

PRUDENTIAL FINANCIAL INC  
Form 4  
December 03, 2015

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL  
OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Sleyster Scott

2. Issuer Name and Ticker or Trading Symbol  
PRUDENTIAL FINANCIAL INC  
[PRU]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Senior Vice President

(Last) (First) (Middle)  
751 BROAD STREET, 4TH  
FLOOR, ATTN. CORPORATE  
COMPLIANCE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/01/2015

NEWARK, NJ 07102  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				Code V	Amount	(A) or (D)	Price
Common Stock	12/01/2015		M		13,431	A	\$ 76.15
Common Stock	12/01/2015		S		13,431 (1)	D	\$ 87.04 (2)
Common Stock					6,336	I	By 401(k)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.



## Edgar Filing: PRUDENTIAL FINANCIAL INC - Form 4

- Following the transactions reported on this Form 4, Mr. Sleyster continues to hold 21,865 shares directly and 6,336 shares indirectly in a
- (3) 401(k) account. Mr. Sleyster also holds an additional 117,388 vested stock options, 38,528 unvested stock options, 1,318 restricted stock units and 15,209 target performance shares (the exact number awarded being dependent on achievement of performance goals).
  - (4) The option vested in three equal annual installments beginning on February 14, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.