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): September 27, 2012

PRUDENTIAL FINANCIAL, INC.
(Exact name of registrant as specified in its charter)

New Jersey	001-16707	22-3703799
(State or other jurisdiction of incorporation)	(Commission File Number)	(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 7.01 Regulation FD Disclosure.

A copy of the news release, dated September 27, 2012, of Prudential Financial, Inc. (the "Company") announcing the entry by The Prudential Insurance Company of America ("Prudential") into the agreement described in Item 8.01 below is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 8.01 Other Events.

On September 27, 2012, the Company announced that Prudential entered into a definitive agreement to acquire The Hartford's individual life insurance business through a reinsurance transaction. Under the terms of the agreement, Prudential will pay The Hartford cash consideration of $615 million and primarily will receive approximately $7 billion of general account investment assets and corresponding reserves, and rights and obligations with respect to approximately $5 billion in separate account assets and corresponding liabilities, based on statutory balance sheet values as of June 30, 2012. The cash consideration consists primarily of a ceding commission to provide reinsurance for approximately 700,000 Hartford life insurance policies with face amount in force of approximately $135 billion. The benefits and provisions of The Hartford's in-force life insurance contracts will remain unchanged, and The Hartford's issuing companies will continue to be the named insurers. Prudential will receive premiums and will be responsible for paying claims and providing customer service and administration. The transaction is expected to close in early 2013, subject to regulatory approvals and customary closing conditions.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1	News release of Prudential Financial, Inc., dated September 27, 2012, announcing that it entered into an agreement to acquire The Hartford's individual life insurance business (furnished and not filed).

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: September 27, 2012

PRUDENTIAL FINANCIAL, INC.

By: /s/ Brian J. Morris

Name: Brian J. Morris

Title: Vice President and Assistant Secretary

Exhibit Index

Exhibit No.	Description
99.1	News release of Prudential Financial, Inc., dated September 27, 2012, announcing that it entered into an agreement to acquire The Hartford's individual life insurance business (furnished and not filed).

Exhibit 99.1

News Release

Prudential

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

For Immediate Release
September 27, 2012

Contact: Sheila Bridgeforth, (973) 802-6852
sheila.bridgeforth@prudential.com

Prudential to acquire The Hartford's Individual Life Insurance business

Integration of businesses will create powerful market leader

Jim Avery will retire and Kent Sluyter will become CEO of Prudential's Individual Life Insurance business after closing

NEWARK, N.J. – Prudential Financial, Inc. (NYSE: PRU) today announced that it has reached a definitive agreement with The Hartford for The Prudential Insurance Company of America to acquire The Hartford's Individual Life Insurance business through a reinsurance transaction. Under the terms of the agreement, Prudential will pay The Hartford cash consideration of $615 million and primarily will receive approximately $7 billion of general account investment assets and corresponding reserves, and rights and obligations with respect to approximately $5 billion in separate account assets and corresponding liabilities, based on statutory balance sheet values as of June 30, 2012. The cash consideration consists primarily of a ceding commission to provide reinsurance for approximately 700,000 Hartford life insurance policies with face amount in force of approximately $135 billion. The transaction is expected to close in early 2013, subject to regulatory approvals and customary closing conditions.

"The integration of Prudential's Individual Life Insurance business and that of The Hartford will create an organization with greater scale, enhanced product offerings and expanded distribution expertise to meet the life insurance needs of Americans and their families," said John Strangfeld, chairman and chief executive officer, Prudential Financial. "The Hartford's Individual Life Insurance business represents a unique opportunity for us to acquire a very high-quality life insurance business with talented people, complementary capabilities and financial performance consistent with our objectives."

Following the close of the transaction, Prudential's Individual Life Insurance business will rank among the top five largest individual life insurance companies in the U.S. in terms of new recurring premium sales, based on Prudential and The Hartford's Individual Life Insurance businesses' data reflected in the most recent LIMRA rankings. Prudential will have leadership positions in universal, term and variable life insurance.

The benefits and provisions of The Hartford's in-force life insurance contracts will remain unchanged, and The Hartford's issuing companies will continue to be the named insurers. Prudential will receive premiums and will be responsible for paying claims and providing customer service and administration.

Prudential also announced that Jim Avery, chief executive officer of its Individual Life Insurance business, will retire when the transaction closes. He will be succeeded by Kent Sluyter, vice president and chief actuary of the business.

"Jim wanted to retire earlier this year, but he agreed to stay on at my request for an additional period to help ensure a smooth transition. He delayed his retirement once again when this acquisition opportunity arose," said Charles Lowrey, chief operating officer, Prudential's U.S. Businesses. "Over the last 14 years, Jim has done an outstanding job of leading Prudential's Individual Life Insurance business and has built a strong foundation for its future growth. We are fortunate to have a deep leadership bench, and Kent is ideally suited to build on this foundation as we integrate Prudential and The Hartford's Individual Life Insurance businesses after closing."

Sluyter joined Prudential in 1981 and has worked across the Actuarial, Operations, Systems, Risk Management and Marketing functions of Prudential's Individual Life Insurance business. Before being named chief actuary, he was responsible for the Individual Life Insurance Underwriting, Claims and Special Investigations units. He is a Fellow of the Society of Actuaries (FSA) and a Chartered Life Underwriter (CLU). He holds a bachelor's degree in mathematics from Lafayette College.

Prudential Financial, Inc. (NYSE: PRU), a financial services leader, has operations in the United States, Asia, Europe, and Latin America. Prudential's diverse and talented employees are committed to helping individual and institutional customers grow and protect their wealth through a variety of products and services, including life insurance, annuities, retirement-related services, mutual funds and investment management. In the U.S., Prudential's iconic Rock symbol has stood for strength, stability, expertise and innovation for more than a century. For more information, please visit http://www.news.prudential.com/.

Prudential