UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

(Mark One)

[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the period ended June 30, 1998

OR

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission file number 333-37587

PRUCO LIFE INSURANCE COMPANY
(Exact name of Registrant as specified in its charter)

ARIZONA	22-1944557
(State or other jurisdiction, incorporation or organization)	(IRS Employer Identification No.)

213 Washington Street, Newark, New Jersey 07102
(Address of principal executive offices) (Zip Code)

(973) 802-2859
(Registrant's Telephone Number, including area code)

Securities registered pursuant to Section 12(b) of the Act: NONE

Securities registered pursuant to Section 12(g) of the Act: NONE

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES X NO

State the aggregate market value of the voting stock held by non-affiliates of the registrant: NONE

Indicate the number of shares outstanding of each of the registrant's classes of common stock, as of August 14, 1998. Common stock, par value of $10 per share: 250,000 shares outstanding

PRUCO LIFE INSURANCE COMPANY OF NEW JERSEY

INDEX TO FINANCIAL STATEMENTS

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PRUCO LIFE INSURANCE COMPANY AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (UNAUDITED)
JUNE 30, 1998 AND DECEMBER 31, 1997 (IN THOUSANDS)

<S>	JUNE 30, 1998 <C>	DECEMBER 31, 1997 <C>
ASSETS		
Fixed maturities		
Available for sale, at fair value (amortized cost, 1998: $2,619,520; 1997: $2,526,554)	$ 2,649,812	$ 2,563,852
Held to maturity, at amortized cost (fair value, 1998: $338,924; 1997: $350,056)	326,973	338,848
Equity securities - available for sale, at fair value (cost, 1998: $3,608; 1997: $1,289)	4,691	1,982
Mortgage loans on real estate	22,356	22,787
Policy loans	738,014	703,955
Short-term investments	479,969	316,355
Other long-term investments	1,816	1,317
Total investments	4,223,631	3,949,096
Cash	93,879	71,358
Deferred policy acquisition costs	712,289	655,242
Accrued investment income	64,797	67,000
Other assets	83,154	86,692

Separate Account assets	10,337,349	8,022,079
TOTAL ASSETS	$15,515,099	$12,851,467
LIABILITIES AND STOCKHOLDER'S EQUITY		
LIABILITIES		
Policyholders' account balances	$ 2,321,063	$ 2,282,191
Future policy benefits and other policyholder liabilities	624,855	570,729
Cash collateral for loaned securities	196,695	143,421
Income taxes payable	24,707	71,703
Deferred income tax liability	138,324	138,483
Payable to affiliate	229,488	70,375
Other liabilities	149,596	120,260
Separate Account liabilities	10,281,306	7,948,788
TOTAL LIABILITIES	13,966,034	11,345,950
CONTINGENCIES (SEE NOTE 4)		
STOCKHOLDER'S EQUITY		
Common stock, $10 par value; 1,000,000 shares, authorized; 250,000 shares, issued and outstanding at June 30, 1998 and December 31, 1997	2,500	2,500
Paid-in-capital	439,582	439,582
Retained earnings	1,101,305	1,050,871
Net unrealized investment gains	11,522	17,129
Foreign currency translation adjustments	(5,844)	(4,565)
ACCUMULATED OTHER COMPREHENSIVE INCOME	5,678	12,564
TOTAL STOCKHOLDER'S EQUITY	1,549,065	1,505,517
TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY	$15,515,099	$12,851,467

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SEE NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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PRUCO LIFE INSURANCE COMPANY AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME (UNAUDITED)
THREE AND SIX MONTHS ENDED JUNE 30, 1998 AND 1997 (IN THOUSANDS)

	SIX MONTHS ENDED JUNE 30,		THREE MONTHS ENDED JUNE 30,	
	1998	1997	1998	1997
<S>	<C>	<C>	<C>	<C>
REVENUES				
Premiums	$ 25,684	$ 26,347	$ 13,977	$ 14,104
Policy charges and fee income	167,328	156,641	85,523	80,308
Net investment income	129,967	124,032	65,852	64,811
Realized investment gains, net	12,985	6,973	7,546	2,054
Other income	18,857	12,832	6,734	6,982
TOTAL REVENUES	354,821	326,825	179,632	168,259
BENEFITS AND EXPENSES				
Policyholders' benefits	76,301	98,545	29,590	49,213
Interest credited to policyholders' account balances	56,884	53,042	31,525	28,338
General, administrative and other expenses	144,095	99,195	93,174	46,890
TOTAL BENEFITS AND EXPENSES	277,280	250,782	154,289	124,441
Income from operations before income taxes	77,541	76,043	25,343	43,818
Income taxes				
Current	22,647	20,179	5,637	12,356
Deferred	4,460	6,747	2,412	1,864
Total income taxes	27,107	26,926	8,049	14,220

NET INCOME	50,434	49,117	17,294	29,598
Other comprehensive income, net of tax:				
Unrealized gains on securities, net of reclassification adjustment	(5,607)	(13,227)	(823)	696
Foreign currency translation adjustments	(1,279)	(809)	(1,160)	(1,132)
Other comprehensive income	(6,886)	(14,036)	(1,983)	(436)
COMPREHENSIVE INCOME	$ 43,548	$ 35,081	$ 15,311	$ 29,162

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SEE NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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PRUCO LIFE INSURANCE COMPANY AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDER'S EQUITY (UNAUDITED)
JUNE 30, 1998 AND DECEMBER 31, 1997 (IN THOUSANDS)

<S>	COMMON STOCK <C>	PAID-IN-CAPITAL <C>	RETAINED EARNINGS <C>	ACCUMULATED OTHER COMPREHENSIVE INCOME <C>	TOTAL STOCKHOLDER'S EQUITY <C>
BALANCE, DECEMBER 31, 1996	$ 2,500	$ 439,582	$ 944,497	$ 12,402	$1,398,981
Net income	-	-	106,374	-	106,374
Change in foreign currency translation adjustments	-	-	-	(2,863)	(2,863)
Change in net unrealized investment gains	-	-	-	3,025	3,025
BALANCE, DECEMBER 31, 1997	2,500	439,582	1,050,871	12,564	1,505,517
Net income	-	-	50,434	-	50,434
Change in foreign currency translation adjustments	-	-	-	(1,279)	(1,279)
Change in net unrealized investment gains	-	-	-	(5,607)	(5,607)
BALANCE, JUNE 30, 1998	$ 2,500	$ 439,582	$1,101,305	$ 5,678	$1,549,065

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SEE NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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PRUCO LIFE INSURANCE COMPANY AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)
SIX MONTHS ENDED JUNE 30, 1998 AND 1997 (IN THOUSANDS)

	1998	1997

<S>	<C>	<C>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	$ 50,434	$ 49,117
Adjustments to reconcile net income to net cash (used in) provided by operating activities:		
Policy charges and fee income	(21,513)	(17,424)
Interest credited to policyholders' account balances	56,884	53,042
Net decrease in Separate Accounts	17,248	24,131
Realized investment gains, net	(12,985)	(6,973)
Amortization and other non-cash items	3,227	(3,849)
Change in:		
Future policy benefits and other policyholders' liabilities	54,126	25,725
Accrued investment income	2,203	(2,459)
Payable to affiliate	159,113	8,367
Policy loans	(34,059)	(28,050)
Deferred policy acquisition costs	(57,047)	(13,759)
Income taxes payable	(46,996)	18,735
Deferred income tax liability	(159)	10,192
Other, net	32,874	19,812
CASH FLOWS FROM OPERATING ACTIVITIES	203,350	136,607
CASH FLOWS FROM INVESTING ACTIVITIES:		
Proceeds from the sale/maturity of:		
Fixed maturities:		
Available for sale	2,285,192	1,614,135
Held to maturity	45,826	66,858
Equity securities	2,747	3,773
Mortgage loans on real estate	431	4,080
Other long-term investments	--	2,501
Payments for the purchase of:		
Fixed maturities:		
Available for sale	(2,371,163)	(1,705,135)
Held to maturity	(33,771)	(3,150)
Equity securities	(2,703)	(3,884)
Other long-term investments	(499)	(69)
Cash collateral for loaned securities, net	53,274	--
Short-term investments, net	(163,664)	(74,810)
CASH FLOWS USED IN INVESTING ACTIVITIES	(184,330)	(95,701)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Policyholders' account balances:		
Deposits	1,578,895	712,561
Withdrawals	(1,575,394)	(764,214)
CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES	3,501	(51,653)
Net increase (decrease) in Cash	22,521	(10,747)
Cash, beginning of year	71,358	73,766
CASH, END OF PERIOD	$ 93,879	$ 63,019

</TABLE>

SEE NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

PRUCO LIFE INSURANCE COMPANY AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

1. BUSINESS

Pruco Life Insurance Company (the Company), a wholly owned subsidiary of The Prudential Insurance Company of America (Prudential), is a stock life insurance company, organized in 1971 under the laws of the state of Arizona. The Company markets individual life insurance, variable life insurance, variable annuities, and deferred annuities (the Contracts) in all states and territories except New York, the District of Columbia and Guam. In addition, the Company markets individual life insurance through its branch office in Taiwan. The Company has two subsidiaries, Pruco Life Insurance Company of New Jersey (PLNJ) and The Prudential Life Insurance Company of Arizona (PLICA). PLNJ is a stock life insurance company organized in 1982 under the laws of the state of New Jersey. It is licensed to sell individual life insurance and deferred annuities only in the states of New Jersey and New York. PLICA is a stock life insurance company organized in 1988 under the laws of the state of Arizona. PLICA had no new business sales in 1997 or for the six months ended June 30 1998 and at this time will not be issuing new business.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF PRESENTATION

The accompanying unaudited consolidated financial statements of the Company have been prepared in accordance with the requirements of Form 10-Q and generally accepted accounting principles (GAAP) for interim financial information. These statements should be read in conjunction with the consolidated financial statements and notes thereto for the year ended December 31, 1997 included in the Company's Annual Report on Form 10-K for that year.

The accompanying consolidated financial statements have not been audited by independent accountants in accordance with generally accepted auditing standards, but in the opinion of management such financial statements include all adjustments, consisting only of normal recurring accruals and elimination of intercompany balances and transactions, necessary to summarize fairly the Company's financial position and results of operations. The results of operations for the six months ended June 30, 1998 may not be indicative of the results that may be expected for the year ending December 31, 1998.

NEW PRONOUNCEMENTS

In June 1997, the Financial Accounting Standards Board ("FASB") issued Statement of Financial Accounting Standards No. 130, "Reporting Comprehensive Income" (Statement No. 130). Statement No. 130 establishes standards for the reporting and display of comprehensive income and its components in a full set of general-purpose financial statements. All items that are required to be recognized under Statement No. 130 as components of comprehensive income are to be reported in a financial statement that is displayed with the same prominence as other financial statements. Statement No. 130 stipulates that comprehensive income reflect the change in equity of an enterprise during a period from transactions and other events and circumstances from non-owner sources. Statement No. 130 is effective for fiscal years beginning after December 15, 1997. The Company has adopted Statement No. 130, resulting primarily in reporting unrealized gains and losses on investments in debt and equity securities; and foreign currency translation adjustments in comprehensive income.

On June 15, 1998, the FASB issued Statement of Financial Accounting Standards No. 133, Accounting for Derivative Instruments and Hedging Activities (Statement No. 133). Statement No. 133 is effective for all fiscal quarters of all fiscal years beginning after June 15, 1999. Statement No. 133 requires that all derivative instruments be recorded on the balance sheet at their fair value. Changes in the fair value of derivatives are recorded each period in current earnings or other comprehensive income, depending on whether a derivative is designated as part of a hedge transaction and, if it is, the type of hedge transaction. Management of the Company anticipates that, due to its limited use of derivative instruments, the adoption of Statement No. 133 will not have a significant effect on the Company's results of operations or its financial position.

RECLASSIFICATIONS

Certain amounts in the prior years have been reclassified to conform to current year presentation.

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3. INVESTMENTS

FIXED MATURITIES classified as "available for sale" are carried at estimated fair value. Fixed maturities that the Company has both the positive intent and ability to hold to maturity are stated at amortized cost and are classified as "held to maturity". The amortized cost of fixed maturities is written down to estimated fair value when considered impaired and the decline in value is considered to be other than temporary. Unrealized gains and losses on fixed maturities "available for sale", net of income tax, the effect on deferred policy acquisition costs and participating annuity contracts, that would result from the realization of unrealized gains and losses are included in a separate component of equity, "Accumulated other comprehensive income."

EQUITY SECURITIES, available for sale, comprised of common and non-redeemable preferred stock, are carried at estimated fair value. The associated unrealized gains and losses, net of income tax, the effect on deferred policy acquisition costs and participating annuity contracts, that would result from the realization of unrealized gains and losses, are included in a separate component of equity, "Accumulated other comprehensive income."

The following reconciles the Net unrealized investment gains recorded in Stockholder's equity at June 30, 1998 and December 31, 1997.

	JUNE 30, 1998	DECEMBER 31, 1997

	(000's)	
Fixed maturities - Available for sale:		
Fair Value	$ 2,649,812	$ 2,563,852
Amortized cost	2,619,520	2,526,554
Unrealized investment gains	30,292	37,298
Equity securities:		
Fair value	4,691	1,982
Cost	3,608	1,289
Unrealized investment gains	1,083	693
Related adjustments:		
Deferred policy acquisition costs	(17,789)	(16,305)
Policyholders' account balances	2,642	2,529
Deferred federal income tax liability	(4,706)	(7,086)
	(19,853)	(20,862)
Net unrealized investment gains	$ 11,522	$ 17,129

4. CONTINGENCIES

Several actions have been brought against the Company on behalf of those persons who purchased life insurance policies based on complaints about sales practices engaged in by Prudential, the Company and agents appointed by Prudential and the Company. Prudential has agreed to indemnify the Company for any and all losses resulting from such litigation.

In the normal course of business, the Company is subject to various claims and assessments. Management believes the settlement of these matters would not have a material effect on the financial position or results of operations of the Company.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

The Company markets individual life insurance, variable life insurance, variable annuities, and deferred annuities primarily through Prudential's sales force in the United States and in Taiwan.

The Company markets its products in the life insurance and annuity sectors of the insurance industry. These markets are faced with an increased tightening of the regulatory environment with particular emphasis placed on company solvency and sales practices. The legal barriers which have historically segregated the markets of the financial services industry are being challenged through both legislative and judicial processes. Regulatory changes which opened the insurance industry to other financial institutions, particularly banks and mutual funds, heightened competition in investment type products since those institutions were positioned to deliver the same products through large, stable distribution channels.

The Company held $15.5 billion in assets at June 30, 1998 compared to $12.9 billion at December 31, 1997, of which $10.3 billion and $8.0 billion were held in Separate Accounts as of June 30, 1998 and December 31, 1997, respectively, under variable life insurance policies and variable annuity contracts. The remaining assets were held in the general account for investment primarily in bonds, short-term investments and policy loans.

1. RESULTS OF OPERATIONS

For the six months ended June 30, 1998 versus 1997

Net income for the six months ended June 30, 1998 amounted to $50.4 million, an increase of $1.3 million or 2.6% compared to the $49.1 million earned in the six months ended June 30, 1997.

Separate Account activity was a factor in operating results during the first six months of 1998. Separate Account assets increased 29% as of June 30, 1998, from $8.0 billion as of December 31, 1997 to $10.3 billion. Approximately 70.9% ($1,641 million) of the increase is due to sales of the Company's variable products and the remaining 29.1% ($674 million) is a result of portfolio appreciation. Sales of variable products primarily relate to the Discovery Select product which was added to the Company's portfolio as of October 1996 and to PLNJ's portfolio as of January 1997. Separate Account asset based charges, such as mortality and expense charges, administration fees and Separate Account gains are the operating results elements effected by this growth.

Policy charges and fee income increased $10.7 million from $156.6 million for the six months ended June 30, 1997 to $167.3 million for the six months ended June 30, 1998. This variance is driven by an increase in charges for assuming mortality and expense risks due to the growth in separate accounts assets. In addition, fee income increased due to a large Prudential Corporate Owned Life Insurance (COLI) transaction and is partially offset by a reduced fee structure.

The Company's net investment income increased $6.0 million for the period ended June 30, 1998 to $130.0 million from $124.0 million for the period ended June 30, 1997. The increase in net investment income is a result of higher beginning of year portfolio assets partially offset by declining interest rates and lower net cash flows from insurance operations.

The Company's net realized investment gains increased $6.0 million for the period ended June 30, 1998 to $13.0 million from $7.0 million for the period ended June 30, 1997. The increase in net realized investment gains is a result of sales activity during a declining interest rate environment.

Other income increased $6.1 million from $12.8 million for the six months ended June 30, 1997 to $18.9 million for the six months ended June 30, 1998. This is primarily attributable to the increase in investment management fees which are received by the Company for services Prudential provides to The Prudential Series Funds, an underlying investment option of the Separate Accounts.

Policyholder's benefits decreased $22.2 million from $98.5 million for the six months ended June 30, 1997 to $76.3 million for the six months ended June 30, 1998. The decrease is attributable to two factors. 1998 death benefits have declined slightly from 1997 levels and policyholders' benefits in 1997 include the effect of a valuation modeling change.

General, administrative and other expenses increased $44.9 million from $99.2 million for the six months ended June 30, 1997 to $144.1 million for the six months ended June 30, 1998. An exchange program, which allows investors to exchange

their current contract for a new Discovery Select policy, has led to an increase in the sales activity of Discovery Select. This increased sales volume resulted in a corresponding increase in expenses. In addition, the COLI transaction has also had a significant impact on the increased revenue resulting in an acceleration of Deferred policy acquisition cost (DAC) amortization.

For the three months ended June 30, 1998 versus 1997

Net income for the three months ended June 30, 1998 amounted to $17.3 million, a decrease of $12.3 million or 41.6% compared to the $29.6 million earned in the three months ended June 30, 1997.

Policy charges and fee income increased $5.2 million from $80.3 million for the three months ended June 30, 1997 to $85.5 million for the three months ended June 30, 1998. This variance is driven by an increase in charges for assuming mortality and expense risks due to the growth in separate accounts assets. In addition, fee income increased due to a large Prudential Corporate Owned Life Insurance (COLI) transaction and is partially offset by a reduced fee structure.

The Company's net realized investment gains increased $5.4 million for the period ended June 30, 1998 to $7.5 million from $2.1 million for the period ended June 30, 1997. The increase in net realized investment gains is a result of sales activity during a declining interest rate environment.

Policyholder's benefits decreased $19.6 million from $49.2 million for the three months ended June 30, 1997 to $29.6 million for the three months ended June 30, 1998. The decrease is attributable to two factors. 1998 death benefits have declined slightly from 1997 levels and policyholders' benefits in 1997 include the effect of a valuation modeling change.

General, administrative and other expenses increased $46.3 million from $46.9 million for the three months ended June 30, 1997 to $93.2 million for the three months ended June 30, 1998. An exchange program, which allows investors to exchange their current contract for a new Discovery Select policy, has led to an increase in the sales activity of Discovery Select. This increased sales volume resulted in a corresponding increase in expenses. In addition, the COLI transaction has also had a significant impact on the increased revenue resulting in an acceleration of Deferred policy acquisition cost (DAC) amortization.

2. LIQUIDITY AND CAPITAL RESOURCES

The Company's liquidity requirements include the payment of sales commissions and other underwriting expenses and the funding of its contractual obligations for the life insurance and annuity contracts it has in-force. The Company has developed and utilizes a cash flow projection system and regularly performs asset/liability duration matching in the management of its asset and liability portfolios. The Company anticipates funding all its cash requirements utilizing cash from operations, normal investment maturities and anticipated calls and repayments, consistent with prior years. As of June 30, 1998, the Company's assets included $2.5 billion of cash, short-term investments and investment grade publicly traded fixed maturity securities that could be liquidated if funds were required.

The Company conducts a thorough review of the adequacy of statutory insurance reserves and other actuarial liabilities. The review is performed to ensure that the Company's statutory reserves are computed in accordance with accepted actuarial standards, reflect all contractual obligations, meet the requirements of state laws and regulations and include adequate provisions for any other actuarial liabilities that need to be established. All significant reserve changes are reviewed by the Board of Directors and are subject to approval by the Arizona Department of Banking and Insurance. The Company believes that its statutory capital is adequate for its currently anticipated levels of risk as measured by regulatory guidelines.

3. THE YEAR 2000 ISSUE

The Company is a direct subsidiary of Prudential; therefore, is impacted by the enterprise focus on the Year 2000 Issue. The Year 2000 issue is best understood as a computer hardware and software problem involving the way dates are stored and processed in computers. Many computer systems are programmed to recognize only the last two digits in a date. As a result, any computer programs that have date-sensitive software may recognize a date using "00" as the year 1900 rather

than the year 2000. If this anomaly is not corrected, the year "00" could cause systems to perform date comparisons and calculations incorrectly which could in turn affect the accuracy and compromise the integrity of business records. Business operations could be interrupted when companies are unable to process transactions, send invoices, or engage in similar normal business activities. The Year 2000 issue presents critical business risks for public and private sector entities across the globe.

Prudential identified the Year 2000 issue as a critical priority in 1995 and established a Company-wide Program Office (CPO) to develop and coordinate an operating framework for the Year 2000 compliance activities. The CPO assessed potential business impact, identified software and hardware components that will require upgrading, renovating, or replacing, and developed a strategy for renovation, replacement or retirement of all affected business applications. The initial assessment, completed in 1995, provided an estimate of the magnitude of the project and necessary resources. Prudential's CPO has established quality assurance procedures including a certification process to monitor and evaluate enterprise-wide conversion and upgrading of systems for Year 2000 compliance. Prudential is utilizing both internal and external resources to reprogram or replace and test software. Prudential plans to complete its adaptation, testing and certification of software for Year 2000 compliance by December 31, 1998 and to conduct additional testing pertaining to the securities industry (in a scheduled industry-wide effort) as well as complete its "business partner" analysis and contingency planning during 1999. Prudential believes that it is well positioned to achieve the necessary modifications and mitigate the Year 2000 risks.

Prudential has commenced contacting and communicating formally with major suppliers and customers, including brokers, vendors, health care providers, and institutions that pass electronic information to Prudential, to determine the significance of the potential exposure that could result from their failure to achieve Year 2000 compliance on a timely basis.

While, as indicated above, Prudential believes that it is well positioned to mitigate its Year 2000 issue, this issue by its nature carries the risk of unforeseen problems of internal or external origin. There can be no assurance that the required systems modifications will be completed in accordance with current estimates of timing and cost, or that the systems of other companies with which some of Prudential's systems interface will be converted on a timely and compatible basis. In the event that the required adaptations to mitigate the Year 2000 issue are not completed on a timely basis, this issue could have a material adverse impact on the Company's operations. The discussion of the Year 2000 issue herein, and in particular the Company's plans to remediate this issue and estimated costs thereof, are forward-looking in nature. See cautionary statement below relating to forward-looking statements.

4. INFORMATION CONCERNING FORWARD-LOOKING STATEMENTS

Certain of the statements contained in Management's Discussion and Analysis may be considered forward-looking statements. Words such as "expects," "believes," "anticipates," "intends," "plans," or variations of such words are generally part of forward-looking statements. Forward-looking statements are made based upon management's current expectations and beliefs concerning future developments and their potential effects upon the Company. There can be no assurance that future developments affecting the Company will be those anticipated by management. There are certain important factors that could cause actual results to differ materially from estimates or expectations reflected in such forward-looking statements including without limitation, changes in general economic conditions, including the performance of financial markets and interest rates; market acceptance of new products and distribution channels; competitive, regulatory or tax changes that affect the cost or demand for the Company's products; and adverse litigation results. While the Company reassesses material trends and uncertainties affecting its financial condition and results of operations, it does not intend to review or revise any particular forward-looking statement referenced in this Management's Discussion and Analysis in light of future events. The information referred to above should be considered by readers when reviewing any forward-looking statements contained in this Management's Discussion and Analysis.

PART II

ITEM 1 LEGAL PROCEEDINGS

Pruco Life Insurance Company is not involved in any litigation that is expected to have a material effect.

ITEM 2 CHANGES IN SECURITIES

The following table presents sales and related expenses of the Flexible Premium Variable Annuity Account since July 19, 1995, the effective date of the registration (SEC file number 3331-61143).

<TABLE>
<CAPTION>

	FOR THE ACCOUNT OF THE COMPANY		FOR THE ACCOUNT(S) OF THE CONTRACTHOLDER(S)
	AGGREGATE OFFERING PRICE OF AMOUNT REGISTERED	AMOUNT SOLD	AMOUNT SOLD
		(000's)	
<S>	<C>	<C>	<C>
Flexible Premium Variable Annuity Account*	$500,000	$172,798	$7,669
Underwriter discounts and commissions**		(6,048)	
Other expenses***		(5,729)	
Total		(11,777)	
Net offering proceeds		$161,021	

</TABLE>

*   Securities are not issued or sold in predetermined units.

**   Amount represents estimated general commissions paid to affiliated parties.

*** Amount represents estimated general administrative expenses paid to the parent under service and lease agreement.

ITEM 3 DEFAULTS UPON SENIOR SECURITIES

Not Applicable

ITEM 4 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

At the annual meeting of the stockholders held on June 9, 1998, the sole stockholder of the Company elected the Board of Directors of the Company. The following are the elected Board of Directors: James J. Avery, Jr. (Chairman of the Board); I. Edward Price (Vice Chairman of the Board); William Bethke; Ira J. Kleinman; Esther H. Milnes; Mendel Melzer; and Kiyo Sakaguchi.

ITEM 5 OTHER INFORMATION

Not Applicable

ITEM 6 EXHIBITS AND REPORTS ON FORM 8-K

(a) (1) and (2) financial Statements of registrant and subsidiaries are listed on pages 3-6 hereof and are filed as part of this Report. There have been no 8-K's filed during the first or second quarter of 1998.

(a) (3) Exhibits

Regulation S-K

2. Not Applicable

3. Documents Incorporated by Reference

(i) The Articles of Incorporation of Pruco Life, as amended October 19, 1993, are incorporated herein by reference to Form S-6, Registration No. 333-07451, filed July 2, 1996 on behalf of the Pruco Life Variable Appreciable Account; (ii) Bylaws of Pruco Life, as amended May 6, 1997 are incorporated herein by reference to Form 10-Q, Registration No. 33-37587, filed August 15, 1997 on behalf of Pruco Life Insurance Company.

4. Exhibits

Modified Guaranteed Annuity Contract, incorporated by reference to Registrant's Form S-1 Registration Statement, Registration No. 33-37587, filed November 2, 1990.

Market-Value Adjustment Annuity Contract, incorporated by reference to Registrant's Form S-1 Registration Statement, Registration No. 33-61143, filed November 17, 1995.

10. None.

11. Not Applicable.

15. Not Applicable.

18. None.

19. Not Applicable.

20. Not Applicable.

22. None.

23. None.

24. Not Applicable.

25. Not Applicable.

27. Exhibit 27, Financial Data Schedule appended to this form in accordance with EDGAR instructions.

99. None

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf of the undersigned, thereunto duly authorized.

PRUCO LIFE INSURANCE COMPANY

(Registrant)

SIGNATURE	TITLE	DATE
/s/ ESTHER H. MILNES Esther H. Milnes	President and Director	August 14, 199
/s/ JAMES M. SCHLOMANN James M. Schlomann	Vice President and Comptroller and Chief Accounting Officer	August 14, 1998

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FINANCIAL DATA SCHEDULE
Article 7 of Regulation S-X
Pruco Life Insurance Company

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