#### HORNER CONSTANCE J

Form 4

April 02, 2003

SEC Form 4

FORM 4	UN	NITED STATES	OMB APPROVAL						
[] Check this box if no longer		W							
subject to Section 16. Form 4 or Form 5 obligations may continue.  See Instruction 1(b).	ST	TATEMENT OF CHA	OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden						
(Print or Type Responses)		uant to Section 16(a) of the Company Act of 1935 or	hours per respons	se 0.5					
1. Name and Address of Reporti Person* Horner, Constance J.	ng 2. Iss	suer Name and Ticker or T	Frading Symbol	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) c/o Prudential Financial, Inc., Corporate Compliance 751 Broad Street, 4th floor	3. I.R Nu Per	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)  4. Statement for Month/Day/Year  April 01, 2003		X Director10% Owner OfficerOther  7. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) Newark, NJ 07102-777 (City) (State) (Zip)			5. If Amendment, Date of Original (Month/Day/Year)		<ul> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ul>				
Table I - Non-Derivative Sec	urities Acqu	nired, Disposed of, or Be	neficially Own	ed					
,	action Date h/Day/Year)		3. Transaction Code and Voluntary Code (Instr. 8)	4. Securities Acquii (A) or Disposed (D) Of (Instr. 3, 4, and 5)	Securities Beneficially	6. Owner-ship Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report on a separate beneficially owned directly or in * If the form is filed by more that	directly.			A/D   Pri	ction of information co		(over)		

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## Form 4 (continued)

Instruction 4(b)(v).

	Table II			Acquired, Disp ants, options, c	,	wned						
	1. Title of	2. Conver-	3.	3A. Deemed	4.	5. Number	6. Date	7. Title and	8. Price	9. Number of	10.	11. Nature of
	Derivative	sion or	Transaction	Execution	Transaction	of	Exercisable(DE) and	Amount of	of	Derivative	Owner-	Indirect
	Security	Exercise	Date	Date, if	Tansaction	Derivative	Expiration	Underlying	Derivative	Securities	ship	Beneficial
ı												

number.

SEC 1474 (9-02)

## Edgar Filing: HORNER CONSTANCE J - Form 4

(Instr. 3)	Price of Deri- vative Security	(Month/ Day/ Year)	any (Month/ Day/ Year)	Code and Voluntary (V) Code (Instr.8)	Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	(Month/Day/Year)	Securities (Instr. 3 and 4)	Security (Instr.5)	Following Reported Transactions (Instr.4)	Deriv- ative Security:	Ownership (Instr.4)
Notional Shares	1-for-1	04/01/2003		<b>A</b> I	(A) 662	1 (1) (1)	Common Stock - 662	\$29.25	7,650	D	

Explanation of Responses:

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

By: /s/ Kathleen M. Gibson \_\_04-01-2003\_\_

Date

\*\* Signature of Reporting Person

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

**Power of Attorney** 

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Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a

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#### Form 4 (continued)

currently valid OMB number.

# FOOTNOTE Descriptions for Prudential Financial, Inc. (PRU)

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Constance J. Horner c/o Prudential Financial, Inc., Corporate Compliance 751 Broad Street, 4th floor Newark, NJ 07102-777

Explanation of responses:

(1) Notional shares are payable in common stock on a date following termination of service on the Board of Directors.

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