SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
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).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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*
PRUDENTIAL INSURANCE CO OF AMERICA

(Last) (First) (Middle)
751 BROAD STREET

(Street)
NEWARK NJ 07102

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
PGIM Private Credit Fund [NONE]

3. Date of Earliest Transaction (Month/Day/Year)
01/23/2026

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

	Director	X	10% Owner
	Officer (give title below)		Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

	Form filed by One Reporting Person
X	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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class I common shares of beneficial interest, par val $0.001	01/23/2026[1]		P		1,406,738.649	A	$24.87	7,709,623.515[2]	I	See Footnote[3]

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

1. Name and Address of Reporting Person*
PRUDENTIAL INSURANCE CO OF AMERICA

(Last) (First) (Middle)
751 BROAD STREET

(Street)
NEWARK NJ 07102

(City) (State) (Zip)

1. Name and Address of Reporting Person*
PRUDENTIAL FINANCIAL INC

(Last) (First) (Middle)
751 BROAD STREET

(Street)
NEWARK NJ 07102

(City) (State) (Zip)

1. Name and Address of Reporting Person*
PRUCO LIFE INSURANCE CO

(Last) (First) (Middle)

213 WASHINGTON STREET
(Street)
NEWARK NJ 07102
(City) (State) (Zip)

Explanation of Responses:

1. On December 30, 2025, Pruco Life Insurance Company's subscription to purchase Class I common shares of beneficial interest, par value $0.001 (the "Common Shares") was accepted. On January 23, 2026, the number of Common Shares being purchased by Pruco Life Insurance Company was fixed when the purchase price per share was determined by the Issuer.

2. Includes Common Shares issued pursuant to the Issuer's dividend reinvestment plan as of the date of this filing.

3. Common Shares are directly held by Pruco Life Insurance Company. Pruco Life Insurance Company is a wholly owned subsidiary of The Prudential Insurance Company of America, which in turn is a wholly owned subsidiary of Prudential Financial, Inc.

The Prudential Insurance Company of America, By: /s/ Andrew French, Name: Andrew French, Title: Attorney-in-Fact	01/27/2026
Prudential Financial, Inc., By: /s/ Andrew French, Name: Andrew French, Title: Second Vice President	01/27/2026
Pruco Life Insurance Company, By: /s/ Andrew French, Name: Andrew French, Title: Attorney-in-Fact	01/27/2026
** Signature of Reporting Person	Date

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

* If the form is filed by more than one reporting person, *see* Instruction 4 (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.