

Edgar Filing: PRUDENTIAL FINANCIAL INC - Form 424B3

PRUDENTIAL FINANCIAL INC

Form 424B3

November 26, 2007

This pricing supplement, which is not complete, relates to an automatically effective Registration Statement under the Securities Act of 1933, as amended. We may not sell the notes until we deliver a final pricing supplement. This pricing supplement and the accompanying prospectus supplement and prospectus are not an offer to sell these notes in any jurisdiction where such an offer would not be permitted.

Subject to completion, dated November 26, 2007

**Prudential Financial InterNotes<sup>®</sup>, 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 208 Dated [ ]**

**(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		Gross Concession	Net Proceeds	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1 <sup>st</sup>	1 <sup>st</sup>	Survivor Option	Product Ranking	Moody's Rating	S & P Rating
	Principal Amount	Selling Price							Coupon Date	Coupon Amount				
74432AWE6 [ ]		100.000%	1.000%	[ ]	FIXED	5.050%	SEMI- ANNUAL	12/17/2012	06/15/2008	\$26.51	YES	Senior Unsecured Notes	A3	A+

**Redemption Information:** Callable at 100.000% on 12/15/2009 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 12/15/2009 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		Gross Concession	Net Proceeds	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1 <sup>st</sup>	1 <sup>st</sup>	Survivor Option	Product Ranking	Moody's Rating	S & P Rating
	Principal Amount	Selling Price							Coupon Date	Coupon Amount				
74432AWF3 [ ]		100.000%	1.500%	[ ]	FIXED	5.800%	SEMI- ANNUAL	12/15/2017	06/15/2008	\$30.45	YES	Senior Unsecured Notes	A3	A+

**Redemption Information:** Callable at 100.000% on 12/15/2009 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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### Aggregate

CUSIP	Principal	Selling	Gross	Net	Coupon	Coupon			1st	1st						
Number	Amount	Price	Concession	Proceeds	Type	Rate	Coupon	Maturity	Coupon	Coupon	Survivor	s	Product	Moody	s	S & P
							Frequency	Date	Date	Amount	Option		Ranking	Rating		Rating
74432AWG1 [ ]		100.000%	2.000%	[ ]	FIXED	6.050%	SEMI-ANNUAL	12/15/2022	06/15/2008	\$31.76	YES		Senior Unsecured Notes	A3		A+

**Redemption Information:** Callable at 100.000% on 12/15/2010 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 12/15/2010 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.

Prudential Financial, Inc.	Offering Dates: November 26, 2007 through December 03, 2007	Prudential Financial, Inc.
		\$2,500,000,000.00 Prudential Financial
	Trade Date: Monday, December 03, 2007 @12:00 PM ET	Retail Medium-Term Notes, including
		Prudential Financial InterNotes® Prospectus dated March 16, 2006 and the Prospectus Supplement dated March 16, 2006
	Settlement Date: Thursday, December 06, 2007	
	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.

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