coupon	Coupon	Maturity	Coupon	CouponSurvivor	<b>Product</b>	Moody	S & P
Number	Price	Concession	<b>Net Proceeds</b>	Type	Rate	Frequency	Date	Date	AmountOption	Ranking	Rating	Rating
74432AEA4	100.000%	2.500%	\$ 29,608,800.00	FIXED	5.750%	SEMI-	11/15/2024	5/15/2005	\$ 28.27 YES	Senior	A3	A-
						ANNUAL				Unsecured		
										Notes		

**Redemption Information:** Callable at 100.000% on 11/15/2008 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, Merrill Lynch & Co., Morgan Stanley, Ramirez & Co., Inc., Raymond James & Associates, Inc., RBC Dain Rauscher Inc., Muriel Siebert & Co., Inc., UBS Financial Services Inc., 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 11/15/2008 and on every interest payment date thereafter 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.

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Prudential Financial, Inc. Trade Date: Monday, November Prudential Financial, Inc.

751 Broad Street Settle Date: Thursday, November \$1,000,000,000.00 Prudential Financial, Inc. InterNotes® 18, 2004

Newark NJ 07102 Minimum Prospectus Dated 25-Apr-03 and Prospectus Supplement

Denomination/Increments: \$1,000.00/\$1,000.00 Dated: 25-Mar-04

> SDFS: DTC Book Entry only DTC number: 0443 via Pershing,

Initial trades settle flat and clear

15, 2004 @12:00 PM ET

LLC

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 single 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.

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