

PRUDENTIAL FINANCIAL INC  
Form 424B3  
December 06, 2007

## 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>
5.050% Internotes <sup>®</sup> Due December 17, 2012	\$ 10,108,000	\$ 310.32
5.800% Internotes <sup>®</sup> Due December 15, 2017	\$ 8,383,000	\$ 257.36
6.050% Internotes <sup>®</sup> Due December 15, 2022	\$ 21,128,000	\$ 648.63
<b>TOTAL</b>		<b>\$ 1,216.30</b>

(1) Excludes accrued interest, if any.

(2) A filing fee of \$1,216.30 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<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 December 03, 2007**

**(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.**

## Aggregate

CUSIP Number	Principal		Gross		Net		Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1 <sup>st</sup>	1 <sup>st</sup>	Survivor Option	Product Ranking	Moody Rating	S & P Rating
	Amount	Selling Price	Concession	Proceeds	Coupon Date	Coupon Amount										
4432AWE6	\$10,108,000.00	100.000%	1.000%	\$10,006,920.00	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.

## Aggregate

CUSIP Number	Principal		Gross		Net		Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1 <sup>st</sup>	1 <sup>st</sup>	Survivor Option	Product Ranking	Moody Rating	S & P Rating
	Amount	Selling Price	Concession	Proceeds	Coupon Date	Coupon Amount										
74432AWF3	\$8,383,000.00	100.000%	1.500%	\$8,257,255.00	FIXED	5.800%	SEMI- ANNUAL	12/15/2017	06/15/2008	\$30.45	YES	Senior Unsecured	A3	A+		

Edgar Filing: PRUDENTIAL FINANCIAL INC - Form 424B3

Notes

**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			Net Proceeds	Coupon Type	Coupon Rate	Coupon Frequency	Maturity Date	1st	1st	Survivor Option	Product Ranking	Moody's Rating	S & P Rating
	Principal Amount	Selling Price	Gross Concession						Coupon Date	Coupon Amount				
4432AWG1	\$21,128,000.00	100.000%	2.000%	\$20,705,440.00	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
	Trade Date: Monday, December 03, 2007 @ 12:00 PM ET	Prudential Financial Retail Medium-Term Notes, including Prudential Financial InterNotes®
	Settlement Date: Thursday, December 06, 2007	Prospectus dated March 16, 2006 and the Prospectus Supplement dated March 16, 2006
	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.	

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

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.

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