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): November 20, 2026

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 Number)

751 Broad Street
Newark, NJ 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:

☐ 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))

SECURITIES REGISTERED PURSUANT TO SECTION 12(b) OF THE ACT:

Title of Each Class	Trading Symbol(s)	Name of Each Exchange on Which Registered
Common Stock, Par Value $.01	PRU	New York Stock Exchange
5.950% Junior Subordinated Notes	PRH	New York Stock Exchange
5.625% Junior Subordinated Notes	PRS	New York Stock Exchange
4.125% Junior Subordinated Notes	PFH	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 20, 2026, the Board of Directors of Prudential Financial, Inc. (the "Company") elected Jay Wintrob as an independent director, effective January 1, 2027. Mr. Wintrob has been appointed to the Finance Committee and Investment Committee and will receive compensation as a non-employee director pursuant to the Company's compensation program described in Exhibit 10.26 to its 2025 Annual Report on Form 10-K.

Item 7.01 Regulation FD Disclosure.

The Company is furnishing herewith a news release, dated November 23, 2026, announcing Mr. Wintrob's election to the Board.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	News release of Prudential Financial, Inc. dated November 23, 2026 (furnished and not filed).
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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: November 23, 2026

PRUDENTIAL FINANCIAL, INC.

By: /s/ Brian P. Spitser
Name: Brian P. Spitser
Title: Vice President and Assistant Secretary

Prudential

News Release

Prudential Financial elects Jay Wintrob to Board of Directors

NEWARK, N.J., Nov. 23, 2026 – Prudential Financial, Inc. (NYSE: PRU) announced today that Jay Wintrob has been elected to the Board of Directors as an independent director, effective Jan. 1, 2027. He will serve on the Board's Finance and Investment Committees.

Wintrob brings to Prudential over 40 years of leadership, investment, and financial services expertise. He most recently served as chief executive officer of Oaktree Capital Management, where he led the firm for nearly a decade, overseeing significant growth in assets under management and the development and expansion of its private debt and other investment strategies. Previously, Wintrob served as president and chief executive officer of American International Group Inc.'s (AIG) Domestic Life and Retirement Services businesses, where he oversaw a broad portfolio of retirement, investment, and life insurance products and services.

"Jay's proven leadership and strong financial acumen make him an excellent addition to Prudential's Board," said Sandra Pianalto, director and chair of the Board's Corporate Governance and Business Ethics Committee. "His experience leading complex financial services and investment businesses, combined with his deep knowledge of insurance and retirement, will further strengthen the Board's breadth of expertise as Prudential continues to execute its strategy and position the company for long-term growth. We are delighted to welcome him."

Prior to AIG, Wintrob held a number of senior leadership positions at SunAmerica Inc., culminating in his role as president and chief executive officer. He also served as president of SunAmerica Investments, overseeing the company's invested asset portfolio during a period of significant portfolio growth. He spent his early career at the law firm O'Melveny & Myers LLP, where he worked on mergers and acquisitions, securities underwriting, and general corporate matters.

Wintrob holds a Juris Doctor and bachelor's degree from the University of California, Berkley. He currently serves on the boards of Third Point Private Capital Partners and Third Point Private Capital Income Fund, where he is a member of the Audit and Nominating and Corporate Governance Committees.

About Prudential Financial

Prudential Financial, Inc. (NYSE: PRU), a global financial services leader and premier active global investment manager with approximately $1.6 trillion in assets under management as of Sept. 30, 2026, has operations in the United States, Asia, Europe, and Latin America. Prudential's diverse and talented employees help make lives better and create financial opportunity for more people by expanding access to investing, insurance, and retirement security. Prudential's iconic Rock symbol has stood for strength, stability, expertise, and innovation for more than 150 years. For more information, please visit news.prudential.com.

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