

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 11, 2005

PRUDENTIAL FINANCIAL, INC.

(Exact name of registrant as specified in its charter)

New Jersey
(State or other jurisdiction
of incorporation)

001-16707
(Commission File
Number)

22-3703799
(I.R.S. Employer
Identification No.)

751 Broad Street
Newark, New Jersey 07102
(Address of principal executive offices and zip code)

(973) 802-6000
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On January 11, 2005, the Board of Directors of Prudential Financial, Inc. (the “Company”) elected Mr. Gordon M. Bethune as a director, effective February 1, 2005. Attached as Exhibit 99.0 is a Company news release, dated January 12, 2005, announcing Mr. Bethune’s election.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits. News release of Prudential Financial, Inc., dated January 12, 2005, announcing the election of Mr. Gordon M. Bethune to the Board of Directors.

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 by the undersigned hereunto duly authorized.

Date: January 12, 2005

PRUDENTIAL FINANCIAL, INC.

By: /s/ Stephen W. Gauster

Name: Stephen W. Gauster
Title: Assistant Secretary

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.0	News Release of Prudential Financial, Inc., dated January 12, 2005, announcing the election of Mr. Gordon M. Bethune to the Board of Directors.



News Release

Prudential Financial, Inc.
751 Broad Street
Newark, NJ 07102-3777
www.prudential.com

For Immediate Release

January 12, 2005

Contact: Leigh Manganaro

(973) 802-2132

PRUDENTIAL ELECTS GORDON M. BETHUNE TO BOARD OF DIRECTORS

NEWARK, N.J. — Prudential Financial, Inc. (NYSE:PRU) announced today that its Board of Directors has elected Gordon M. Bethune to the Board, effective February 1, 2005.

Bethune served as chairman and chief executive officer for Continental Airlines, Inc., before retiring in December 2004. He began his career at the airline as president and chief operating officer in February 1994, and was named chief executive officer in November of that year. He was elected Chairman of the Board in 1996.

Prior to joining Continental, Bethune held positions at The Boeing Company where he was vice president and general manager of the Commercial Airplane Group's Renton Division responsible for the B737 and B757 airplanes. He also served as vice president and general manager of the Customer Services Division.

Prior to joining Boeing, Bethune held senior leadership positions for several airlines including, Piedmont Aviation, Inc., Western Air Lines, and Braniff Airways. He has also served as a U.S. Navy aircraft maintenance officer.

Bethune serves on the Boards of Honeywell International, Willis Group Holdings and Sprint. He holds a bachelor of science degree from Abilene Christian University and is a 1992 graduate of Harvard Business School's Advanced Management Program.

Prudential Financial companies, with approximately \$470 billion in total assets under management as of September 30, 2004, serve individual and institutional customers worldwide and include The Prudential Insurance Company of America, one of the largest life insurance companies in the United States. These companies offer a variety of products and services, including life insurance, mutual funds, annuities, pension and retirement related services and administration, asset management, securities brokerage, banking and trust services, real estate brokerage franchises and relocation services. For more information, visit www.prudential.com.

