

Edgar Filing: PRUDENTIAL FINANCIAL INC - Form 424B3

PRUDENTIAL FINANCIAL INC

Form 424B3

April 07, 2004

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

Pricing Supplement Number 1 Dated 04/05/2004

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

| CUSIP Number | Selling Price | Gross Concession | Net Proceeds | Coupon Type | Coupon Rate | Coupon Frequency | Maturity Date | 1 st Coupon Date | 1 st Coupon Amount | Survivor Option | sProduct Ranking | Moody Rating | s S & P Rating |
|--------------|---------------|------------------|--------------|-------------|-------------|------------------|---------------|-----------------------------|-------------------------------|-----------------|------------------------|--------------|----------------|
| 74432AAA8 | 100.000% | 1.000% | \$543,510.00 | FIXED | 3.250% | SEMI-ANNUAL | 04/15/2009 | 10/15/2004 | \$16.88 | YES | Senior Unsecured Notes | A3 | A |

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 Capital Markets Inc., 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

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|--------------|---------------|------------------|--------------|-------------|-------------|------------------|---------------|-----------------------------|-------------------------------|-----------------|------------------------|--------------|----------------|
| 74432AAB6 | 100.000% | 1.200% | \$346,788.00 | FIXED | 3.800% | MONTHLY | 04/15/2011 | 05/15/2004 | \$3.91 | YES | Senior Unsecured Notes | A3 | A |

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 Capital Markets Inc., 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

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|--------------|---------------|------------------|----------------|-------------|-------------|------------------|---------------|-------------|-------------------------------|-----------------|------------------------|--------------|---------------|
| 74432AAC4 | 100.000% | 2.000% | \$3,663,240.00 | FIXED | 5.350% | SEMI-ANNUAL | 04/15/2019 | 10/15/2004 | \$27.79 | YES | Senior Unsecured Notes | A3 | A |

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Redemption Information: Callable at 100.000% on 04/15/2007 and every coupon 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 Capital Markets Inc., 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 any time on or after 04/15/2007 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 | Selling Price | Gross Concession | Net Proceeds | Coupon Type | Coupon Rate | Coupon Frequency | Maturity Date | 1 st Coupon Date | 1 st Coupon Amount | Survivor Option | Product Ranking | Moody Rating | S & P Rating |
|--------------|---------------|------------------|----------------|-------------|-------------|------------------|---------------|-----------------------------|-------------------------------|-----------------|------------------------|--------------|--------------|
| 74432AAD2 | 100.000% | 2.500% | \$9,977,175.00 | FIXED | 5.650% | SEMI-ANNUAL | 04/15/2029 | 10/15/2004 | \$29.35 | YES | Senior Unsecured Notes | A3 | A |

Redemption Information: Callable at 100.000% on 04/15/2009 and every coupon 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 Capital Markets Inc., 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 any time on or after 04/15/2009 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.

Trade Date: Monday, April 05, 2004 @12:00 PM ET
 Prudential Financial, Inc.
 \$1,000,000,000.00 Prudential
 Prudential Financial, Inc. Settle Date: Thursday, April 08, 2004
 Financial Inc. InterNotes®
 Minimum Denomination/Increments:
 Prospectus Dated 25-Apr-03 and
 \$1,000.00/\$1,000.00
 Prospectus Supplement Dated: 25-Mar-04
 Initial trades settle flat and clear SDFS: DTC
 Book Entry only
 DTC number: 0443 via BNY Clearing Services, LLC

If the maturity date or an interest payment date for any note is not a Business Day (as defined in 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.

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