

The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549
FORM 13F

OMB APPROVAL

OMB Number: 3235-0006
Estimated average burden
hours per response: 23.8

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 03-31-2021

Check here if Amendment: Amendment Number: 1

This Amendment (Check only one.): is a restatement.
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: PRUDENTIAL FINANCIAL INC
Address: 751 BROAD ST
NEWARK NJ 07102

Form 13F File Number: 028-10077

CRD Number (if applicable): _____

SEC File Number (if applicable): _____

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Richard Baker
Title: Second Vice President
Phone: 973-802-6691

Signature, Place, and Date of Signing:

/s/ Richard Baker Newark, NEW JERSEY 06-14-2024
[Signature] [City, State] [Date]

Do you wish to provide information pursuant to Special Instruction 5?

Yes No

Additional Information

This amended filing reflects a revised listing of 13F securities which takes into account 13F securities for PGIM Wadhvani LLP. The inclusion of PGIM Wadhvani LLP's 13F securities increased the reporting threshold for certain 13F securities held by PGIM, Inc. which previously reported an accurate list of reportable 13F securities.

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

Form 13F Summary Page

Report Summary:

Number of Other Included Managers:	<u>1</u>
Form 13F Information table Entry Total:	<u>4</u>
Form 13F Information table Value Total:	<u>80,337,622</u> (round to nearest dollar)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Name	Form 13F File Number	CRD No. (if applicable)	SEC File No. (if applicable)	CIK
<u>3</u>	<u>PGIM, Inc.</u>	<u>028-04217</u>			<u>0000946754</u>

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3		COLUMN 4	COLUMN 5		COLUMN 6	COLUMN 7	COLUMN 8			
NAME OF ISSUER	TITLE OF CLASS	CUSIP	FIGI	VALUE (round to nearest dollar)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGER	VOTING AUTHORITY		
										SOLE	SHARED	NONE
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	-	21,127,068	268,110	SH	-	DFND	03	268,110	0	0
SELECT SECTOR SPDR TR	ENERGY	81369Y506	-	16,432,156	334,940	SH	-	DFND	03	334,940	0	0
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	-	29,626,224	870,080	SH	-	DFND	03	870,080	0	0
SELECT SECTOR SPDR TR	TECHNOLOGY	81369Y803	-	13,152,174	99,030	SH	-	DFND	03	99,030	0	0