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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>PRUDENTIAL FINANCIAL INC</u> (Last) (First) (Middle) <u>751 BROAD STREET</u> (Street) <u>NEWARK NJ 07102</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>05/05/2023</u>	3. Issuer Name and Ticker or Trading Symbol <u>PGIM Private Credit Fund [NONE]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director ☒ 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) <u>05/08/2023</u>
			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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class I Common Shares of Beneficial Interest	4,285,939.66	I	See Footnote ⁽¹⁾

Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
1. Name and Address of Reporting Person* <u>PRUDENTIAL FINANCIAL INC</u> (Last) (First) (Middle) <u>751 BROAD STREET</u> (Street) <u>NEWARK NJ 07102</u> (City) (State) (Zip)							
1. Name and Address of Reporting Person* <u>PGIM Strategic Investments, Inc.</u> (Last) (First) (Middle) <u>655 BROAD STREET</u> (Street) <u>NEWARK NJ 07102</u> (City) (State) (Zip)							

Explanation of Responses:

1. Reflects securities directly held by PGIM Strategic Investments, Inc., which is an indirect wholly owned subsidiary of Prudential Financial, Inc.

Remarks:

Exhibit List: Exhibit 24.1 - PGIM Strategic Investments, Inc. Power of Attorney. The Form 3 is being amended to add the securities owned and to include an additional filing person.

Prudential Financial, Inc., By: /s/
Andrew French, Name and Title: 06/28/2023
Andrew French, Signatory, Second
Vice President
PGIM Strategic Investments, Inc.,
By: /s/ Andrew French, Name and 06/28/2023
Title: POA for PGIM Strategic
Investments, Inc.

** Signature of Reporting Person

Date

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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

Power of Attorney**PGIM Private Credit Fund**

The undersigned officer of PGIM Strategic Investments, Inc. hereby constitutes, appoints and authorizes each of, Claudia DiGiacomo, Debra Rubano, Melissa Gonzalez and Andrew French as true and lawful agents and attorneys-in-fact, to sign, execute and deliver Forms 3, 4 and 5, Schedules 13D and 13G and/or such other forms, as appropriate, to file the same, with all exhibits and amendments thereto, with the U.S. Securities and Exchange Commission (the "SEC") and the securities regulators of appropriate states and territories, and generally to do all such things in his name and behalf in connection therewith as said attorney-in-fact deems necessary or appropriate to comply with the provisions of the Securities Act of 1933, sections 13 and 16 of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, all related requirements of the SEC and all requirements of appropriate states and territories in connection with PGIM Strategic Investments, Inc.'s ownership of or transactions in securities of PGIM Private Credit Fund (the "Company"). The undersigned does hereby give to said agents and attorneys-in-fact full power and authority to act in these premises, including, but not limited to, the power to appoint a substitute or substitutes to act hereunder with the same power and authority as said agents and attorneys-in-fact would have if personally acting. The undersigned does hereby approve, ratify and confirm all that said agents and attorneys-in-fact, or any substitute or substitutes, may do by virtue hereof. The Power of Attorney shall remain in full force and effect until PGIM Strategic Investments, Inc. is no longer required to file forms to comply with the provisions of the Securities Act of 1933, sections 13 and section 16 of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, all related requirements of the SEC and all requirements of appropriate states and territories in connection with PGIM Strategic Investments, Inc.'s ownership of or transactions in securities of the Company, unless earlier revoked in writing.

/s/ Armando M. Gamboa

Armando M. Gamboa, Assistant Secretary

Dated: June 13, 2023
