## UNITED STATES OF AMERICA BEFORE THE SECURITIES AND EXCHANGE COMMISSION

## INVESTMENT COMPANY ACT OF 1940 Release No.28374/ September 3, 2008

In the Matter of

**Advanced Series Trust** 

The Prudential Series Fund

AST Investment Services, Inc.

Prudential Investments LLC

Prudential Annuities Distributors, Inc.

Prudential Investment Management Services LLC

Gateway Center Three 100 Mulberry Street Newark, NJ 07102-4061

(812-13537)

## ORDER UNDER SECTION 6(c) OF THE INVESTMENT COMPANY ACT OF 1940 GRANTING AN EXEMPTION FROM RULE 12d1-2(a) UNDER THE ACT

Advanced Series Trust, et al., filed an application on June 2, 2008, and an amendment to the application on August 26, 2008, requesting an order under section 6(c) of the Investment Company Act ("Act") granting an exemption from rule 12d1-2(a) under the Act. The order would permit registered open-end management investment companies relying on rule 12d1-2 under the Act to invest in certain financial instruments.

On August 8, 2008, a notice of the filing of the application was issued (Investment Company Act Release No. 28355). The notice gave interested persons an opportunity to request a hearing and stated that an order granting the application would be issued unless a hearing was ordered. No request for a hearing has been filed, and the Commission has not ordered a hearing.

The matter has been considered, and it is found, on the basis of the information set forth in the application, that granting the requested exemption is appropriate in the public interest and consistent with the protection of investors and the purposes fairly intended by the policy and provisions of the Act.

## Accordingly,

IT IS ORDERED, that the exemption under section 6(c) of the Act from rule 12d1-2(a) under the Act requested by Advanced Series Trust, et al. (File No. 812-13537), is granted, effective immediately, subject to the condition contained in the application, as amended.

For the Commission, by the Division of Investment Management, under delegated authority.

Florence E. Harmon Acting Secretary