

PRUDENTIAL FINANCIAL INC
 Form 424B3
 April 29, 2003

Filed pursuant to Rule 424(b)(3)
 Registration File Nos. 333-104444,
 333-104444-01 and 333-104444-02

**Pricing Supplement No. 1 dated April 28, 2003
 to the Prospectus dated April 25, 2003 and
 the Prospectus Supplement dated April 25, 2003.**

\$500,000,000

Prudential Financial, Inc.

Medium-Term Notes, Series B
Due One Year or More from Date of Issue

The note being purchased has the following terms:

Underwriters and Principal Amount:	J.P. Morgan Securities Inc.	\$250,000,000
	Banc of America Securities LLC	25,000,000
	Bear, Stearns & Co. Inc.	25,000,000
	Blaylock & Partners, L.P.	25,000,000
	Citigroup Global Markets Inc.	25,000,000
	Credit Suisse First Boston LLC	25,000,000
	Deutsche Bank Securities Inc.	25,000,000
	Lehman Brothers Inc.	25,000,000
	UBS Warburg LLC	25,000,000
	Wachovia Securities, Inc.	25,000,000
	Sandler O'Neill & Partners, L.P.	12,500,000
	The Williams Capital Group, L.P.	12,500,000
	TOTAL	\$500,000,000
Stated Maturity:	May 1, 2008	
Specified Currency:	U.S. Dollars	
principal:	U.S. Dollars	
interest:	U.S. Dollars	
exchange rate agent:	not applicable	
Original Issue Date:	May 1, 2003	
Original Issue Price:	99.95%	
Underwriters Commission:	0.500%	
Net Proceeds to Prudential Financial:	99.45% or \$497,250,000	
Original Issue Discount Note:	Not applicable	
Form of Note:		
master global form only:	Yes	
non-global form available:		
CUSIP No.	74432QAA3	
Redemption and Repayment:	Not applicable	
Interest Rate is Fixed:	Yes	
annual rate:	3.750%	
interest payment dates:	May 1 and November 1, commencing November 1, 2003	
Regular record dates:	April 15 and October 15	

Defeasance applies as follows:

full defeasance <i>i.e.</i> , our right to be relieved of all our obligations on the note by placing funds in trust for the investor:	Yes
covenant defeasance <i>i.e.</i> , our right to be relieved of specified provisions of the note by placing funds in trust for the investor:	Yes

Prudential Financial, Inc. estimates that its share of the total offering expenses, excluding underwriting discounts and commissions paid to the underwriters will be approximately \$139,000.

JPMorgan

Banc of America Securities LLC

Bear, Stearns & Co. Inc.

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