ADVANCED SERIES TRUST

ANNUAL REPORT • DECEMBER 31, 2014

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AST AQR Emerging Markets Equity Portfolio
AST BlackRock iShares ETF Portfolio
AST Boston Partners Large-Cap Value Portfolio
AST Cohen & Steers Realty Portfolio
AST Goldman Sachs Large-Cap Value Portfolio
AST Goldman Sachs Mid-Cap Growth Portfolio
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AST Herndon Large-Cap Value Portfolio
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■ APPROVAL OF ADVISORY AGREEMENTS

This report may include financial information pertaining to certain portfolios that are not available through the variable life insurance policy or variable annuity contract that you have chosen. Please refer to your variable life insurance or variable annuity prospectus to determine which portfolios are available to you.

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DEAR CONTRACT OWNER

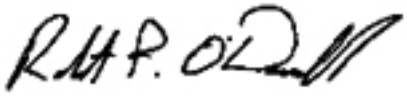
At Prudential, our primary objective is to help investors achieve and maintain long-term financial success. This Advanced Series Trust annual report outlines our efforts to achieve this goal. We hope you find it informative and useful.

Prudential has been building on a heritage of success for more than 135 years. The quality of our businesses and risk diversification has enabled us to manage effectively through volatile markets over time. We believe the array of our products provides a highly attractive value proposition to clients like you who are focused on financial security.

Your financial professional is the best resource to help you make the most informed investment decisions. Together, you can build a diversified investment portfolio that aligns with your long-term financial goals. Please keep in mind that diversification and asset allocation strategies do not assure a profit or protect against loss in declining markets.

Thank you for selecting Prudential as one of your financial partners. We value your trust and appreciate the opportunity to help you achieve financial security.

Sincerely,



Robert F. O'Donnell
President,
Advanced Series Trust

January 30, 2015

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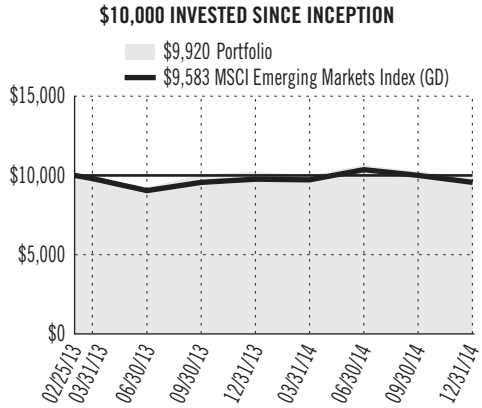
Report of the Investment Manager - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	Since Inception
Portfolio	-3.13%	-0.43%
MSCI Emerging Markets Index (GD)	-1.82	-2.30

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio Inception: 2/25/2013 Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.



For the year ended December 31, 2014, the AST AQR Emerging Markets Equity Portfolio returned -3.13%.

The net assets of the Portfolio at December 31, 2014 were $263.8 million.

The investment objective of the Portfolio is to seek long-term capital appreciation. The Portfolio is subadvised by AQR Capital Management LLC.

Emerging equity markets suffered in 2014 from lower commodity prices and a strong U.S. dollar. Falling commodity prices and weak demand from Europe and China hurt many exporting countries, and the strong U.S. dollar led to declines in many emerging market currencies. Russia was among the worst performers due to a combination of geopolitical issues with Ukraine and falling oil prices. China outperformed as easier monetary policy from the People's Bank of China (PBOC) led to a fourth quarter rally in Chinese equities.

The Portfolio underperformed its benchmark, the MSCI Emerging Markets Index, which was down -1.82%.

The Portfolio employs a disciplined approach emphasizing both top-down country and currency selection and bottom-up stock and industry selection. Investment views are generated using a multi-factor approach based on the combination of valuation, fundamental and price momentum, earnings quality, investor sentiment, stability, and management signaling measures. The overall strategy's active risk is allocated 50% to stock and industry selection (the majority of this component is allocated to stock selection within industry), 25% to country selection, and 25% to currency selection.

All three strategies detracted from performance — of the three strategies, the stock selection model detracted -0.15%, country selection detracted -0.34%, and currency selection detracted -0.52%. The stock selection model, which includes value and momentum within industries and investor sentiment, detracted least, while indirect momentum and management signaling detracted from performance as well. Within the country selection model, the largest contributor to performance was Korea and the largest detractor was India. The currency selection model was the largest drag on Portfolio performance due to AQR's slight overweight positions in the Hungarian Forint and Polish Zloty relative to the benchmark.

Prudential Investments LLC is the manager of the Portfolio and a Prudential Financial company.

The MSCI Emerging Markets Index (GD) is a free float-adjusted market capitalization index that is designed to measure equity market performance in the global emerging markets. The GD version does not reflect the impact of withholding taxes on reinvested dividends. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	Since Inception
Portfolio	3.58%	5.86%
Blended Index	6.14	7.02
S&P 500 Index	13.66	18.91

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio Inception: 4/29/2013 Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.

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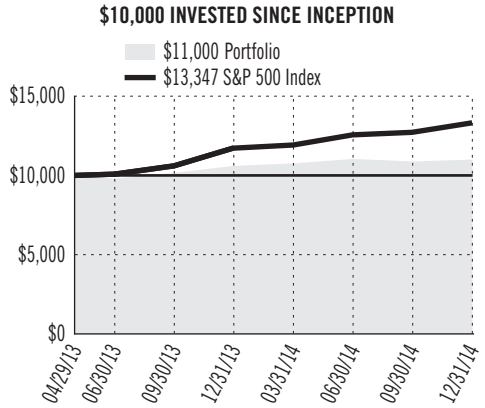

For the year ended December 31, 2014, the AST BlackRock iShares ETF Portfolio returned 3.58%.

The net assets of the Portfolio at December 31, 2014 were $232.9 million.

The investment objective of the Portfolio is to maximize total return with a moderate level of risk. The Portfolio is subadvised by BlackRock Financial Management, Inc.

The Portfolio underperformed its benchmark, the Blended Index, which returned 6.14%. The Portfolio's underperformance was primarily due to lower exposure than the benchmark to changes in interest rates and greater exposure to stocks in the euro zone and Japan. The Portfolio was overweight in stocks over bonds through most of the year.

The Portfolio's stock performance was hurt by its exposure to the Japanese yen because the yen fell to multi-year lows, more than offsetting equity price gains. Currency exposure aside, the Portfolio largely benefited from its overweight in developed markets, particularly the United States and Japan. The U.S. market had a strong year, supported by accelerating economic growth, falling unemployment, and reviving manufacturing. Japan benefited from continued economic stimulus. On the other hand, euro zone stocks suffered from lackluster growth and deflationary forces, such as high unemployment, zero wage growth, and falling oil prices.

With the belief that cyclical sectors are well-positioned to benefit from the U.S. economic recovery, the Portfolio maintained overweights in the financial, health care, and technology sectors, all three of which outperformed the broader S&P 500. In the first half of the year, the Portfolio initiated a position in the iShares U.S. Oil & Gas Exploration ETF based on relatively cheap valuations. This position detracted as oil prices ended the year sharply down due to a supply glut and slowing global demand.

The Portfolio's bond holdings were hurt by underexposure to changing U.S. interest rates as yields unexpectedly fell over the period. The Portfolio also wasn't positioned to benefit from falling credit spreads for high yield bonds.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Blended Index consists of **S&P 500 (25%),** an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market, **Russell 2000 Index (5%),** an unmanaged capitalization-weighted index which is comprised of 2000 of the smallest capitalized U.S. domiciled companies whose common stock is traded in the U.S. on the New York Stock Exchange, American Stock Exchange and over-the-counter market, **Barclays U.S. Aggregate Bond Index (52%),** an unmanaged index that measures the investment grade, U.S. dollar-denominated, fixed-rate taxable bond market, and **MSCI EAFE (Morgan Stanley Capital International Europe, Australasia, Far East) Index (GD) (15%),** an unmanaged capitalization-weighted index generally accepted as a benchmark for major overseas markets. The GD version does not reflect the impact of withholding taxes on reinvested dividends. **Markit iBoxx U.S. Dollar Liquid High Yield Total Return Index (3%),** is an index designed to provide a broad representation of the U.S. dollar-denominated high yield liquid corporate bond market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	Since Inception
Portfolio	10.27%	11.93%	12.43%
Russell 1000® Value Index	13.45	15.42	15.54
Russell 1000® Index	13.24	15.64	16.14

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio inception: 9/25/2009. Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.

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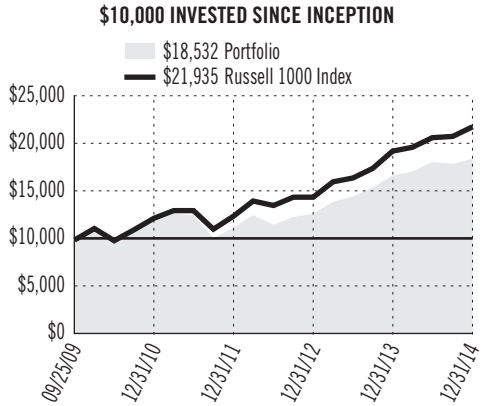


For the year ended December 31, 2014, the AST Boston Partners Large-Cap Value Portfolio returned 10.27%.

The net assets of the Portfolio at December 31, 2014 were $696.1 million.

The Portfolio's investment objective is capital appreciation. The Portfolio is subadvised by Boston Partners.

Note: Prior to November 24, 2014, the Portfolio was known as the AST Jennison Large-Cap Value Portfolio, and was subadvised by Jennison Associates LLC (Jennison). The Portfolio's performance for the period was largely a result of Jennison's management.

The Portfolio underperformed its benchmark, the Russell 1000 Value Index, which returned 13.45%.

Stock selection in consumer discretionary was the largest detractor from relative results, driven by JC Penney, which was sold during the year. Both consumer staples and utilities fell short of expectations due primarily to stock selection, though an underweight to the sectors also hurt. Avon Products and NRG Energy drove respective results in those sectors. Revenue and sales were disappointing for Avon Products. NRG Energy shares have been weighed down by declining gas prices and concerns over the cash flow impact of two new initiatives — carbon capture and electric vehicle charging.

Conversely stock selection in other sectors contributed positively to relative performance. In the health care sector, Actavis and HCA Holdings drove returns. Actavis reported good revenue and earnings and raised its sales and profit guidance. After major acquisitions, it has grown in size and scope, and is now, in the opinion of Boston Partners, a formidable brand/generic hybrid pharmaceutical company with a global scope. HCA Holdings, an operator of hospitals and freestanding surgery centers, benefited from better-than-anticipated utilization as a result of the Affordable Care Act. Boston Partners likes its industry-leading scale, which drives cost synergies, significant cash flow, and large market share in fast-growing Texas and Florida.

Relative gain in industrials was driven by advances in United Continental Holdings. Airlines generally outperformed the industrials sector and the overall market. Earnings, revenue, and guidance were solid, as cost cuts and higher pricing took hold. United further announced a share buyback and appears on track to achieve several key revenue initiatives, including improvements to capacity management on Asian flights.

Information technology holdings Flextronics and Applied Materials were also standouts. Flextronics, a global electronics manufacturer, enjoyed growth in its industrial and high reliability solutions businesses. Applied Materials benefited from solid earnings and margins. In Boston Partner's view, the new management team is executing well on improving margins, increasing growth in the Applied Global Services growth, and gaining market share in the Solar & Display businesses.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Russell 1000 Value Index is an unmanaged index comprised of securities in the Russell 1000 Index with a less-than-average growth orientation. Companies in this index generally have low price-to-book and price-to-earnings ratios. **Russell 1000 Index** is an unmanaged, capitalization-weighted index which is comprised of 1,000 of the smallest capitalized U.S. domiciled companies whose common stock is traded in the U.S. on the New York Stock Exchange, American Stock Exchange, and over-the-counter market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

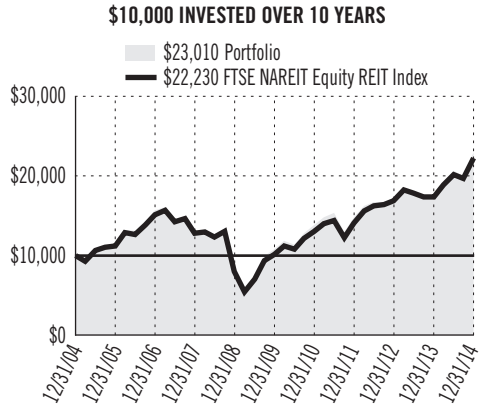
Jennison Associates LLC is a registered investment adviser and a Prudential Financial company.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	30.91%	16.39%	8.69%
Wilshire US REIT Total Return Index	31.78	17.26	8.26
FTSE NAREIT Equity REIT Index	30.14	16.88	8.31

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.



For the year ended December 31, 2014, the AST Cohen & Steers Realty Portfolio returned 30.91%.

The net assets of the Portfolio at December 31, 2014 were $857.4 million.

The investment objective of the Portfolio is to maximize total return through investment in real estate investment trusts (REITs). The Portfolio is subadvised by Cohen & Steers Capital Management, Inc.

U.S. REITs rallied from a disappointing year in 2013 to post their best annual returns since 2006. Improving economic growth led to strengthening fundamentals across all property types, while an unexpected decline in Treasury yields led to better investor sentiment toward higher-yielding equities.

Apartment REITs did particularly well, defying expectations of a slowdown in cash-flow growth amid strong job gains and relatively modest new supply. The regional mall sector was also resilient, benefiting in part from merger and acquisition activity. Mall owner Glimcher Realty had a large gain on a buyout offer from Washington Prime, which itself was formed in May as a spin off from Simon Property Group.

Healthcare property REITs were top performers. While their growth rates were not as robust compared with many other sectors, investors found favor in healthcare's visible income streams in an environment of low interest rates. Hotels had a healthy gain. Earnings were resilient, although there was some lowered guidance related to softening demand outside of the U.S. Self-storage owners, as with REITs broadly, continued to benefit from strong demand, muted new supply and moderate leverage. Industrial real estate companies underperformed the index but still registered a 20% gain. The sector was one property type that was restrained, relatively speaking, by concerns of higher supply.

For the year, the Portfolio modestly underperformed its benchmark, the Wilshire US REIT Total Return Index, which returned 31.78%. Factors that detracted from relative performance included stock selection in the hotel and diversified sectors. Within diversified, the Portfolio held an out-of-index position in Forest City Enterprises, which had a relatively modest gain in the period.

Stock selection in the regional mall sector helped relative performance. The Portfolio was overweight in Glimcher Realty, which rallied on news that the company had received an acquisition offer. The Portfolio no longer holds a position in Glimcher Realty. Favorable stock selection in the healthcare property and self-storage sectors also aided returns.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

The Financial Times Stock Exchange National Association of Real Estate Investment Trusts (FTSE NAREIT) Equity REIT Index is an unmanaged index which measures the performance of all real estate investment trusts listed on the New York Stock Exchange, the NASDAQ National Market, and the American Stock Exchange. **Wilshire US REIT Total Return Index** is a float-adjusted market capitalization-weighted index of publicly traded real estate securities, such as real estate investment trusts and real estate operating companies. **S&P 500 Index** is an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	13.13%	14.03%	5.82%
Russell 1000® Value Index	13.45	15.42	7.30
S&P 500 Index	13.66	15.44	7.67

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.

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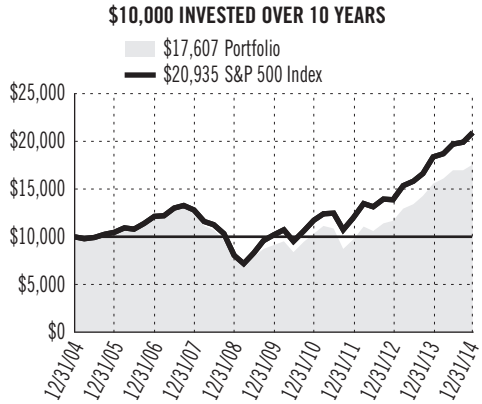

For the year ended December 31, 2014, the AST Goldman Sachs Large-Cap Value Portfolio returned 13.13%.

The net assets of the Portfolio at December 31, 2014 were $1,732.7 million.

The investment objective of the Portfolio is to achieve long-term growth of capital. The Portfolio is subadvised by Goldman Sachs Asset Management, L.P.

Diverging global economies, strong merger and acquisition (M&A) activity, weakening oil prices, and declining U.S. interest rates were the major themes affecting U.S. equities. The U.S. economic recovery accelerated over the reporting period, particularly compared with other developed markets, fueling corporate earnings growth and equity returns. The decline in the unemployment rate to 5.8% and lower energy prices gave new hope to the potential for a broader consumer recovery.

In the second half of the year, U.S. equity market volatility picked up from exceptionally low levels, although the S&P 500 had no more than three consecutive down days, something not seen since 1928. M&A activity rose to its highest annual level since 2007, largely due to transactions within the information technology and health care sectors, both of which handily outperformed the broader market. Following the unexpected decline in U.S. interest rates, Real Estate Investment Trusts (REITs) and the utilities sector also outperformed the broader market. The energy sector underperformed, as concerns over rising U.S. supply and weakening global demand triggered a collapse in crude oil prices.

The Portfolio slightly underperformed its benchmark, the Russell 1000 Value (the "Index"), which returned 13.45%. Relative to the Index, healthcare was the top performing sector in the Portfolio, whereas financials was the worst performer.

Kroger Co. was the top performing stock in the Portfolio. Strong quarterly earnings, driven by solid execution, helped the company maintain its positive momentum throughout the year. Kroger has consistently been able to gain market share, driven by a focus on low prices, high convenience, and healthy choices. Margins appear to have stabilized and can begin to expand, following many years of investment to improve its competitive position. Goldman Sachs believes the company's acquisition of Harris Teeter Supermarkets could provide synergies and boost its earnings per share over the next two to three years. In addition, further industry consolidation could be beneficial due to Kroger's strong market share and stable cash flows.

Southwestern Energy Co., an oil and natural gas exploration and production company, was the top overall detractor from relative performance. In fourth quarter, Southwestern Energy closed its previously announced acquisition of Marcellus and Utica shale assets from Chesapeake Energy and announced a $1 billion share buyback program. Goldman Sachs continues to believe that the company has an underappreciated resource base, specifically in the Marcellus and Fayetteville Shale, and its newly acquired assets further enhance the company's position and growth opportunities. Additionally, Goldman Sachs is positive on the company, encouraged by the management team's commitment to disciplined growth, cost reductions, and shareholder returns.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Russell 1000 Value Index is an unmanaged market cap-weighted index that measures the performance of those Russell 1000 companies with lower price-to-book ratios and lower forecasted growth values. **S&P 500 Index** is an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Years
Portfolio	11.53%	15.44%	9.74%
Russell Midcap® Growth Index	11.90	16.94	9.43
S&P MidCap 400 Index	9.77	16.54	9.71

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.

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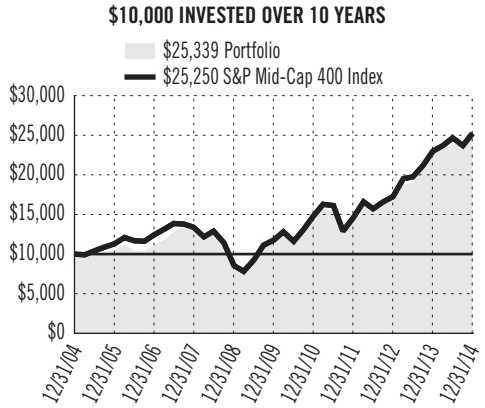

For the year ended December 31, 2014, the AST Goldman Sachs Mid-Cap Growth Portfolio returned 11.53%.

The net assets of the Portfolio at December 31, 2014 were $712.6 million.

The investment objective of the Portfolio is to seek long-term growth of capital. The Portfolio is subadvised by Goldman Sachs Asset Management, L.P.

Diverging global economies, strong merger and acquisition (M&A) activity, weakening oil prices, and declining U.S. interest rates were the major themes affecting U.S. equities. The U.S. economic recovery accelerated over the year, particularly compared with other developed markets, fueling corporate earnings growth and equity returns. The decline in the unemployment rate to 5.8% and lower energy prices were encouraging for a broader consumer recovery.

In the second half of the year, U.S. equity market volatility picked up from exceptionally low levels, and one broad-based index had no more than three consecutive down days, something not seen since 1928. Merger and Acquisition (M&A) activity rose to its highest annual level since 2007, largely due to transactions within the information technology and health care sectors, both of which outperformed the broader market. Real Estate Investment Trusts (REITs) and the utilities sector also outperformed the broader market, as interest rates declined. The energy sector underperformed, as concerns over rising U.S. supply and weakening global demand triggered a collapse in oil prices.

The Portfolio slightly underperformed its benchmark, the Russell Midcap Growth Index, which returned 11.90%. Positioning in the industrials and energy sectors detracted from performance. Conversely, strong stock selection in the information technology and telecommunication services sectors contributed positively to relative returns.

Keurig Green Mountain, Inc., a leader in specialty coffee and coffeemakers, was a top contributor to relative returns. Its shares rose following the announcement that Coca-Cola purchased a 10% stake in the company, and entered into a 10-year agreement to develop Coke brand products for the Keurig Cold beverage system. Shareholders approved the company's official name change to Keurig Green Mountain, Inc., recognizing the value that Keurig has brought to the overall franchise and creating a powerful corporate identity.

Tim Hortons also contributed to relative returns. The share price surged on the announcement that Burger King intended to acquire Tim Hortons at a 30% premium. In the view of Goldman Sachs, the merger, while surprising, validates the Portfolio's view that Tim Horton is an attractive growth story and undervalued company.

Weatherford International PLC, a multinational oilfield services company, detracted from relative performance after shares declined sharply because of the decline in oil prices. However, Goldman Sachs believes that the company's solid core business is well positioned to drive improved profitability. The shares are attractively valued, and the stock multiple should revise accordingly, as Weatherford begins to execute on its turnaround initiatives.

Offshore drilling and production equipment manufacturer Dril-Quip, Inc. also detracted from relative performance due to lower oil prices. However, Dril-Quip's recent quarterly earnings were well above consensus estimates, indicating that the market may be undervaluing the company's strong fundamentals.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Russell Midcap Growth Index is an unmanaged market cap-weighted index that measures the performance of those Russell Midcap companies with higher price-to-book ratios and higher forecasted growth values. **S&P MidCap 400 Index** is a widely accepted, unmanaged total return index measuring the performance of the midsize company segment of the U.S. stock market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	7.20%	17.19%	9.16%
Russell 2000® Value Index	4.22	14.26	6.89
Russell 2000® Index	4.89	15.55	7.77

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.

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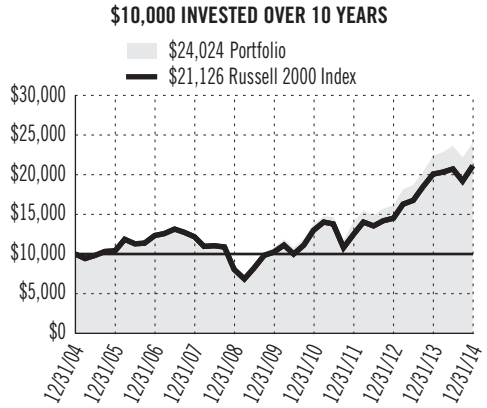

For the year ended December 31, 2014, the AST Goldman Sachs Small-Cap Value Portfolio returned 7.20%.

The net assets of the Portfolio at December 31, 2014 were $924.0 million.

The investment objective of the Portfolio is to seek long-term growth of capital. The Portfolio is subadvised by Goldman Sachs Asset Management, L.P.

Diverging global economies, strong merger and acquisition (M&A) activity, weakening oil prices, and declining U.S. interest rates were the major themes affecting U.S. equities. The U.S. economic recovery accelerated over the reporting period, particularly compared with other developed markets, fueling corporate earnings growth and equity returns. The decline in the unemployment rate to 5.8% and lower energy prices gave new hope to the potential for a broader consumer recovery.

In the second half of the year, U.S. equity market volatility picked up from exceptionally low levels, although the S&P 500 had no more than three consecutive down days, something not seen since 1928. M&A activity rose to its highest annual level since 2007, largely due to transactions within the information technology and health care sectors, both of which handily outperformed the broader market. Following the unexpected decline in U.S. interest rates, Real Estate Investment Trusts (REITs) and the utilities sector also outperformed the broader market. The energy sector underperformed, as concerns over rising U.S. supply and weakening global demand triggered a collapse in crude oil prices.

The Portfolio outperformed its benchmark, the Russell 2000 Value (the "Index"), which returned 4.22%. Holdings in the information technology sector contributed the most to Portfolio returns, whereas holdings in the utilities sector detracted, relative to the Index.

Exact Sciences Corp., a developer of diagnostic screening products targeting the early detection and prevention of colorectal cancer, was a top contributor to Portfolio returns. Shares traded higher as investors gained confidence that the company's colorectal cancer screening test, Cologuard, would receive Food and Drug Administration (FDA) approval. Shares spiked following FDA approval after Medicare officials recommended a much higher-than-anticipated reimbursement for the test. As the investment theme had largely played out, Goldman Sachs took significant gains and exited the stock in favor of investment opportunities with more attractive risk-adjusted return potential.

Parsley Energy, Inc., an exploration and production company with operations focused in West Texas, was a top detractor from Portfolio returns. Following the company's initial public offering at the end of May, the company posted impressive quarterly earnings and strong production growth, but the decline in oil prices adversely affected the stock price. However, a healthy financial position affords the company with the potential to experience above-average reserve and production growth going forward. Goldman Sachs views the stock as undervalued relative to its peers, and remains positive on the company.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Russell 2000 Value Index is an unmanaged index comprised of securities in the Russell 2000 Index with a less-than average growth orientation. Companies in this index generally have low price-to-book and price-to-earnings ratios. **Russell 2000 Index** is an unmanaged capitalization-weighted index which is comprised of 2,000 of the smallest capitalized U.S. domiciled companies whose common stock is traded in the U.S. on the New York Stock Exchange, American Stock Exchange, and over-the-counter market. **S&P 500 Index** is an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	1.56%	11.65%	5.65%
Russell 1000® Value Index	13.45	15.42	7.30
S&P 500 Index	13.66	15.44	7.67

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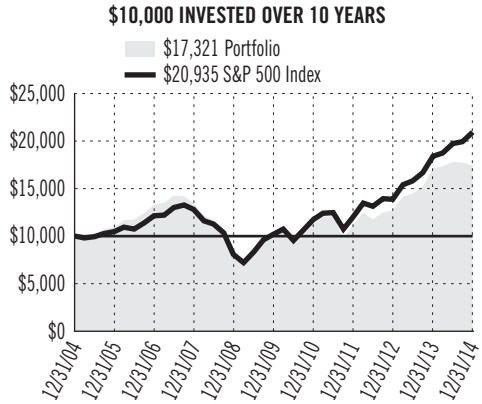

For the year ended December 31, 2014, the AST Herndon Large-Cap Value Portfolio returned 1.56%.

The net assets of the Portfolio at December 31, 2014 were $827.4 million.

The investment objective of the Portfolio is to seek maximum growth of capital by investing primarily in the value stocks of larger companies. The Portfolio is subadvised by Herndon Capital Management, LLC.

The Portfolio underperformed its benchmark, the Russell 1000 Value Index (the "Index"), which returned 13.45%.

The sectors that detracted most from relative performance were energy, financials, and utilities. The Portfolio's performance in the financials and utilities sectors, both of which performed well during the period, was affected by underweight positions and untimely stock selection. The energy sector underperformed after energy companies, in general, were battered in the fourth quarter after a sharp decline in oil prices. Concerns arose over near term opportunities of many holdings in the sector; however, fundamental analysis led the Portfolio to maintain and, in some cases, increase exposures where, in Herndon's opinion, the market had been too punitive. Herndon believes that the energy sector's pullback creates an opportunity to seek out future profitable opportunities.

The two sectors that contributed to the Portfolio's performance were materials and industrials. Materials were led by strong returns in companies such as Newmarket, CF Industries, and Southern Copper. Industrials had solid returns in Lockheed Martin and Rockwell Collins, which defied negative sentiments regarding defense industry spending to reveal positive fundamentals amidst a concerted effort to limit their exposure to purely domestic government markets.

Corporate earnings remained strong and large-cap U.S. equities performed well. Large-cap value stocks posted positive returns in nine of 12 months and three of four quarters during the reporting period. Market headlines that affected investor sentiment included slow economic growth in Europe and emerging markets, the geopolitical conflict in the Middle East and Ukraine, and a sharp decline in oil and other commodity prices. Central banks around the world continued to ease monetary policy in an attempt to jumpstart economic growth. The U.S. Federal Reserve (the Fed) exited its quantitative easing program in October as economic data, particularly in the jobs market and the unemployment rate, continued to improve. Expectations that the Fed would begin to raise its Federal funds rate in 2015 while other countries, including the euro zone and Japan, are lowering their rates, helped push the U.S. Dollar Index to a four-year high.

The Portfolio no longer held a position in Southern Copper at the end of the reporting period.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Russell 1000 Value Index is an unmanaged market cap-weighted index that measures the performance of those Russell 1000 companies with lower price-to-book ratios and lower forecasted growth values. These returns do not include the effect of any investment management expenses. **S&P 500 Index** is an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	-5.52%	6.18%	4.32%
MSCI EAFE Index® (GD)	-4.48	5.81	4.91

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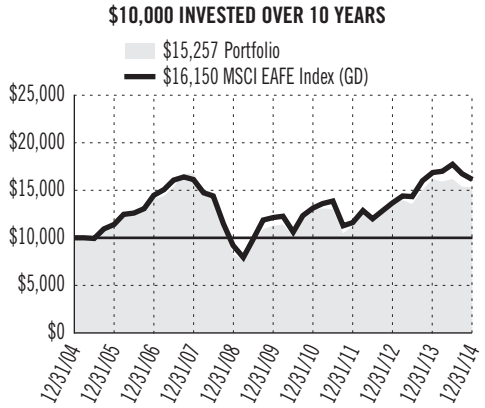

For the year ended December 31, 2014, the AST International Growth Portfolio returned -5.52%.

The net assets of the Portfolio at December 31, 2014 were $2,721.7 million.

The investment objective of the Portfolio is long-term growth of capital. The Portfolio's assets are independently subadvised by William Blair & Company, Jennison Associates, LLC, and Neuberger Berman Management LLC.

The Portfolio underperformed its benchmark, the MSCI EAFE Index (GD) (the "Index"), which returned -4.48%. Losses were common among developed market countries due to the decline in foreign currencies versus the U.S. Dollar. The dollar continued to advance due to a stronger U.S. economy and the ending of U.S. quantitative easing. Investors anticipated interest rates hikes in 2015, while weaker areas of the world were forecasted to either continue or expand monetary policy. In terms of economic sectors, health care, utilities, and technology mitigated negative returns, while materials and energy trailed as the price of oil dropped precipitously at the end of the year.

Assets held in the consumer discretionary sector had the largest negative impact, as Europe's economy continued to struggle and growth continued to slow in China and the rest of Asia. When the economies in these continents turn around, consumers are expected to spend more, but at the end of the year, that was not the case. Since consumer discretionary stocks have high growth potential in an economic turnaround, it is not surprising that the subadvisers invested in this sector.

Mitigating negative returns were allocations to emerging markets countries, which are not in the Index. Specifically, allocations to China, South Africa, Indonesia, Philippines, and India all significantly enhanced returns, as emerging markets rebounded following a poor 2013. All three subadvisers routinely invest in emerging markets stocks, as they have found significant growth opportunities there.

In addition, allocations to various economic sectors also contributed to the Portfolio's relative performance. International technology and health care stocks benefited, while the drop in oil prices led to declines in materials and energy prices. All three subadvisers are looking for companies with higher growth rates and strong balance sheets, so they were overweight compared with the Index in the technology sector and underweight in energy companies, which tend to have lower growth rates and more leveraged balance sheets.

From a country perspective, both William Blair and Jennison showed strong stock selection in Japan and China, which also augmented returns.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

MSCI EAFE Index (GD) — Morgan Stanley Capital International Europe, Australasia, Far East Index is an unmanaged, capitalization-weighted index generally accepted as a benchmark for major overseas markets. The GD version does not reflect the impact of withholding taxes on reinvested dividends. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Jennison Associates LLC is a registered investment adviser and a Prudential Financial company.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	-6.70%	4.79%	4.66%
MSCI EAFE Index® (GD)	-4.48	5.81	4.91

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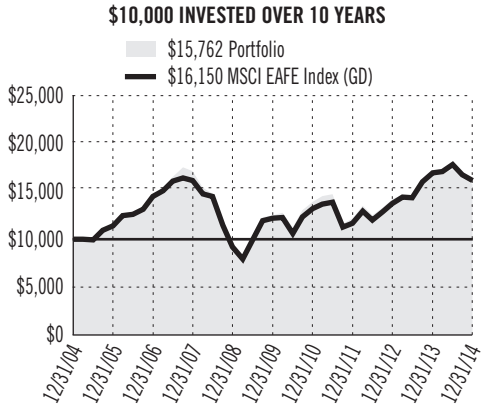

For the year ended December 31, 2014, the AST International Value Portfolio returned -6.70%.

The net assets of the Portfolio at December 31, 2014 were $2,436.4 million.

The investment objective of the Portfolio is to seek capital growth. The Portfolio's assets are subadvised by LSV Asset Management and Lazard Asset Management LLC, who replaced Thornburg Investment Management, Inc., LLC, effective November 24, 2014.

The Portfolio underperformed its benchmark, the MSCI EAFE Index (GD) (the "Index"), which returned -4.48%. International investors in the value style had a more difficult time outperforming the Index than did international growth managers. The period was shaped by the steep fall in oil prices and the strengthening U.S. dollar, which had a negative impact on emerging economies, as well as by the increasing divergence in monetary policies among various countries' central banks. In addition to setbacks in the energy sector (which fell 18%), the Index's slide was dominated by its financials sector, which makes up a quarter of the Index by capitalization and fell more than five percentage points. Most value managers were overweight in these sectors.

The Portfolio's underperformance of the Index was largely due to mixed stock selection results. Its strength in the industrials sector was shown particularly by outperforming the Index in road & rail and airlines stocks. Gains in health care were largely driven by holdings in the pharmaceuticals industry. Conversely, relative performance was hindered by stock selection in the consumer discretionary, consumer staples, materials, and utilities sectors. From a regional perspective, holdings in Western Europe, notably France, Germany, and the United Kingdom, also detracted from relative performance.

A small, yet consistent, allocation to cash, held to assist with day-to-day cash flow management, had a slight negative impact on performance during the period.

From time-to-time, Thornburg used currency forwards (a form of a derivative security) as a tool to hedge some of the currency risk from investing in non-U.S. stocks. This intermittent hedging strategy did not have a significant impact on the performance of the overall Portfolio. Overall for 2014, foreign exchange hedging had a positive effect on the Portfolio.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

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Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	-6.36%	5.10%	4.30%
MSCI EAFE Index® (GD)	-4.48	5.81	4.91

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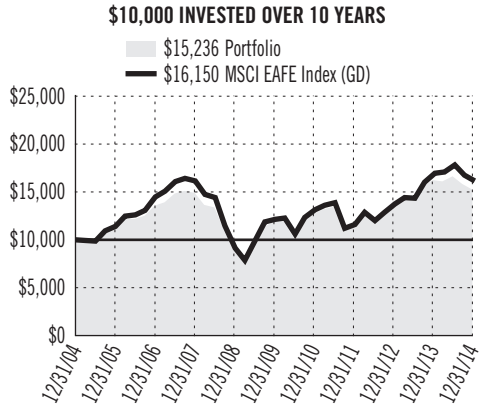

For the year ended December 31, 2014, the AST J.P. Morgan International Equity Portfolio returned -6.36%.

The net assets of the Portfolio at December 31, 2014 were $427.7 million.

The investment objective of the Portfolio is to seek capital growth. The Portfolio is subadvised by J.P. Morgan Investment Management Inc.

The Portfolio underperformed its benchmark, the MSCI EAFE Index (GD) (the "Index"), which returned -4.48%. Stock markets were volatile because of uncertainty about the prospects for global growth, anxiety over the end of the U.S. Federal Reserve's bond-buying program, and even fears of Ebola and the remote possibility of another European debt crisis. These negative factors were only partially offset by strong economic figures from the United States and a series of announcements indicating that policy makers would continue to do whatever it took to keep the recovery going. As the year closed, U.S. investors in the improving international stock markets still faced currency issues, as the strength of the U.S. economy and the prospect of higher interest rates caused the dollar to strengthen against most major currencies.

Energy was the worst-performing sector as new supplies, the Saudis' refusal to curb production, and weaker-than-expected demand in Asia and Europe caused oil prices to plummet to their lowest level in half a decade. The materials sector also was negative for the year, even in local currencies. Only the health care and (marginally) the utilities sectors had positive returns in U.S. dollars. Emerging markets in aggregate fared only slightly worse than their developed counterparts, though there was significant dispersion from market to market.

Stock selection in the consumer discretionary and energy sectors detracted from performance relative to the Index, while selection in the industrials and health care sectors contributed. Regionally, stock selection in Continental Europe and exposure to the emerging markets added to relative performance, while stock selection in the Pacific Rim and United Kingdom had a negative impact on relative returns.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

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Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	Since Inception
Portfolio	9.50%	14.04%	15.11%
Russell 1000® Growth Index	13.05	15.81	16.69
Russell 1000® Index	13.24	15.64	16.14

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio inception: 9/25/2009. Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.

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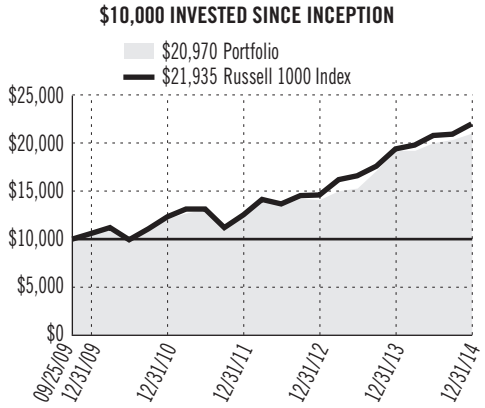

For the year ended December 31, 2014, the AST Jennison Large-Cap Growth Portfolio returned 9.50%.

The net assets of the Portfolio at December 31, 2014 were $711.3 million.

The investment objective of the Portfolio is to seek long-term growth of capital. The Portfolio is subadvised by Jennison Associates LLC (Jennison).

The Portfolio underperformed its benchmark, the Russell 1000 Growth Index, which returned 13.05%.

Faced with a challenging consumer environment, the Portfolio's consumer holdings in the aggregate underperformed the benchmark's consumer names. Amazon.com's earnings were constrained by increased business investment that is designed to drive unit growth in its core retail business and through digital commerce via the mobile market. Whole Foods Market was hurt by intensifying competition in the organic and natural foods market. The Portfolio sold the position. Weakness in Industria de Diseño Textil, best known for its brand, Zara, reflected currency translation issues due to the euro's strength relative to many other currencies although the company's underlying growth remains strong.

More than offsetting these declines were strong gains in other consumer holdings, including global athletic apparel companies Under Armour and Nike, hotel operator Marriott International, media conglomerate Disney, and electric car innovator Tesla Motor.

Health care positions were the most significant contributors to Portfolio return. Meaningful scientific advances over the past decade coupled with increased research and development and clinical trial activity have led to numerous drug introductions and material improvement in the treatment of serious diseases. Biotech companies held in the Portfolio benefited from their innovative drugs for blood disorders and autoimmune diseases (Alexion Pharmaceuticals' Soliris), cancer (Celgene's Revlimid and Abraxane), cystic fibrosis (Vertex Pharmaceuticals' Kalydeco), multiple sclerosis (Biogen Idec's Tecfidera), and hepatitis C (Gilead Sciences' Sovaldi and Harvoni).

The Portfolio's strength in the health care sector extended beyond biotechnology. In pharmaceuticals, Allergan advanced on a takeover bid and the strength of its business, which has been enhanced by efforts to manage spending more efficiently and redeploy cash in ways that benefit shareholders. (Allergan was acquired by Actavis in November.) Illumina's gain reflected increasing demand for its next-generation gene-sequencing technology.

Information technology positions were likewise strong contributors to return although Portfolio positions lagged the benchmark sector largely on weakness in select cloud-based companies. Apple's strong revenue and earnings reflected expanding global acceptance of its platform. Jennison expects that product updates, especially iPhone 6, will sustain attractive revenue growth in the medium term.

Internet-based social platform Facebook reported strong revenue and earnings, as well as healthy measures of growth in users and user engagement. The company has successfully implemented its mobile interface, and revenue generation of both mobile and desktop applications has improved.

Information technology holdings Twitter and FireEye detracted from the Portfolio's relative returns. Twitter's revenue and earnings exceeded expectations, but user growth decelerated, in part because of slower-than-expected improvements in new user onboarding and access. Jennison believes that the company's income-generation opportunities are substantial.

Next-generation security software vendor FireEye declined with a broad sell-off of high-multiple software growth stocks despite its strong billings, and new customer and revenue growth.

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Russell 1000 Growth Index is an unmanaged market cap-weighted index that measures the performance of those Russell 1000 companies with higher price-to-book ratios and higher forecasted growth values. **Russell 1000 Index** is an unmanaged, capitalization-weighted index which is comprised of 1,000 of the smallest capitalized U.S. domiciled companies whose common stock is traded in the U.S. on the New York Stock Exchange, American Stock Exchange, and the over-the-counter market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Jennison Associates LLC is a registered investment adviser and a Prudential Financial company.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	13.75%	15.05%	5.60%
Russell 1000® Value Index	13.45	15.42	7.30
S&P 500 Index	13.66	15.44	7.67

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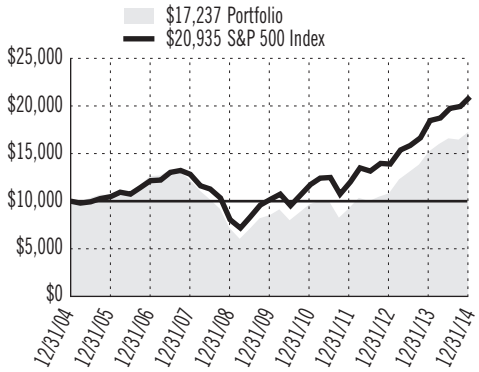
$10,000 INVESTED OVER 10 YEARS



For the year ended December 31, 2014, the AST Large Cap Value Portfolio returned 13.75%.

The net assets of the Portfolio at December 31, 2014 were $1,402.8 million.

The investment objective of the Portfolio is to seek current and long-term growth of income, as well as capital appreciation. The Portfolio is subadvised by Hotchkis & Wiley Capital Management, LLC.

The Portfolio outperformed its benchmark, the Russell 1000 Value Index (the "Index"), which returned 13.45%.

The Portfolio invests in the stocks of large companies that are included in the Russell 1000 Value Index. The subadviser focuses on stocks that have a high cash dividend or payout yield.

The Index returned 13.45% in a year in which large cap stocks in the U.S. market substantially outperformed shares of smaller firms, in part because small caps began the year with higher prices (valuations). Among large cap stocks, value shares slightly outperformed small caps, particularly in the midcap range, which is included in the Index. The largest sector in the Index, by far, is financials, which trailed the market by a large margin. The impact was mitigated by very strong returns in the information technology, utilities, and health care sectors, all significant components of the Index. The only negative sector was energy, hit hard by the steep plunge in the prices of carbon fuels in the second half of the year.

The Portfolio's slight outperformance of the Index was due to its sector allocations, while stock selection within sectors detracted somewhat. It had a large underexposure compared with the Index in the declining energy sector, and overweights in the strong technology and utility sectors. Having no exposure to REITs (Real Estate Investment Trusts) was a headwind, however, as investors' search for income in the very low interest-rate environment led them to the higher yields offered by REITs, which have to return 90% of their taxable income to investors each year. Positions in the pharmaceuticals, telecommunication services, and consumer staples areas also detracted from relative results.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Russell 1000 Value Index is an unmanaged market cap-weighted index that measures the performance of those Russell 1000 companies with lower price-to-book ratios and lower forecasted growth values. **S&P 500 Index** is an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	10.59%	15.01%	6.84%
Russell 1000® Growth Index	13.05	15.81	8.49
S&P 500 Index	13.66	15.44	7.67

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.

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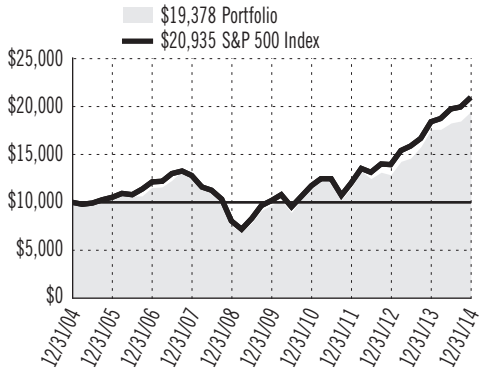
$10,000 INVESTED OVER 10 YEARS



For the year ended December 31, 2014, the AST Loomis Sayles Large-Cap Growth Portfolio returned 10.59%.

The net assets of the Portfolio at December 31, 2014 were $2,957.4 million.

The investment objective of the Portfolio is to seek capital growth. Income is not an investment objective and any income realized on the Portfolio's investments, therefore, will be incidental to the Portfolio's objective. The Portfolio is subadvised by Loomis, Sayles & Company, L.P.

The Portfolio posted positive returns, but underperformed its benchmark, the Russell 1000 Growth Index, which returned 13.05%. Stock selection in the health care, consumer discretionary, and financials sectors was the primary detractor from relative performance. Conversely, stock selection in the information technology sector, as well as an allocations in the energy, consumer discretionary, and information technology sectors, contributed to relative performance.

Facebook, Monster Beverage, and Cisco were among the largest contributors to Portfolio returns. All three companies continue to sell at meaningful discounts to their intrinsic value. Facebook reported solid results with advertising revenues growing 12 times that of the overall industry and four times its online competitors. Importantly, mobile advertising now represents more than 66% of advertising revenue. The market reacted negatively to Facebook's decision to make significant 2015 investments in its growth that could result in a 60% increase in operating expenses. In the view of Loomis Sayles, there is attractive upside potential in this large, growing and underpenetrated market, and Facebook should be well-positioned for strong, sustained growth.

Monster Beverage reported strong results throughout the year, as gross and operating margins improved, outpacing the overall category despite weakness in the global beverage industry. Loomis Sayles believes Monster is well positioned to benefit from the long-term growth of energy drinks around the world and that the company's recently announced long-term strategic partnership with Coca-Cola will meaningfully accelerate growth.

Cisco Systems reported a return to growth in its largest and very profitable switches business and benefited from improving results even as it navigates a major new product transition and short-term weakness in emerging markets. In the view of Loomis Sayles, the market is underestimating Cisco's ability to meet the demands for new product cycles.

Amazon.com, ARM Holdings, and Greenhill were among the largest detractors during the year. All three companies continue to sell at discounts to their intrinsic value. Amazon reported solid results with e-commerce and Amazon web services driving growth. Gross merchandise value steadily increased for Amazon during the period at more than double overall U.S. e-commerce growth. Economic headwinds and a write down on Amazon Fire hurt operating results. While short-term investor sentiment turned negative, Loomis Sayles understands that Amazon invests cyclically in its underlying businesses, with a very long-term perspective.

ARM Holdings, the leading global semiconductor design company, reported total revenue growth in the mid-teens with licensing revenue growing above its historical average. However, royalty revenue was weak until the last quarter when the segment returned to double-digit growth. Fundamentals remain strong for long-term growth, and the company should be well-positioned to continue to benefit from growth in its key markets.

Independent investment bank Greenhill reported strong revenue growth in the latter half of 2014. The market appears to be skeptical of recovery in the mergers & acquisition (M&A) market, and reluctant to give Greenhill credit for its ability to participate, causing its stock price to suffer. However, Loomis Sayles believes Greenhill's fundamentals should improve cyclically, as M&A activity continues to recover.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Russell 1000 Growth Index is an unmanaged market cap-weighted index that measures the performance of those Russell 1000 companies with higher price-to-book ratios and higher forecasted growth values. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **S&P 500 Index** is an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	3.63%	12.06%	8.42%
MSCI World Index® (GD)	5.50	10.81	6.61
MSCI EAFE Index (GD)	-4.48	5.81	4.91

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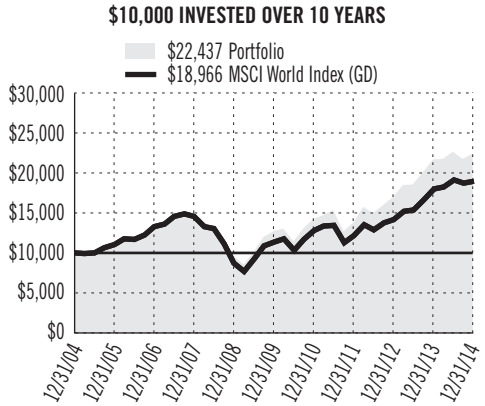

For the year ended December 31, 2014, the AST MFS Global Equity Portfolio returned 3.63%.

The net assets of the Portfolio at December 31, 2014 were $643.9 million.

The investment objective of the Portfolio is to seek capital growth. The Portfolio is subadvised by Massachusetts Financial Services Company (MFS).

The Portfolio underperformed its benchmark, the MSCI World Index (GD) (the "Index"), which returned 5.50%. The United States provided strong positive returns, while international developed markets fell, in part because of declining currencies against the U.S. dollar.

The Portfolio's stock selection in the consumer staples sector detracted from its performance relative to the Index. Specifically, overweight positions in pulp and paper manufacturer and consumer goods company Svenska Cellulosa (Sweden), global spirits company Diageo (United Kingdom), and alcoholic and non-alcoholic beverages producer Carlsberg (Denmark), held back relative results, as all three stocks lagged the benchmark.

Stock selection in the health care sector also weighed on relative performance, although no individual holdings in this sector were among the largest relative detractors. The Portfolio performance relative to the Index was also hurt by its underweight in the technology sector, and from not owning shares in strong-performing computer and personal electronics maker Apple and software giant Microsoft.

Industrial gas supplier Linde (Germany), banking firm Standard Chartered (United Kingdom), electrical distribution equipment manufacturer Schneider Electric (France), oil and gas turnkey contractor Saipem (Italy), and an off-benchmark position in Russian bank Sberbank also hurt relative performance.

On the positive side, the Portfolio benefited from its underweight in the energy sector, which tumbled worldwide late in the year, as the price of oil plummeted. Stock selection in the leisure sector also aided relative performance, particularly overweights in strong-performing media companies Walt Disney and Time Warner. Holdings in other sectors that bolstered relative results included overweight positions in railroad company Canadian National Railway (Canada), medical device maker Medtronic, global payments technology company Visa, diversified technology company 3M, automotive replacement parts distributor AutoZone, enterprise software products maker Oracle, global financial services firm Bank of New York Mellon, and medical equipment manufacturer Stryker.

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MSCI EAFE Index (GD) — The Morgan Stanley Capital International Europe, Australasia, Far East Index is an unmanaged, capitalization-weighted index generally accepted as a benchmark for major overseas markets. The GD version does not reflect the impact of withholding taxes on reinvested dividends. **MSCI World Index (GD)** — Morgan Stanley Capital International World Index is an unmanaged capitalization weighted index which includes the equity markets of Australia, Austria, Belgium, Canada, Denmark, Finland, France, Germany, Hong Kong, Ireland, Italy, Japan, Malaysia, Netherlands, New Zealand, Norway, Singapore, Spain, Sweden, Switzerland, United Kingdom and United States. The GD version does not reflect the impact of withholding taxes on reinvested dividends. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	8.71%	14.30%	7.56%
Russell 1000® Growth Index	13.05	15.81	8.49
S&P 500 Index	13.66	15.44	7.67

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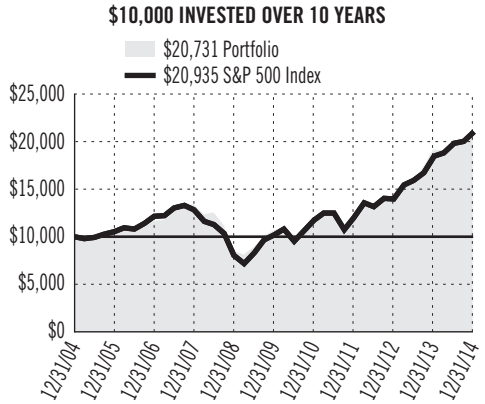

For the year ended December 31, 2014, the AST MFS Growth Portfolio returned 8.71%.

The net assets of the Portfolio at December 31, 2014 were $1,417.5 million.

The investment objective of the Portfolio is to seek long-term growth of capital and future, rather than current, income. The Portfolio is subadvised by Massachusetts Financial Services Company (MFS).

The Portfolio underperformed its benchmark, the Russell 1000 Growth Index (the "Index"), which returned 13.05%. More than a quarter of the Index comprises its information technology sector, which had an above-average return but was outperformed by health care and the tiny utilities sector. Only the energy sector had a negative return, due to the plunge in the price of carbon fuels in the second half of the year.

Early in the year, U.S. equities suffered from concerns about emerging markets and what appeared to be a pause in U.S. economic growth. Markets soon recovered as investors became increasingly comfortable that U.S. monetary policy would not be altered significantly by a new Chair of the Federal Reserve. The low-risk environment continued to mid-year. Despite tensions in the Middle East and Russia/Ukraine, markets were more responsive to improving economic growth in the United States and to easing monetary policy in Japan, Europe, and China.

Performance relative to the Index was hurt primarily by stock selection in the technology sector, including underweighting computer and personal electronics maker Apple and omitting software giant Microsoft; both stocks outpaced the benchmark. In addition, the Portfolio was overweight in poor-performing internet search giant Google. Stock selection in the consumer staples sector, and the combination of stock selection and an underweight in the transportation sector, also hurt relative performance. Other negative factors included both stock selection and an overweight in the leisure sector, particularly overweights in casino resorts operators Wynn Resorts and Las Vegas Sands and in global media company Discovery Communications. Individual positions that particularly detracted from relative performance included overweights in complex metal parts manufacturer for the aerospace industry Precision Castparts and oil and natural gas exploration and production company Noble Energy, as well as not holding the eye and skin care products maker Allergan and biotechnology firm Amgen.

On the positive side, the Portfolio benefited from its overweight in the health care sector, particularly from an off-benchmark holding of medical equipment and supplies company Covidien and from overweights in specialty pharmaceutical company Actavis and the biopharmaceutical companies Alexion Pharmaceuticals and Regeneron Pharmaceuticals. Selection in the utilities and communications sector further aided relative performance, particularly not holding poor-performing telecommunications company Verizon and an overweight in broadcast and communication tower management firm American Tower. Relative performance in other sectors benefited from not holding diversified technology products and services company IBM and from overweights in hotel chain operator Marriott International, paint manufacturer and distributor Sherwin Williams, and off-price retail apparel and home accessories stores operator Ross Stores.

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Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	Since Inception
Portfolio	10.22%	19.41%
Russell 1000® Value Index	13.45	21.49
S&P 500 Index	13.66	20.25

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Portfolio Inception: 8/20/2012 Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.

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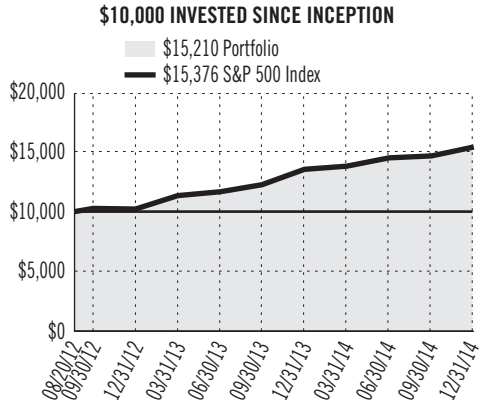

For the year ended December 31, 2014, the AST MFS Large-Cap Value Portfolio returned 10.22%.

The net assets of the Portfolio at December 31, 2014 were $626.4 million.

The investment objective of the Portfolio is to seek capital appreciation. The Portfolio is subadvised by Massachusetts Financial Services Company.

Early in the year, U.S. equities suffered from concerns about emerging markets and what appeared to be a pause in U.S. economic growth. Markets soon recovered as investors became increasingly comfortable that U.S. monetary policy would not be altered significantly by a new Chair of the Federal Reserve. The low-risk environment continued to mid-year. Despite tensions in the Middle East and Russia/Ukraine, markets were more responsive to improving economic growth in the United States and to easing monetary policy in Japan, Europe, and China.

The Russell 1000 Value Index (the "Index") returned 13.45%. Its largest sector, by far, is its financials, and they trailed the market substantially. The impact was mitigated by very strong returns in the information technology, utilities, and health care sectors, all significant components of the Index. The only negative sector was energy, hit hard by the cliff-like plunge in the prices of carbon fuels in the second half of the year.

The Portfolio trailed the Index primarily because of weak stock selection within sectors and an underweight exposure to the technology sector. A position in off-benchmark IBM and an underweight position during the first quarter and not owning shares of semiconductor firm Intel for the balance of the year detracted from relative results. In the consumer staples sector, selection particularly was hurt by overweight exposures to Phillip Morris and to Diageo. Stock selection in the utilities & communications sector and, to a lesser extent, an underweight relative to the Index, also detracted, particularly exposure to Verizon Communications. In other sectors, relative performance was hurt by not holding shares of strong-performing investment firm Berkshire Hathaway, and overweights in insurance company MetLife and investment management firm Franklin Resources, as well as by a position in off-benchmark media company Viacom. The Portfolio's currency exposure also hurt its relative performance. It is common for some of its holdings to be in a foreign currency. Moreover, although the Portfolio is normally fully invested, the cash and equivalents held to buy new holdings and to provide liquidity detracted from performance relative to the Index, which has no cash.

On the positive side, relative performance benefited from underweight exposure to the energy sector, particularly to Exxon Mobil. Stock selection within the industrial goods & services sector benefited relative returns, led by the omission of General Electric and the inclusion of off-benchmark Lockheed Martin. In other sectors, relative performance was helped by an overweight in CVS Health, the omission of precious metals company Freeport McMoRan, and positions in several off-benchmark stocks, including tobacco company Lorillard, auto parts retailer Advance Auto Parts, and soft drinks manufacturer Dr Pepper Snapple Group. Underweight positions in telecommunications company AT&T and financial services firm Citigroup also helped.

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Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	14.97%	16.56%	8.63%
Russell Midcap® Value Index	14.75	17.43	9.43
S&P 500 Index	13.66	15.44	7.67

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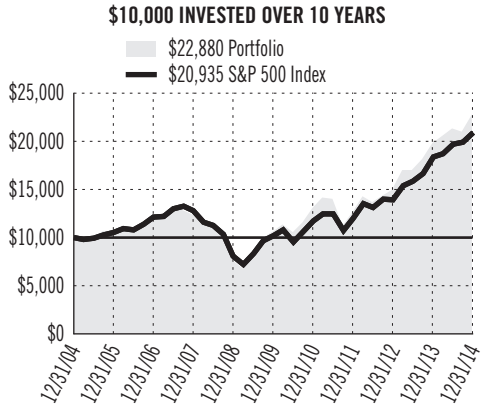

For the year ended December 31, 2014, the AST Mid-Cap Value Portfolio returned 14.97%.

The net assets of the Portfolio at December 31, 2014 were $459.3 million.

The investment objective of the Portfolio is to seek capital growth by investing primarily in mid-capitalization stocks that appear to be undervalued. The Portfolio is subadvised by WEDGE Capital Management, LLP, and EARNEST Partners LLC.

The Portfolio's investment managers allocate a portion of the assets to each. Both have the objective of capital growth through investing primarily in mid-capitalization stocks that appear to be undervalued. WEDGE employs a traditional value discipline to identify companies that are undervalued relative to their long-term earnings capability. EARNEST employs a relative value approach to identify companies that it believes are likely to outperform.

The Portfolio slightly outperformed its benchmark, the Russell MidCap Value Index (the "Index"), which rose 14.75%, the best return of the major Russell style and capitalization weight indexes. Almost a third of the Index comprises its financials sector, which had an even higher average return. The Index was led, however, by above 20% gains in its health care, utilities, and consumer staples sectors. This exceptionally strong performance was partially offset by the similarly large negative return of the energy sector, as the price of oil plummeted in the second half of the year.

The Portfolio's slight outperformance of the Index, in a difficult year for active stock managers, was primarily due to its stock selection within sectors, particularly in the capital goods, health care equipment & services, and energy sectors. This was partially offset by relatively poor selection among auto parts and consumer services stocks. Its allocation to various sectors detracted from its performance relative to the Index, particularly its comparative overweight in the energy, industrials and materials sectors and an underweight in utilities (due to EARNEST).

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S&P 500 Index is an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market. **Russell Mid-Cap Value Index** is an unmanaged index that measures the performance of those Russell Mid-Cap companies with lower price-to-book ratios and lower forecasted growth values. The stocks are also members of the Russell 1000 Value Index. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	7.94%	16.05%	9.40%
Russell Midcap® Growth Index	11.90	16.94	9.43
S&P MidCap 400 Index	9.77	16.54	9.71

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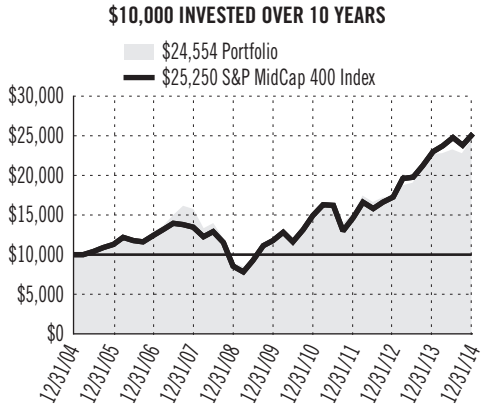

For the year ended December 31, 2014, the AST Neuberger Berman Mid-Cap Growth Portfolio returned 7.94%.

The net assets of the Portfolio at December 31, 2014 were $791.3 million.

The investment objective of the Portfolio is to seek capital growth. The Portfolio is subadvised by Neuberger Berman Management LLC.

The year was volatile, but positive, for equities. The Federal Reserve (the Fed) continued to emphasize the return to a more normalized interest rate environment. Financial markets appeared to take the "hawkish" tilt in stride, as measured U.S. growth continued, helping to offset the mounting political- and economic-fueled "walls of worry" emanating from Asia and Europe. A plethora of other positive trends supported broad stock market gains, including low inflation, falling oil prices, strong corporate earnings, continued incremental gains in housing and employment, and hopes for a more bipartisan Congress following the fall elections.

The strengthening U.S. dollar also boosted the buying power and sentiment of consumers, a key component of economic expansion. Capital reinvestment improved as companies focused on growing their franchises and expanding market share over the more short-term shareholder appeasement programs, including dividend and share repurchase programs, which largely defined corporate investment strategy over the last three years. The net effect was a rotation back to fundamentals, and the market subsequently rewarded active management and stocks that offered a positive differentiation versus their peers and the broad market.

The Portfolio underperformed its benchmark, the Russell Midcap Growth Index, which returned 11.90%, primarily due to stock selection.

Weakness in the Portfolio's stock selection was amplified by the market's rotation away from higher beta industries, even those with strong fundamentals, in the first half of the year after the Fed began to unwind its quantitative easing program. Positive contributions to relative performance from the Portfolio's stock selection in the information technology and materials sectors could not overcome broad weakness in stock selections in the health care, energy, and industrials sectors.

Avago Technologies, a designer, developer and supplier of analog semiconductors, was the top contributor to relative performance. Independent exploration and production company Oasis Petroleum was the leading detractor. Avago consistently delivered strong fundamentals, boosted by the integration of recently acquired LSI Logic and the company's increased participation in Apple's iPhone 6. Oasis, which is focused on unconventional oil and natural gas resources, primarily in Montana and North Dakota, was negatively affected by the precipitous drop in oil prices. The Portfolio subsequently sold the position.

The Portfolio's shift to an underweight in energy contributed positively to relative returns, helping to mitigate an underweight to consumer staples, which performed strongly in the first half of the year.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Russell Midcap Growth Index is an unmanaged market cap-weighted index that measures the performance of those Russell MidCap companies with higher price-to-book ratios and higher forecasted growth values. **S&P MidCap 400 Index** is a widely accepted, unmanaged total return index measuring the performance of the midsize company segment of the U.S. stock market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	14.25%	18.00%	9.05%
Russell MidCap® Value Index	14.75	17.43	9.43
S&P MidCap 400 Index	9.77	16.54	9.71

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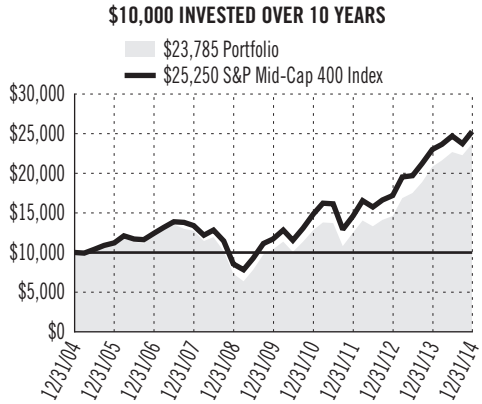


For the year ended December 31, 2014, the AST Neuberger Berman/LSV Mid-Cap Value Portfolio returned 14.25%.

The net assets of the Portfolio at December 31, 2014 were $993.2 million.

The investment objective of the Portfolio is to seek capital growth. The Portfolio is subadvised by Neuberger Berman Management, Inc. (Neuberger Berman) and LSV Asset Management (LSV).

The Portfolio slightly underperformed its benchmark, the Russell MidCap Value Index (the "Index"), which delivered another year of double digit returns, gaining 14.75% for the period. Midcap stocks performed similarly to shares of larger firms, with both groups finishing well above stocks of smaller firms. Value stocks outperformed growth in the mid capitalization range, but growth stocks did better among small caps. This enabled the Index to finish the year with a return higher than that of the overall market.

The Index's largest component (comprising more than 30% of the Index) was its financials sector, which returned above 16%. Utilities, health care, and consumer staples were also significant contributors, each with a sector return above 20%. Only one sector (energy) delivered a negative return during the period.

Volatility in the stock market picked up in the last few months of the year. Concerns about global economic growth, the health of emerging markets, geopolitical tensions, and plunging oil prices had investors on edge. As a result, defensive sectors, such as health care and utilities, led the market. The Portfolio continues to be underweight in these groups because the areas are currently not in favor with relative value managers, such as Neuberger Berman, who seek some growth characteristics in their stocks. They were also unattractive to deep value managers, such as LSV, because they continue to look expensive relative to their earnings.

The Portfolio slightly missed the Index for the period. Neuberger Berman and LSV benefited from strong stock selection within eight of the ten market sectors; however, allocation effects were negative. Stock selection results were particularly notable in the technology, energy, and consumer discretionary areas, while selection was weak in the financials sector (the Index's largest group). This weakness was compounded by the Portfolio's underweight versus the Index in this above-average sector. Unfortunately, an overweight in the energy sector also detracted from relative results.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

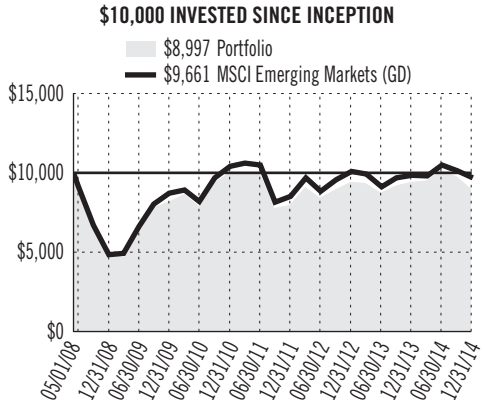
Russell MidCap Value Index is an unmanaged index that measures the performance of those Russell MidCap companies with lower price-to-book ratios and lower forecasted growth values. The stocks are also members of the Russell 1000 Value Index. **S&P MidCap 400** Index is a widely accepted, unmanaged total return index measuring the performance of the midsize company segment of the U.S. stock market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	Since Inception
Portfolio	-4.68%	1.89%	-1.57%
MSCI Emerging Markets Index (GD)	-1.82	2.11	-0.52

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio inception: 5/1/2008. Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Unless noted otherwise, Index returns reflect performance beginning the closest month-end date to the Portfolio's inception. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.



For the year ended December 31, 2014, the AST Parametric Emerging Markets Equity Portfolio returned -4.68%.

The net assets of the Portfolio at December 31, 2014 were $583.9 million.

The investment objective of the Portfolio is long-term capital appreciation. The Portfolio is subadvised by Parametric Portfolio Associates LLC.

The Portfolio invests primarily in equity securities (stocks) of issuers located in emerging market countries or included (or considered for inclusion) as emerging market issuers in one or more broad-based market indexes.

The Portfolio underperformed its benchmark, the MSCI Emerging Markets Index (GD) (the "Index"), which returned -1.82%. Emerging market stocks had dramatic price swings during the year, which were exacerbated by country-specific problems such as political unrest, inflationary pressures, and fiscal challenges (i.e., national budget issues). As the year began, investors were relatively pessimistic about the asset class, in part because it had trailed developed markets the prior year. The bad news continued early in the year, with Russia's seizure of Ukrainian territory and slow economic growth in China and Brazil. However, the summer months brought a string of positive events that drove markets upward: China's growth seemingly back on track, positive election results in India, and an apparently peaceful resolution to the situation in Ukraine. However, the remainder of the year saw a rapid reversal in fortunes, with Russian share prices collapsing due to economic sanctions, Greece threatening to leave the euro, and a broad collapse in commodity prices (particularly crude oil). These had substantial negative impacts on many of the commodity-based economies of the emerging markets.

Frontier markets (as measured by the MSCI Frontier Markets Index) performed substantially better than the broader emerging markets category, primarily because of rapid growth of the Persian Gulf states, United Arab Emirates and Qatar, both of which graduated from "frontier" to emerging market status in June.

The largest detractors from the Portfolio's performance relative to the Index were its underweights in China and Taiwan. China's markets rose on continued signs of central government support of economic stimulus programs, while Taiwanese equities rallied due to a healthy demand from the developed world for its exports. An overweight in Russia also hurt the Portfolio's relative performance, as capital fled the country due to economic sanctions and a plunge in the value of the Russian ruble. These negative factors were mitigated by the Portfolio's underweight in South Korea, whose stocks dropped on weakening export numbers, and by overweights in the United Arab Emirates and Qatar. Both of these countries' markets rose strongly, driven primarily by a rally in real estate and financial stocks.

The Portfolio uses derivatives in the form of participatory notes to gain exposure in countries where it is not currently registered. These derivatives are designed to mirror the performance of local shares and not to multiply exposure. They did not affect the performance of the Portfolio.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

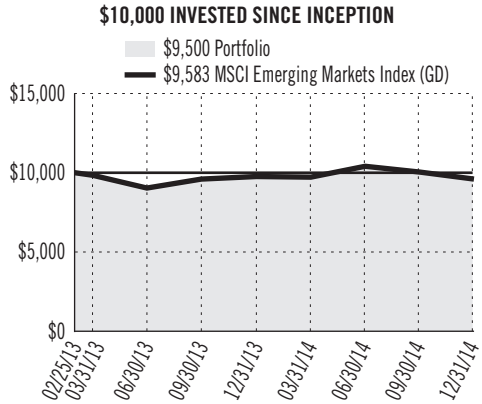
MSCI Emerging Markets Index (GD) — The Morgan Stanley Capital International Index is a free float-adjusted market capitalization index that is designed to measure equity market performance in the global emerging markets. The GD version does not reflect the impact of withholding taxes on reinvested dividends. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	Since Inception
Portfolio	-2.46%	-2.74%
MSCI Emerging Markets Index (GD)	-1.82	-2.30

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio Inception: 2/25/2013. Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.



For the year ended December 31, 2014, the AST QMA Emerging Markets Equity Portfolio returned -2.46%.

The net assets of the Portfolio at December 31, 2014 were $167.8 million.

The investment objective of the Portfolio is to seek long-term capital appreciation. The Portfolio is subadvised by Quantitative Management Associates LLC.

The year was a difficult one for emerging markets. After being one of Asia's primary growth engines, China's economy slowed as it transitions from a net exporter to a more consumer-driven services economy. Geopolitical issues, including those in the Crimean peninsula after a hostile takeover of government buildings and the parliament by pro-Russian forces, also rocked emerging markets and led to economic sanctions on Russia by the European Union and the United States. The sharp decline in oil prices that began in July also had a major impact. A number of emerging market countries are particularly vulnerable to the sharp drop in oil prices, including Russia and Colombia, as their fiscal regimes and economic well-being are highly dependent upon oil exports.

The Portfolio underperformed its benchmark, the MSCI Emerging Markets Index, which declined by 1.82%. Stock selection added value with the greatest contribution coming from positions in Taiwanese and Korean technology stocks, an underweight position in Korean industrials, and Chinese utilities stocks. Conversely, the largest detractors from relative returns came from positions in India, notably from materials and technology companies, as well as an underweight position in financials. Portfolio holdings in Russia underperformed due to energy stocks, and in Poland, due to overweight positions in the telecommunication services and financial sectors.

Valuation metrics, which are emphasized in the analysis of slower growing companies, did not work well. However, favoring companies with improving earnings, as indicated by the direction of analysts' estimate revisions, was quite helpful in selecting stocks. Quality and financial momentum factors were mixed and, on balance, were not additive to relative performance.

The Portfolio uses fully collateralized futures to manage daily cash flows, but the use of futures had no material impact on performance.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

The MSCI Emerging Markets Index (GD) is a free float-adjusted market capitalization index that is designed to measure equity market performance in the global emerging markets. The GD version does not reflect the impact of withholding taxes on reinvested dividends. **S&P 500 Index** is an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market. These returns do not include the effect of any investment management fees. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

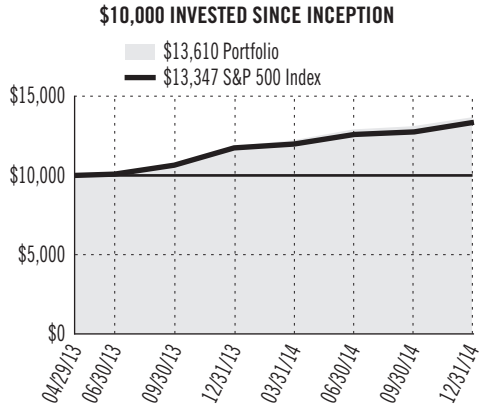
Quantitative Management Associates LLC is a registered investment adviser and a Prudential Financial company.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	Since Inception
Portfolio	15.24%	20.22%
S&P 500 Index	13.66	18.91

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio Inception: 4/29/2013 Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.



For the year ended December 31, 2014, the AST QMA Large-Cap Portfolio returned 15.24%.

The net assets of the Portfolio at December 31, 2014 were $2,791.5 million.

The investment objective of the Portfolio is to seek long-term capital appreciation. The Portfolio is subadvised by Quantitative Management Associates LLC (QMA).

QMA's strategy for outperforming the S&P 500 over a market cycle is to use a quantitative model to tilt the portfolio toward stocks that are inexpensive compared to peers, and that have good earnings prospects with higher quality than peers. Furthermore, QMA focuses more on earnings signals in selecting faster growing stocks, and more on valuation in selecting slower growing stocks. It employs risk controls to ensure the Portfolio does not deviate too far from the benchmark weights with respect to sector, industry, and other factors, so that value is added through security selection, and not through significant tilts toward other common risk factors.

The Portfolio outperformed its benchmark, the S&P 500 Index (the "Index"), which returned 13.66%. Only its energy sector declined, driven by the drop in the price of oil. The impact was offset by strong returns in the Index's health care and information technology sectors, and by the much smaller utilities sector. Despite this good annual performance, investors were decidedly cautious for most of the year, focusing on geopolitical concerns such as Russia and Ukraine, slowing economies in Europe and China, terrorism in the Middle East, and the prospect of rising interest rates in the United States.

Nearly all of the factors in the QMA stock selection model contributed to good selection over the year. Investors' concern was shown through the above-average returns on high quality, lower risk, firms. Stocks of larger firms outperformed those of smaller firms, as low variability shares outperformed those with high variability, and companies exhibiting higher quality characteristics, as well as strong and improving earnings trends outperformed. Investors did not overpay for these characteristics, as valuation factors also performed well.

Given that investors were cautious, it is not surprising that QMA's quality signals, as well as its growth signal (which measures the direction of analysts' earnings estimates), performed well over the past year. Examples of stocks with these characteristics were Allergan and Forest Laboratories, which were overweighted in the Portfolio compared with the Index. While quality was rewarded, investors did not overpay for these characteristics, so the QMA valuation factors also added to its relative performance, with overweights in inexpensive names such as Kroger and Hewlett Packard. The Portfolio also avoided expensive names such as Amazon.com, which declined substantially.

The Portfolio uses fully collateralized futures to manage daily cash flows, but the use of futures had no material impact on its performance.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

S&P 500 Index is an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market. These returns do not include the effect of any investment management fees. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Quantitative Management Associates LLC is a registered investment adviser and a Prudential Financial company.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	3.82%	16.29%	8.53%
Russell 2000® Growth Index	5.60	16.80	8.54
Russell 2000® Index	4.89	15.55	7.77

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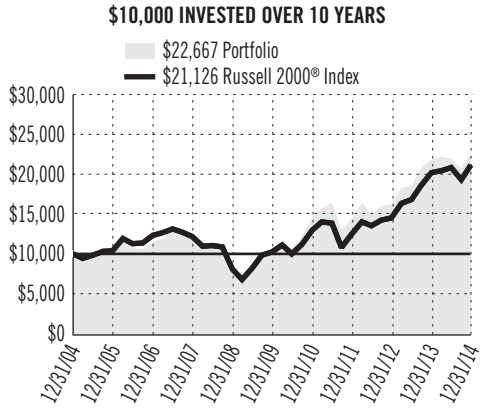

For the year ended December 31, 2014, the AST Small-Cap Growth Portfolio returned 3.82%.

The net assets of the Portfolio at December 31, 2014 were $866.6 million.

The investment objective of the Portfolio is long-term capital growth. The Portfolio is subadvised by Eagle Asset Management (Eagle) and Emerald Mutual Fund Advisers Trust (Emerald).

As of January 2014, assets were allocated approximately 55% to Eagle and 45% to Emerald (a change from its original 75%/25% allocations). Although Eagle, which has a longer tenure on the Portfolio, still receives a slightly larger share of its assets, the new allocations reflect Emerald's demonstrated ability to outperform its target. Given the differences in style and approach, the combination can be best characterized as "Traditional Small Cap Growth". The multi-manager structure benefited investors as the complementary investment processes were able to counter certain macroeconomic and stylistic changes during parts of 2014.

The Portfolio underperformed its benchmark, the Russell 2000 Growth Index (the "Index"), which returned 5.60%. Smaller company stocks trailed those of larger firms this year, following a very strong 2013. Within the Index range, but not among shares of larger firms, the growth style was preferred to value, giving the Index a respectable, albeit not particularly strong, return. Both its information technology and health care sectors (each making up more than a fifth of its weight) outperformed the average, with health care almost averaging a 20% gain. However, the steep plunge of the price of oil was reflected in dropping prices of energy stocks, while other falling commodity prices brought down the materials sector. The consumer discretionary sector also was marginally negative for the year.

The Portfolio trailed the Index primarily because of Eagle's slight underperformance. Although the Portfolio's sector allocations added value, with positive impacts from marginal overweights compared to the Index in the health care, energy, and consumer staples sections, stock selection within sectors detracted from its performance. Specifically, holdings in the energy equipment & services and food & staples retailing industries trailed those in the Index. Particular holdings in biotechnology and a few firms in the Index but not held by the Portfolio also detracted from relative performance. However, selection among stocks more sensitive to the economic cycle, such as those in the consumer discretionary and materials sectors, added value.

The distribution of holdings among various sectors added value, specifically marginal overweights compared with the Index in the health care and consumer staples sectors, as well as an overweight in energy that was sold before the plummet in prices.

Certain investment style, or risk, factors also had a positive impact. The Portfolio's emphasis on firms with market capitalizations above the Index average contributed, as shares of larger firms outperformed the overall Index. In addition, an emphasis on stocks with lower market-related volatility added value, as well as bias toward firms with higher growth rates. However, in a reversal from last year, securities with lower price/book valuations were modestly disfavored in this market, while the Portfolio's slight underexposure to price momentum hurt because many stocks tended to move upwards for most of the year.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Russell 2000 Growth Index is an unmanaged market cap-weighted index that measures the performance of those Russell 2000 companies with higher price-to-book ratios and higher forecasted growth values. **Russell 2000 Index** is an unmanaged, capitalization-weighted index which is comprised of 2,000 of the smallest capitalized U.S. domiciled companies whose common stock is traded in the U.S. on the New York Stock Exchange, American Stock Exchange, and the over-the-counter market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	4.94%	15.36%	7.61%
Russell 2000® Growth Index	5.60	16.80	8.54
Russell 2000® Index	4.89	15.55	7.77

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

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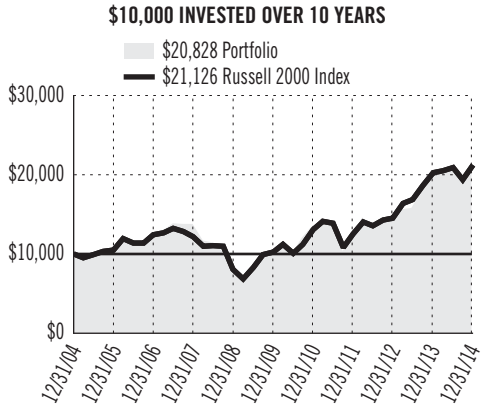

For the year ended December 31, 2014, the AST Small-Cap Growth Opportunities Portfolio returned 4.94%.

The net assets of the Portfolio at December 31, 2014 were $801.8 million.

The investment objective of the Portfolio is to seek capital growth. The Portfolio is subadvised by RS Investment Management Company, LLC and Wellington Management Company, LLP.

Note: Prior to November 24, 2014, the Portfolio was known as the AST Federated Aggressive Growth Portfolio, and was subadvised by Federated Equity Management Company of Pennsylvania / Federated Global Investment Management Corp. The Portfolio's performance for the period was largely a result of RS Investment Management Company, LLC and Wellington Management Company, LLP.'s management.

Corporate earnings remained strong and the U.S. stock market outperformed most developed and emerging world stock markets. Central banks around the world continued along the path of monetary easing. The European Central Bank (ECB) took the unusual step of lowering rates on deposits to -0.1%, forcing banks to pay a penalty to leave funds at the ECB in an effort to encourage banks to loan the money out instead. The U.S. Federal Reserve (the Fed) exited its quantitative easing program in October as positive economic data supported less stimulative action. Worries about global growth slowing pressured many base commodities, including oil and metals, causing some deflationary pressures. Despite persistent geopolitical headwinds in Ukraine and the Middle East, foreign economies continued to grow, albeit slowly, while policymakers around the world pursued accommodative monetary policies. The anticipation that the U.S. Federal Reserve would begin to raise the Federal funds target rate in 2015, when central banks in the euro zone and Japan are simultaneously lowering rates, drove the U.S. Dollar Index to a four-year high. Given these uncertainties, global equity markets, as measured by the MSCI EAFE Index, posted low single-digit returns and declines.

In the Russell Indexes small-cap stocks lagged large-cap stocks and mid-cap stocks during the period. The best performing Russell 2000 Growth sectors were health care, which was up by 19.63%, and consumer staples, which was up by 14.85%, while energy declined by 32.33%.

The Portfolio underperformed its benchmark, the Russell 2000 Growth Index, which returned 5.60% primarily due to stock selection.

Several holdings made significant positive contribution to performance, including Intercept Pharmaceuticals, Dexcom Inc, Biodelivery Sciences, Puma Biotechnology, Agios Pharmaceuticals, and Intermune Inc.

Sector weightings had a negative impact on the Portfolio's relative performance.

Although stock selection in the Portfolio's foreign holdings was generally strong, overall foreign exposure was a drag on returns given the relative outperformance of the U.S. market. The Portfolio's cash holdings also created a slight drag on performance.

The Portfolio no longer holds a position in Intercept Pharmaceuticals, Biodelivery Sciences, and Intermune Inc.

The Portfolio's use of derivatives during the period did not materially affect the performance of the Portfolio.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Russell 2000 Growth Index is an unmanaged market cap-weighted index that measures the performance of those Russell 2000 companies with higher price-to-book ratios and higher forecasted growth values. These returns do not include the effect of any investment management expenses. **Russell 2000 Index** is an unmanaged capitalization-weighted index which is comprised of 2,000 of the smallest capitalized U.S. domiciled companies whose common stock is traded in the U.S. on the New York Stock Exchange, American Stock Exchange and over-the-counter market. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	5.27%	15.15%	8.12%
Russell 2000® Value Index	4.22	14.26	6.89
Russell 2000® Index	4.89	15.55	7.77

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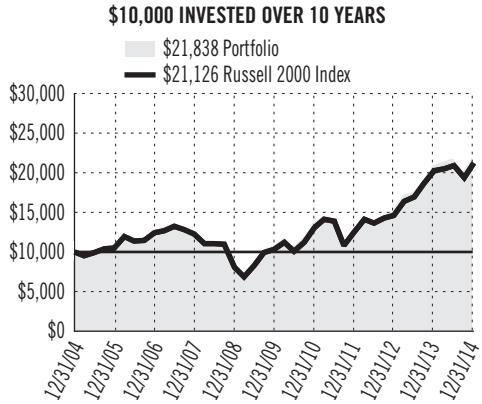

For the year ended December 31, 2014, the AST Small-Cap Value Portfolio returned 5.27%.

The net assets of the Portfolio at December 31, 2014 were $1,156.7 million.

The investment objective of the Portfolio is to provide long-term capital growth by investing primarily in small-capitalization stocks that appear to be undervalued. The Portfolio is subadvised by J.P. Morgan Investment Management, Inc., Lee Munder Capital Group, LLC, and ClearBridge Investments, LLC.

The Portfolio outperformed its benchmark, the Russell 2000 Value Index (the "Index"), which returned 4.22%. In the U.S. market, large cap stocks substantially outperformed shares of smaller firms, in part because small caps began the year with higher prices (valuations). Among Russell small caps, value-style shares slightly trailed growth. In an improving economy, small cap and growth stocks often lead, but this was dampened by the initial valuations of smaller firms and by continuing uncertainty about future growth. About 40% of the Index comprises the financials sector, which outperformed and posted a respectable annual return. However, the overall performance of the Index was constrained by the sharply negative return of its energy sector, driven by a precipitous fall in the prices of carbon fuels, and by smaller declines in health care and materials.

Good stock selection in the technology and consumer staples sectors drove the Portfolio's outperformance of the Index. This was partially offset, however, by an underweight exposure to the utilities sector, which led the Index, and to REITs (Real Estate Investment Trusts). Investors' search for income in the very low interest-rate environment led them to the higher yields of REITs, which have to return 90% of their taxable income to investors each year. The Portfolio also benefited from an overweight compared with the Index in the larger companies in its universe, those with a weighted-average market capitalization above $1.5 billion. Investors substantially preferred the relative safety and liquidity of these shares over the smaller end of the capitalization range.

Each of the three subadvisers to the Portfolio had a positive return, but ClearBridge trailed the Index, especially in the fourth quarter. While stock selection was a modest advantage for ClearBridge in 2014, its large underweights in REITs and utilities hurt its relative performance.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Russell 2000 Value Index is an unmanaged index that comprises securities in the Russell 2000 Index with a less-than-average growth orientation. Companies in this index generally have low price-to-book and price-to-earnings ratios. **Russell 2000 Index** is an unmanaged, capitalization-weighted index which is comprised of 2,000 of the smallest capitalized U.S. domiciled companies whose common stock is traded in the U.S. on the New York Stock Exchange, American Stock Exchange, and over-the-counter market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	7.47%	12.73%	4.92%
Russell 1000® Value Index	13.45	15.42	7.30
S&P 500 Index	13.66	15.44	7.67

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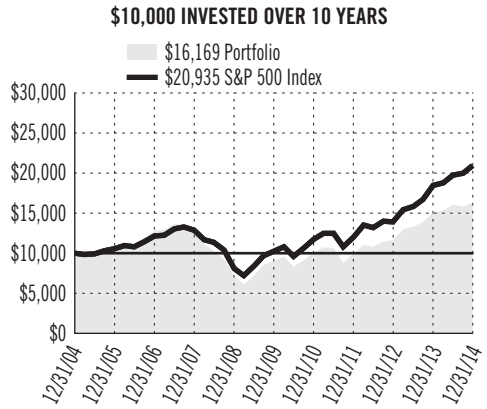


For the year ended December 31, 2014, the AST T. Rowe Price Equity Income Portfolio returned 7.47%.

The net assets of the Portfolio at December 31, 2014 were $1,345.0 million.

The investment objective of the Portfolio is to seek to provide substantial dividend income as well as long-term growth of capital through investments in the common stocks of established companies. The Portfolio is subadvised by T. Rowe Price Associates, Inc.

The Portfolio underperformed its benchmark, the Russell 1000 Value Index (the "Index"), which returned 13.45%. Large-cap shares reached new highs in December, significantly outpacing small-caps. Among large-caps, value stocks outperformed their growth peers. All sectors of the Index except energy had positive returns. Information technology led performance, followed by utilities and health care. The Portfolio underperformed the Index because of both stock selection within sectors and sector allocation.

Holdings in the health care sector were the most notable detractors, owing to both stock choices and a detrimental underweight. A position in the U.K.-based pharmaceutical company GlaxoSmithKline detracted, as the firm experienced difficulty getting its respiratory treatments reimbursed by insurance plans. In energy, again, both an overweight position and stock selection hurt, particularly a position in Apache that declined sharply amid falling commodity prices.

The Portfolio's holdings in the utilities and materials sectors, in contrast, outperformed the corresponding Index sectors, particularly positions in Entergy and International Paper.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Russell 1000 Value Index is an unmanaged market cap-weighted index that measures the performance of those Russell 1000 companies with lower price-to-book ratios and lower forecasted growth values. **S&P 500 Index** is an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

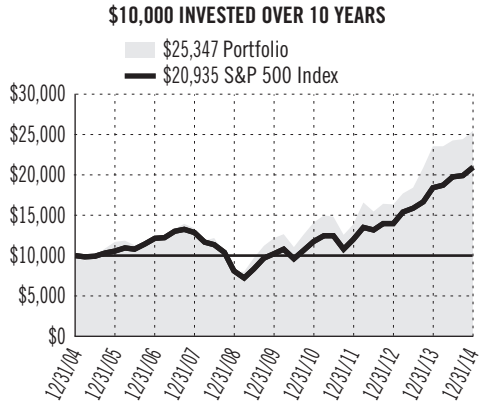
Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	8.35%	15.87%	9.75%
Russell 1000® Growth Index	13.05	15.81	8.49
S&P 500 Index	13.66	15.44	7.67

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.

The Russell 1000® Growth Index is a trademark/service mark of the Frank Russell Company. Russell® is a trademark of the Frank Russell Company.



For the year ended December 31, 2014, the AST T. Rowe Price Large-Cap Growth Portfolio returned 8.35%.

The net assets of the Portfolio at December 31, 2014 were $1,796.0 million.

The investment objective of the Portfolio is to seek long-term growth of capital by investing predominantly in the equity securities of a limited number of large, carefully selected, high-quality U.S. companies that are judged likely to achieve superior earnings growth. The Portfolio is subadvised by T. Rowe Price Associates, Inc.

The Portfolio underperformed its benchmark, the Russell 1000 Growth Index (the "Index"), which returned 13.05%. The Index had positive returns in every sector except energy, with its health care, utilities, and information technology sectors performing best. The weakest-performing sectors were energy, telecommunication services, and consumer discretionary.

The primary reason the Portfolio underperformed the Index was its stock selection, especially in the consumer discretionary, energy, and information technology sectors. An overweight in the consumer discretionary sector compared with the Index was also detrimental. On the positive side, the Portfolio benefited from both good stock selection and an overweight in the health care sector.

The primary impact on stock performance in the Portfolio's consumer discretionary sector was due to a position in Amazon.com and an overweight of Wynn Resorts. Although Amazon reported impressive revenue and unit growth, profits were minimal because of its reinvestment in growing its business. Wynn Resorts was hurt by decelerating VIP gambling traffic in Macau. Underperformance in the energy sector was affected by a position in Range Resources, which suffered from the decline in natural gas prices. In technology, underperformance was driven by an underweight in Apple and overweight in Google.

Positive stock selection in the health care sector was led by positions in Humana and Vertex Pharmaceuticals. Humana has seen strong enrollment growth, helped by health insurance exchanges established by the Affordable Care Act. Vertex Pharmaceuticals' share price soared in June on news that the company's cystic fibrosis treatment met its primary endpoint in phase three trials.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

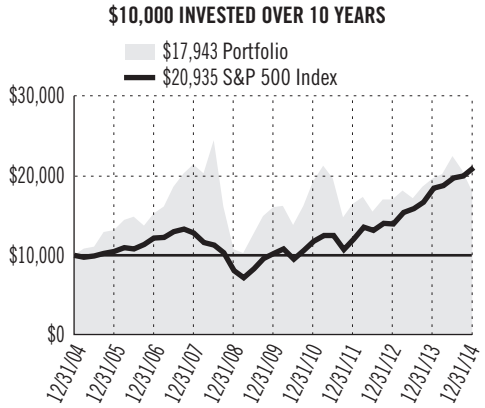
Russell 1000 Growth Index is an unmanaged market cap-weighted index that measures the performance of those Russell 1000 companies with higher price-to-book ratios and higher forecasted growth values. **S&P 500 Index** is an unmanaged capitalization-weighted measure of 500 stocks generally representative of the broad stock market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	-8.36%	2.34%	6.02%
Lipper Global Natural Resources Fund Index	-14.80	-0.62	5.26
S&P 500 Index	13.66	15.44	7.67

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.



For the year ended December 31, 2014, the AST T. Rowe Price Natural Resources Portfolio returned -8.36%.

The net assets of the Portfolio at December 31, 2014 were $579.4 million.

The investment objective of the Portfolio is to seek long-term capital growth by investing primarily in common stocks of companies that own or develop natural resources (such as energy products, precious metals, and forest products) and other basic commodities. The Portfolio is subadvised by T. Rowe Price Associates, Inc.

The Portfolio's broad index, the S&P 500 Index returned 13.66%, while the narrower Lipper Global Natural Resources Funds Index (the "Index") declined by -14.80%. U.S. Stocks rose for the sixth consecutive year, as the economy recovered strongly from a first-quarter weather-related contraction. The market was supported by falling long-term interest rates, steady U.S. economic growth, and new stimulus efforts in the euro zone and Japan. Large-cap stocks reached new highs in December and significantly outpaced small-caps. However, natural resources stocks significantly trailed the broader market.

Early in the year, strong returns in the energy segment powered the natural resources sector ahead, but crude oil prices plummeted over the last half of the year. The drop was exacerbated by the Organization of Petroleum Exporting Countries' (OPEC) determination not to cut production. Industries within the sector that were not exposed to energy performed better, many with positive returns. The specialty chemicals industry posted a particularly healthy return, with declining oil prices helping to reduce the costs for chemical production.

The Portfolio's performance relative to the Index was boosted by an overweight industry allocation. The paper and forest products industry, likely also a beneficiary of declining energy prices, also had positive returns augmented by an overweight. Utilities were generally strong performers, with the surprising decline in interest rates over the year proving helpful for this interest-rate-sensitive sector. The Portfolio's relative performance benefited from both good stock selection and an overweight in the multi-utilities industry.

Industries exposed to oil prices were particularly hard hit in 2014. Holdings in the U.S. mixed exploration and production group, for example, were among the poorest performers and also detracted relative to the Index due to both stock selection and an overweight. Moreover, a lack of exposure to the oil and gas storage and transportation industry weighed on relative results, as this group held up better than others in the energy area.

The Portfolio had minimal exposure to equity rights (a form of derivative) and they had a negligible impact on its return.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

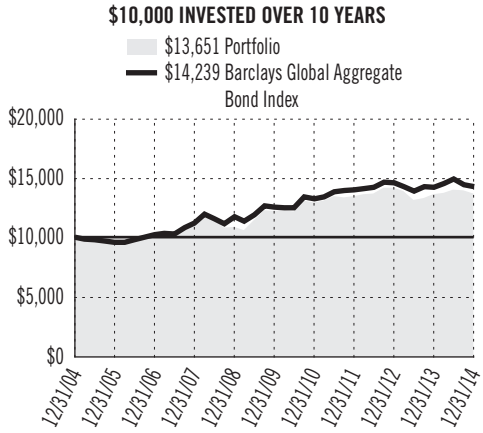
Lipper Global Natural Resources Funds Index is an unmanaged index of funds that invest primarily in the equity securities of domestic and foreign companies engaged in the exploration, development, production, or distribution of natural resources (including oil, natural gas, and base minerals) and/or alternative energy sources (including solar, wind, hydro, tidal, and geothermal). Returns for the Lipper Average reflect the deduction of operating expenses. Natural Resources funds are defined as funds that invest primarily in the equity securities of domestic and foreign companies engaged in natural resources. **S&P 500 Index** is an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	10-Year
Portfolio	0.56%	2.32%	3.16%
The Citigroup World Government Bond Index	-0.48	1.67	3.08
Barclays Global Aggregate Bond Index	0.59	2.65	3.60

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.



For the year ended December 31, 2014, the AST Templeton Global Bond Portfolio returned 0.56%.

The net assets of the Portfolio at December 31, 2014 were $661.2 million.

The investment objective of the Portfolio is to provide current income with capital appreciation and growth of income. The Portfolio is subadvised by Franklin Advisers, Inc.

The Portfolio outperformed its benchmark, the Citigroup World Government Bond Index (the "Index"), which returned -0.48%.

Global financial markets were broadly influenced by the pickup in U.S. growth, China's economic stabilization, and the abundance of global liquidity from the Bank of Japan (BOJ) and the European Central Bank (ECB). Global markets continued to see differentiation among specific emerging market economies; some had healthy current account and fiscal balances with strong export-driven economies, while others struggled with deficits and economic imbalances.

The U.S. dollar broadly strengthened over the course of the year while oil prices weakened significantly, particularly in the final months. Global liquidity from the BOJ and the ECB helped dampen volatility in emerging markets, and helped compensate for the withdrawal of liquidity from the ending of the U.S. Federal Reserve's (the "Fed") bond-buying program in October. However, several emerging market currencies depreciated.

In late October, the BOJ introduced a new round of quantitative easing ("QE") with an indefinite time horizon and an annual level of asset purchasing approximately equal to the Fed's former QE program. Although the massive amount of easing was positive for global risk assets, it contributed to further yen depreciation.

China's growth moderated during the period, but the country's economy did not face a "hard landing" and the slowdown did not have a major impact on global aggregate demand. In Europe, economic data were mixed with a persistent lack of inflation. Euro zone bond yields remained around historical lows. The ECB's renewed commitment to increase the size of its balance sheet may maintain weakening pressure on the euro.

Relative to the Index, currency positions contributed to performance. Underweighted positioning in the euro and the Japanese yen, through currency forwards, significantly contributed to both relative and absolute performance of the Portfolio. However, currency positions in the Americas and Asia ex-Japan detracted from relative and absolute returns, as did positions in peripheral European currencies against the euro.

Interest rate strategies detracted from performance as the Portfolio maintained a short duration position relative to the Index. (Duration is a measure of a bond's price sensitivity to changes in interest rates.) Select underweighted duration exposures in Europe and Asia detracted from relative performance, as did an underweight duration exposure in the U.S.

Conversely the Portfolio's absolute return benefited from interest rate strategies. The Portfolio maintained a defensive approach regarding interest rates in developed and emerging markets. Select duration exposures in Europe contributed to absolute performance.

Sovereign credit exposures had a largely neutral effect on both absolute and relative returns.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

The Citigroup World Government Bond Index is a market-capitalization-weighted index consisting of the government bond markets. Country eligibility is determined based on market capitalization and investability criteria. All issues have a remaining maturity of at least one year. **Barclays Global Aggregate Bond Index** is an unmanaged index that provides a broad-based measure of the global investment-grade fixed-rate debt markets. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

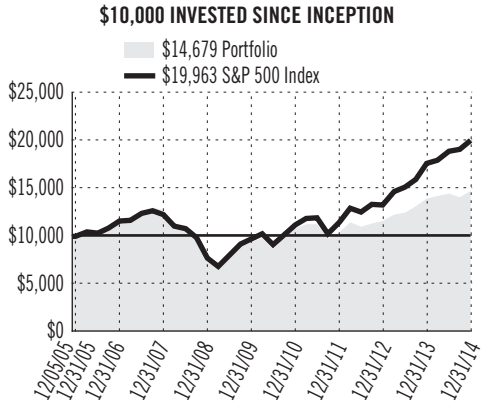
Report of the Investment Managers - As of December 31, 2014 (Unaudited)

Average Annual Total Returns	1-Year	5-Year	Since Inception
Portfolio	5.50%	9.33%	4.32%
Blended Index	5.26	9.07	5.67
S&P 500 Index	13.66	15.44	7.91

Past performance is no guarantee of future returns. The investment return and principal value of an investment will fluctuate, so that an investor's shares, when redeemed, may be worth more or less than their original cost. Current performance may be lower or higher than the past performance data quoted.

Portfolio inception: 12/05/2005. Portfolio performance is net of investment fees and fund expenses, but not contract charges, which, if included, would significantly lower the performance quoted. Unless noted otherwise, Index returns reflect performance beginning the closest month-end date to the Portfolio's inception. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of such fee waivers and/or expense reimbursements, total returns would be lower.

The Russell 3000® Index is a trademark/service mark of the Frank Russell Company. Russell® is a trademark of the Frank Russell Company.



For the 12-month period ended December 31, 2014, the AST Wellington Management Hedged Equity Portfolio returned 5.50%. The net assets of the Portfolio at December 31, 2014 were $2,228.3 million.

The investment objective of the Portfolio is to seek to outperform a mix of 50% Russell 3000 Index, 20% MSCI EAFE Index, and 30% Treasury Bill Index over a full market cycle by preserving capital in adverse markets utilizing an options strategy while maintaining equity exposure to benefit from up markets through investments in the Portfolio's subadviser's equity investment strategies. The Portfolio is subadvised by Wellington Management Company LLP.

Global equities rose during the year despite bouts of significant volatility. There were a number of headlines for investors to fret over – ongoing tensions in Ukraine and the Middle East, concerns about a Chinese growth slowdown, Japan's deepening recession, Europe's economy slowing, and plunging oil prices. However, the five-year-old bull equity market marched on. The U.S. economy remained a bright spot in the global landscape after the economy grew at its fastest pace in more than a decade during the third quarter.

Accommodative global monetary policy continued to be a central theme. The Bank of Japan unexpectedly expanded its quantitative easing policy in late October, the People's Bank of China surprised markets in November with its first rate cut in two years, and the European Central Bank maintained its dovish stance. The end of the U.S. Federal Reserve's (the Fed) quantitative easing in October was ultimately a non-event, as the move was widely expected, and the Fed will maintain its record $4.5 trillion balance sheet.

The Portfolio outperformed its Blended Index (defined below), which returned 5.26%. Strong performance from the underlying equity strategy drove the Portfolio's relative outperformance.

The equity strategy outperformed the global equities portion of the Blended Index. However, the Portfolio's option risk management positions declined in the rising equity market, which detracted from returns. The option strategy, designed to mitigate capital losses in adverse markets, will weigh on overall performance in strong equity markets. Stock selection in the consumer discretionary and health care sectors contributed positively to relative performance. Conversely, weaker selection within the energy and consumer staples sectors detracted. On a regional basis, security selection in North America was strong.

Sector allocation, a residual of bottom-up stock selection, detracted from the Portfolio's relative performance. An overweight allocation to the consumer discretionary sector and a residual cash position in an upward trending market were the main detractors. These negative contributions were partially offset by an underweight to energy, the weakest performing sector in the equity benchmark, which aided relative results. From a regional perspective, the Portfolio's exposure to emerging markets and an underweight to North America equities relative to the benchmark were headwinds.

At the end of the period, the Portfolio's largest overweight exposures were to the industrials, financials, and consumer discretionary sectors. The Portfolio was most underweight in the consumer staples, information technology, and energy sectors.

The Portfolio held futures and options during the year. The option risk management strategy detracted as U.S. equities rose during the period. The futures, used primarily to equitize cash, in order to keep it from being idle in the Portfolio, contributed to performance during the year.

Prudential Investments LLC and AST Investment Services, Inc. (ASTI) are co-managers of the Portfolio and are Prudential Financial companies.

Blended Index consists of **Russell 3000 Index (50%)** an unmanaged market cap-weighted index that measures the performance of the largest 3000 U.S. companies representing approximately 98% of the investable U.S. equity market, **MSCI EAFE (Morgan Stanley Capital International Europe, Australasia, Far East) Index (GD) (20%),** an unmanaged capitalization-weighted index generally accepted as a benchmark for major overseas markets. The GD version does not reflect the impact of withholding taxes on reinvested dividends, and **BofA ML 3-Month U.S. Treasury Bill Index (30%)** an unmanaged index comprised of a single U.S. Treasury bill issue purchased at the beginning of each month and held for a full month, at which time that issue is sold and rolled into a newly selected issue. **S&P 500 Index** is an unmanaged, market value-weighted index of 500 stocks generally representative of the broad stock market. These returns do not include the effect of any investment management expenses. These returns would have been lower if they included the effect of these expenses. **Investors cannot invest directly in a market index.** For a complete list of holdings, please refer to the Schedule of Investments section of this report.

AST AQR Emerging Markets Equity

Five Largest Holdings	(% of Net Assets)
Samsung Electronics Co. Ltd. (South Korea)	3.5%
China Mobile Ltd. (China)	3.1%
America Movil SAB de CV (Mexico) (Class L Stock), ADR	2.1%
Infosys Ltd. (India), ADR	1.8%
Taiwan Semiconductor Manufacturing Co. Ltd. (Taiwan), ADR	1.6%

AST BlackRock iShares ETF

Five Largest Holdings	(% of Net Assets)
iShares 1-3 Year Credit Bond ETF	20.9%
iShares Core U.S. Aggregate Bond ETF	19.9%
iShares Core S&P 500 ETF	16.8%
iShares MSCI EAFE ETF	11.6%
iShares Intermediate Credit Bond ETF	6.8%

AST Boston Partners Large-Cap Value

Five Largest Holdings	(% of Net Assets)
Berkshire Hathaway, Inc. (Class B Stock)	4.1%
Citigroup, Inc.	4.0%
Wells Fargo & Co.	4.0%
JPMorgan Chase & Co.	3.7%
Capital One Financial Corp.	3.1%

AST Cohen & Steers Realty

Five Largest Holdings	(% of Net Assets)
Simon Property Group, Inc.	7.9%
Equity Residential	6.9%
Vornado Realty Trust	6.0%
Health Care REIT, Inc.	5.3%
SL Green Realty Corp.	5.0%

AST Goldman Sachs Large-Cap Value

Five Largest Holdings	(% of Net Assets)
General Electric Co.	5.0%
Exxon Mobil Corp.	4.2%
Pfizer, Inc.	4.2%
JPMorgan Chase & Co.	3.8%
Bank of America Corp.	3.8%

AST Goldman Sachs Mid-Cap Growth

Five Largest Holdings	(% of Net Assets)
Intercontinental Exchange, Inc.	2.5%
W.W. Grainger, Inc.	2.5%
Mylan, Inc.	2.5%
Whole Foods Market, Inc.	2.4%
CBRE Group, Inc. (Class A Stock)	2.2%

AST Goldman Sachs Small-Cap Value

Five Largest Holdings	(% of Net Assets)
iShares Russell 2000 Value Index Fund	1.3%
Chesapeake Lodging Trust	1.2%
Esterline Technologies Corp.	1.2%
Pebblebrook Hotel Trust	1.1%
Southwest Gas Corp.	1.0%

AST Herndon Large-Cap Value

Five Largest Holdings	(% of Net Assets)
Apple, Inc.	3.8%
Lockheed Martin Corp.	3.4%
Western Digital Corp.	3.4%
CBOE Holdings, Inc.	3.4%
TJX Cos., Inc. (The)	3.4%

AST International Growth

Five Largest Holdings	(% of Net Assets)
Tencent Holdings Ltd. (China)	2.4%
Continental AG (Germany)	2.2%
St. James's Place PLC (United Kingdom)	2.1%
Alibaba Group Holding Ltd. (China), ADR	2.0%
FANUC Corp. (Japan)	1.9%

AST International Value

Five Largest Holdings	(% of Net Assets)
Novartis AG (Switzerland)	2.1%
Royal Dutch Shell PLC (Netherlands) (Class B Stock)	1.7%
KDDI Corp. (Japan)	1.6%
Lloyds Banking Group PLC (United Kingdom)	1.2%
Royal Dutch Shell PLC (Netherlands) (Class A Stock)	1.2%

AST J.P. Morgan International Equity

Five Largest Holdings	(% of Net Assets)
Royal Dutch Shell PLC (Netherlands) (Class A Stock)	2.7%
HSBC Holdings PLC (United Kingdom)	2.5%
Novartis AG (Switzerland)	2.4%
Toyota Motor Corp. (Japan)	2.2%
Nestle SA (Switzerland)	2.2%

AST Jennison Large-Cap Growth

Five Largest Holdings	(% of Net Assets)
Apple, Inc.	5.5%
Facebook, Inc. (Class A Stock)	3.6%
MasterCard, Inc. (Class A Stock)	3.6%
Visa, Inc. (Class A Stock)	2.7%
Biogen Idec, Inc.	2.6%

For a complete listing of holdings, please refer to the Schedule of Investments section of this report. Holdings reflect only long-term investments. Holdings/Issues/Industries/Sectors are subject to change.

AST Large-Cap Value

Five Largest Holdings	(% of Net Assets)
American International Group, Inc.	4.7%
JPMorgan Chase & Co.	4.3%
Citigroup, Inc.	4.3%
Bank of America Corp.	3.4%
Royal Dutch Shell PLC (Netherlands (Class A Stock), ADR	3.3%

AST Loomis Sayles Large-Cap Growth

Five Largest Holdings	(% of Net Assets)
Cisco Systems, Inc.	5.4%
Facebook, Inc. (Class A Stock)	5.3%
Visa, Inc. (Class A Stock)	5.2%
Oracle Corp.	4.6%
Amazon.com, Inc.	4.5%

AST MFS Global Equity

Five Largest Holdings	(% of Net Assets)
Walt Disney Co. (The)	3.2%
Time Warner, Inc.	2.6%
Honeywell International, Inc.	2.5%
Nestle SA (Switzerland)	2.5%
Reckitt Benckiser Group PLC (United Kingdom)	2.4%

AST MFS Growth

Five Largest Holdings	(% of Net Assets)
Visa, Inc. (Class A Stock)	3.3%
Apple, Inc.	3.3%
Facebook, Inc. (Class A Stock)	2.5%
Google, Inc. (Class A Stock)	2.4%
Danaher Corp.	2.4%

AST MFS Large-Cap Value

Five Largest Holdings	(% of Net Assets)
JPMorgan Chase & Co.	4.3%
Johnson & Johnson	3.6%
Philip Morris International, Inc.	3.4%
Wells Fargo & Co.	3.3%
Pfizer, Inc.	2.8%

AST Mid-Cap Value

Five Largest Holdings	(% of Net Assets)
Brunswick Corp.	3.0%
Ashland, Inc.	2.8%
Allstate Corp. (The)	2.6%
Lincoln National Corp.	2.5%
Computer Sciences Corp.	2.5%

AST Neuberger Berman Mid-Cap Growth

Five Largest Holdings	(% of Net Assets)
Avago Technologies Ltd. (Singapore)	2.1%
Alliance Data Systems Corp.	1.9%
SBA Communications Corp. (Class A Stock)	1.9%
O'Reilly Automotive, Inc.	1.8%
Stericycle, Inc.	1.7%

AST Neuberger Berman/LSV Mid-Cap Value

Five Largest Holdings	(% of Net Assets)
Edison International	1.9%
Skyworks Solutions, Inc.	1.7%
Kohl's Corp.	1.6%
AES Corp.	1.5%
ADT Corp. (The)	1.4%

AST Parametric Emerging Markets Equity

Five Largest Holdings	(% of Net Assets)
China Mobile Ltd. (China)	1.0%
America Movil SAB de CV (Mexico) (Class L Stock), ADR	0.9%
MTN Group Ltd. (South Africa)	0.9%
Naspers Ltd. (South Africa) (Class N Stock)	0.8%
Samsung Electronics Co. Ltd. (South Korea)	0.8%

AST QMA Emerging Markets Equity

Five Largest Holdings	(% of Net Assets)
Taiwan Semiconductor Manufacturing Co. Ltd. (Taiwan)	3.3%
Samsung Electronics Co. Ltd. (South Korea)	2.8%
iShares MSCI Emerging Markets ETF	2.5%
China Construction Bank Corp. (China) (Class H Stock)	1.5%
Itau Unibanco Holding SA (Brazil) (PRFC)	1.5%

AST QMA Large-Cap

Five Largest Holdings	(% of Net Assets)
Apple, Inc.	3.6%
Exxon Mobil Corp.	2.0%
JPMorgan Chase & Co.	2.0%
General Electric Co.	2.0%
Oracle Corp.	1.9%

AST Small-Cap Growth

Five Largest Holdings	(% of Net Assets)
Genesco, Inc.	1.8%
Imperva, Inc.	1.7%
Cavium, Inc.	1.6%
MWI Veterinary Supply, Inc.	1.4%
Trex Co., Inc.	1.4%

For a complete listing of holdings, please refer to the Schedule of Investments section of this report. Holdings reflect only long-term investments. Holdings/Issues/Industries/Sectors are subject to change.

AST Small-Cap Growth Opportunities

Five Largest Holdings	(% of Net Assets)
iShares Russell 2000 Growth ETF	3.6%
DexCom, Inc.	1.5%
Teledyne Technologies, Inc.	1.1%
Heartland Payment Systems, Inc.	1.1%
Tenneco, Inc.	1.0%

AST Small-Cap Value

Five Largest Holdings	(% of Net Assets)
Wintrust Financial Corp.	1.1%
Iberiabank Corp.	1.1%
Portland General Electric Co.	1.0%
FirstMerit Corp.	1.0%
Triumph Group, Inc.	0.9%

AST T. Rowe Price Equity Income

Five Largest Holdings	(% of Net Assets)
General Electric Co.	2.7%
JPMorgan Chase & Co.	2.7%
Wells Fargo & Co.	2.2%
U.S. Bancorp	1.9%
Chevron Corp.	1.9%

AST T. Rowe Price Large-Cap Growth

Five Largest Holdings	(% of Net Assets)
Visa, Inc. (Class A Stock)	4.3%
Amazon.com, Inc.	4.0%
Priceline Group, Inc. (The)	3.6%
Boeing Co. (The)	3.3%
Danaher Corp.	3.2%

AST T. Rowe Price Natural Resources

Five Largest Holdings	(% of Net Assets)
Exxon Mobil Corp.	3.7%
Royal Dutch Shell PLC (Netherlands), ADR	3.4%
Pioneer Natural Resources Co.	3.0%
NiSource, Inc.	2.6%
Concho Resources, Inc.	2.4%

AST Templeton Global Bond

Allocation	(% of Net Assets)
Foreign Bonds	45.2%
Sovereign Issues	9.2%

AST Wellington Management Hedged Equity

Five Largest Holdings	(% of Net Assets)
Vanguard S&P 500 ETF	4.7%
iShares MSCI EAFE ETF	2.6%
SPDR S&P 500 ETF Trust	1.9%
Bristol-Myers Squibb Co.	1.6%
Microsoft Corp.	1.5%

For a complete listing of holdings, please refer to the Schedule of Investments section of this report. Holdings reflect only long-term investments. Holdings/Issues/Industries/Sectors are subject to change.

As a contract owner investing in Portfolios of the Trust through a variable annuity or variable life contract, you incur ongoing costs, including management fees, and other Portfolio expenses. This example is intended to help you understand your ongoing costs (in dollars) of investing in the Trust and to compare these costs with the ongoing costs of investing in other investment options. This example does not reflect fees and charges under your variable annuity or variable life contract. If contract charges were included, the costs shown below would be higher. Please consult the prospectus for your contract for more information about contract fees and charges.

The example is based on an investment of $1,000 invested at the beginning of the period and held for the entire period July 1, 2014 through December 31, 2014.

Actual Expenses
The first line of the table below provides information about actual account values and actual expenses. You may use this information, together with the amount you invested, to estimate the Portfolio expenses that you paid over the period. Simply divide your account value by $1,000 (for example, an $8,600 account value divided by $1,000 = 8.6), then multiply the result by the number in the first line under the heading entitled "Expenses Paid During Period" to estimate the Portfolio expenses you paid on your account during this period. As noted above, the table does not reflect variable contract fees and charges.

Hypothetical Example for Comparison Purposes
The second line of the table below provides information about hypothetical account values and hypothetical expenses based on the Portfolio's actual expense ratio and an assumed rate of return of 5% per year before expenses, which is not the Portfolio's actual return. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period. You may use this information to compare the ongoing costs of investing in the Portfolio and other investment options. To do so, compare this 5% hypothetical example with the 5% hypothetical examples that appear in the shareholder reports of the other investment options.

Please note that the expenses shown in the table are meant to highlight your ongoing Portfolio costs only and do not reflect any contract fees and charges, such as sales charges (loads), insurance charges or administrative charges. Therefore the second line of the table is useful to compare ongoing investment option costs only, and will not help you determine the relative total costs of owning different contracts. In addition, if these contract fees and charges were included, your costs would have been higher.

Advanced Series Trust Portfolios		Beginning Account Value July 1, 2014	Ending Account Value December 31, 2014	Annualized Expense Ratio based on the Six-Month period	Expenses Paid During the Six-Month period*
AST AQR Emerging Markets Equity Portfolio	Actual	$1,000.00	$ 929.70	1.37%	$6.66
	Hypothetical	$1,000.00	$1,018.30	1.37%	$6.97
AST BlackRock iShares ETF Portfolio	Actual	$1,000.00	$ 993.70	1.01%	$5.08
	Hypothetical	$1,000.00	$1,020.11	1.01%	$5.14
AST Boston Partners Large-Cap Value Portfolio	Actual	$1,000.00	$1,016.10	0.81%	$4.12
	Hypothetical	$1,000.00	$1,021.12	0.81%	$4.13
AST Cohen & Steers Realty Portfolio	Actual	$1,000.00	$1,113.50	1.04%	$5.54
	Hypothetical	$1,000.00	$1,019.96	1.04%	$5.30
AST Goldman Sachs Large-Cap Value Portfolio	Actual	$1,000.00	$1,037.80	0.83%	$4.26
	Hypothetical	$1,000.00	$1,021.02	0.83%	$4.23
AST Goldman Sachs Mid-Cap Growth Portfolio	Actual	$1,000.00	$1,063.20	1.06%	$5.51
	Hypothetical	$1,000.00	$1,019.86	1.06%	$5.40
AST Goldman Sachs Small-Cap Value Portfolio	Actual	$1,000.00	$1,014.10	1.09%	$5.53
	Hypothetical	$1,000.00	$1,019.71	1.09%	$5.55
AST Herndon Large-Cap Value Portfolio	Actual	$1,000.00	$ 975.30	0.80%	$3.98
	Hypothetical	$1,000.00	$1,021.17	0.80%	$4.08
AST International Growth Portfolio	Actual	$1,000.00	$ 946.10	1.08%	$5.30
	Hypothetical	$1,000.00	$1,019.76	1.08%	$5.50
AST International Value Portfolio	Actual	$1,000.00	$ 912.60	1.10%	$5.30
	Hypothetical	$1,000.00	$1,019.66	1.10%	$5.60
AST J.P. Morgan International Equity Portfolio	Actual	$1,000.00	$ 912.80	1.02%	$4.92
	Hypothetical	$1,000.00	$1,020.06	1.02%	$5.19

Advanced Series Trust Portfolios		Beginning Account Value July 1, 2014	Ending Account Value December 31, 2014	Annualized Expense Ratio based on the Six-Month period	Expenses Paid During the Six-Month period*
AST Jennison Large-Cap Growth Portfolio	Actual	$1,000.00	$1,052.20	1.00%	$5.17
	Hypothetical	$1,000.00	$1,020.16	1.00%	$5.09
AST Large-Cap Value Portfolio	Actual	$1,000.00	$1,041.50	0.84%	$4.32
	Hypothetical	$1,000.00	$1,020.97	0.84%	$4.28
AST Loomis Sayles Large-Cap Growth Portfolio	Actual	$1,000.00	$1,062.90	0.92%	$4.78
	Hypothetical	$1,000.00	$1,020.57	0.92%	$4.69
AST MFS Global Equity Portfolio	Actual	$1,000.00	$ 991.20	1.12%	$5.62
	Hypothetical	$1,000.00	$1,019.56	1.12%	$5.70
AST MFS Growth Portfolio	Actual	$1,000.00	$1,059.40	0.99%	$5.14
	Hypothetical	$1,000.00	$1,020.21	0.99%	$5.04
AST MFS Large-Cap Value Portfolio	Actual	$1,000.00	$1,053.30	0.96%	$4.97
	Hypothetical	$1,000.00	$1,020.37	0.96%	$4.89
AST Mid-Cap Value Portfolio	Actual	$1,000.00	$1,068.00	1.07%	$5.58
	Hypothetical	$1,000.00	$1,019.81	1.07%	$5.45
AST Neuberger Berman Mid-Cap Growth Portfolio	Actual	$1,000.00	$1,055.30	1.00%	$5.18
	Hypothetical	$1,000.00	$1,020.16	1.00%	$5.09
AST Neuberger Berman/LSV Mid-Cap Value Portfolio	Actual	$1,000.00	$1,048.00	1.00%	$5.16
	Hypothetical	$1,000.00	$1,020.16	1.00%	$5.09
AST Parametric Emerging Markets Equity Portfolio	Actual	$1,000.00	$ 890.60	1.43%	$6.81
	Hypothetical	$1,000.00	$1,018.00	1.43%	$7.27
AST QMA Emerging Markets Equity Portfolio	Actual	$1,000.00	$ 924.10	1.43%	$6.94
	Hypothetical	$1,000.00	$1,018.00	1.43%	$7.27
AST QMA Large-Cap Portfolio	Actual	$1,000.00	$1,060.00	0.81%	$4.21
	Hypothetical	$1,000.00	$1,021.12	0.81%	$4.13
AST Small-Cap Growth Portfolio	Actual	$1,000.00	$1,034.10	1.01%	$5.18
	Hypothetical	$1,000.00	$1,020.11	1.01%	$5.14
AST Small-Cap Growth Opportunities Portfolio	Actual	$1,000.00	$1,017.20	1.11%	$5.64
	Hypothetical	$1,000.00	$1,019.61	1.11%	$5.65
AST Small-Cap Value Portfolio	Actual	$1,000.00	$1,008.40	1.00%	$5.06
	Hypothetical	$1,000.00	$1,020.16	1.00%	$5.09
AST T. Rowe Price Equity Income Portfolio	Actual	$1,000.00	$1,012.20	0.84%	$4.26
	Hypothetical	$1,000.00	$1,020.97	0.84%	$4.28
AST T. Rowe Price Large-Cap Growth Portfolio	Actual	$1,000.00	$1,049.80	0.95%	$4.91
	Hypothetical	$1,000.00	$1,020.42	0.95%	$4.84
AST T. Rowe Price Natural Resources Portfolio	Actual	$1,000.00	$ 799.60	1.03%	$4.67
	Hypothetical	$1,000.00	$1,020.01	1.03%	$5.24
AST Templeton Global Bond Portfolio	Actual	$1,000.00	$ 978.30	0.98%	$4.89
	Hypothetical	$1,000.00	$1,020.27	0.98%	$4.99
AST Wellington Management Hedged Equity Portfolio	Actual	$1,000.00	$1,016.90	1.12%	$5.69
	Hypothetical	$1,000.00	$1,019.56	1.12%	$5.70

*** Portfolio expenses (net of fee waivers or subsidies, if any) are equal to the annualized expense ratio (provided in the table), multiplied by the average account value over the period, multiplied by the 184 days in the six month period ended December 31, 2014, and divided by the 365 days in the Portfolio's fiscal year ended December 31, 2014 (to reflect the six-month period). Expenses presented in the table include the expenses of any underlying portfolios in which the Portfolio may invest.**

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 89.9%		
COMMON STOCKS — 87.2%		
Brazil — 5.8%		
AMBEV SA, ADR	269,700	$ 1,677,534
Banco Bradesco SA, ADR	188,080	2,514,630
Banco do Brasil SA	142,300	1,272,467
BB Seguridade Participacoes SA	35,600	430,703
BR Malls Participacoes SA	30,500	188,517
BRF SA	35,600	849,622
Centrais Eletricas Brasileiras SA	250,000	545,482
Cia Energetica de Minas Gerais, ADR	116,864	580,814
Estacio Participacoes SA	107,500	963,302
Fibria Celulose SA, ADR*	22,600	274,138
JBS SA	472,100	1,989,135
Porto Seguro SA	141,200	1,614,807
Qualicorp SA*	61,900	647,363
Tim Participacoes SA, ADR	77,400	1,719,054
		15,267,568
Chile — 1.6%		
Banco de Chile	9,594,968	1,111,745
Banco de Credito e Inversiones	11,420	563,454
Banco Santander Chile, ADR	50,000	986,000
Corpbanca SA	6,198,198	74,431
Enersis SA, ADR	79,400	1,272,782
ENTEL Chile SA	11,276	113,273
Latam Airlines Group SA, ADR*	12,400	148,552
		4,270,237
China — 17.8%		
Agricultural Bank of China Ltd. (Class H Stock)	1,081,000	543,706
Bank of China Ltd. (Class H Stock)	6,250,000	3,507,934
Bank of Communications Co. Ltd. (Class H Stock)	458,000	425,834
Beijing Capital International Airport Co. Ltd. (Class H Stock)	452,000	360,314
China BlueChemical Ltd. (Class H Stock)	314,000	111,055
China CITIC Bank Corp. Ltd. (Class H Stock)	2,222,000	1,771,467
China Construction Bank Corp. (Class H Stock)	4,579,000	3,740,048
China Mobile Ltd.	694,500	8,134,503
China Overseas Land & Investment Ltd.	492,000	1,455,450
China Petroleum & Chemical Corp. (Class H Stock)	2,249,400	1,821,652
China Railway Construction Corp. Ltd. (Class H Stock)	685,000	869,745
China Resources Land Ltd.	240,000	630,724
China Resources Power Holdings Co. Ltd.	176,000	448,928
China Telecom Corp. Ltd. (Class H Stock)	3,930,000	2,279,350
China Unicom Hong Kong Ltd.	176,000	235,865
China Vanke Co. Ltd. (Class H Stock)*	155,000	343,844
CNOOC Ltd.	619,000	836,993
Country Garden Holdings Co. Ltd.	523,000	208,687
CSPC Pharmaceutical Group Ltd.	612,000	537,926
Dongfeng Motor Group Co. Ltd. (Class H Stock)	696,000	973,581
Evergrande Real Estate Group Ltd.	723,000	291,354
Far East Horizon Ltd.	103,000	101,236
Franshion Properties China Ltd.	52,000	14,840
GOME Electrical Appliances Holding Ltd.	13,495,000	1,972,501

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
China (cont'd.)		
Guangdong Investment Ltd.	160,000	$ 208,391
Huaneng Power International, Inc. (Class H Stock)	68,000	91,885
Industrial & Commercial Bank of China Ltd. (Class H Stock)	4,066,000	2,968,962
Jiangxi Copper Co. Ltd. (Class H Stock)	159,000	271,386
Longfor Properties Co. Ltd.	96,000	123,087
PetroChina Co. Ltd. (Class H Stock)	1,448,000	1,607,406
PICC Property & Casualty Co. Ltd. (Class H Stock)	356,000	686,982
Ping An Insurance Group Co. of China Ltd. (Class H Stock)	24,000	243,013
Semiconductor Manufacturing International Corp.*	3,513,000	320,648
Shanghai Industrial Holdings Ltd.	62,000	185,160
Shanghai Pharmaceuticals Holding Co. Ltd. (Class H Stock)	121,700	274,028
Sihuan Pharmaceutical Holdings Group Ltd.	1,196,000	795,530
Sino-Ocean Land Holdings Ltd.	226,000	127,426
Sinopec Shanghai Petrochemical Co. Ltd. (Class H Stock)	7,462,000	2,174,322
Sinotrans Ltd. (Class H Stock)	320,000	211,425
Soho China Ltd.	45,000	31,738
Tencent Holdings Ltd.	248,900	3,601,317
Zhejiang Expressway Co. Ltd. (Class H Stock)	570,000	660,096
Zhuzhou CSR Times Electric Co. Ltd. (Class H Stock)(g)	120,000	700,225
		46,900,564
Hong Kong — 2.1%		
Belle International Holdings Ltd.	1,070,000	1,201,877
China Gas Holdings Ltd.	448,000	701,603
Kingboard Chemical Holdings Ltd.	75,500	126,774
Shimao Property Holdings Ltd.	159,000	352,121
Sino Biopharmaceutical Ltd.	3,408,000	3,070,969
		5,453,344
Hungary — 0.1%		
MOL Hungarian Oil & Gas PLC	2,179	95,633
OTP Bank PLC	21,135	304,862
		400,495
India — 6.1%		
Dr. Reddy's Laboratories Ltd., ADR(a)	35,700	1,801,065
ICICI Bank Ltd., ADR	31,000	358,050
Infosys Ltd., ADR	153,400	4,825,964
Reliance Industries Ltd., GDR, 144A	54,434	1,534,498
State Bank of India, GDR, RegS	37,022	1,827,399
Tata Motors Ltd., ADR(a)	85,000	3,593,800
Wipro Ltd., ADR(a)	192,907	2,183,707
		16,124,483
Indonesia — 2.8%		
Adaro Energy Tbk PT	10,642,900	887,987
Astra Agro Lestari Tbk PT	115,700	226,076
Bank Mandiri Persero Tbk PT	372,000	323,505
Bank Negara Indonesia Persero Tbk PT	3,251,400	1,593,168
Bank Rakyat Indonesia Persero Tbk PT	1,117,900	1,050,804
Indocement Tunggal Prakarsa Tbk PT	195,900	395,277
Indofood Sukses Makmur Tbk PT	545,900	297,616

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Indonesia (cont'd.)		
Media Nusantara Citra Tbk PT	30,000	$ 6,132
Perusahaan Gas Negara Persero Tbk PT	1,744,700	844,301
Telekomunikasi Indonesia Persero Tbk PT	4,838,300	1,111,980
Unilever Indonesia Tbk PT	159,700	414,224
United Tractors Tbk PT	147,500	205,999
		7,357,069
Malaysia — 3.6%		
AirAsia Bhd	142,400	110,776
Alliance Financial Group Bhd	95,800	128,774
AMMB Holdings Bhd	80,500	151,178
DiGi.Com Bhd	680,600	1,198,935
Genting Malaysia Bhd.	278,700	323,632
IOI Corp. Bhd	777,700	1,067,319
Malayan Banking Bhd	188,100	492,600
MISC Bhd	551,000	1,136,823
Petronas Chemicals Group Bhd.	481,500	748,849
SapuraKencana Petroleum Bhd.	241,700	159,906
Tenaga Nasional Bhd	875,900	3,449,693
UMW Holdings Bhd	211,200	663,053
		9,631,538
Mexico — 5.0%		
Alfa SAB de CV (Class A Stock)*	312,300	697,257
America Movil SAB de CV (Class L Stock), ADR(a)	247,700	5,493,986
Arca Continental SAB de CV*	124,100	785,122
Cemex SAB de CV, ADR*(a)	55,223	562,722
Compartamos SAB de CV*	310,100	623,195
Fibra Uno Administracion SA de CV	202,400	596,482
Fomento Economico Mexicano SAB de CV, ADR*	9,800	862,694
Gruma SAB de CV (Class B Stock)	55,300	589,667
Grupo Aeroportuario del Pacifico SAB de CV (Class B Stock)	122,300	768,595
Grupo Televisa SAB, ADR*	48,600	1,655,316
Industrias Penoles SAB de CV	6,890	134,734
Kimberly-Clark de Mexico SAB de CV (Class A Stock)	72,600	157,908
OHL Mexico SAB de CV*	90,800	168,322
		13,096,000
Peru — 0.3%		
Cia de Minas Buenaventura SA, ADR	13,600	130,016
Credicorp Ltd.	4,900	784,882
		914,898
Poland — 1.9%		
Bank Handlowy w Warszawie SA.	1,938	58,236
Energa SA.	13,144	85,479
KGHM Polska Miedz SA	34,800	1,060,875
PGE SA	530,712	2,805,995
Polskie Gornictwo Naftowe I Gazownictwo SA	435,453	543,033
Tauron Polska Energia SA	295,642	418,030
		4,971,648
Russia — 3.2%		
Gazprom OAO, ADR	376,399	1,705,087
Lukoil OAO, ADR	41,838	1,604,487
Magnit PJSC, GDR, RegS	21,850	990,897

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Russia (cont'd.)		
Mobile Telesystems OJSC, ADR	165,900	$ 1,191,162
NovaTek OAO, GDR, RegS	6,472	507,508
Rosneft Oil Co., GDR, RegS	84,131	294,315
Severstal PAO, GDR, RegS	27,688	231,610
Sistema JSFC, GDR, RegS	115,622	602,391
Surgutneftegas OAO, ADR.	92,058	382,041
Tatneft, ADR	36,985	906,133
		8,415,631
South Africa — 7.5%		
African Rainbow Minerals Ltd.	29,495	302,039
Barclays Africa Group Ltd.	15,490	242,216
FirstRand Ltd.	163,305	709,921
Growthpoint Properties Ltd.	122,046	289,981
Imperial Holdings Ltd.	25,596	407,505
Investec Ltd.	140,488	1,177,390
Liberty Holdings Ltd.	24,890	263,989
Life Healthcare Group Holdings Ltd.	83,421	308,170
Mediclinic International Ltd.	40,910	354,117
MMI Holdings Ltd.	91,698	237,811
MTN Group Ltd.	172,503	3,281,444
Naspers Ltd. (Class N Stock)	15,546	2,010,956
Netcare Ltd.	402,117	1,314,164
Northam Platinum Ltd.*	41,494	130,797
Pick'n Pay Stores Ltd.	46,905	212,127
Redefine Properties Ltd.	195,025	180,386
Remgro Ltd.	30,281	662,448
RMB Holdings Ltd.	333,961	1,844,287
Sanlam Ltd.	538,724	3,241,656
Sasol Ltd.	54,537	2,035,477
Shoprite Holdings Ltd.	16,769	242,694
SPAR Group Ltd. (The)	16,303	226,377
		19,675,952
South Korea — 13.7%		
Amorepacific Corp.*	430	868,111
AMOREPACIFIC Group*	803	726,265
DGB Financial Group, Inc.*	9,990	102,689
Dongbu Insurance Co. Ltd.*	18,423	920,004
Doosan Heavy Industries & Construction Co. Ltd.*	6,505	138,970
Hana Financial Group, Inc.	25,998	752,961
Hanwha Corp.*	20,018	565,972
Hanwha Life Insurance Co. Ltd.*	72,045	544,328
Hyosung Corp.*	12,622	783,320
Hyundai Development Co-Engineering & Construction*	24,649	864,289
Hyundai Mobis Co. Ltd.*	1,777	380,183
KB Financial Group, Inc.*	19,128	625,372
Korea Electric Power Corp.*	47,768	1,840,645
Korea Zinc Co. Ltd.*	1,181	431,675
Korean Air Lines Co. Ltd.*	62,615	2,685,811
LG Display Co. Ltd.*	51,866	1,573,063
Mirae Asset Securities Co. Ltd.*	20,345	791,144
NAVER Corp.*	1,853	1,186,726
NCSoft Corp.	4,218	691,729
Samsung C&T Corp.*	4,133	230,830
Samsung Card Co. Ltd.*	19,114	768,629
Samsung Electronics Co. Ltd.	7,735	9,299,361
Samsung Fire & Marine Insurance Co. Ltd.*	3,030	778,761

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
South Korea (cont'd.)		
Shinhan Financial Group Co. Ltd.*	6,179	$ 248,366
SK Holdings Co. Ltd.*	11,608	1,722,950
SK Hynix, Inc.*	84,787	3,623,408
SK Networks Co. Ltd.*	140,186	1,130,000
SK Telecom Co. Ltd., ADR	42,600	1,150,626
Woori Bank*	75,025	682,573
		36,108,761
Taiwan — 11.3%		
Advanced Semiconductor Engineering, Inc.	739,000	877,657
Advantech Co. Ltd.	92,136	676,405
AU Optronics Corp.	497,000	252,261
Cathay Financial Holding Co. Ltd.	202,650	299,444
Chicony Electronics Co. Ltd.	177,261	493,605
China Airlines Ltd.*	517,000	236,489
China Development Financial Holding Corp.	815,000	258,926
China Motor Corp.	4,000	3,533
CTBC Financial Holding Co. Ltd.	1,851,038	1,197,525
Delta Electronics, Inc.	105,000	620,470
Eva Airways Corp.*	1,010,000	703,999
Far Eastern Department Stores Ltd.	177,620	157,738
Far EasTone Telecommunications Co. Ltd.	198,000	456,143
Fubon Financial Holding Co. Ltd.	1,497,000	2,382,818
Hon Hai Precision Industry Co. Ltd.	1,078,112	2,977,222
Inotera Memories, Inc.*	2,177,000	3,415,709
Inventec Corp.	1,862,000	1,245,306
Kinsus Interconnect Technology Corp.	393,000	1,298,519
Largan Precision Co. Ltd.	16,000	1,197,700
Lite-On Technology Corp.	102,781	117,415
MediaTek, Inc.	135,000	1,962,553
Mega Financial Holding Co. Ltd.	170,000	131,154
Novatek Microelectronics Corp.	44,000	245,876
POU Chen Corp.	456,000	549,873
President Chain Store Corp.	205,000	1,583,384
Realtek Semiconductor Corp.	57,000	189,287
SinoPac Financial Holdings Co. Ltd.	400,889	164,278
Taishin Financial Holding Co. Ltd.	576,432	236,634
Taiwan Cement Corp.	163,000	222,831
Taiwan Semiconductor Manufacturing Co. Ltd., ADR	192,600	4,310,388
Teco Electric and Machinery Co. Ltd.	257,000	243,010
Uni-President Enterprises Corp.	557,198	881,160
Yuanta Financial Holding Co. Ltd.	690,850	335,082
		29,924,394
Thailand — 2.3%		
Airports of Thailand PCL, NVDR	203,300	1,732,074
Bangkok Bank PCL, NVDR	112,500	660,781
BEC World PCL, NVDR	146,800	227,194
Bumrungrad Hospital PCL, NVDR	31,000	132,271
Delta Electronics Thailand PCL, NVDR	36,600	78,128
Glow Energy PCL, NVDR	60,500	162,679
Indorama Ventures PCL, NVDR	545,500	332,926
Kasikornbank PCL, NVDR	76,200	527,018
Krung Thai Bank PCL, NVDR	1,728,000	1,185,506
PTT PCL, NVDR	59,400	581,893
Thai Union Frozen Products PCL, NVDR	117,900	322,298
		5,942,768

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Turkey — 2.0%		
BIM Birlesik Magazalar A/S	19,589	$ 418,908
Emlak Konut Gayrimenkul Yatirim Ortakligi A/S	157,709	186,534
Enka Insaat ve Sanayi A/S	88,727	200,218
TAV Havalimanlari Holding A/S	255,307	2,084,238
Tofas Turk Otomobil Fabrikasi A/S	50,603	344,838
Turk Hava Yollari*	424,351	1,743,644
Turkiye Sise ve Cam Fabrikalari A/S	189,330	294,059
		5,272,439
United States — 0.1%		
Southern Copper Corp.	12,100	341,220
TOTAL COMMON STOCKS (cost $233,827,733)		230,069,009
PREFERRED STOCKS — 2.7%		
Brazil		
Cia Brasileira de Distribuicao (PRFC)	6,200	230,045
Cia Energetica de Sao Paulo (PRFC B)	177,900	1,794,259
Itau Unibanco Holding SA, ADR (PRFC)	184,004	2,393,892
Itausa - Investimentos Itau SA (PRFC)	96,800	341,943
Petroleo Brasileiro SA (PRFC)	353,900	1,334,015
Vale SA (PRFC)	136,100	984,577
TOTAL PREFERRED STOCKS (cost $9,026,206)		7,078,731
	Units	
RIGHTS*		
Taiwan		
Eva Airways Corp., expiring 01/26/15 (cost $0)	98,535	15,676
TOTAL LONG-TERM INVESTMENTS (cost $242,853,939)		237,163,416
SHORT-TERM INVESTMENT — 12.3%		
	Shares	
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $32,520,037; includes $8,333,792 of cash collateral for securities on loan)(b)(v)(w)(Note 4)	32,520,037	32,520,037
TOTAL INVESTMENTS — 102.2% (cost $275,373,976)		269,683,453
Liabilities in excess of other assets(x) **— (2.2)%**		(5,864,098)
NET ASSETS — 100.0%		$ 263,819,355

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $8,055,069; cash collateral of $8,333,792 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(g) Indicates a security that has been deemed illiquid.

(v) Includes an amount of $3,249,113 segregated as collateral for swap agreements.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

(x) Includes net unrealized appreciation (depreciation) on the following derivative contracts held at reporting period end:

Financial futures contracts open at December 31, 2014:

Number of Contracts	Type	Expiration Date	Value at Trade Date	Value at December 31, 2014	Unrealized Appreciation (Depreciation)(1)
Long Positions:					
388	BIST National 30 Index	Feb. 2015	$ 1,750,709	$ 1,777,499	$ 26,790
64	FTSE Bursa Malaysia KLCI Index	Jan. 2015	1,605,173	1,602,517	(2,656)
4	MEX Bolsa Index	Mar. 2015	110,130	117,093	6,963
9	MSCI Taiwan Stock Index	Jan. 2015	304,755	308,790	4,035
169	SET50 Index	Mar. 2015	1,043,012	1,016,157	(26,855)
105	SGX MSCI Singapore Index	Jan. 2015	6,011,249	6,049,598	38,349
					46,626
Short Positions:					
223	FTSE/JSE Top 40 Index	Mar. 2015	8,204,579	8,531,939	(327,360)
24	Hang Seng China Enterprises Index	Jan. 2015	1,829,909	1,855,248	(25,339)
32	KOSPI 200 Index	Mar. 2015	3,650,876	3,551,836	99,040
393	SGX CNX Nifty Index	Jan. 2015	6,536,624	6,570,174	(33,550)
					(287,209)
					$(240,583)

(1) Cash of $1,345,675 has been segregated with Barclays Bank to cover requirements for open contracts at December 31, 2014.

Forward foreign currency exchange contracts outstanding at December 31, 2014:

Purchase Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Payable	Current Value	Unrealized Appreciation (Depreciation)
Brazilian Real,						
Expiring 03/18/15	Citigroup Global Markets	BRL	5,450	$ 2,066,982	$ 2,006,757	$ (60,225)
Expiring 03/18/15	Citigroup Global Markets	BRL	3,650	1,398,506	1,343,975	(54,531)
Expiring 03/18/15	Citigroup Global Markets	BRL	2,600	986,992	957,352	(29,640)
Expiring 03/18/15	Citigroup Global Markets	BRL	1,550	579,876	570,729	(9,147)
Expiring 03/18/15	Citigroup Global Markets	BRL	950	355,553	349,801	(5,752)
Expiring 03/18/15	Citigroup Global Markets	BRL	950	367,005	349,801	(17,204)
Expiring 03/18/15	Citigroup Global Markets	BRL	550	202,542	202,517	(25)
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	5,450	2,066,966	2,006,757	(60,209)
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	4,333	1,576,783	1,595,464	18,681
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	3,650	1,398,515	1,343,975	(54,540)
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	2,600	986,993	957,352	(29,641)
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	1,550	579,869	570,729	(9,140)
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	950	355,570	349,802	(5,768)
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	950	367,005	349,801	(17,204)
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	550	202,540	202,517	(23)
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	19	6,918	6,996	78
Chilean Peso,						
Expiring 03/18/15	Citigroup Global Markets	CLP	415,000	673,179	678,794	5,615
Expiring 03/18/15	Credit Suisse First Boston Corp.	CLP	415,000	673,181	678,794	5,613
Expiring 03/18/15	Credit Suisse First Boston Corp.	CLP	14,962	24,380	24,473	93
Expiring 03/18/15	Credit Suisse First Boston Corp.	CLP	4,894	8,010	8,005	(5)
Czech Koruna,						
Expiring 03/18/15	Citigroup Global Markets	CZK	64,250	2,896,177	2,809,490	(86,687)
Expiring 03/18/15	Credit Suisse First Boston Corp.	CZK	64,250	2,896,149	2,809,490	(86,659)

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Forward foreign currency exchange contracts outstanding at December 31, 2014 (continued):

Purchase Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Payable	Current Value	Unrealized Appreciation (Depreciation)
Hong Kong Dollar,						
Expiring 03/18/15	Citigroup Global Markets	HKD	22,951	$ 2,960,083	$ 2,959,549	$ (534)
Expiring 03/18/15	Citigroup Global Markets	HKD	15,100	1,947,579	1,947,156	(423)
Expiring 03/18/15	Citigroup Global Markets	HKD	9,350	1,206,190	1,205,689	(501)
Expiring 03/18/15	Citigroup Global Markets	HKD	5,950	767,460	767,257	(203)
Expiring 03/18/15	Citigroup Global Markets	HKD	2,050	264,351	264,349	(2)
Expiring 03/18/15	Citigroup Global Markets	HKD	1,650	212,778	212,768	(10)
Expiring 03/18/15	Citigroup Global Markets	HKD	250	32,232	32,238	6
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	22,951	2,960,071	2,959,548	(523)
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	15,100	1,947,518	1,947,156	(362)
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	9,350	1,206,123	1,205,689	(434)
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	5,950	767,440	767,257	(183)
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	2,050	264,351	264,349	(2)
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	1,650	212,782	212,769	(13)
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	250	32,223	32,238	15
Hungarian Forint,						
Expiring 03/18/15	Citigroup Global Markets	HUF	502,959	2,005,578	1,918,570	(87,008)
Expiring 03/18/15	Citigroup Global Markets	HUF	473,952	1,907,031	1,807,923	(99,108)
Expiring 03/18/15	Citigroup Global Markets	HUF	294,429	1,191,686	1,123,117	(68,569)
Expiring 03/18/15	Citigroup Global Markets	HUF	289,160	1,170,547	1,103,021	(67,526)
Expiring 03/18/15	Credit Suisse First Boston Corp.	HUF	502,959	2,005,590	1,918,569	(87,021)
Expiring 03/18/15	Credit Suisse First Boston Corp.	HUF	473,952	1,907,034	1,807,922	(99,112)
Expiring 03/18/15	Credit Suisse First Boston Corp.	HUF	294,429	1,191,681	1,123,117	(68,564)
Expiring 03/18/15	Credit Suisse First Boston Corp.	HUF	289,160	1,170,554	1,103,021	(67,533)
Indian Rupee,						
Expiring 03/18/15	Citigroup Global Markets	INR	171,406	2,727,528	2,671,692	(55,836)
Expiring 03/18/15	Citigroup Global Markets	INR	157,934	2,514,822	2,461,703	(53,119)
Expiring 03/18/15	Citigroup Global Markets	INR	105,545	1,675,330	1,645,122	(30,208)
Expiring 03/18/15	Citigroup Global Markets	INR	105,349	1,677,272	1,642,062	(35,210)
Expiring 03/18/15	Citigroup Global Markets	INR	105,179	1,676,804	1,639,415	(37,389)
Expiring 03/18/15	Citigroup Global Markets	INR	79,118	1,258,852	1,233,211	(25,641)
Expiring 03/18/15	Citigroup Global Markets	INR	52,632	838,461	820,370	(18,091)
Expiring 03/18/15	Citigroup Global Markets	INR	41,800	660,246	651,531	(8,715)
Expiring 03/18/15	Credit Suisse First Boston Corp.	INR	171,406	2,727,545	2,671,693	(55,852)
Expiring 03/18/15	Credit Suisse First Boston Corp.	INR	157,934	2,514,822	2,461,703	(53,119)
Expiring 03/18/15	Credit Suisse First Boston Corp.	INR	105,545	1,675,330	1,645,122	(30,208)
Expiring 03/18/15	Credit Suisse First Boston Corp.	INR	105,349	1,677,272	1,642,062	(35,210)
Expiring 03/18/15	Credit Suisse First Boston Corp.	INR	105,179	1,676,804	1,639,415	(37,389)
Expiring 03/18/15	Credit Suisse First Boston Corp.	INR	79,118	1,258,852	1,233,211	(25,641)
Expiring 03/18/15	Credit Suisse First Boston Corp.	INR	60,582	941,445	944,286	2,841
Expiring 03/18/15	Credit Suisse First Boston Corp.	INR	52,632	838,461	820,370	(18,091)
Expiring 03/18/15	Credit Suisse First Boston Corp.	INR	41,800	660,246	651,531	(8,715)
Indonesian Rupiah,						
Expiring 03/18/15	Citigroup Global Markets	IDR	11,808,911	943,058	940,225	(2,833)
Expiring 03/18/15	Citigroup Global Markets	IDR	3,297,005	262,397	262,507	110
Expiring 03/18/15	Citigroup Global Markets	IDR	650,000	51,834	51,753	(81)
Expiring 03/18/15	Credit Suisse First Boston Corp.	IDR	11,808,911	943,059	940,225	(2,834)
Expiring 03/18/15	Credit Suisse First Boston Corp.	IDR	3,297,005	262,397	262,507	110
Expiring 03/18/15	Credit Suisse First Boston Corp.	IDR	2,760,575	217,026	219,796	2,770
Expiring 03/18/15	Credit Suisse First Boston Corp.	IDR	650,000	51,834	51,753	(81)
Israeli Shekel,						
Expiring 03/18/15	Citigroup Global Markets	ILS	4,650	1,178,310	1,192,511	14,201
Expiring 03/18/15	Citigroup Global Markets	ILS	4,150	1,059,094	1,064,284	5,190
Expiring 03/18/15	Citigroup Global Markets	ILS	1,600	407,523	410,326	2,803
Expiring 03/18/15	Citigroup Global Markets	ILS	1,200	305,973	307,744	1,771
Expiring 03/18/15	Citigroup Global Markets	ILS	550	140,248	141,050	802
Expiring 03/18/15	Citigroup Global Markets	ILS	200	50,845	51,290	445
Expiring 03/18/15	Credit Suisse First Boston Corp.	ILS	4,650	1,179,852	1,192,511	12,659
Expiring 03/18/15	Credit Suisse First Boston Corp.	ILS	4,150	1,058,609	1,064,284	5,675
Expiring 03/18/15	Credit Suisse First Boston Corp.	ILS	1,600	407,375	410,326	2,951

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SCHEDULE OF INVESTMENTS

December 31, 2014

Forward foreign currency exchange contracts outstanding at December 31, 2014 (continued):

Purchase Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Payable	Current Value	Unrealized Appreciation (Depreciation)
Israeli Shekel (cont'd.),						
Expiring 03/18/15	Credit Suisse First Boston Corp.	ILS	1,200	$ 305,722	$ 307,744	$ 2,022
Expiring 03/18/15	Credit Suisse First Boston Corp.	ILS	550	140,183	141,049	866
Expiring 03/18/15	Credit Suisse First Boston Corp.	ILS	200	50,872	51,290	418
Malaysian Ringgit,						
Expiring 03/18/15	Citigroup Global Markets	MYR	12,493	3,592,634	3,550,163	(42,471)
Expiring 03/18/15	Citigroup Global Markets	MYR	9,988	2,874,343	2,838,321	(36,022)
Expiring 03/18/15	Citigroup Global Markets	MYR	7,435	2,155,765	2,112,943	(42,822)
Expiring 03/18/15	Citigroup Global Markets	MYR	5,617	1,592,032	1,596,249	4,217
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	12,493	3,592,636	3,550,164	(42,472)
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	9,988	2,874,343	2,838,321	(36,022)
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	7,435	2,155,766	2,112,944	(42,822)
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	5,617	1,592,031	1,596,248	4,217
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	956	271,437	271,678	241
Mexican Peso,						
Expiring 03/18/15	Credit Suisse First Boston Corp.	MXN	57	3,851	3,845	(6)
New Taiwanese Dollar,						
Expiring 03/18/15	Citigroup Global Markets	TWD	61,042	1,965,288	1,932,571	(32,717)
Expiring 03/18/15	Citigroup Global Markets	TWD	40,949	1,319,650	1,296,428	(23,222)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TWD	61,042	1,965,288	1,932,571	(32,717)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TWD	40,949	1,319,650	1,296,428	(23,222)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TWD	340	10,709	10,765	56
Peruvian Nuevo Sol,						
Expiring 03/18/15	Citigroup Global Markets	PEN	100	33,278	32,981	(297)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PEN	100	33,278	32,981	(297)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PEN	100	33,333	32,980	(353)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PEN	100	33,389	32,981	(408)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PEN	100	33,715	32,980	(735)
Philippine Peso,						
Expiring 03/18/15	Citigroup Global Markets	PHP	36,000	803,038	801,938	(1,100)
Expiring 03/18/15	Citigroup Global Markets	PHP	29,500	657,386	657,144	(242)
Expiring 03/18/15	Citigroup Global Markets	PHP	21,500	478,312	478,935	623
Expiring 03/18/15	Citigroup Global Markets	PHP	19,000	424,062	423,245	(817)
Expiring 03/18/15	Citigroup Global Markets	PHP	17,000	379,089	378,693	(396)
Expiring 03/18/15	Citigroup Global Markets	PHP	15,000	334,450	334,141	(309)
Expiring 03/18/15	Citigroup Global Markets	PHP	1,000	22,309	22,276	(33)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	36,000	803,039	801,939	(1,100)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	29,500	657,386	657,144	(242)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	21,500	478,312	478,935	623
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	19,000	424,062	423,245	(817)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	17,000	379,089	378,692	(397)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	15,000	334,450	334,141	(309)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	1,000	22,309	22,276	(33)
Polish Zloty,						
Expiring 03/18/15	Citigroup Global Markets	PLN	5,500	1,575,266	1,548,075	(27,191)
Expiring 03/18/15	Citigroup Global Markets	PLN	4,734	1,396,749	1,332,541	(64,208)
Expiring 03/18/15	Citigroup Global Markets	PLN	2,797	831,786	787,336	(44,450)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PLN	5,500	1,574,828	1,548,075	(26,753)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PLN	4,734	1,396,753	1,332,541	(64,212)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PLN	2,797	831,789	787,336	(44,453)
Russian Ruble,						
Expiring 03/18/15	Citigroup Global Markets	RUB	113,000	2,080,455	1,779,122	(301,333)
Expiring 03/18/15	Citigroup Global Markets	RUB	60,500	1,089,661	952,539	(137,122)
Expiring 03/18/15	Citigroup Global Markets	RUB	42,000	571,675	661,266	89,591
Expiring 03/18/15	Citigroup Global Markets	RUB	36,000	586,548	566,800	(19,748)
Expiring 03/18/15	Citigroup Global Markets	RUB	21,000	350,293	330,633	(19,660)
Expiring 03/18/15	Citigroup Global Markets	RUB	19,500	336,713	307,016	(29,697)
Expiring 03/18/15	Citigroup Global Markets	RUB	15,000	309,428	236,166	(73,262)
Expiring 03/18/15	Citigroup Global Markets	RUB	14,000	244,073	220,422	(23,651)
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	113,000	2,080,477	1,779,122	(301,355)

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SCHEDULE OF INVESTMENTS

December 31, 2014

Forward foreign currency exchange contracts outstanding at December 31, 2014 (continued):

Purchase Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Payable	Current Value	Unrealized Appreciation (Depreciation)
Russian Ruble (cont'd.),						
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	60,500	$ 1,089,744	$ 952,539	$ (137,205)
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	42,000	573,383	661,266	87,883
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	36,000	586,550	566,800	(19,750)
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	21,000	350,294	330,633	(19,661)
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	19,500	336,786	307,017	(29,769)
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	15,000	309,446	236,166	(73,280)
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	14,000	244,074	220,422	(23,652)
Singapore Dollar,						
Expiring 03/18/15	Citigroup Global Markets	SGD	4,800	3,648,170	3,618,883	(29,287)
Expiring 03/18/15	Citigroup Global Markets	SGD	2,975	2,279,900	2,242,954	(36,946)
Expiring 03/18/15	Citigroup Global Markets	SGD	535	406,157	403,355	(2,802)
Expiring 03/18/15	Citigroup Global Markets	SGD	465	355,329	350,579	(4,750)
Expiring 03/18/15	Citigroup Global Markets	SGD	195	149,994	147,017	(2,977)
Expiring 03/18/15	Citigroup Global Markets	SGD	190	145,005	143,247	(1,758)
Expiring 03/18/15	Citigroup Global Markets	SGD	185	140,860	139,477	(1,383)
Expiring 03/18/15	Citigroup Global Markets	SGD	170	129,607	128,169	(1,438)
Expiring 03/18/15	Citigroup Global Markets	SGD	125	95,209	94,241	(968)
Expiring 03/18/15	Citigroup Global Markets	SGD	15	11,331	11,309	(22)
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	4,800	3,647,161	3,618,883	(28,278)
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	2,975	2,279,170	2,242,953	(36,217)
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	535	406,204	403,355	(2,849)
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	465	355,182	350,579	(4,603)
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	195	150,002	147,017	(2,985)
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	190	144,932	143,247	(1,685)
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	185	140,800	139,477	(1,323)
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	170	129,558	128,169	(1,389)
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	125	95,166	94,242	(924)
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	15	11,330	11,309	(21)
South African Rand,						
Expiring 03/18/15	Citigroup Global Markets	ZAR	10,300	879,351	879,087	(264)
Expiring 03/18/15	Citigroup Global Markets	ZAR	7,316	653,775	624,412	(29,363)
Expiring 03/18/15	Citigroup Global Markets	ZAR	6,725	591,633	573,923	(17,710)
Expiring 03/18/15	Citigroup Global Markets	ZAR	6,550	579,373	559,031	(20,342)
Expiring 03/18/15	Citigroup Global Markets	ZAR	6,284	538,536	536,351	(2,185)
Expiring 03/18/15	Citigroup Global Markets	ZAR	5,848	512,917	499,073	(13,844)
Expiring 03/18/15	Citigroup Global Markets	ZAR	5,751	495,341	490,858	(4,483)
Expiring 03/18/15	Citigroup Global Markets	ZAR	5,050	450,369	431,009	(19,360)
Expiring 03/18/15	Citigroup Global Markets	ZAR	3,900	342,942	332,859	(10,083)
Expiring 03/18/15	Citigroup Global Markets	ZAR	50	4,473	4,268	(205)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	10,300	879,478	879,088	(390)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	7,316	653,777	624,412	(29,365)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	6,725	591,634	573,922	(17,712)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	6,550	579,341	559,031	(20,310)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	6,284	538,536	536,351	(2,185)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	5,848	512,918	499,073	(13,845)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	5,751	495,342	490,858	(4,484)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	5,050	450,330	431,009	(19,321)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	3,900	342,929	332,858	(10,071)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	64	5,427	5,462	35
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	50	4,472	4,267	(205)
South Korean Won,						
Expiring 03/18/15	Citigroup Global Markets	KRW	3,070,000	2,775,239	2,783,138	7,899
Expiring 03/18/15	Citigroup Global Markets	KRW	2,630,000	2,403,175	2,384,251	(18,924)
Expiring 03/18/15	Citigroup Global Markets	KRW	2,375,000	2,156,284	2,153,079	(3,205)
Expiring 03/18/15	Citigroup Global Markets	KRW	2,075,000	1,874,474	1,881,111	6,637
Expiring 03/18/15	Citigroup Global Markets	KRW	1,490,000	1,363,503	1,350,774	(12,729)
Expiring 03/18/15	Citigroup Global Markets	KRW	740,000	671,160	670,854	(306)
Expiring 03/18/15	Citigroup Global Markets	KRW	655,000	583,650	593,797	10,147
Expiring 03/18/15	Citigroup Global Markets	KRW	520,000	469,502	471,411	1,909

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Forward foreign currency exchange contracts outstanding at December 31, 2014 (continued):

Purchase Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Payable	Current Value	Unrealized Appreciation (Depreciation)
South Korean Won (cont'd.),						
Expiring 03/18/15	Citigroup Global Markets	KRW	210,000	$ 187,868	$ 190,378	$ 2,510
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	3,070,000	2,775,238	2,783,137	7,899
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	2,630,000	2,402,792	2,384,252	(18,540)
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	2,375,000	2,156,283	2,153,078	(3,205)
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	2,075,000	1,874,478	1,881,111	6,633
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	1,490,000	1,363,523	1,350,774	(12,749)
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	740,000	671,160	670,853	(307)
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	655,000	583,650	593,796	10,146
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	520,000	469,503	471,411	1,908
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	210,000	187,868	190,378	2,510
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	62,135	55,977	56,329	352
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	3,168	2,872	2,872	—
Thai Baht,						
Expiring 03/18/15	Citigroup Global Markets	THB	2,500	74,538	75,705	1,167
Expiring 03/18/15	Citigroup Global Markets	THB	2,000	60,296	60,564	268
Expiring 03/18/15	Citigroup Global Markets	THB	1,000	29,931	30,282	351
Expiring 03/18/15	Citigroup Global Markets	THB	500	15,069	15,141	72
Expiring 03/18/15	Credit Suisse First Boston Corp.	THB	18,211	548,194	551,467	3,273
Expiring 03/18/15	Credit Suisse First Boston Corp.	THB	2,500	74,538	75,705	1,167
Expiring 03/18/15	Credit Suisse First Boston Corp.	THB	2,000	60,296	60,564	268
Expiring 03/18/15	Credit Suisse First Boston Corp.	THB	1,000	29,878	30,283	405
Expiring 03/18/15	Credit Suisse First Boston Corp.	THB	1,000	29,931	30,282	351
Expiring 03/18/15	Credit Suisse First Boston Corp.	THB	500	15,069	15,141	72
Turkish Lira,						
Expiring 03/18/15	Citigroup Global Markets	TRY	6,768	2,968,154	2,849,775	(118,379)
Expiring 03/18/15	Citigroup Global Markets	TRY	5,889	2,603,624	2,479,748	(123,876)
Expiring 03/18/15	Citigroup Global Markets	TRY	3,621	1,571,316	1,524,788	(46,528)
Expiring 03/18/15	Citigroup Global Markets	TRY	3,465	1,504,818	1,459,059	(45,759)
Expiring 03/18/15	Citigroup Global Markets	TRY	3,374	1,484,040	1,420,696	(63,344)
Expiring 03/18/15	Citigroup Global Markets	TRY	3,299	1,445,020	1,389,062	(55,958)
Expiring 03/18/15	Citigroup Global Markets	TRY	3,126	1,369,383	1,316,123	(53,260)
Expiring 03/18/15	Citigroup Global Markets	TRY	2,964	1,276,307	1,248,062	(28,245)
Expiring 03/18/15	Citigroup Global Markets	TRY	1,250	542,151	526,371	(15,780)
Expiring 03/18/15	Citigroup Global Markets	TRY	100	43,821	42,110	(1,711)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	6,768	2,968,161	2,849,775	(118,386)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	5,889	2,603,630	2,479,747	(123,883)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	3,621	1,571,320	1,524,788	(46,532)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	3,465	1,504,822	1,459,059	(45,763)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	3,374	1,484,044	1,420,697	(63,347)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	3,299	1,445,023	1,389,061	(55,962)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	3,126	1,369,387	1,316,124	(53,263)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	2,964	1,276,314	1,248,061	(28,253)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	1,250	542,026	526,370	(15,656)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	123	52,163	51,795	(368)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	100	43,831	42,110	(1,721)
				$216,872,611	$212,086,399	(4,786,212)

Sale Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Receivable	Current Value	Unrealized Appreciation (Depreciation)
Brazilian Real,						
Expiring 03/18/15	Citigroup Global Markets	BRL	6,700	$ 2,467,783	$ 2,467,022	$ 761
Expiring 03/18/15	Citigroup Global Markets	BRL	3,300	1,216,293	1,215,100	1,193
Expiring 03/18/15	Citigroup Global Markets	BRL	3,088	1,163,551	1,137,100	26,451
Expiring 03/18/15	Citigroup Global Markets	BRL	2,601	979,125	957,660	21,465
Expiring 03/18/15	Citigroup Global Markets	BRL	2,500	899,532	920,530	(20,998)
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	6,700	2,466,422	2,467,022	(600)

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Sale Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Receivable	Current Value	Unrealized Appreciation (Depreciation)
Brazilian Real (cont'd.),						
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	3,300	$ 1,216,337	$ 1,215,101	$ 1,236
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	3,088	1,163,545	1,137,100	26,445
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	2,601	979,120	957,660	21,460
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	2,500	899,560	920,531	(20,971)
Expiring 03/18/15	Credit Suisse First Boston Corp.	BRL	2,000	733,138	736,425	(3,287)
Chilean Peso,						
Expiring 03/18/15	Citigroup Global Markets	CLP	1,035,528	1,685,860	1,693,760	(7,900)
Expiring 03/18/15	Citigroup Global Markets	CLP	840,957	1,362,639	1,375,510	(12,871)
Expiring 03/18/15	Citigroup Global Markets	CLP	777,953	1,264,238	1,272,457	(8,219)
Expiring 03/18/15	Credit Suisse First Boston Corp.	CLP	1,035,528	1,685,859	1,693,760	(7,901)
Expiring 03/18/15	Credit Suisse First Boston Corp.	CLP	840,957	1,362,638	1,375,510	(12,872)
Expiring 03/18/15	Credit Suisse First Boston Corp.	CLP	777,953	1,264,245	1,272,458	(8,213)
Expiring 03/18/15	Credit Suisse First Boston Corp.	CLP	21,205	34,502	34,684	(182)
Expiring 03/18/15	Credit Suisse First Boston Corp.	CLP	9	15	15	—
Colombian Peso,						
Expiring 03/18/15	Citigroup Global Markets	COP	2,350,000	1,008,865	984,702	24,163
Expiring 03/18/15	Citigroup Global Markets	COP	1,400,000	613,005	586,631	26,374
Expiring 03/18/15	Citigroup Global Markets	COP	1,350,000	617,834	565,680	52,154
Expiring 03/18/15	Citigroup Global Markets	COP	1,005,000	438,882	421,118	17,764
Expiring 03/18/15	Credit Suisse First Boston Corp.	COP	2,350,000	1,008,895	984,702	24,193
Expiring 03/18/15	Credit Suisse First Boston Corp.	COP	1,400,000	613,007	586,631	26,376
Expiring 03/18/15	Credit Suisse First Boston Corp.	COP	1,350,000	617,835	565,679	52,156
Expiring 03/18/15	Credit Suisse First Boston Corp.	COP	1,005,000	438,881	421,117	17,764
Hong Kong Dollar,						
Expiring 03/18/15	Citigroup Global Markets	HKD	6,950	896,330	896,207	123
Expiring 03/18/15	Citigroup Global Markets	HKD	5,350	689,902	689,887	15
Expiring 03/18/15	Citigroup Global Markets	HKD	4,850	625,292	625,411	(119)
Expiring 03/18/15	Citigroup Global Markets	HKD	4,350	561,097	560,935	162
Expiring 03/18/15	Citigroup Global Markets	HKD	3,500	451,374	451,328	46
Expiring 03/18/15	Citigroup Global Markets	HKD	2,450	315,922	315,930	(8)
Expiring 03/18/15	Citigroup Global Markets	HKD	2,350	303,031	303,034	(3)
Expiring 03/18/15	Citigroup Global Markets	HKD	850	109,618	109,608	10
Expiring 03/18/15	Citigroup Global Markets	HKD	750	96,724	96,713	11
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	15,305	1,972,370	1,973,591	(1,221)
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	6,950	896,469	896,207	262
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	5,350	689,955	689,887	68
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	4,850	625,298	625,412	(114)
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	4,350	561,110	560,936	174
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	3,500	451,396	451,328	68
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	2,450	315,925	315,929	(4)
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	2,350	303,035	303,034	1
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	850	109,627	109,608	19
Expiring 03/18/15	Credit Suisse First Boston Corp.	HKD	750	96,728	96,713	15
Hungarian Forint,						
Expiring 03/18/15	Citigroup Global Markets	HUF	30,000	118,713	114,437	4,276
Expiring 03/18/15	Citigroup Global Markets	HUF	5,000	20,005	19,073	932
Expiring 03/18/15	Credit Suisse First Boston Corp.	HUF	30,000	118,724	114,437	4,287
Expiring 03/18/15	Credit Suisse First Boston Corp.	HUF	5,000	20,008	19,073	935
Indian Rupee,						
Expiring 03/18/15	Citigroup Global Markets	INR	143,000	2,235,939	2,228,928	7,011
Expiring 03/18/15	Citigroup Global Markets	INR	76,000	1,171,342	1,184,605	(13,263)
Expiring 03/18/15	Credit Suisse First Boston Corp.	INR	143,000	2,235,929	2,228,928	7,001
Expiring 03/18/15	Credit Suisse First Boston Corp.	INR	76,000	1,171,297	1,184,605	(13,308)
Expiring 03/18/15	Credit Suisse First Boston Corp.	INR	282	4,375	4,395	(20)
Indonesian Rupiah,						
Expiring 03/18/15	Citigroup Global Markets	IDR	3,450,000	270,269	274,689	(4,420)
Expiring 03/18/15	Citigroup Global Markets	IDR	1,800,000	136,942	143,316	(6,374)
Expiring 03/18/15	Credit Suisse First Boston Corp.	IDR	3,450,000	270,269	274,689	(4,420)

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Sale Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Receivable	Current Value	Unrealized Appreciation (Depreciation)
Indonesian Rupiah (cont'd.),						
Expiring 03/18/15	Credit Suisse First Boston Corp.	IDR	1,800,000	$ 136,943	$ 143,316	$ (6,373)
Israeli Shekel,						
Expiring 03/18/15	Citigroup Global Markets	ILS	9,460	2,390,702	2,425,933	(35,231)
Expiring 03/18/15	Citigroup Global Markets	ILS	8,890	2,231,507	2,279,735	(48,228)
Expiring 03/18/15	Citigroup Global Markets	ILS	8,251	2,083,374	2,116,005	(32,631)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ILS	9,460	2,390,688	2,425,934	(35,246)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ILS	8,890	2,231,499	2,279,735	(48,236)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ILS	8,251	2,083,367	2,116,005	(32,638)
Malaysian Ringgit,						
Expiring 03/18/15	Citigroup Global Markets	MYR	4,750	1,352,240	1,349,861	2,379
Expiring 03/18/15	Citigroup Global Markets	MYR	3,850	1,094,965	1,094,099	866
Expiring 03/18/15	Citigroup Global Markets	MYR	3,800	1,094,367	1,079,889	14,478
Expiring 03/18/15	Citigroup Global Markets	MYR	3,450	977,836	980,425	(2,589)
Expiring 03/18/15	Citigroup Global Markets	MYR	3,400	965,533	966,217	(684)
Expiring 03/18/15	Citigroup Global Markets	MYR	3,100	881,322	880,962	360
Expiring 03/18/15	Citigroup Global Markets	MYR	2,500	713,823	710,454	3,369
Expiring 03/18/15	Citigroup Global Markets	MYR	2,450	726,246	696,244	30,002
Expiring 03/18/15	Citigroup Global Markets	MYR	2,300	653,134	653,617	(483)
Expiring 03/18/15	Citigroup Global Markets	MYR	1,600	461,720	454,690	7,030
Expiring 03/18/15	Citigroup Global Markets	MYR	1,050	301,790	298,390	3,400
Expiring 03/18/15	Citigroup Global Markets	MYR	850	241,031	241,554	(523)
Expiring 03/18/15	Citigroup Global Markets	MYR	750	212,554	213,136	(582)
Expiring 03/18/15	Citigroup Global Markets	MYR	100	28,282	28,418	(136)
Expiring 03/18/15	Citigroup Global Markets	MYR	50	14,819	14,209	610
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	4,750	1,352,240	1,349,862	2,378
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	3,850	1,094,989	1,094,099	890
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	3,800	1,094,397	1,079,889	14,508
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	3,450	977,836	980,426	(2,590)
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	3,400	965,515	966,217	(702)
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	3,100	881,323	880,963	360
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	2,500	713,817	710,453	3,364
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	2,450	726,246	696,244	30,002
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	2,300	653,134	653,617	(483)
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	1,600	461,721	454,690	7,031
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	1,050	301,790	298,391	3,399
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	850	241,031	241,554	(523)
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	750	212,554	213,136	(582)
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	100	28,282	28,418	(136)
Expiring 03/18/15	Credit Suisse First Boston Corp.	MYR	50	14,819	14,209	610
Mexican Peso,						
Expiring 03/18/15	Citigroup Global Markets	MXN	36,400	2,449,698	2,455,286	(5,588)
Expiring 03/18/15	Citigroup Global Markets	MXN	35,550	2,411,204	2,397,950	13,254
Expiring 03/18/15	Citigroup Global Markets	MXN	29,300	1,968,182	1,976,370	(8,188)
Expiring 03/18/15	Citigroup Global Markets	MXN	22,650	1,554,500	1,527,808	26,692
Expiring 03/18/15	Citigroup Global Markets	MXN	19,200	1,327,391	1,295,095	32,296
Expiring 03/18/15	Citigroup Global Markets	MXN	18,050	1,269,488	1,217,525	51,963
Expiring 03/18/15	Citigroup Global Markets	MXN	16,350	1,129,662	1,102,855	26,807
Expiring 03/18/15	Citigroup Global Markets	MXN	12,150	856,869	819,552	37,317
Expiring 03/18/15	Citigroup Global Markets	MXN	1,184	83,504	79,831	3,673
Expiring 03/18/15	Credit Suisse First Boston Corp.	MXN	36,400	2,450,153	2,455,286	(5,133)
Expiring 03/18/15	Credit Suisse First Boston Corp.	MXN	35,550	2,412,595	2,397,951	14,644
Expiring 03/18/15	Credit Suisse First Boston Corp.	MXN	29,300	1,968,609	1,976,370	(7,761)
Expiring 03/18/15	Credit Suisse First Boston Corp.	MXN	22,650	1,554,690	1,527,808	26,882
Expiring 03/18/15	Credit Suisse First Boston Corp.	MXN	19,200	1,327,481	1,295,096	32,385
Expiring 03/18/15	Credit Suisse First Boston Corp.	MXN	18,050	1,269,612	1,217,525	52,087
Expiring 03/18/15	Credit Suisse First Boston Corp.	MXN	16,350	1,129,803	1,102,855	26,948
Expiring 03/18/15	Credit Suisse First Boston Corp.	MXN	12,150	857,056	819,553	37,503
Expiring 03/18/15	Credit Suisse First Boston Corp.	MXN	3,884	262,282	261,987	295

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Sale Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Receivable	Current Value	Unrealized Appreciation (Depreciation)
Mexican Peso (cont'd.),						
Expiring 03/18/15	Credit Suisse First Boston Corp.	MXN	1,184	$ 83,504	$ 79,830	$ 3,674
Expiring 03/18/15	Credit Suisse First Boston Corp.	MXN	160	10,807	10,792	15
New Taiwanese Dollar,						
Expiring 03/18/15	Credit Suisse First Boston Corp.	TWD	6,168	194,207	195,279	(1,072)
Peruvian Nuevo Sol,						
Expiring 03/18/15	Citigroup Global Markets	PEN	60	19,780	19,623	157
Expiring 03/18/15	Credit Suisse First Boston Corp.	PEN	100	33,523	32,980	543
Expiring 03/18/15	Credit Suisse First Boston Corp.	PEN	100	33,473	32,981	492
Expiring 03/18/15	Credit Suisse First Boston Corp.	PEN	100	33,333	32,980	353
Expiring 03/18/15	Credit Suisse First Boston Corp.	PEN	100	33,322	32,981	341
Expiring 03/18/15	Credit Suisse First Boston Corp.	PEN	100	33,168	32,981	187
Expiring 03/18/15	Credit Suisse First Boston Corp.	PEN	60	19,781	19,624	157
Philippine Peso,						
Expiring 03/18/15	Citigroup Global Markets	PHP	53,595	1,193,634	1,193,874	(240)
Expiring 03/18/15	Citigroup Global Markets	PHP	53,436	1,191,760	1,190,339	1,421
Expiring 03/18/15	Citigroup Global Markets	PHP	49,676	1,109,943	1,106,581	3,362
Expiring 03/18/15	Citigroup Global Markets	PHP	41,051	919,391	914,455	4,936
Expiring 03/18/15	Citigroup Global Markets	PHP	40,142	895,222	894,205	1,017
Expiring 03/18/15	Citigroup Global Markets	PHP	26,834	598,709	597,762	947
Expiring 03/18/15	Citigroup Global Markets	PHP	26,827	596,819	597,604	(785)
Expiring 03/18/15	Citigroup Global Markets	PHP	26,690	595,876	594,536	1,340
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	53,595	1,193,634	1,193,874	(240)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	53,436	1,191,759	1,190,339	1,420
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	49,676	1,109,943	1,106,581	3,362
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	41,051	919,391	914,456	4,935
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	40,142	895,221	894,204	1,017
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	26,834	598,708	597,761	947
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	26,827	596,819	597,604	(785)
Expiring 03/18/15	Credit Suisse First Boston Corp.	PHP	26,690	595,876	594,536	1,340
Polish Zloty,						
Expiring 03/18/15	Credit Suisse First Boston Corp.	PLN	2,925	825,106	823,295	1,811
Russian Ruble,						
Expiring 03/18/15	Citigroup Global Markets	RUB	71,335	1,297,991	1,123,123	174,868
Expiring 03/18/15	Citigroup Global Markets	RUB	60,453	1,069,962	951,800	118,162
Expiring 03/18/15	Citigroup Global Markets	RUB	60,352	1,065,166	950,213	114,953
Expiring 03/18/15	Citigroup Global Markets	RUB	57,483	782,263	905,030	(122,767)
Expiring 03/18/15	Citigroup Global Markets	RUB	56,378	973,450	887,633	85,817
Expiring 03/18/15	Citigroup Global Markets	RUB	15,000	320,569	236,167	84,402
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	71,335	1,297,988	1,123,123	174,865
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	60,453	1,069,959	951,799	118,160
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	60,352	1,065,160	950,214	114,946
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	57,483	790,304	905,030	(114,726)
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	56,378	973,447	887,632	85,815
Expiring 03/18/15	Credit Suisse First Boston Corp.	RUB	15,000	320,571	236,166	84,405
Singapore Dollar,						
Expiring 03/18/15	Citigroup Global Markets	SGD	7,330	5,584,848	5,526,021	58,827
Expiring 03/18/15	Citigroup Global Markets	SGD	5,508	4,187,686	4,152,416	35,270
Expiring 03/18/15	Citigroup Global Markets	SGD	2,447	1,860,839	1,844,816	16,023
Expiring 03/18/15	Citigroup Global Markets	SGD	2,262	1,724,854	1,705,450	19,404
Expiring 03/18/15	Citigroup Global Markets	SGD	1,850	1,398,814	1,395,048	3,766
Expiring 03/18/15	Citigroup Global Markets	SGD	1,825	1,396,993	1,375,801	21,192
Expiring 03/18/15	Citigroup Global Markets	SGD	1,238	934,993	933,001	1,992
Expiring 03/18/15	Citigroup Global Markets	SGD	1,226	930,704	924,374	6,330
Expiring 03/18/15	Citigroup Global Markets	SGD	280	214,818	211,101	3,717
Expiring 03/18/15	Citigroup Global Markets	SGD	100	75,816	75,394	422
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	7,330	5,584,835	5,526,020	58,815
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	5,508	4,187,676	4,152,415	35,261
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	2,447	1,860,835	1,844,816	16,019

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Forward foreign currency exchange contracts outstanding at December 31, 2014 (continued):

Sale Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Receivable	Current Value	Unrealized Appreciation (Depreciation)
Singapore Dollar (cont'd.),						
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	2,262	$ 1,724,851	$ 1,705,451	$ 19,400
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	1,850	1,398,810	1,395,047	3,763
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	1,825	1,396,990	1,375,801	21,189
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	1,238	934,988	933,001	1,987
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	1,226	930,702	924,374	6,328
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	280	214,844	211,102	3,742
Expiring 03/18/15	Credit Suisse First Boston Corp.	SGD	100	75,826	75,393	433
South African Rand,						
Expiring 03/18/15	Citigroup Global Markets	ZAR	4,900	411,046	418,207	(7,161)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	7,201	610,358	614,593	(4,235)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	4,900	411,059	418,207	(7,148)
Expiring 03/18/15	Credit Suisse First Boston Corp.	ZAR	649	55,173	55,391	(218)
South Korean Won,						
Expiring 03/18/15	Citigroup Global Markets	KRW	3,223,987	2,913,400	2,922,736	(9,336)
Expiring 03/18/15	Citigroup Global Markets	KRW	2,585,000	2,308,951	2,343,456	(34,505)
Expiring 03/18/15	Citigroup Global Markets	KRW	715,000	642,990	648,190	(5,200)
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	3,223,987	2,913,434	2,922,736	(9,302)
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	2,585,000	2,308,915	2,343,456	(34,541)
Expiring 03/18/15	Credit Suisse First Boston Corp.	KRW	715,000	642,990	648,190	(5,200)
Thai Baht,						
Expiring 03/18/15	Citigroup Global Markets	THB	1,604	48,327	48,557	(230)
Expiring 03/18/15	Citigroup Global Markets	THB	1,000	30,275	30,282	(7)
Expiring 03/18/15	Citigroup Global Markets	THB	1,000	30,248	30,282	(34)
Expiring 03/18/15	Credit Suisse First Boston Corp.	THB	4,000	120,773	121,128	(355)
Expiring 03/18/15	Credit Suisse First Boston Corp.	THB	1,604	48,327	48,557	(230)
Expiring 03/18/15	Credit Suisse First Boston Corp.	THB	1,000	30,275	30,282	(7)
Expiring 03/18/15	Credit Suisse First Boston Corp.	THB	1,000	30,248	30,282	(34)
Expiring 03/18/15	Credit Suisse First Boston Corp.	THB	1,000	30,066	30,282	(216)
Expiring 03/18/15	Credit Suisse First Boston Corp.	THB	1,000	29,934	30,282	(348)
Turkish Lira,						
Expiring 03/18/15	Citigroup Global Markets	TRY	6,300	2,661,583	2,652,906	8,677
Expiring 03/18/15	Citigroup Global Markets	TRY	3,800	1,574,036	1,600,165	(26,129)
Expiring 03/18/15	Citigroup Global Markets	TRY	1,700	750,771	715,864	34,907
Expiring 03/18/15	Citigroup Global Markets	TRY	350	144,186	147,383	(3,197)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	6,300	2,661,194	2,652,907	8,287
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	3,800	1,574,734	1,600,166	(25,432)
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	1,700	751,120	715,864	35,256
Expiring 03/18/15	Credit Suisse First Boston Corp.	TRY	350	144,216	147,384	(3,168)
				$192,365,726	$190,720,801	1,644,925
						$(3,141,287)

Total return swap agreements outstanding at December 31, 2014:

Counterparty	Termination Date	Notional Amount (000)#	Description	Fair Value	Upfront Premiums Paid (Received)	Unrealized Appreciation (Depreciation)
Goldman Sachs & Co.	01/29/15	HKD 365	Pay or receive amounts based on market value fluctuation of HSCEI China Index Future	$ 189,065	$ —	$ 189,065
Goldman Sachs & Co.	01/29/15	1,910	Pay or receive amounts based on market value fluctuation of MSCI Taiwan Index Future	99,137	—	99,137
Goldman Sachs & Co.	01/30/15	1,390	Pay or receive amounts based on market value fluctuation of TA25 Index Future	(124,773)	—	(124,773)

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Total return swap agreements outstanding at December 31, 2014 (continued):

Counterparty	Termination Date	Notional Amount (000)#	Description	Fair Value	Upfront Premiums Paid (Received)	Unrealized Appreciation (Depreciation)
Morgan Stanley	02/18/15	—(r)	Pay or receive amounts based on market value fluctuation of Bovespa Index Future	$ 74,092	$ —	$ 74,092
Morgan Stanley	01/21/15	2,440	Pay or receive amounts based on market value fluctuation of TAIEX Index Future	121,518	—	121,518
Morgan Stanley	03/20/15	(1)	Pay or receive amounts based on market value fluctuation of WIG 20 Index Future	246	—	246
				$359,285	$ —	$359,285

(r) Less than $500 par.

Notional amount is shown in U.S. dollars unless otherwise stated.

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Brazil	$ 15,267,568	$ —	$ —
Chile	4,270,237	—	—
China	908,616	45,991,948	—
Hong Kong	—	5,453,344	—
Hungary	—	400,495	—
India	16,124,483	—	—
Indonesia	—	7,357,069	—
Malaysia	239,550	9,391,988	—
Mexico	13,096,000	—	—
Peru	914,898	—	—
Poland	—	4,971,648	—
Russia	8,415,631	—	—
South Africa	501,800	19,174,152	—
South Korea	3,380,589	32,728,172	—
Taiwan	4,310,388	25,614,006	—
Thailand	—	5,942,768	—
Turkey	—	5,272,439	—
United States	341,220	—	—
Preferred Stocks			
Brazil	7,078,731	—	—
Rights			
Taiwan	—	15,676	—
Affiliated Money Market Mutual Fund	32,520,037	—	—
Other Financial Instruments*			
Futures	(240,583)	—	—
Foreign Forward Currency Contracts	—	(3,141,287)	—
Total Return Swaps	—	359,285	—
Total	$107,129,165	$159,531,703	$ —

* Other financial instruments are derivative instruments not reflected in the Schedule of Investments, such as futures, forwards and exchange-traded swap contracts, which are recorded at the unrealized appreciation/depreciation on the instrument, and over-the-counter swap contracts which are recorded at fair value.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Banks	13.8%
Affiliated Money Market Mutual Fund (3.2% represents investments purchased with collateral from securities on loan)	12.3
Wireless Telecommunication Services	8.8
Oil, Gas & Consumable Fuels	6.3
Semiconductors & Semiconductor Equipment	6.2
Technology Hardware, Storage & Peripherals	4.5
Electric Utilities	4.2
Insurance	3.5
IT Services	2.6
Electronic Equipment, Instruments & Components	2.6
Food Products	2.4
Pharmaceuticals	2.3
Transportation Infrastructure	2.2
Diversified Financial Services	2.2
Airlines	2.1
Automobiles	2.1
Internet Software & Services	1.8
Chemicals	1.8
Metals & Mining	1.5
Food & Staples Retailing	1.5
Media	1.5
Real Estate Management & Development	1.4
Diversified Telecommunication Services	1.4
Beverages	1.3
Specialty Retail	1.2
Industrial Conglomerates	1.2%
Health Care Providers & Services	1.1
Independent Power & Renewable Electricity Producers	0.9
Capital Markets	0.9
Construction & Engineering	0.7
Personal Products	0.6
Gas Utilities	0.6
Consumer Finance	0.5
Trading Companies & Distributors	0.5
Real Estate Investment Trusts (REITs)	0.5
Construction Materials	0.4
Marine	0.4
Electrical Equipment	0.4
Diversified Consumer Services	0.4
Software	0.3
Household Products	0.2
Textiles, Apparel & Luxury Goods	0.2
Distributors	0.1
Auto Components	0.1
Hotels, Restaurants & Leisure	0.1
Paper & Forest Products	0.1
Air Freight & Logistics	0.1
Water Utilities	0.1
Machinery	0.1
Energy Equipment & Services	0.1
Multiline Retail	0.1
	102.2
Liabilities in excess of other assets	(2.2)
	100.0%

The Portfolio invested in derivative instruments during the reporting period. The primary types of risks associated with derivative instruments are foreign exchange and equity risk. The effect of such derivative instruments on the Portfolio's financial position and financial performance as reflected in the Statement of Assets and Liabilities and Statement of Operations is presented in the summary below.

Fair values of derivative instruments as of December 31, 2014 as presented in the Statement of Assets and Liabilities:

Derivatives not accounted for as hedging instruments, carried at fair value	**Asset Derivatives**		**Liability Derivatives**	
	Balance Sheet Location	**Fair Value**	**Balance Sheet Location**	**Fair Value**
Foreign exchange contracts	Unrealized appreciation on foreign currency forward contracts	$2,823,492	Unrealized depreciation on foreign currency forward contracts	$5,964,779
Equity contracts	Due from/to broker-variation margin futures	175,177*	Due from/to broker-variation margin futures	415,760*
Equity contracts	Unaffiliated investments	15,676	—	—
Equity contracts	Unrealized appreciation on over-the-counter swap agreements	484,058	Unrealized depreciation on over-the-counter swap agreements	124,773
Total		$3,498,403		$6,505,312

* Includes cumulative appreciation/depreciation as reported in the schedule of open futures and exchange-traded swap contracts. Only unsettled variation margin receivable (payable) is reported within the Statement of Assets and Liabilities.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS **December 31, 2014**

The effects of derivative instruments on the Statement of Operations for the year ended December 31, 2014 are as follows:

Amount of Realized Gain or (Loss) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Rights[1]	Futures	Swaps	Forward Currency Contracts[2]	Total
Foreign exchange contracts	$ —	$ —	$ —	$2,087,214	$2,087,214
Equity contracts	12,504	3,154,906	(479,146)	—	2,688,264
Total	$12,504	$3,154,906	$(479,146)	$2,087,214	$4,775,478

Change in Unrealized Appreciation or (Depreciation) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Rights[3]	Futures	Swaps	Forward Currency Contracts[4]	Total
Foreign exchange contracts	$ —	$ —	$ —	$(2,872,206)	$(2,872,206)
Equity contracts	15,676	(619,692)	146,171	—	(457,845)
Total	$15,676	$(619,692)	$146,171	$(2,872,206)	$(3,330,051)

(1) Included in net realized gain (loss) on investment transactions in the Statement of Operations.

(2) Included in net realized gain (loss) on foreign currency transactions in the Statement of Operations.

(3) Included in net change in unrealized appreciation (depreciation) on investments in the Statement of Operations.

(4) Included in net change in unrealized appreciation (depreciation) on foreign currencies in the Statement of Operations.

For the year ended December 31, 2014, the Portfolio's average volume of derivative activities is as follows:

Futures Contracts - Long Positions[1]	Futures Contracts - Short Positions[1]	Forward Foreign Currency Exchange Purchase Contracts[2]	Forward Foreign Currency Exchange Sale Contracts[3]	Total Return Swap Agreements[4]
$15,472,166	$20,208,326	$199,228,442	$178,250,614	$1,174,596

(1) Value at Trade Date.

(2) Value at Settlement Date Payable.

(3) Value at Settlement Date Receivable.

(4) Notional Amount.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Offsetting of over-the-counter (OTC) derivative assets and liabilities:

The Portfolio invested in OTC derivatives during the reporting period that are either offset in accordance with current requirements or are subject to enforceable master netting arrangements or similar agreements that permit offsetting. The information about offsetting and related netting arrangements for OTC derivatives, where the legal right to set-off exists, is presented in the summary below.

Counterparty	Gross amounts of recognized assets[1]	Gross amounts available for offset	Collateral Received[3]	Net Amount
Citigroup Global Markets	$1,395,650	$(1,395,650)	$ —	$ —
Credit Suisse First Boston Corp.	1,427,842	(1,427,842)	—	—
Goldman Sachs & Co.	288,202	(124,773)	—	163,429
Morgan Stanley	195,856	—	—	195,856
	$3,307,550			

Counterparty	Gross amounts of recognized liabilities[2]	Gross amounts available for offset	Collateral Pledged[3]	Net Amount
Citigroup Global Markets	$(2,981,791)	$1,395,650	$1,570,000	$(16,141)
Credit Suisse First Boston Corp.	(2,982,988)	1,427,842	1,530,000	(25,146)
Goldman Sachs & Co.	(124,773)	124,773	—	—
Morgan Stanley	—	—	—	—
	$(6,089,552)			

(1) Includes unrealized appreciation on swaps and forwards, premiums paid on swap agreements and market value of purchased options.

(2) Includes unrealized depreciation on swaps and forwards, premiums received on swap agreements and market value of written options.

(3) Amounts shown reflect actual collateral received or pledged by the Portfolio. Such amounts are applied up to 100% of the Portfolio's OTC derivative exposure by counterparty.

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $8,055,069:	
Unaffiliated investments (cost $242,853,939)	$237,163,416
Affiliated investments (cost $32,520,037)	32,520,037
Foreign currency, at value (cost $2,104,008)	2,096,625
Deposit with broker	5,642,892
Unrealized appreciation on foreign currency forward contracts	2,823,492
Receivable for investments sold	2,351,874
Unrealized appreciation on over-the-counter swap agreements	484,058
Dividends receivable	184,170
Tax reclaim receivable	102,200
Due from broker-variation margin futures	33,037
Receivable for fund share sold	9,364
Prepaid expenses	2,309
Total Assets	283,413,474
LIABILITIES:	
Payable to broker for collateral for securities on loan	8,333,792
Unrealized depreciation on foreign currency forward contracts	5,964,779
Payable for investments purchased	4,295,443
Payable to custodian	530,902
Accrued expenses and other liabilities	143,017
Advisory fees payable	125,502
Unrealized depreciation on over-the-counter swap agreements	124,773
Due to broker-variation margin futures	68,595
Distribution fee payable	4,351
Payable for fund share repurchased	1,877
Foreign withholding taxes payable	727
Affiliated transfer agent fee payable	361
Total Liabilities	19,594,119
NET ASSETS	$263,819,355
Net assets were comprised of:	
Paid-in capital	$265,735,864
Retained earnings	(1,916,509)
Net assets, December 31, 2014	$263,819,355
Net asset value and redemption price per share, $263,819,355 / 26,595,134 outstanding shares of beneficial interest	$ 9.92

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $865,423 foreign withholding tax)	$ 6,454,758
Affiliated dividend income	21,836
Affiliated income from securities lending, net	20,877
	6,497,471
EXPENSES	
Advisory fees	2,820,230
Distribution fee	258,737
Custodian and accounting fees	304,000
Audit fee	35,000
Trustees' fees	12,000
Legal fees and expenses	10,000
Shareholders' reports	10,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Insurance expenses	3,000
Commitment fee on syndicated credit agreement	2,000
Miscellaneous	33,342
Total expenses	3,497,309
NET INVESTMENT INCOME	3,000,162
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain (loss) on:	
Investment transactions	(250,645)
Futures transactions	3,154,906
Swap agreements transactions	(479,146)
Foreign currency transactions	2,221,988
	4,647,103
Net change in unrealized appreciation (depreciation) on:	
Investments	(7,605,071)
Futures	(619,692)
Swap agreements	146,171
Foreign currencies	(2,879,808)
	(10,958,400)
NET LOSS ON INVESTMENTS AND FOREIGN CURRENCIES	(6,311,297)
NET DECREASE IN NET ASSETS RESULTING FROM OPERATIONS	$ (3,311,135)

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	February 25, 2013* through December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 3,000,162	$ 2,137,384
Net realized gain (loss) on investment and foreign currency transactions	4,647,103	(2,978,772)
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(10,958,400)	2,236,014
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	(3,311,135)	1,394,626
FUND SHARE TRANSACTIONS:		
Fund share sold [11,019,848 and 28,651,225 shares, respectively]	107,417,872	286,762,913
Fund share repurchased [1,484,373 and 11,591,566 shares, respectively]	(15,023,100)	(113,421,821)
NET INCREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	92,394,772	173,341,092
TOTAL INCREASE IN NET ASSETS	89,083,637	174,735,718
NET ASSETS:		
Beginning of period	174,735,718	—
End of period	$263,819,355	$ 174,735,718

* Commencement of operations.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 99.1%		
EXCHANGE TRADED FUNDS		
iShares 1-3 Year Credit Bond ETF(a)	462,712	$ 48,668,048
iShares Core S&P 500 ETF	189,391	39,184,998
iShares Core U.S. Aggregate Bond ETF	420,589	46,315,261
iShares iBoxx $ High Yield Corporate Bond ETF	78,045	6,992,832
iShares Intermediate Credit Bond ETF(a)	144,825	15,833,717
iShares MSCI EAFE ETF(a)	445,333	27,094,060
iShares MSCI EMU ETF	270,629	9,831,951
iShares MSCI Japan ETF	460,597	5,177,110
iShares Russell 2000 ETF(a)	96,708	11,573,046
iShares U.S. Financials ETF(a)	57,663	5,201,203
iShares U.S. Healthcare ETF(a)	36,014	5,190,698
iShares U.S. Oil & Gas Exploration & Production ETF	64,506	4,608,309
iShares U.S. Technology ETF	49,514	5,169,262
TOTAL EXCHANGE TRADED FUNDS (cost $226,720,141)		230,840,495
SHORT-TERM INVESTMENT — 22.8%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $52,943,594; includes $49,449,398 of cash collateral for securities on loan)(b)(w)(Note 4)	52,943,594	52,943,594
TOTAL INVESTMENTS — 121.9% (cost $279,663,735)		283,784,089
Liabilities in excess of other assets — (21.9)%		(50,894,728)
NET ASSETS — 100.0%		$ 232,889,361

See the Glossary for abbreviations used in the Portfolio descriptions.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $48,135,036; cash collateral of $49,449,398 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Exchange Traded Funds	$ 230,840,495	$ —	$ —
Affiliated Money Market Mutual Fund	52,943,594	—	—
Total	$ 283,784,089	$ —	$ —

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Exchange Traded Funds	99.1%
Affiliated Money Market Mutual Fund (21.2% represents investments purchased with collateral from securities on loan)	22.8
	121.9
Liabilities in excess of other assets	(21.9)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $48,135,036:	
Unaffiliated investments (cost $226,720,141)	$230,840,495
Affiliated investments (cost $52,943,594)	52,943,594
Receivable for fund share sold	320,776
Receivable for investments sold	94,331
Dividends and interest receivable	16,073
Prepaid expenses	1,408
Total Assets	284,216,677
LIABILITIES:	
Payable to broker for collateral for securities on loan	49,449,398
Payable for investments purchased	1,797,761
Advisory fees payable	40,347
Accrued expenses and other liabilities	35,626
Distribution fee payable	3,823
Affiliated transfer agent fee payable	361
Total Liabilities	51,327,316
NET ASSETS	$232,889,361
Net assets were comprised of:	
Paid-in capital	$222,104,878
Retained earnings	10,784,483
Net assets, December 31, 2014	$232,889,361
Net asset value and redemption price per share, $232,889,361 / 21,173,903 outstanding shares of beneficial interest	$ 11.00

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income	$3,949,706
Affiliated income from securities lending, net	240,422
Affiliated dividend income	6,233
Interest income	64
	4,196,425
EXPENSES	
Advisory fees	1,530,150
Distribution fee	171,927
Custodian and accounting fees	45,000
Audit fee	30,000
Trustees' fees	11,000
Legal fees and expenses	10,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Commitment fee on syndicated credit agreement	2,000
Shareholders' reports	2,000
Insurance expenses	1,000
Miscellaneous	11,914
Total expenses	1,822,991
Less: advisory fee waivers and/or expense reimbursement	(423,646)
Net expenses	1,399,345
NET INVESTMENT INCOME	2,797,080
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS	
Net realized gain on investment transactions	2,974,412
Net change in unrealized appreciation (depreciation) on investments	(307,524)
NET GAIN ON INVESTMENTS	2,666,888
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$5,463,968

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	April 29, 2013* through December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 2,797,080	$ 818,905
Net realized gain on investment transactions	2,974,412	73,732
Net change in unrealized appreciation (depreciation) on investments	(307,524)	4,427,878
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	5,463,968	5,320,515
FUND SHARE TRANSACTIONS:		
Fund share sold [11,072,137 and 11,820,490 shares, respectively]	120,335,120	119,644,764
Fund share repurchased [692,092 and 1,026,632 shares, respectively]	(7,501,864)	(10,373,142)
NET INCREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	112,833,256	109,271,622
TOTAL INCREASE IN NET ASSETS	118,297,224	114,592,137
NET ASSETS:		
Beginning of period	114,592,137	—
End of period	$232,889,361	$114,592,137

* Commencement of operations.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 97.3%		
COMMON STOCKS		
Aerospace & Defense — 4.5%		
General Dynamics Corp.	29,534	$ 4,064,469
Honeywell International, Inc.	30,743	3,071,841
Lockheed Martin Corp.	72,405	13,943,031
Raytheon Co.	93,937	10,161,165
		31,240,506
Airlines — 1.6%		
Delta Air Lines, Inc.	170,709	8,397,176
United Continental Holdings, Inc.*	46,700	3,123,763
		11,520,939
Auto Components — 1.0%		
Lear Corp.	68,147	6,683,858
Banks — 13.7%		
BB&T Corp.	89,441	3,478,360
Citigroup, Inc.	520,865	28,184,005
Fifth Third Bancorp	507,655	10,343,471
JPMorgan Chase & Co.	412,641	25,823,074
Wells Fargo & Co.	503,180	27,584,328
		95,413,238
Biotechnology — 0.3%		
Gilead Sciences, Inc.*	20,110	1,895,569
Chemicals — 0.7%		
Huntsman Corp.	228,880	5,213,886
Communications Equipment — 4.1%		
Brocade Communications Systems, Inc.	556,663	6,590,890
Cisco Systems, Inc.	559,583	15,564,801
QUALCOMM, Inc.	81,892	6,087,032
		28,242,723
Construction & Engineering — 0.1%		
Fluor Corp.	11,597	703,126
Consumer Finance — 4.4%		
Capital One Financial Corp.	257,278	21,238,299
Discover Financial Services	138,663	9,081,040
		30,319,339
Containers & Packaging — 1.3%		
Avery Dennison Corp.	70,288	3,646,541
Crown Holdings, Inc.*	95,122	4,841,710
Owens-Illinois, Inc.*	9,553	257,835
		8,746,086
Diversified Consumer Services — 0.7%		
Apollo Education Group, Inc.*	149,919	5,113,737
Diversified Financial Services — 4.1%		
Berkshire Hathaway, Inc. (Class B Stock)*	188,836	28,353,725
Diversified Telecommunication Services — 1.0%		
Verizon Communications, Inc.	153,484	7,179,982
Electrical Equipment — 0.4%		
Emerson Electric Co.	49,451	3,052,610
Electronic Equipment, Instruments & Components — 0.8%		
TE Connectivity Ltd. (Switzerland)	90,050	5,695,662
Food & Staples Retailing — 2.2%		
CVS Health Corp.	159,154	15,328,122

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Food Products — 1.2%		
Tyson Foods, Inc. (Class A Stock)	201,404	$ 8,074,286
Health Care Equipment & Supplies — 2.8%		
Covidien PLC (Ireland)	56,173	5,745,374
Medtronic, Inc.	122,765	8,863,633
Zimmer Holdings, Inc.	46,257	5,246,469
		19,855,476
Health Care Providers & Services — 3.7%		
Express Scripts Holding Co.*	139,763	11,833,733
McKesson Corp.	11,639	2,416,024
Omnicare, Inc.	90,707	6,615,262
Quest Diagnostics, Inc.	70,229	4,709,557
		25,574,576
Hotels, Restaurants & Leisure — 0.6%		
Six Flags Entertainment Corp.	77,394	3,339,551
Wynn Resorts Ltd.	4,673	695,155
		4,034,706
Independent Power & Renewable Electricity Producers — 1.1%		
AES Corp.	548,769	7,556,549
Insurance — 6.7%		
ACE Ltd. (Switzerland)	88,686	10,188,248
Allstate Corp. (The)	182,576	12,825,963
AON PLC	44,172	4,188,831
MetLife, Inc.	134,700	7,285,923
Travelers Cos., Inc. (The)	94,900	10,045,165
Validus Holdings Ltd. (Bermuda)	53,319	2,215,938
		46,750,068
IT Services — 0.7%		
Fidelity National Information Services, Inc.	48,231	2,999,968
Global Payments, Inc.	23,555	1,901,595
		4,901,563
Machinery — 1.0%		
AGCO Corp.	15,983	722,432
Crane Co.	66,565	3,907,366
Dover Corp.	19,815	1,421,132
Terex Corp.	24,939	695,299
		6,746,229
Media — 7.1%		
Comcast Corp. (Class A Stock)	231,500	13,429,315
Discovery Communications, Inc. (Class A Stock)*	20,667	711,978
Liberty Broadband Corp. (Class A Stock)*	39,246	1,955,236
Liberty Broadband Corp. (Class C Stock)*	14,287	715,636
Liberty Global PLC (United Kingdom) (Class A Stock)*	244,228	11,798,655
Liberty Media Corp. (Class A Stock)*	57,154	2,015,822
Liberty Media Corp. (Class C Stock)*	121,294	4,248,929
Omnicom Group, Inc.	38,663	2,995,223
Scripps Networks Interactive, Inc. (Class A Stock)(a)	51,150	3,850,060
Time Warner, Inc.	67,097	5,731,426
Time, Inc.	72,260	1,778,319
		49,230,599
Metals & Mining — 0.5%		
Barrick Gold Corp. (Canada)(a)	171,165	1,840,024

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Metals & Mining (cont'd.)		
Freeport-McMoRan, Inc.	57,169	$ 1,335,468
		3,175,492
Multiline Retail — 0.6%		
Macy's, Inc.	68,758	4,520,838
Oil, Gas & Consumable Fuels — 8.3%		
California Resources Corp.*	17,329	95,483
Canadian Natural Resources Ltd. (Canada)	197,468	6,097,812
Energen Corp.	58,243	3,713,574
EOG Resources, Inc.	67,178	6,185,078
EQT Corp.	64,954	4,917,018
Exxon Mobil Corp.	57,806	5,344,165
Marathon Petroleum Corp.	65,121	5,877,821
Occidental Petroleum Corp.	112,323	9,054,357
Phillips 66	162,013	11,616,332
QEP Resources, Inc.	190,566	3,853,245
Rice Energy, Inc.*	59,953	1,257,214
		58,012,099
Paper & Forest Products — 0.7%		
International Paper Co.	97,710	5,235,302
Personal Products — 0.1%		
Avon Products, Inc.	72,571	681,442
Pharmaceuticals — 7.9%		
AbbVie, Inc.	97,406	6,374,249
Johnson & Johnson	169,753	17,751,071
Pfizer, Inc.	657,085	20,468,198
Shire PLC (Ireland), ADR	13,541	2,878,004
Teva Pharmaceutical Industries Ltd. (Israel), ADR	133,579	7,682,128
		55,153,650
Semiconductors & Semiconductor Equipment — 1.0%		
NXP Semiconductor NV (Netherlands)*	44,535	3,402,473
ON Semiconductor Corp.*	330,438	3,347,337
		6,749,810
Software — 4.4%		
Activision Blizzard, Inc.	274,133	5,523,780
Microsoft Corp.	311,406	14,464,809
Oracle Corp.	233,737	10,511,153
		30,499,742
Specialty Retail — 1.9%		
Gap, Inc. (The)	153,257	6,453,652
Home Depot, Inc. (The)	63,829	6,700,130
		13,153,782
Technology Hardware, Storage & Peripherals — 6.0%		
Apple, Inc.	155,745	17,191,133
EMC Corp.	443,251	13,182,285
Seagate Technology PLC (Ireland)	53,870	3,582,355
Western Digital Corp.	69,439	7,686,897
		41,642,670
COMMON STOCKS (Continued)		
Textiles, Apparel & Luxury Goods — 0.1%		
Coach, Inc.	18,747	$ 704,137
TOTAL LONG-TERM INVESTMENTS (cost $604,590,502)		676,956,124
SHORT-TERM INVESTMENT — 3.5%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $24,662,429; includes $5,867,598 of cash collateral received for securities on loan)(b)(w)(Note 4)	24,662,429	24,662,429
TOTAL INVESTMENTS — 100.8% (cost $629,252,931)		701,618,553
Liabilities in excess of other assets — (0.8)%		(5,515,331)
NET ASSETS — 100.0%		$ 696,103,222

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $5,642,080; cash collateral of $5,867,598 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 31,240,506	$ —	$ —
Airlines	11,520,939	—	—
Auto Components	6,683,858	—	—
Banks	95,413,238	—	—
Biotechnology	1,895,569	—	—
Chemicals	5,213,886	—	—
Communications Equipment	28,242,723	—	—
Construction & Engineering	703,126	—	—
Consumer Finance	30,319,339	—	—
Containers & Packaging	8,746,086	—	—
Diversified Consumer Services	5,113,737	—	—
Diversified Financial Services	28,353,725	—	—
Diversified Telecommunication Services	7,179,982	—	—
Electrical Equipment	3,052,610	—	—
Electronic Equipment, Instruments & Components	5,695,662	—	—
Food & Staples Retailing	15,328,122	—	—
Food Products	8,074,286	—	—
Health Care Equipment & Supplies	19,855,476	—	—
Health Care Providers & Services	25,574,576	—	—
Hotels, Restaurants & Leisure	4,034,706	—	—
Independent Power & Renewable Electricity Producers	7,556,549	—	—
Insurance	46,750,068	—	—
IT Services	4,901,563	—	—
Machinery	6,746,229	—	—
Media	49,230,599	—	—
Metals & Mining	3,175,492	—	—
Multiline Retail	4,520,838	—	—
Oil, Gas & Consumable Fuels	58,012,099	—	—
Paper & Forest Products	5,235,302	—	—
Personal Products	681,442	—	—
Pharmaceuticals	55,153,650	—	—
Semiconductors & Semiconductor Equipment	6,749,810	—	—
Software	30,499,742	—	—
Specialty Retail	13,153,782	—	—
Technology Hardware, Storage & Peripherals	41,642,670	—	—
Textiles, Apparel & Luxury Goods	704,137	—	—
Affiliated Money Market Mutual Fund	24,662,429	—	—
Total	$701,618,553	$ —	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (Unaudited):

Banks	13.7%
Oil, Gas & Consumable Fuels	8.3
Pharmaceuticals	7.9
Media	7.1
Insurance	6.7
Technology Hardware, Storage & Peripherals	6.0
Aerospace & Defense	4.5
Software	4.4
Consumer Finance	4.4
Diversified Financial Services	4.1
Communications Equipment	4.1
Health Care Providers & Services	3.7
Affiliated Money Market Mutual Fund (0.8% represents investments purchased with collateral from securities on loan)	3.5
Health Care Equipment & Supplies	2.8
Food & Staples Retailing	2.2
Specialty Retail	1.9
Airlines	1.6
Containers & Packaging	1.3
Food Products	1.2%
Independent Power & Renewable Electricity Producers	1.1
Diversified Telecommunication Services	1.0
Semiconductors & Semiconductor Equipment	1.0
Machinery	1.0
Auto Components	1.0
Electronic Equipment, Instruments & Components	0.8
Paper & Forest Products	0.7
Chemicals	0.7
Diversified Consumer Services	0.7
IT Services	0.7
Multiline Retail	0.6
Hotels, Restaurants & Leisure	0.6
Metals & Mining	0.5
Electrical Equipment	0.4
Biotechnology	0.3
Textiles, Apparel & Luxury Goods	0.1
Construction & Engineering	0.1
Personal Products	0.1
	100.8
Liabilities in excess of other assets	(0.8)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $5,642,080:	
Unaffiliated investments (cost $604,590,502)	$676,956,124
Affiliated investments (cost $24,662,429)	24,662,429
Other assets	3,521,208
Receivable for investments sold	508,021
Dividends receivable	477,455
Tax reclaim receivable	465,745
Receivable for fund share sold	14,824
Prepaid expenses	5,373
Total Assets	706,611,179
LIABILITIES:	
Payable to broker for collateral for securities on loan	5,867,598
Payable to custodian	3,977,239
Advisory fees payable	432,353
Payable for investments purchased	94,043
Payable for fund share repurchased	76,583
Accrued expenses and other liabilities	48,185
Distribution fee payable	11,595
Affiliated transfer agent fee payable	361
Total Liabilities	10,507,957
NET ASSETS	$696,103,222
Net assets were comprised of:	
Paid-in capital	$199,940,313
Retained earnings	496,162,909
Net assets, December 31, 2014	$696,103,222
Net asset value and redemption price per share, $696,103,222 / 38,126,251 outstanding shares of beneficial interest	$ 18.26

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $196,858 foreign withholding tax)	$ 10,227,371
Affiliated income from securities lending, net	37,883
Affiliated dividend income	23,662
	10,288,916
EXPENSES	
Advisory fees	4,949,946
Distribution fee	676,381
Custodian and accounting fees	72,000
Audit fee	22,000
Trustees' fees	15,000
Legal fees and expenses	11,000
Insurance expenses	9,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Shareholders' reports	4,000
Commitment fee on syndicated credit agreement	2,000
Loan interest expense	190
Miscellaneous	14,700
Total expenses	5,784,217
Less: advisory fee waiver and/or expense reimbursement	(336,751)
Net expenses	5,447,466
NET INVESTMENT INCOME	4,841,450
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain (loss) on:	
Investment transactions	183,030,621
Foreign currency transactions	(12,889)
	183,017,732
Net change in unrealized appreciation (depreciation) on:	
Investments	(121,989,661)
Foreign currencies	(18,800)
	(122,008,461)
NET GAIN ON INVESTMENTS AND FOREIGN CURRENCIES	61,009,271
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$ 65,850,721

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 4,841,450	$ 6,179,800
Net realized gain on investment and foreign currency transactions	183,017,732	261,062,716
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(122,008,461)	20,948,557
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	65,850,721	288,191,073
FUND SHARE TRANSACTIONS:		
Fund share sold [2,635,973 and 12,223,099 shares, respectively]	45,701,420	172,262,509
Fund share repurchased [4,290,676 and 86,592,649 shares, respectively]	(74,091,439)	(1,239,610,276)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(28,390,019)	(1,067,347,767)
TOTAL INCREASE (DECREASE) IN NET ASSETS	37,460,702	(779,156,694)
NET ASSETS:		
Beginning of year	658,642,520	1,437,799,214
End of year	$ 696,103,222	$ 658,642,520

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 98.3%		
COMMON STOCKS		
Diversified REIT's — 9.0%		
American Assets Trust, Inc.	206,788	$ 8,232,230
Empire State Realty Trust, Inc. (Class A Stock)(a)	472,125	8,299,958
Liberty Property Trust	245,805	9,249,642
Vornado Realty Trust	438,644	51,632,785
		77,414,615
Health Care REIT's — 9.1%		
Health Care REIT, Inc.(a)	599,293	45,348,501
Healthcare Trust of America, Inc. (Class A Stock)	378,761	10,203,821
Ventas, Inc.(a)	310,736	22,279,771
		77,832,093
Hotel & Resort REIT's — 6.6%		
DiamondRock Hospitality Co.	866,976	12,891,933
Host Hotels & Resorts, Inc.	543,333	12,915,025
Strategic Hotels & Resorts, Inc.*	1,075,242	14,225,452
Sunstone Hotel Investors, Inc.	985,835	16,276,136
		56,308,546
Hotels, Restaurants & Leisure — 3.1%		
Belmond Ltd. (Class A Stock)*	442,255	5,470,694
Extended Stay America, Inc.	325,117	6,278,009
Hilton Worldwide Holdings, Inc.*	576,661	15,045,086
		26,793,789
Household Durables — 0.4%		
Toll Brothers, Inc.*	98,156	3,363,806
Industrial REIT's — 5.1%		
First Industrial Realty Trust, Inc.(a)	363,439	7,472,306
ProLogis, Inc.	841,781	36,221,836
		43,694,142
Office REIT's — 13.0%		
BioMed Realty Trust, Inc.	801,711	17,268,855
Brandywine Realty Trust	813,383	12,997,860
Douglas Emmett, Inc.	478,120	13,578,608
Equity Commonwealth	74,373	1,909,155
Kilroy Realty Corp.	162,995	11,258,065
Paramount Group, Inc.*	385,951	7,174,829
QTS Realty Trust, Inc. (Class A Stock)(a)	136,577	4,621,766
SL Green Realty Corp.	358,562	42,676,049
		111,485,187
Real Estate Management & Development — 0.9%		
Forest City Enterprises, Inc. (Class A Stock)*	349,025	7,434,234
Residential REIT's — 19.9%		
American Homes 4 Rent (Class A Stock)	773,339	13,169,963
Apartment Investment & Management Co. (Class A Stock)	467,674	17,374,089
Education Realty Trust, Inc.	116,863	4,276,017
Equity Residential	819,034	58,839,403
Essex Property Trust, Inc.	82,004	16,942,026
Home Properties, Inc.	255,322	16,749,123
Monogram Residential Trust, Inc.	140,250	1,298,715
Sun Communities, Inc.(a)	112,257	6,787,058
COMMON STOCKS (Continued)		
Residential REIT's (cont'd.)		
UDR, Inc.	1,156,315	$ 35,637,628
		171,074,022
Retail REIT's — 25.5%		
DDR Corp.(a)	1,184,329	21,744,280
General Growth Properties, Inc.	1,117,690	31,440,620
Kimco Realty Corp.	133,174	3,347,994
Macerich Co. (The)	210,468	17,555,136
Pennsylvania Real Estate Investment Trust	305,577	7,168,836
Regency Centers Corp.	400,738	25,559,070
Retail Properties of America, Inc. (Class A Stock)	632,775	10,561,015
Simon Property Group, Inc.	374,148	68,136,092
Taubman Centers, Inc.	179,813	13,741,310
Weingarten Realty Investors(a)	555,964	19,414,263
		218,668,616
Specialized REIT's — 5.7%		
CubeSmart	654,091	14,435,788
Extra Space Storage, Inc.	87,870	5,152,697
Public Storage	104,181	19,257,858
Sovran Self Storage, Inc.	111,121	9,691,974
		48,538,317
TOTAL LONG-TERM INVESTMENTS (cost $691,826,691)		842,607,367
SHORT-TERM INVESTMENT — 9.1%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $77,832,114; includes $64,072,119 of cash collateral for securities on loan)(b)(w)(Note 4)	77,832,114	77,832,114
TOTAL INVESTMENTS — 107.4% (cost $769,658,805)		920,439,481
Liabilities in excess of other assets — (7.4)%		(63,088,548)
NET ASSETS — 100.0%		$ 857,350,933

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $61,484,166; cash collateral of $64,072,119 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Diversified REIT's	$ 77,414,615	$ —	$ —
Health Care REIT's	77,832,093	—	—
Hotel & Resort REIT's	56,308,546	—	—
Hotels, Restaurants & Leisure	26,793,789	—	—
Household Durables	3,363,806	—	—
Industrial REIT's	43,694,142	—	—
Office REIT's	111,485,187	—	—
Real Estate Management & Development	7,434,234	—	—
Residential REIT's	171,074,022	—	—
Retail REIT's	218,668,616	—	—
Specialized REIT's	48,538,317	—	—
Affiliated Money Market Mutual Fund	77,832,114	—	—
Total	$920,439,481	$ —	$ —

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Retail REIT's	25.5%
Residential REIT's	19.9
Office REIT's	13.0
Affiliated Money Market Mutual Fund (7.5% represents investments purchased with collateral from securities on loan)	9.1
Health Care REIT's	9.1
Diversified REIT's	9.0
Hotel & Resort REIT's	6.6%
Specialized REIT's	5.7
Industrial REIT's	5.1
Hotels, Restaurants & Leisure	3.1
Real Estate Management & Development	0.9
Household Durables	0.4
	107.4
Liabilities in excess of other assets	(7.4)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $61,484,166:	
Unaffiliated investments (cost $691,826,691)	$842,607,367
Affiliated investments (cost $77,832,114)	77,832,114
Cash	854,112
Receivable for investments sold	3,166,753
Dividends receivable	2,658,235
Receivable for fund share sold	216,800
Prepaid expenses	6,271
Total Assets	927,341,652
LIABILITIES:	
Payable to broker for collateral for securities on loan	64,072,119
Payable for investments purchased	4,723,941
Payable to custodian	854,112
Advisory fees payable	242,999
Accrued expenses and other liabilities	61,022
Payable for fund share repurchased	21,790
Distribution fee payable	14,375
Affiliated transfer agent fee payable	361
Total Liabilities	69,990,719
NET ASSETS	$857,350,933
Net assets were comprised of:	
Paid-in capital	$537,240,271
Retained earnings	320,110,662
Net assets, December 31, 2014	$857,350,933
Net asset value and redemption price per share, $857,350,933 / 86,496,368 outstanding shares of beneficial interest	$ 9.91

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income	$ 19,072,821
Affiliated income from securities lending, net	78,137
Affiliated dividend income	16,405
	19,167,363
EXPENSES	
Advisory fees	7,624,093
Distribution fee	778,031
Custodian and accounting fees	120,000
Audit fee	24,000
Trustees' fees	15,000
Legal fees and expenses	11,000
Insurance expenses	9,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Shareholders' reports	5,000
Commitment fee on syndicated credit agreement	4,000
Loan interest expense	1,688
Miscellaneous	9,990
Total expenses	8,610,802
Less: advisory fee waivers and/or expense reimbursement	(796,540)
Net expenses	7,814,262
NET INVESTMENT INCOME	11,353,101
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS	
Net realized gain on investment transactions	52,733,086
Net change in unrealized appreciation (depreciation) on investments	141,812,888
NET GAIN ON INVESTMENTS	194,545,974
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$205,899,075

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 11,353,101	$ 3,063,021
Net realized gain on investment transactions	52,733,086	41,002,140
Net change in unrealized appreciation (depreciation) on investments	141,812,888	(26,324,360)
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	205,899,075	17,740,801
FUND SHARE TRANSACTIONS:		
Fund share sold [7,157,332 and 16,595,167 shares, respectively]	62,816,700	129,407,147
Fund share repurchased [10,098,250 and 13,369,705 shares, respectively]	(88,832,753)	(102,617,524)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(26,016,053)	26,789,623
TOTAL INCREASE IN NET ASSETS	179,883,022	44,530,424
NET ASSETS:		
Beginning of year	677,467,911	632,937,487
End of year	$857,350,933	$ 677,467,911

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 98.9%		
COMMON STOCKS		
Aerospace & Defense — 1.8%		
Boeing Co. (The)	234,218	$ 30,443,656
Automobiles — 1.5%		
General Motors Co.	747,398	26,091,664
Banks — 11.0%		
Bank of America Corp.	3,672,621	65,703,190
Fifth Third Bancorp	857,281	17,467,100
JPMorgan Chase & Co.	1,064,948	66,644,446
SunTrust Banks, Inc.	412,733	17,293,513
Wells Fargo & Co.	412,975	22,639,290
		189,747,539
Beverages — 0.7%		
Anheuser-Busch InBev NV (Belgium), ADR(a)	103,106	11,580,866
Capital Markets — 4.4%		
Affiliated Managers Group, Inc.*	119,555	25,374,353
Ameriprise Financial, Inc.	148,073	19,582,654
Franklin Resources, Inc.	387,085	21,432,896
Morgan Stanley	240,316	9,324,261
		75,714,164
Chemicals — 0.9%		
Eastman Chemical Co.	210,793	15,990,757
Commercial Services & Supplies — 0.8%		
Waste Management, Inc.	256,699	13,173,793
Communications Equipment — 2.2%		
Cisco Systems, Inc.	1,371,711	38,154,141
Consumer Finance — 2.3%		
Capital One Financial Corp.	260,291	21,487,022
Navient Corp.	875,741	18,924,763
		40,411,785
Diversified Telecommunication Services — 2.0%		
Verizon Communications, Inc.	754,806	35,309,825
Electric Utilities — 2.2%		
FirstEnergy Corp.	622,027	24,252,833
NextEra Energy, Inc.	125,436	13,332,592
		37,585,425
Food & Staples Retailing — 1.7%		
Kroger Co. (The)	240,196	15,422,985
Whole Foods Market, Inc.	292,152	14,730,304
		30,153,289
Food Products — 4.1%		
ConAgra Foods, Inc.	645,378	23,414,314
Mondelez International, Inc. (Class A Stock)	753,335	27,364,894
Tyson Foods, Inc. (Class A Stock)	500,210	20,053,419
		70,832,627
Health Care Equipment & Supplies — 2.5%		
Covidien PLC	17,872	1,827,948
Medtronic, Inc.	566,191	40,878,990
		42,706,938
Health Care Providers & Services — 2.6%		
Express Scripts Holding Co.*	225,486	19,091,900

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Health Care Providers & Services (cont'd.)		
UnitedHealth Group, Inc.	251,446	$ 25,418,676
		44,510,576
Hotels, Restaurants & Leisure — 1.9%		
MGM Resorts International*	786,571	16,816,888
Starwood Hotels & Resorts Worldwide, Inc.	204,388	16,569,735
		33,386,623
Household Products — 1.1%		
Procter & Gamble Co. (The)	213,003	19,402,443
Industrial Conglomerates — 5.0%		
General Electric Co.	3,399,519	85,905,845
Insurance — 8.9%		
Aflac, Inc.	427,931	26,142,305
American International Group, Inc.	935,159	52,378,256
Genworth Financial, Inc. (Class A Stock)*	965,574	8,207,379
Hartford Financial Services Group, Inc. (The)	543,883	22,674,482
Lincoln National Corp.	791,916	45,669,796
		155,072,218
Internet & Catalog Retail — 0.7%		
Expedia, Inc.	148,468	12,673,228
Internet Software & Services — 2.4%		
eBay, Inc.*	230,416	12,930,946
Google, Inc. (Class A Stock)*	54,180	28,751,159
		41,682,105
IT Services — 0.6%		
Vantiv, Inc. (Class A Stock)*	326,513	11,075,321
Media — 5.0%		
CBS Corp. (Class B Stock)	631,078	34,923,857
Liberty Global PLC (United Kingdom) (Class C Stock)*	468,811	22,648,259
Viacom, Inc. (Class B Stock)	390,428	29,379,707
		86,951,823
Multi-Utilities — 1.4%		
PG&E Corp.	471,695	25,113,042
Oil, Gas & Consumable Fuels — 9.8%		
Apache Corp.	408,643	25,609,657
Devon Energy Corp.	625,714	38,299,954
Exxon Mobil Corp.	784,800	72,554,760
Southwestern Energy Co.*	1,228,305	33,520,443
		169,984,814
Pharmaceuticals — 8.3%		
Bristol-Myers Squibb Co.	350,507	20,690,428
Eli Lilly & Co.	130,210	8,983,188
Merck & Co., Inc.	330,106	18,746,720
Mylan, Inc.*	399,870	22,540,672
Pfizer, Inc.	2,314,165	72,086,240
		143,047,248
Real Estate Investment Trusts (REITs) — 0.8%		
AvalonBay Communities, Inc.	89,214	14,576,675
Road & Rail — 1.2%		
Hertz Global Holdings, Inc.*	800,499	19,964,445
Semiconductors & Semiconductor Equipment — 1.1%		
Maxim Integrated Products, Inc.	592,337	18,877,780

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Software — 2.5%		
Microsoft Corp.	636,464	$ 29,563,753
SAP SE (Germany), ADR(a)	187,473	13,057,494
		42,621,247
Specialty Retail — 4.9%		
Gap, Inc. (The)	1,058,582	44,576,888
Staples, Inc.	500,437	9,067,918
TJX Cos., Inc. (The)	265,581	18,213,545
Urban Outfitters, Inc.*	395,155	13,881,795
		85,740,146
Technology Hardware, Storage & Peripherals — 2.6%		
EMC Corp.	1,500,598	44,627,785
TOTAL LONG-TERM INVESTMENTS (cost $1,515,592,804)		1,713,109,833
SHORT-TERM INVESTMENT — 2.3% AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $40,532,581; includes $21,484,554 of cash collateral for securities on loan)(b)(w)(Note 4)	40,532,581	40,532,581

	Value (Note 2)
TOTAL INVESTMENTS — 101.2% (cost $1,556,125,385)	$ 1,753,642,414
Liabilities in excess of other assets — (1.2)%	(20,896,185)
NET ASSETS — 100.0%	$ 1,732,746,229

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $20,824,794; cash collateral of $21,484,554 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 30,443,656	$ —	$ —
Automobiles	26,091,664	—	—
Banks	189,747,539	—	—
Beverages	11,580,866	—	—
Capital Markets	75,714,164	—	—
Chemicals	15,990,757	—	—
Commercial Services & Supplies	13,173,793	—	—
Communications Equipment	38,154,141	—	—
Consumer Finance	40,411,785	—	—
Diversified Telecommunication Services	35,309,825	—	—
Electric Utilities	37,585,425	—	—
Food & Staples Retailing	30,153,289	—	—
Food Products	70,832,627	—	—
Health Care Equipment & Supplies	42,706,938	—	—
Health Care Providers & Services	44,510,576	—	—
Hotels, Restaurants & Leisure	33,386,623	—	—
Household Products	19,402,443	—	—
Industrial Conglomerates	85,905,845	—	—
Insurance	155,072,218	—	—
Internet & Catalog Retail	12,673,228	—	—
Internet Software & Services	41,682,105	—	—
IT Services	11,075,321	—	—
Media	86,951,823	—	—
Multi-Utilities	25,113,042	—	—
Oil, Gas & Consumable Fuels	169,984,814	—	—
Pharmaceuticals	143,047,248	—	—
Real Estate Investment Trusts (REITs)	14,576,675	—	—
Road & Rail	19,964,445	—	—
Semiconductors & Semiconductor Equipment	18,877,780	—	—
Software	42,621,247	—	—
Specialty Retail	85,740,146	—	—
Technology Hardware, Storage & Peripherals	44,627,785	—	—
Affiliated Money Market Mutual Fund	40,532,581	—	—
Total	$1,753,642,414	$ —	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Banks	11.0%
Oil, Gas & Consumable Fuels	9.8
Insurance	8.9
Pharmaceuticals	8.3
Media	5.0
Industrial Conglomerates	5.0
Specialty Retail	4.9
Capital Markets	4.4
Food Products	4.1
Technology Hardware, Storage & Peripherals	2.6
Health Care Providers & Services	2.6
Health Care Equipment & Supplies	2.5
Software	2.5
Internet Software & Services	2.4
Affiliated Money Market Mutual Fund (1.2% represents investments purchased with collateral from securities on loan)	2.3
Consumer Finance	2.3
Communications Equipment	2.2%
Electric Utilities	2.2
Diversified Telecommunication Services	2.0
Hotels, Restaurants & Leisure	1.9
Aerospace & Defense	1.8
Food & Staples Retailing	1.7
Automobiles	1.5
Multi-Utilities	1.4
Road & Rail	1.2
Household Products	1.1
Semiconductors & Semiconductor Equipment	1.1
Chemicals	0.9
Real Estate Investment Trusts (REITs)	0.8
Commercial Services & Supplies	0.8
Internet & Catalog Retail	0.7
Beverages	0.7
IT Services	0.6
	101.2
Liabilities in excess of other assets	(1.2)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $20,824,794:	
Unaffiliated investments (cost $1,515,592,804)	$1,713,109,833
Affiliated investments (cost $40,532,581)	40,532,581
Dividends receivable	2,686,513
Tax reclaim receivable	103,060
Receivable for fund share sold	94,966
Prepaid expenses	13,687
Total Assets	1,756,540,640
LIABILITIES:	
Payable to broker for collateral for securities on loan	21,484,554
Payable for fund share repurchased	1,816,438
Advisory fees payable	370,573
Accrued expenses and other liabilities	93,443
Distribution fee payable	29,042
Affiliated transfer agent fee payable	361
Total Liabilities	23,794,411
NET ASSETS	$1,732,746,229
Net assets were comprised of:	
Paid-in capital	$1,619,418,279
Retained earnings	113,327,950
Net assets, December 31, 2014	$1,732,746,229
Net asset value and redemption price per share, $1,732,746,229 / 65,079,846 outstanding shares of beneficial interest	$ 26.62

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $51,659 foreign withholding tax)	$ 32,414,062
Affiliated income from securities lending, net	111,727
Affiliated dividend income	32,611
	32,558,400
EXPENSES	
Advisory fees	12,179,276
Distribution fee	1,693,560
Custodian and accounting fees	214,000
Audit fee	27,000
Trustees' fees	24,000
Insurance expenses	19,000
Legal fees and expenses	14,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Shareholders' reports	4,000
Commitment fee on syndicated credit agreement	2,000
Loan interest expense	118
Miscellaneous	18,474
Total expenses	14,203,428
Less: advisory fee waivers and/or expense reimbursement	(149,137)
Net expenses	14,054,291
NET INVESTMENT INCOME	18,504,109
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS	
Net realized gain on investment transactions	248,397,873
Net change in unrealized appreciation (depreciation) on investments	(58,682,946)
NET GAIN ON INVESTMENTS	189,714,927
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$208,219,036

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 18,504,109	$ 14,692,784
Net realized gain on investment transactions	248,397,873	255,427,778
Net change in unrealized appreciation (depreciation) on investments	(58,682,946)	148,875,056
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	208,219,036	418,995,618
FUND SHARE TRANSACTIONS:		
Fund share sold [4,356,426 and 21,029,275 shares, respectively]	108,038,524	457,660,615
Fund share repurchased [9,488,109 and 33,396,914 shares, respectively]	(235,749,945)	(679,717,340)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(127,711,421)	(222,056,725)
TOTAL INCREASE IN NET ASSETS	80,507,615	196,938,893
NET ASSETS:		
Beginning of year	1,652,238,614	1,455,299,721
End of year	$1,732,746,229	$1,652,238,614

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 99.0%		
COMMON STOCKS		
Auto Components — 1.4%		
BorgWarner, Inc.	187,628	$ 10,310,159
Automobiles — 0.8%		
Tesla Motors, Inc.*(a)	27,073	6,021,306
Banks — 2.1%		
First Republic Bank	280,960	14,643,635
Beverages — 1.2%		
Coca-Cola Enterprises, Inc.	199,656	8,828,788
Biotechnology — 4.0%		
Alkermes PLC*	77,868	4,559,950
Cepheid, Inc.*(a)	179,958	9,742,926
Medivation, Inc.*	49,956	4,976,117
Vertex Pharmaceuticals, Inc.*	77,365	9,190,962
		28,469,955
Chemicals — 4.7%		
Airgas, Inc.	89,184	10,272,213
International Flavors & Fragrances, Inc.	98,696	10,003,827
Sherwin-Williams Co. (The)	49,286	12,964,189
		33,240,229
Commercial Services & Supplies — 0.7%		
Waste Connections, Inc.	112,280	4,939,197
Construction & Engineering — 0.6%		
Quanta Services, Inc.*	148,068	4,203,650
Consumer Finance — 2.6%		
Navient Corp.	553,747	11,966,473
SLM Corp.	615,018	6,267,033
		18,233,506
Distributors — 1.5%		
LKQ Corp.*	369,263	10,383,676
Diversified Financial Services — 2.5%		
Intercontinental Exchange, Inc.	81,640	17,902,836
Diversified Telecommunication Services — 0.8%		
Level 3 Communications, Inc.*(a)	118,897	5,871,134
Electrical Equipment — 5.8%		
AMETEK, Inc.	203,301	10,699,732
Generac Holdings, Inc.*(a)	213,107	9,964,883
Hubbell, Inc. (Class B Stock)	85,872	9,173,706
Sensata Technologies Holding NV*(a)	223,376	11,707,136
		41,545,457
Electronic Equipment, Instruments & Components — 2.1%		
Amphenol Corp. (Class A Stock)	216,837	11,667,999
Keysight Technologies, Inc.*	100,667	3,399,525
		15,067,524
Energy Equipment & Services — 2.2%		
Dril-Quip, Inc.*	100,667	7,724,179
Weatherford International PLC*	678,846	7,772,787
		15,496,966
Food & Staples Retailing — 2.4%		
Whole Foods Market, Inc.(a)	344,578	17,373,623
Food Products — 5.8%		
Hain Celestial Group, Inc. (The)*	143,414	8,359,602
Keurig Green Mountain, Inc.	82,603	10,936,224

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Food Products (cont'd.)		
McCormick & Co., Inc.	168,517	$ 12,520,813
TreeHouse Foods, Inc.*	112,234	9,599,374
		41,416,013
Health Care Equipment & Supplies — 2.0%		
Intuitive Surgical, Inc.*	16,848	8,911,581
Teleflex, Inc.	45,388	5,211,450
		14,123,031
Health Care Providers & Services — 1.3%		
Henry Schein, Inc.*	67,432	9,180,867
Health Care Technology — 2.3%		
Cerner Corp.*	124,596	8,056,377
HMS Holdings Corp.*(a)	394,701	8,343,979
		16,400,356
Hotels, Restaurants & Leisure — 2.7%		
Chipotle Mexican Grill, Inc.*	10,562	7,229,795
Panera Bread Co. (Class A Stock)*(a)	68,941	12,050,887
		19,280,682
Household Durables — 0.9%		
Toll Brothers, Inc.*	178,868	6,129,806
Internet & Catalog Retail — 1.8%		
Netflix, Inc.*	20,787	7,101,047
TripAdvisor, Inc.*(a)	73,761	5,506,996
		12,608,043
Internet Software & Services — 5.3%		
Equinix, Inc.	66,804	15,146,471
LendingClub Corp.*(a)	71,812	1,816,844
LinkedIn Corp. (Class A Stock)*	59,679	13,708,863
Pandora Media, Inc.*	188,131	3,354,376
Twitter, Inc.*	99,996	3,586,856
		37,613,410
IT Services — 2.7%		
Fidelity National Information Services, Inc.	117,388	7,301,534
FleetCor Technologies, Inc.*	81,831	12,169,088
		19,470,622
Life Sciences Tools & Services — 2.2%		
Agilent Technologies, Inc.	147,312	6,030,953
Mettler-Toledo International, Inc.*	31,642	9,570,439
		15,601,392
Machinery — 2.9%		
Flowserve Corp.	134,867	8,069,093
Graco, Inc.	158,710	12,725,368
		20,794,461
Media — 1.6%		
Discovery Communications, Inc. (Class A Stock)*	165,919	5,715,909
Discovery Communications, Inc. (Class C Stock)*(a)	165,919	5,594,789
		11,310,698
Multiline Retail — 0.6%		
Dollar General Corp.*	65,086	4,601,580

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Oil, Gas & Consumable Fuels — 2.5%		
Concho Resources, Inc.*	19,103	$ 1,905,524
Pioneer Natural Resources Co.	88,307	13,144,497
Whiting Petroleum Corp.*	88,776	2,929,608
		17,979,629
Pharmaceuticals — 2.5%		
Mylan, Inc.*	313,356	17,663,878
Real Estate Management & Development — 2.2%		
CBRE Group, Inc. (Class A Stock)*	456,644	15,640,057
Road & Rail — 1.9%		
Kansas City Southern	112,526	13,731,548
Semiconductors & Semiconductor Equipment — 0.5%		
Broadcom Corp. (Class A Stock)	82,057	3,555,530
Software — 3.8%		
Guidewire Software, Inc.*	161,853	8,194,617
Red Hat, Inc.*	137,378	9,498,315
ServiceNow, Inc.*	143,036	9,704,993
		27,397,925
Specialty Retail — 5.5%		
Five Below, Inc.*(a)	260,129	10,621,067
L Brands, Inc.	107,707	9,322,041
Restoration Hardware Holdings, Inc.*(a)	71,329	6,848,297
Ulta Salon Cosmetics & Fragrance, Inc.*	95,138	12,162,442
		38,953,847
Textiles, Apparel & Luxury Goods — 7.0%		
Kate Spade & Co.*	466,660	14,937,787
PVH Corp.	110,306	14,137,920
Under Armour, Inc. (Class A Stock)*	122,710	8,332,009
VF Corp.	165,332	12,383,367
		49,791,083
Thrifts & Mortgage Finance — 1.1%		
MGIC Investment Corp.*(a)	832,693	7,760,699
Trading Companies & Distributors — 2.5%		
W.W. Grainger, Inc.	70,043	17,853,260
Wireless Telecommunication Services — 2.0%		
SBA Communications Corp. (Class A Stock)*	127,152	14,083,355
TOTAL LONG-TERM INVESTMENTS (cost $593,984,348)		705,473,413

	Shares	Value (Note 2)
SHORT-TERM INVESTMENT — 10.3%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $73,414,727; includes $64,025,115 of cash collateral received for securities on loan)(b)(w)(Note 4)	73,414,727	$ 73,414,727
TOTAL INVESTMENTS — 109.3% (cost $667,399,075)		778,888,140
Liabilities in excess of other assets — (9.3)%		(66,267,596)
NET ASSETS — 100.0%		$ 712,620,544

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $62,207,965; cash collateral of $64,025,115 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Auto Components	$ 10,310,159	$ —	$ —
Automobiles	6,021,306	—	—
Banks	14,643,635	—	—
Beverages	8,828,788	—	—
Biotechnology	28,469,955	—	—
Chemicals	33,240,229	—	—
Commercial Services & Supplies	4,939,197	—	—
Construction & Engineering	4,203,650	—	—
Consumer Finance	18,233,506	—	—
Distributors	10,383,676	—	—
Diversified Financial Services	17,902,836	—	—
Diversified Telecommunication Services	5,871,134	—	—
Electrical Equipment	41,545,457	—	—
Electronic Equipment, Instruments & Components	15,067,524	—	—
Energy Equipment & Services	15,496,966	—	—
Food & Staples Retailing	17,373,623	—	—
Food Products	41,416,013	—	—
Health Care Equipment & Supplies	14,123,031	—	—
Health Care Providers & Services	9,180,867	—	—
Health Care Technology	16,400,356	—	—
Hotels, Restaurants & Leisure	19,280,682	—	—
Household Durables	6,129,806	—	—
Internet & Catalog Retail	12,608,043	—	—
Internet Software & Services	37,613,410	—	—
IT Services	19,470,622	—	—
Life Sciences Tools & Services	15,601,392	—	—
Machinery	20,794,461	—	—
Media	11,310,698	—	—
Multiline Retail	4,601,580	—	—
Oil, Gas & Consumable Fuels	17,979,629	—	—
Pharmaceuticals	17,663,878	—	—
Real Estate Management & Development	15,640,057	—	—
Road & Rail	13,731,548	—	—
Semiconductors & Semiconductor Equipment	3,555,530	—	—
Software	27,397,925	—	—
Specialty Retail	38,953,847	—	—
Textiles, Apparel & Luxury Goods	49,791,083	—	—
Thrifts & Mortgage Finance	7,760,699	—	—
Trading Companies & Distributors	17,853,260	—	—
Wireless Telecommunication Services	14,083,355	—	—
Affiliated Money Market Mutual Fund	73,414,727	—	—
Total	$778,888,140	$ —	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Affiliated Money Market Mutual Fund (9.0% represents investments purchased with collateral from securities on loan)	10.3%
Textiles, Apparel & Luxury Goods	7.0
Electrical Equipment	5.8
Food Products	5.8
Specialty Retail	5.5
Internet Software & Services	5.3
Chemicals	4.7
Biotechnology	4.0
Software	3.8
Machinery	2.9
IT Services	2.7
Hotels, Restaurants & Leisure	2.7
Consumer Finance	2.6
Oil, Gas & Consumable Fuels	2.5
Diversified Financial Services	2.5
Trading Companies & Distributors	2.5
Pharmaceuticals	2.5
Food & Staples Retailing	2.4
Health Care Technology	2.3
Real Estate Management & Development	2.2
Life Sciences Tools & Services	2.2%
Energy Equipment & Services	2.2
Electronic Equipment, Instruments & Components	2.1
Banks	2.1
Health Care Equipment & Supplies	2.0
Wireless Telecommunication Services	2.0
Road & Rail	1.9
Internet & Catalog Retail	1.8
Media	1.6
Distributors	1.5
Auto Components	1.4
Health Care Providers & Services	1.3
Beverages	1.2
Thrifts & Mortgage Finance	1.1
Household Durables	0.9
Automobiles	0.8
Diversified Telecommunication Services	0.8
Commercial Services & Supplies	0.7
Multiline Retail	0.6
Construction & Engineering	0.6
Semiconductors & Semiconductor Equipment	0.5
	109.3
Liabilities in excess of other assets	(9.3)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $62,207,965:	
Unaffiliated investments (cost $593,984,348)	$705,473,413
Affiliated investments (cost $73,414,727)	73,414,727
Dividends receivable	202,286
Receivable for investments sold	69,951
Receivable for fund share sold	53,475
Tax reclaim receivable	19,974
Prepaid expenses	7,629
Total Assets	779,241,455
LIABILITIES:	
Payable to broker for collateral for securities on loan	64,025,115
Payable for investments purchased	1,264,324
Payable for fund share repurchased	1,061,205
Advisory fees payable	197,123
Accrued expenses and other liabilities	60,938
Distribution fee payable	11,845
Affiliated transfer agent fee payable	361
Total Liabilities	66,620,911
NET ASSETS	$712,620,544
Net assets were comprised of:	
Paid-in capital	$402,055,094
Retained earnings	310,565,450
Net assets, December 31, 2014	$712,620,544
Net asset value and redemption price per share, $712,620,544 / 92,128,906 outstanding shares of beneficial interest	$ 7.74

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $26,134 foreign withholding tax)	$ 5,240,483
Affiliated income from securities lending, net	102,146
Affiliated dividend income	12,566
	5,355,195
EXPENSES	
Advisory fees	6,670,526
Distribution fee	679,436
Custodian and accounting fees	114,000
Audit fee	27,000
Trustees' fees	15,000
Legal fees and expenses	11,000
Insurance expenses	8,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Shareholders' reports	7,000
Commitment fee on syndicated credit agreement	3,000
Loan interest expense	397
Miscellaneous	5,467
Total expenses	7,548,826
Less: advisory fee waivers and/or expense reimbursement	(525,409)
Net expenses	7,023,417
NET INVESTMENT LOSS	(1,668,222)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS	
Net realized gain on investment transactions	108,986,969
Net change in unrealized appreciation (depreciation) on:	
Investments	(31,032,048)
Foreign currencies	(1,072)
	(31,033,120)
NET GAIN ON INVESTMENTS	77,953,849
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$ 76,285,627

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment loss	$ (1,668,222)	$ (1,435,298)
Net realized gain on investment transactions	108,986,969	77,341,153
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(31,033,120)	90,317,005
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	76,285,627	166,222,860
FUND SHARE TRANSACTIONS:		
Fund share sold [15,772,435 and 19,397,306 shares, respectively]	110,147,996	115,302,110
Fund share repurchased [15,638,561 and 34,681,799 shares, respectively]	(111,991,691)	(206,299,746)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(1,843,695)	(90,997,636)
TOTAL INCREASE IN NET ASSETS	74,441,932	75,225,224
NET ASSETS:		
Beginning of year	638,178,612	562,953,388
End of year	$ 712,620,544	$ 638,178,612

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 96.3%		
COMMON STOCKS		
Aerospace & Defense — 2.9%		
Cubic Corp.	32,964	$ 1,735,225
Curtiss-Wright Corp.	63,697	4,496,371
Esterline Technologies Corp.*	101,076	11,086,016
Moog, Inc. (Class A Stock)*	85,581	6,335,561
Teledyne Technologies, Inc.*	29,376	3,018,090
		26,671,263
Air Freight & Logistics — 0.5%		
Forward Air Corp.	90,400	4,553,448
Auto Components — 0.8%		
American Axle & Manufacturing Holdings, Inc.*	183,563	4,146,688
Tenneco, Inc.*	64,385	3,644,835
		7,791,523
Banks — 13.9%		
BancorpSouth, Inc.	325,501	7,327,028
Bank of the Ozarks, Inc.	244,167	9,258,813
Banner Corp.(g)	96,413	4,147,687
Boston Private Financial Holdings, Inc.	308,746	4,158,809
Bridge Capital Holdings*	55,157	1,234,414
CoBiz Financial, Inc.	113,262	1,487,130
Community Bank System, Inc.	109,085	4,159,411
ConnectOne Bancorp, Inc.	51,535	979,165
First Financial Bankshares, Inc.(a)	150,434	4,494,968
First Midwest Bancorp, Inc.	154,113	2,636,873
First of Long Island Corp. (The)	37,607	1,066,911
Flushing Financial Corp.	108,872	2,206,835
Glacier Bancorp, Inc.	199,305	5,534,700
Great Western Bancorp, Inc.*	136,789	3,117,421
Heritage Financial Corp.	64,863	1,138,346
Home BancShares, Inc.	119,366	3,838,811
Independent Bank Corp.	76,974	3,295,257
Independent Bank Group, Inc.	36,178	1,413,113
Lakeland Financial Corp.	42,142	1,831,913
MB Financial, Inc.	203,745	6,695,061
PacWest Bancorp	139,092	6,323,122
Pinnacle Financial Partners, Inc.	124,465	4,921,346
PrivateBancorp, Inc.	274,513	9,168,734
Prosperity Bancshares, Inc.	89,471	4,953,115
Sandy Spring Bancorp, Inc.	53,011	1,382,527
Sierra Bancorp	3,361	59,019
Signature Bank*(a)	8,974	1,130,365
South State Corp.	70,006	4,696,002
Southcoast Financial Corp.*	3,082	21,728
Southwest Bancorp, Inc.	94,622	1,642,638
Summit State Bank	5,941	81,511
Texas Capital Bancshares, Inc.*	83,375	4,529,764
Trico Bancshares	41,122	1,015,713
UMB Financial Corp.	106,577	6,063,166
ViewPoint Financial Group, Inc.	184,606	4,402,853
Webster Financial Corp.	234,933	7,642,370
		128,056,639
Biotechnology — 0.6%		
Infinity Pharmaceuticals, Inc.*	222,458	3,757,316
TESARO, Inc.*	51,745	1,924,397
		5,681,713

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Building Products — 0.5%		
Continental Building Products, Inc.*	129,576	$ 2,297,382
NCI Building Systems, Inc.*	130,539	2,417,582
		4,714,964
Capital Markets — 2.2%		
Apollo Investment Corp.	65,439	485,557
Cohen & Steers, Inc.(a)	34,160	1,437,453
Golub Capital BDC, Inc.(a)	69,399	1,244,324
Moelis & Co. (Class A Stock)	43,891	1,533,113
New Mountain Finance Corp.(a)	107,020	1,598,879
OM Asset Management PLC (United Kingdom)*	229,474	3,726,658
Stifel Financial Corp.*	130,892	6,678,110
Virtus Investment Partners, Inc.	22,857	3,896,890
		20,600,984
Chemicals — 2.8%		
Axiall Corp.	30,635	1,301,068
H.B. Fuller Co.	61,308	2,730,045
Methanex Corp. (Canada)	89,397	4,097,065
Minerals Technologies, Inc.	27,494	1,909,458
PolyOne Corp.	178,210	6,755,941
Quaker Chemical Corp.	39,937	3,675,801
Tronox Ltd. (Class A Stock)	18,986	453,386
WR Grace & Co.*	47,971	4,575,954
		25,498,718
Commercial Services & Supplies — 1.5%		
Ceco Environmental Corp.(a)	134,692	2,093,114
G&K Services, Inc. (Class A Stock)	48,291	3,421,417
Mobile Mini, Inc.	115,963	4,697,661
Progressive Waste Solutions Ltd. (Canada)	133,017	4,001,151
		14,213,343
Communications Equipment — 1.3%		
ADTRAN, Inc.	118,618	2,585,872
Digi International, Inc.*	97,677	907,419
Extreme Networks, Inc.*	422,134	1,490,133
JDS Uniphase Corp.*	235,343	3,228,906
RADWARE Ltd. (Israel)*	174,646	3,845,705
		12,058,035
Construction & Engineering — 1.1%		
Comfort Systems USA, Inc.	131,877	2,257,734
EMCOR Group, Inc.	119,885	5,333,684
MYR Group, Inc.*	105,516	2,891,138
		10,482,556
Consumer Finance — 0.3%		
First Cash Financial Services, Inc.*(a)	49,817	2,773,312
Containers & Packaging — 1.2%		
Berry Plastics Group, Inc.*	217,985	6,877,427
Graphic Packaging Holding Co.*	283,065	3,855,345
		10,732,772
Distributors — 0.3%		
Core-Mark Holding Co., Inc.	51,180	3,169,577
Diversified Financial Services — 0.4%		
MarketAxess Holdings, Inc.	47,048	3,373,812
Diversified Telecommunication Services — 0.4%		
Premiere Global Services, Inc.*	344,691	3,660,618

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Electric Utilities — 3.0%		
ALLETE, Inc.	118,351	$ 6,525,874
IDACORP, Inc.	121,884	8,067,502
Otter Tail Corp.	15,601	483,007
PNM Resources, Inc.	157,241	4,659,051
Portland General Electric Co.(a)	211,094	7,985,686
		27,721,120
Electrical Equipment — 0.3%		
Thermon Group Holdings, Inc.*	118,277	2,861,121
Electronic Equipment, Instruments & Components — 2.1%		
Anixter International, Inc.*	57,525	5,088,662
Belden, Inc.	55,217	4,351,652
CTS Corp.	159,417	2,842,405
Littelfuse, Inc.	32,855	3,176,093
Newport Corp.*	191,158	3,653,029
		19,111,841
Energy Equipment & Services — 0.8%		
Forum Energy Technologies, Inc.*	174,903	3,625,739
Newpark Resources, Inc.*	147,205	1,404,336
TETRA Technologies, Inc.*(a)	294,754	1,968,957
		6,999,032
Food Products — 1.0%		
B&G Foods, Inc.	58,770	1,757,223
Freshpet, Inc.*(a)	25,186	429,673
Hain Celestial Group, Inc. (The)*(a)	93,222	5,433,910
J&J Snack Foods Corp.	11,900	1,294,363
		8,915,169
Gas Utilities — 1.4%		
New Jersey Resources Corp.	52,353	3,204,004
Southwest Gas Corp.	154,010	9,519,358
		12,723,362
Health Care Equipment & Supplies — 1.2%		
Endologix, Inc.*(a)	193,550	2,959,380
Integra LifeSciences Holdings Corp.*	78,223	4,242,033
Tornier NV*	136,614	3,483,657
		10,685,070
Health Care Providers & Services — 1.6%		
Adeptus Health, Inc. (Class A Stock)*(a)	48,882	1,828,187
Air Methods Corp.*(a)	107,587	4,737,056
HealthSouth Corp.	174,368	6,706,193
Surgical Care Affiliates, Inc.*(a)	39,701	1,335,939
		14,607,375
Health Care Technology — 1.2%		
Allscripts Healthcare Solutions, Inc.*(a)	630,668	8,053,630
Quality Systems, Inc.	177,839	2,772,510
		10,826,140
Hotels, Restaurants & Leisure — 3.3%		
Bloomin' Brands, Inc.*	151,472	3,750,447
Diamond Resorts International, Inc.*	181,571	5,065,831
DineEquity, Inc.	38,063	3,944,849
Jack in the Box, Inc.	77,173	6,170,753
Krispy Kreme Doughnuts, Inc.*	73,548	1,451,838
Marriott Vacations Worldwide Corp.	50,553	3,768,221

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Hotels, Restaurants & Leisure (cont'd.)		
Vail Resorts, Inc.	69,246	$ 6,310,388
		30,462,327
Household Durables — 0.8%		
Meritage Homes Corp.*	86,379	3,108,780
Standard Pacific Corp.*	395,473	2,882,998
William Lyon Homes (Class A Stock)*	74,035	1,500,689
		7,492,467
Household Products — 1.0%		
Spectrum Brands Holdings, Inc.	97,503	9,329,087
Independent Power & Renewable Electricity Producers — 0.6%		
Dynegy, Inc.*	184,369	5,595,599
Industrial Conglomerates — 0.9%		
Carlisle Cos., Inc.	88,873	8,019,900
Insurance — 4.8%		
American Equity Investment Life Holding Co.	317,215	9,259,506
AMERISAFE, Inc.	43,240	1,831,646
CNO Financial Group, Inc.	502,758	8,657,493
Endurance Specialty Holdings Ltd.	65,146	3,898,337
Enstar Group Ltd.*(g)	12,857	1,965,707
Fidelity & Guaranty Life	72,062	1,748,945
Maiden Holdings Ltd.	376,491	4,815,320
Meadowbrook Insurance Group, Inc.	134,874	1,141,034
National General Holdings Corp.	95,689	1,780,772
ProAssurance Corp.	77,304	3,490,276
RLI Corp.	61,361	3,031,233
Symetra Financial Corp.	119,814	2,761,713
		44,381,982
Internet & Catalog Retail — 0.4%		
HSN, Inc.	50,213	3,816,188
Internet Software & Services — 0.4%		
Everyday Health, Inc.*(a)	230,788	3,404,123
IT Services — 0.5%		
Convergys Corp.	239,659	4,881,854
Leisure Products — 0.2%		
Brunswick Corp.	36,572	1,874,681
Machinery — 3.9%		
Actuant Corp. (Class A Stock)	231,324	6,301,266
Alamo Group, Inc.	21,012	1,017,821
Barnes Group, Inc.	90,470	3,348,295
CIRCOR International, Inc.	47,690	2,874,753
CLARCOR, Inc.	69,830	4,653,471
Graco, Inc.	40,710	3,264,128
RBC Bearings, Inc.	56,026	3,615,358
Standex International Corp.	28,982	2,239,149
Watts Water Technologies, Inc. (Class A Stock)	72,679	4,610,756
Woodward, Inc.	87,386	4,302,013
		36,227,010
Media — 1.4%		
Carmike Cinemas, Inc.*	108,062	2,838,789
Live Nation Entertainment, Inc.*	263,118	6,870,011
Nexstar Broadcasting Group, Inc. (Class A Stock)	51,048	2,643,776

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Media (cont'd.)		
Townsquare Media, Inc. (Class A Stock)*	55,986	$ 739,015
		13,091,591
Metals & Mining — 1.3%		
AK Steel Holding Corp.*(a)	536,471	3,186,638
Commercial Metals Co.	27,633	450,142
Globe Specialty Metals, Inc.	91,435	1,575,425
Kaiser Aluminum Corp.	80,474	5,748,258
TimkenSteel Corp.	27,987	1,036,359
		11,996,822
Multiline Retail — 0.5%		
Burlington Stores, Inc.*	98,088	4,635,639
Multi-Utilities — 1.2%		
Black Hills Corp.	76,030	4,032,631
NorthWestern Corp.	122,706	6,942,705
		10,975,336
Oil, Gas & Consumable Fuels — 2.8%		
Laredo Petroleum, Inc.*(a)	274,873	2,844,936
Parsley Energy, Inc. (Class A Stock)*(a)	353,141	5,636,130
Rex Energy Corp.*(a)	579,194	2,953,889
Rice Energy, Inc.*(a)	315,586	6,617,838
RSP Permian, Inc.*(a)	112,096	2,818,093
SM Energy Co.	132,882	5,126,588
		25,997,474
Paper & Forest Products — 0.4%		
KapStone Paper and Packaging Corp.	139,040	4,075,262
Pharmaceuticals — 0.8%		
Catalent, Inc.*	141,915	3,956,590
Prestige Brands Holdings, Inc.*	91,408	3,173,686
		7,130,276
Professional Services — 0.3%		
On Assignment, Inc.*	51,936	1,723,756
TrueBlue, Inc.*	61,307	1,364,081
		3,087,837
Real Estate Investment Trusts (REITs) — 12.8%		
Acadia Realty Trust	256,133	8,203,940
American Campus Communities, Inc.	68,420	2,829,851
Apollo Commercial Real Estate Finance, Inc.	300,444	4,915,264
Blackstone Mortgage Trust, Inc. (Class A Stock)	204,455	5,957,819
CBL & Associates Properties, Inc.	313,292	6,084,131
Chesapeake Lodging Trust	304,475	11,329,515
CubeSmart	422,485	9,324,244
DuPont Fabros Technology, Inc.(a)	171,750	5,708,970
Highwoods Properties, Inc.	171,058	7,574,448
Hudson Pacific Properties, Inc.	213,358	6,413,541
MFA Financial, Inc.	617,410	4,933,106
National Health Investors, Inc.	127,386	8,911,925
Pebblebrook Hotel Trust	226,072	10,315,665
PS Business Parks, Inc.	84,130	6,691,700
Strategic Hotels & Resorts, Inc.*	717,061	9,486,717
Terreno Realty Corp.	275,770	5,689,135
Two Harbors Investment Corp.	395,707	3,964,984
		118,334,955

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Real Estate Management & Development — 0.7%		
Kennedy-Wilson Holdings, Inc.	271,246	$ 6,862,524
Semiconductors & Semiconductor Equipment — 3.7%		
Cabot Microelectronics Corp.*	96,476	4,565,244
Entegris, Inc.*	433,951	5,732,493
Fairchild Semiconductor International, Inc.*(a)	239,080	4,035,670
Intersil Corp. (Class A Stock)	438,985	6,352,113
MKS Instruments, Inc.	152,398	5,577,767
Semtech Corp.*	142,048	3,916,263
Silicon Laboratories, Inc.*	81,015	3,857,934
		34,037,484
Software — 2.0%		
Bottomline Technologies de, Inc.*	109,603	2,770,764
Gigamon, Inc.*	25,441	451,069
Monotype Imaging Holdings, Inc.	107,966	3,112,660
Pegasystems, Inc.	87,920	1,826,098
PTC, Inc.*	98,657	3,615,779
SS&C Technologies Holdings, Inc.	41,458	2,424,878
Verint Systems, Inc.*	78,654	4,583,955
		18,785,203
Specialty Retail — 2.3%		
Asbury Automotive Group, Inc.*	37,105	2,817,012
Boot Barn Holdings, Inc.*(a)	38,275	696,605
Express, Inc.*	58,643	861,466
Genesco, Inc.*	5,586	427,999
GNC Holdings, Inc. (Class A Stock)	89,822	4,218,041
Lithia Motors, Inc. (Class A Stock)	65,247	5,656,262
Monro Muffler Brake, Inc.	36,675	2,119,815
Office Depot, Inc.*	542,439	4,651,414
		21,448,614
Technology Hardware, Storage & Peripherals — 0.3%		
Electronics For Imaging, Inc.*	71,189	3,049,025
Textiles, Apparel & Luxury Goods — 1.1%		
Carter's, Inc.	58,903	5,142,821
Movado Group, Inc.	85,808	2,434,373
Steven Madden Ltd.*	72,853	2,318,911
		9,896,105
Thrifts & Mortgage Finance — 1.8%		
Brookline Bancorp, Inc.	119,312	1,196,699
Dime Community Bancshares, Inc.	76,904	1,251,997
Oritani Financial Corp.	104,653	1,611,656
Provident Financial Services, Inc.	158,804	2,868,000
Radian Group, Inc.(a)	470,341	7,864,102
WSFS Financial Corp.(a)	24,905	1,914,945
		16,707,399
Trading Companies & Distributors — 1.5%		
Applied Industrial Technologies, Inc.	84,584	3,856,185
Kaman Corp.	121,998	4,890,900
WESCO International, Inc.*(a)	68,635	5,230,673
		13,977,758
TOTAL COMMON STOCKS (cost $716,867,779)		878,058,029

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
EXCHANGE TRADED FUND — 1.3%		
iShares Russell 2000 Value Index Fund(a) (cost $11,778,400)	120,719	$ 12,274,708
TOTAL LONG-TERM INVESTMENTS (cost $728,646,179)		890,332,737
SHORT-TERM INVESTMENT — 9.9%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $91,353,859; includes $61,038,061 of cash collateral for securities on loan)(b)(w)(Note 4)	91,353,859	$ 91,353,859

	Value (Note 2)
TOTAL INVESTMENTS — 106.2% (cost $820,000,038)	981,686,596
Liabilities in excess of other assets — (6.2)%	(57,710,409)
NET ASSETS — 100.0%	$ 923,976,187

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $57,606,412; cash collateral of $61,038,061 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(g) Indicates a security that has been deemed illiquid.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 26,671,263	$ —	$ —
Air Freight & Logistics	4,553,448	—	—
Auto Components	7,791,523	—	—
Banks	128,056,639	—	—
Biotechnology	5,681,713	—	—
Building Products	4,714,964	—	—
Capital Markets	20,600,984	—	—
Chemicals	25,498,718	—	—
Commercial Services & Supplies	14,213,343	—	—
Communications Equipment	12,058,035	—	—
Construction & Engineering	10,482,556	—	—
Consumer Finance	2,773,312	—	—
Containers & Packaging	10,732,772	—	—
Distributors	3,169,577	—	—
Diversified Financial Services	3,373,812	—	—
Diversified Telecommunication Services	3,660,618	—	—
Electric Utilities	27,721,120	—	—
Electrical Equipment	2,861,121	—	—
Electronic Equipment, Instruments & Components	19,111,841	—	—
Energy Equipment & Services	6,999,032	—	—
Food Products	8,915,169	—	—
Gas Utilities	12,723,362	—	—
Health Care Equipment & Supplies	10,685,070	—	—
Health Care Providers & Services	14,607,375	—	—
Health Care Technology	10,826,140	—	—
Hotels, Restaurants & Leisure	30,462,327	—	—
Household Durables	7,492,467	—	—
Household Products	9,329,087	—	—
Independent Power & Renewable Electricity Producers	5,595,599	—	—

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Level 1	Level 2	Level 3
Industrial Conglomerates	$ 8,019,900	$ —	$ —
Insurance	44,381,982	—	—
Internet & Catalog Retail	3,816,188	—	—
Internet Software & Services	3,404,123	—	—
IT Services	4,881,854	—	—
Leisure Products	1,874,681	—	—
Machinery	36,227,010	—	—
Media	13,091,591	—	—
Metals & Mining	11,996,822	—	—
Multiline Retail	4,635,639	—	—
Multi-Utilities	10,975,336	—	—
Oil, Gas & Consumable Fuels	25,997,474	—	—
Paper & Forest Products	4,075,262	—	—
Pharmaceuticals	7,130,276	—	—
Professional Services	3,087,837	—	—
Real Estate Investment Trusts (REITs)	118,334,955	—	—
Real Estate Management & Development	6,862,524	—	—
Semiconductors & Semiconductor Equipment	34,037,484	—	—
Software	18,785,203	—	—
Specialty Retail	21,448,614	—	—
Technology Hardware, Storage & Peripherals	3,049,025	—	—
Textiles, Apparel & Luxury Goods	9,896,105	—	—
Thrifts & Mortgage Finance	16,707,399	—	—
Trading Companies & Distributors	13,977,758	—	—
Exchange Traded Fund	12,274,708	—	—
Affiliated Money Market Mutual Fund	91,353,859	—	—
Total	$981,686,596	$ —	$ —

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Banks	13.9%
Real Estate Investment Trusts (REITs)	12.8
Affiliated Money Market Mutual Fund (6.6% represents investments purchased with collateral from securities on loan)	9.9
Insurance	4.8
Machinery	3.9
Semiconductors & Semiconductor Equipment	3.7
Hotels, Restaurants & Leisure	3.3
Electric Utilities	3.0
Aerospace & Defense	2.9
Oil, Gas & Consumable Fuels	2.8
Chemicals	2.8
Specialty Retail	2.3
Capital Markets	2.2
Electronic Equipment, Instruments & Components	2.1
Software	2.0
Thrifts & Mortgage Finance	1.8
Health Care Providers & Services	1.6
Commercial Services & Supplies	1.5
Trading Companies & Distributors	1.5
Gas Utilities	1.4
Media	1.4
Metals & Mining	1.3
Communications Equipment	1.3
Exchange Traded Fund	1.3
Health Care Equipment & Supplies	1.2
Health Care Technology	1.2
Multi-Utilities	1.2
Containers & Packaging	1.2%
Textiles, Apparel & Luxury Goods	1.1
Construction & Engineering	1.1
Household Products	1.0
Food Products	1.0
Industrial Conglomerates	0.9
Energy Equipment & Services	0.8
Auto Components	0.8
Household Durables	0.8
Pharmaceuticals	0.8
Real Estate Management & Development	0.7
Biotechnology	0.6
Independent Power & Renewable Electricity Producers	0.6
IT Services	0.5
Building Products	0.5
Air Freight & Logistics	0.5
Multiline Retail	0.5
Paper & Forest Products	0.4
Internet & Catalog Retail	0.4
Diversified Telecommunication Services	0.4
Internet Software & Services	0.4
Diversified Financial Services	0.4
Technology Hardware, Storage & Peripherals	0.3
Electrical Equipment	0.3
Consumer Finance	0.3
Distributors	0.3
Professional Services	0.3
Leisure Products	0.2
	106.2
Liabilities in excess of other assets	(6.2)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $57,606,412:	
Unaffiliated investments (cost $728,646,179)	$890,332,737
Affiliated investments (cost $91,353,859)	91,353,859
Receivable for investments sold	2,366,874
Dividends receivable	1,969,165
Receivable for fund share sold	150,173
Tax reclaim receivable	26,219
Prepaid expenses	7,378
Total Assets	986,206,405
LIABILITIES:	
Payable to broker for collateral for securities on loan	61,038,061
Payable for investments purchased	637,035
Advisory fees payable	403,553
Accrued expenses and other liabilities	73,424
Payable for fund share repurchased	62,483
Distribution fee payable	15,301
Affiliated transfer agent fee payable	361
Total Liabilities	62,230,218
NET ASSETS	$923,976,187
Net assets were comprised of:	
Paid-in capital	$556,538,946
Retained earnings	367,437,241
Net assets, December 31, 2014	$923,976,187
Net asset value and redemption price per share, $923,976,187 / 51,285,520 outstanding shares of beneficial interest	$ 18.02

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $26,301 foreign withholding tax)	$ 13,903,819
Affiliated income from securities lending, net	260,093
Affiliated dividend income	27,214
	14,191,126
EXPENSES	
Advisory fees	8,228,007
Distribution fee	887,144
Custodian and accounting fees	151,000
Audit fee	25,000
Trustees' fees	17,000
Insurance expenses	11,000
Legal fees and expenses	11,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Shareholders' reports	4,000
Commitment fee on syndicated credit agreement	3,000
Miscellaneous	11,256
Total expenses	9,357,407
Less: advisory fee waivers and/or expense reimbursement	(77,887)
Net expenses	9,279,520
NET INVESTMENT INCOME	4,911,606
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain on investment transactions	82,635,569
Net change in unrealized appreciation (depreciation) on:	
Investments	(26,617,950)
Foreign currencies	(1,491)
	(26,619,441)
NET GAIN ON INVESTMENTS AND FOREIGN CURRENCIES	56,016,128
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$ 60,927,734

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 4,911,606	$ 4,759,244
Net realized gain on investment transactions	82,635,569	93,869,760
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(26,619,441)	141,483,165
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	60,927,734	240,112,169
FUND SHARE TRANSACTIONS:		
Fund share sold [3,610,038 and 11,791,406 shares, respectively]	61,913,215	164,319,502
Fund share repurchased [4,527,759 and 8,369,091 shares, respectively]	(76,373,740)	(117,846,730)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(14,460,525)	46,472,772
TOTAL INCREASE IN NET ASSETS	46,467,209	286,584,941
NET ASSETS:		
Beginning of year	877,508,978	590,924,037
End of year	$923,976,187	$ 877,508,978

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 95.5%		
COMMON STOCKS		
Aerospace & Defense — 5.4%		
Lockheed Martin Corp.	146,891	$ 28,286,800
Rockwell Collins, Inc.	197,813	16,711,242
		44,998,042
Air Freight & Logistics — 2.1%		
United Parcel Service, Inc. (Class B Stock)	158,642	17,636,231
Airlines — 0.6%		
Copa Holdings SA (Panama) (Class A Stock)	46,072	4,774,902
Biotechnology — 1.8%		
Gilead Sciences, Inc.*	161,944	15,264,841
Capital Markets — 4.0%		
Eaton Vance Corp.	397,584	16,273,113
Waddell & Reed Financial, Inc. (Class A Stock)	344,704	17,173,153
		33,446,266
Chemicals — 7.1%		
CF Industries Holdings, Inc.	64,632	17,614,805
LyondellBasell Industries NV (Class A Stock)	279,178	22,163,941
NewMarket Corp.	47,005	18,967,928
		58,746,674
Consumer Finance — 2.9%		
Discover Financial Services	364,289	23,857,287
Diversified Financial Services — 8.0%		
CBOE Holdings, Inc.	438,714	27,823,242
McGraw Hill Financial, Inc.	219,357	19,518,386
Moody's Corp.	193,896	18,577,176
		65,918,804
Diversified Telecommunication Services — 1.0%		
Verizon Communications, Inc.	176,269	8,245,864
Energy Equipment & Services — 4.8%		
Atwood Oceanics, Inc.*	639,672	18,147,495
Oil States International, Inc.*	438,067	21,421,476
		39,568,971
Food Products — 0.8%		
Campbell Soup Co.	149,850	6,593,400
Hotels, Restaurants & Leisure — 1.8%		
Yum! Brands, Inc.	205,647	14,981,384
Household Products — 2.6%		
Colgate-Palmolive Co.	307,491	21,275,302
Independent Power & Renewable Electricity Producers — 0.9%		
AES Corp. (The)	538,599	7,416,508
Insurance — 2.7%		
Aflac, Inc.	360,372	22,015,125
IT Services — 2.3%		
Western Union Co. (The)(a)	1,051,737	18,836,610
Machinery — 2.0%		
Caterpillar, Inc.	182,145	16,671,732
Oil, Gas & Consumable Fuels — 16.1%		
Apache Corp.	292,220	18,313,427
ConocoPhillips	352,541	24,346,481
Continental Resources, Inc.*(a)	490,607	18,819,685

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Oil, Gas & Consumable Fuels (cont'd.)		
Exxon Mobil Corp.	174,311	$ 16,115,052
Marathon Petroleum Corp.	264,404	23,865,105
Oasis Petroleum, Inc.*(a)	252,254	4,172,281
SM Energy Co.	262,445	10,125,128
Valero Energy Corp.	353,599	17,503,151
		133,260,310
Pharmaceuticals — 2.9%		
Mylan, Inc.*	426,962	24,067,848
Professional Services — 1.1%		
Verisk Analytics, Inc. (Class A Stock)*	137,098	8,781,127
Real Estate Investment Trusts (REITs) — 2.5%		
Apartment Investment & Management Co. (Class A Stock)	550,350	20,445,504
Software — 2.7%		
Microsoft Corp.	483,760	22,470,652
Specialty Retail — 5.8%		
Ross Stores, Inc.	213,481	20,122,719
TJX Cos., Inc. (The)	405,418	27,803,566
		47,926,285
Technology Hardware, Storage & Peripherals — 7.2%		
Apple, Inc.	287,906	31,779,064
Western Digital Corp.	252,652	27,968,576
		59,747,640
Thrifts & Mortgage Finance — 1.7%		
Nationstar Mortgage Holdings, Inc.*(a)	512,954	14,460,173
Tobacco — 4.7%		
Altria Group, Inc.	487,677	24,027,846
Philip Morris International, Inc.	178,228	14,516,671
		38,544,517
TOTAL LONG-TERM INVESTMENTS (cost $715,836,471)		789,951,999
SHORT-TERM INVESTMENT — 9.8%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $81,035,475; includes $49,626,565 of cash collateral for securities on loan)(b)(w)(Note 4)	81,035,475	81,035,475
TOTAL INVESTMENTS — 105.3% (cost $796,871,946)		870,987,474
Liabilities in excess of other assets — (5.3)%		(43,575,792)
NET ASSETS — 100.0%		$ 827,411,682

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $48,495,469; cash collateral of $49,626,565 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 44,998,042	$ —	$ —
Air Freight & Logistics	17,636,231	—	—
Airlines	4,774,902	—	—
Biotechnology	15,264,841	—	—
Capital Markets	33,446,266	—	—
Chemicals	58,746,674	—	—
Consumer Finance	23,857,287	—	—
Diversified Financial Services	65,918,804	—	—
Diversified Telecommunication Services	8,245,864	—	—
Energy Equipment & Services	39,568,971	—	—
Food Products	6,593,400	—	—
Hotels, Restaurants & Leisure	14,981,384	—	—
Household Products	21,275,302	—	—
Independent Power & Renewable Electricity Producers	7,416,508	—	—
Insurance	22,015,125	—	—
IT Services	18,836,610	—	—
Machinery	16,671,732	—	—
Oil, Gas & Consumable Fuels	133,260,310	—	—
Pharmaceuticals	24,067,848	—	—
Professional Services	8,781,127	—	—
Real Estate Investment Trusts (REITs)	20,445,504	—	—
Software	22,470,652	—	—
Specialty Retail	47,926,285	—	—
Technology Hardware, Storage & Peripherals	59,747,640	—	—
Thrifts & Mortgage Finance	14,460,173	—	—
Tobacco	38,544,517	—	—
Affiliated Money Market Mutual Fund	81,035,475	—	—
Total	$870,987,474	$ —	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Oil, Gas & Consumable Fuels	16.1%
Affiliated Money Market Mutual Fund (6.0% represents investments purchased with collateral from securities on loan)	9.8
Diversified Financial Services	8.0
Technology Hardware, Storage & Peripherals	7.2
Chemicals	7.1
Specialty Retail	5.8
Aerospace & Defense	5.4
Energy Equipment & Services	4.8
Tobacco	4.7
Capital Markets	4.0
Pharmaceuticals	2.9
Consumer Finance	2.9
Software	2.7
Insurance	2.7%
Household Products	2.6
Real Estate Investment Trusts (REITs)	2.5
IT Services	2.3
Air Freight & Logistics	2.1
Machinery	2.0
Biotechnology	1.8
Hotels, Restaurants & Leisure	1.8
Thrifts & Mortgage Finance	1.7
Professional Services	1.1
Diversified Telecommunication Services	1.0
Independent Power & Renewable Electricity Producers	0.9
Food Products	0.8
Airlines	0.6
	105.3
Liabilities in excess of other assets	(5.3)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $48,495,469:	
Unaffiliated investments (cost $715,836,471)	$789,951,999
Affiliated investments (cost $81,035,475)	81,035,475
Receivable for investments sold	5,866,641
Dividends receivable	639,387
Receivable for fund share sold	15,762
Prepaid expenses	8,155
Total Assets	877,517,419
LIABILITIES:	
Payable to broker for collateral for securities on loan	49,626,565
Payable for fund share repurchased	223,303
Advisory fees payable	175,938
Accrued expenses and other liabilities	65,792
Distribution fee payable	13,778
Affiliated transfer agent fee payable	361
Total Liabilities	50,105,737
NET ASSETS	$827,411,682
Net assets were comprised of:	
Paid-in capital	$406,078,531
Retained earnings	421,333,151
Net assets, December 31, 2014	$827,411,682
Net asset value and redemption price per share, $827,411,682 / 63,489,995 outstanding shares of beneficial interest	$ 13.03

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $448 foreign withholding tax)	$16,928,819
Affiliated income from securities lending, net	773,071
Affiliated dividend income	32,294
	17,734,184
EXPENSES	
Advisory fees	7,074,394
Distribution fee	854,246
Custodian and accounting fees	124,000
Audit fee	21,000
Trustees' fees	16,000
Insurance expenses	10,000
Legal fees and expenses	10,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Shareholders' reports	3,000
Commitment fee on syndicated credit agreement	2,000
Loan interest expense	407
Miscellaneous	10,671
Total expenses	8,133,718
Less: advisory fee waivers and/or expense reimbursement	(813,176)
Net expenses	7,320,542
NET INVESTMENT INCOME	10,413,642
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain (loss) on:	
Investment transactions	12,451,408
Foreign currency transactions	(715)
	12,450,693
Net change in unrealized appreciation (depreciation) on investments	(9,557,577)
NET GAIN ON INVESTMENTS	2,893,116
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$13,306,758

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 10,413,642	$ 9,513,894
Net realized gain on investment and foreign currency transactions	12,450,693	212,916,127
Net change in unrealized appreciation (depreciation) on investments	(9,557,577)	27,869,255
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	13,306,758	250,299,276
FUND SHARE TRANSACTIONS:		
Fund share sold [4,630,793 and 22,592,452 shares, respectively]	60,441,515	260,671,577
Fund share repurchased [7,821,996 and 54,150,267 shares, respectively]	(101,943,441)	(591,510,060)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(41,501,926)	(330,838,483)
TOTAL DECREASE IN NET ASSETS	(28,195,168)	(80,539,207)
NET ASSETS:		
Beginning of year	855,606,850	936,146,057
End of year	$ 827,411,682	$ 855,606,850

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 97.1%		
COMMON STOCKS — 96.3%		
Australia — 0.5%		
Brambles Ltd.	1,019,810	$ 8,784,881
Insurance Australia Group Ltd.	735,900	3,736,544
		12,521,425
Austria — 0.3%		
Andritz AG	167,615	9,214,858
Belgium — 0.2%		
Colruyt SA	137,125	6,374,884
Brazil — 1.3%		
Cielo SA	1,219,793	19,121,501
Estacio Participacoes SA	1,387,907	12,436,967
Kroton Educacional SA	785,600	4,580,844
		36,139,312
Canada — 4.8%		
Alimentation Couche-Tard, Inc. (Class B Stock)	689,617	28,901,232
Bank of Nova Scotia (The)	70,640	4,031,794
Brookfield Asset Management, Inc. (Class A Stock)	280,436	14,058,257
Canadian Pacific Railway Ltd.	251,782	48,515,874
Cenovus Energy, Inc.	213,758	4,410,208
CI Financial Corp.	229,330	6,373,787
Home Capital Group, Inc.	60,000	2,478,396
Shawcor Ltd.	188,200	6,868,377
Suncor Energy, Inc.	504,000	16,007,574
		131,645,499
China — 8.2%		
Alibaba Group Holding Ltd., ADR*(a)	512,620	53,281,723
Baidu, Inc., ADR*	163,980	37,382,521
China Overseas Land & Investment Ltd.	2,062,000	6,099,873
Lenovo Group Ltd.	6,576,000	8,585,714
NetEase, Inc., ADR	59,719	5,920,542
PICC Property & Casualty Co. Ltd. (Class H Stock)	5,285,500	10,199,557
Tencent Holdings Ltd.	4,591,356	66,432,011
Vipshop Holdings Ltd., ADS*(a)	1,733,260	33,867,900
		221,769,841
Denmark — 2.3%		
Coloplast A/S (Class B Stock)	120,537	10,087,077
Jyske Bank A/S*	185,285	9,365,486
Novo Nordisk A/S (Class B Stock)	1,015,165	42,941,262
		62,393,825
Finland — 0.4%		
Sampo OYJ (Class A Stock)	220,973	10,344,745
France — 4.9%		
Arkema SA	101,874	6,737,638
BNP Paribas SA	138,600	8,182,144
Cap Gemini SA	166,336	11,895,910
Dassault Systemes SA	410,286	25,019,470
Pernod Ricard SA	69,460	7,719,643
Publicis Groupe SA	149,184	10,698,815
Rexel SA	594,700	10,654,743
Sanofi	141,775	12,925,727
Schneider Electric SE	146,465	10,666,963
Sodexo	143,355	14,032,235

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
France (cont'd.)		
Total SA	173,910	$ 8,909,784
Valeo SA	50,248	6,252,387
		133,695,459
Germany — 7.4%		
Bayer AG	361,653	49,296,491
Bayerische Motoren Werke AG	87,100	9,399,705
Brenntag AG	206,175	11,527,294
Continental AG	281,491	59,373,022
Deutsche Boerse AG	142,915	10,155,838
KUKA AG	105,575	7,467,574
Linde AG	58,755	10,822,841
Rational AG	12,730	3,988,762
SAP SE, ADR(a)	155,700	10,844,505
Wirecard AG	621,326	27,092,437
		199,968,469
Hong Kong — 0.7%		
AIA Group Ltd.	1,812,836	9,998,639
Jardine Matheson Holdings Ltd.	140,862	8,599,625
		18,598,264
India — 1.0%		
Hero MotoCorp Ltd.	215,380	10,568,393
Housing Development Finance Corp. Ltd.	366,325	6,569,070
Tata Motors Ltd.	1,393,923	10,904,026
		28,041,489
Indonesia — 1.0%		
PT Bank Mandiri Persero Tbk	7,389,033	6,425,785
PT Bank Rakyat Indonesia Persero Tbk.	11,725,102	11,021,368
PT Tower Bersama Infrastructure Tbk	7,128,717	5,575,487
PT Tower Bersama Infrastructure Tbk, 144A(g)	6,982,898	5,461,440
		28,484,080
Ireland — 2.0%		
DCC PLC	55,600	3,060,955
Ryanair Holdings PLC, ADR*	148,130	10,557,225
Shire PLC	583,405	41,363,534
		54,981,714
Israel — 2.1%		
Bezeq Israeli Telecommunication Corp. Ltd.	7,187,915	12,750,040
Check Point Software Technologies Ltd.*(a)	369,840	29,058,329
Teva Pharmaceutical Industries Ltd., ADR	246,230	14,160,687
		55,969,056
Italy — 4.2%		
Anima Holding SpA*(g)	1,496,829	7,530,230
Anima Holding SpA, 144A*(g)	1,381,674	6,950,910
Azimut Holding SpA	1,484,809	32,256,678
Brembo SpA	359,227	12,040,133
Brunello Cucinelli SpA(a)	507,333	11,331,926
Intesa Sanpaolo SpA	4,136,577	11,999,837
Luxottica Group SpA	597,558	32,757,530
		114,867,244
Japan — 17.2%		
Astellas Pharma, Inc.	811,220	11,293,889
Daikin Industries Ltd.	180,191	11,554,582
Daito Trust Construction Co. Ltd.	49,700	5,637,862

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Japan (cont'd.)		
FANUC Corp.	306,621	$ 50,555,791
Fuji Heavy Industries Ltd.	1,313,292	46,472,131
Hoya Corp.	238,700	8,073,989
Kansai Paint Co. Ltd.	1,054,400	16,334,739
Kao Corp.	245,000	9,661,467
Keyence Corp.	46,168	20,572,220
Minebea Co. Ltd.	1,966,764	29,044,971
Miraca Holdings, Inc.	188,200	8,096,157
Murata Manufacturing Co. Ltd.	385,322	42,046,724
Nidec Corp.	354,066	22,867,585
Nihon Kohden Corp.	135,100	6,657,249
Nitori Holdings Co. Ltd.	102,600	5,512,546
Ono Pharmaceutical Co. Ltd.	217,354	19,243,547
ORIX Corp.	764,590	9,620,681
Pigeon Corp.	494,212	28,815,574
Recruit Holdings Co. Ltd.*	59,900	1,720,287
Santen Pharmaceutical Co. Ltd.	149,600	8,053,684
Secom Co. Ltd.	128,552	7,385,906
SMC Corp.	96,500	25,304,625
SoftBank Corp.	165,200	9,833,248
Sugi Holdings Co. Ltd.	147,200	6,008,627
Sumitomo Mitsui Financial Group, Inc.	290,944	10,518,418
Sundrug Co. Ltd.	105,800	4,324,906
Toyota Motor Corp.	265,900	16,570,195
Unicharm Corp.	1,107,188	26,538,298
		468,319,898
Macau — 0.2%		
MGM China Holdings Ltd.	2,486,000	6,276,937
Mexico — 0.5%		
Alsea SAB de CV*(a)	3,903,617	10,787,119
Alsea SAB de CV, 144A*(g)	655,805	1,812,229
		12,599,348
Netherlands — 1.8%		
Akzo Nobel NV	169,315	11,714,943
ASML Holding NV	151,455	16,364,372
Koninklijke Ahold NV	539,272	9,584,434
NXP Semiconductors NV*	86,706	6,624,338
Royal Dutch Shell PLC (Class A Stock)	170,836	5,693,835
		49,981,922
Norway — 0.4%		
DnB ASA	353,195	5,209,847
Telenor ASA	322,170	6,517,053
		11,726,900
Philippines — 0.9%		
Universal Robina Corp.	5,417,742	23,620,740
Singapore — 0.2%		
United Overseas Bank Ltd.	332,600	6,137,818
South Africa — 2.0%		
Aspen Pharmacare Holdings Ltd.*	998,934	34,848,901
Aspen Pharmacare Holdings Ltd., 144A*(g)	86,040	3,001,599
Bidvest Group Ltd. (The)	281,711	7,365,018
Discovery Ltd.	970,124	9,288,476
		54,503,994
South Korea — 1.7%		
NAVER Corp.*	49,235	31,531,819
COMMON STOCKS (Continued)		
South Korea (cont'd.)		
Samsung Electronics Co. Ltd.	12,440	$ 14,955,922
		46,487,741
Spain — 2.0%		
Amadeus IT Holding SA (Class A Stock)	202,872	8,079,871
Inditex SA	1,590,640	45,373,748
		53,453,619
Sweden — 2.8%		
Assa Abloy AB (Class B Stock)	516,828	27,297,047
Atlas Copco AB (Class A Stock)	344,932	9,597,963
Hexagon AB (Class B Stock)	567,998	17,522,476
Nordea Bank AB	721,195	8,348,398
Telefonaktiebolaget LM Ericsson (Class B Stock)	1,035,805	12,541,638
		75,307,522
Switzerland — 7.0%		
Actelion Ltd.*	78,043	8,984,395
Adecco SA*	71,938	4,944,968
Cie Financiere Richemont SA	45,700	4,051,699
Geberit AG	31,801	10,758,369
Givaudan SA*	9,945	17,839,911
Julius Baer Group Ltd.*	177,665	8,111,830
Novartis AG	443,498	41,131,546
Partners Group Holding AG	66,385	19,313,871
Roche Holding AG	159,859	43,312,552
SGS SA	7,455	15,222,887
Sika AG	334	985,280
Sonova Holding AG	57,650	8,469,392
UBS Group AG*	457,615	7,866,265
		190,992,965
Taiwan — 0.2%		
MediaTek, Inc.	420,000	6,105,721
Thailand — 1.7%		
CP ALL PCL	14,525,822	18,764,360
Home Product Center PCL.	71,851,833	18,017,557
Minor International PCL.	8,724,482	8,618,409
		45,400,326
United Kingdom — 13.3%		
Amlin PLC	1,790,245	13,279,731
ARM Holdings PLC	2,138,053	32,845,649
Ashtead Group PLC	1,743,638	30,966,913
AstraZeneca PLC	101,861	7,194,532
Barclays PLC	2,717,400	10,215,628
BG Group PLC	371,700	4,973,989
BTG PLC*	1,366,909	16,871,575
Bunzl PLC	583,685	15,956,347
Burberry Group PLC.	1,328,558	33,707,877
Compass Group PLC	942,956	16,117,874
Howden Joinery Group PLC	1,501,800	9,369,352
InterContinental Hotels Group PLC.	216,479	8,710,342
Just Eat PLC*	1,115,088	5,382,524
Just Eat PLC, 144A*(g)	2,346,216	11,325,173
Prudential PLC	515,700	11,922,740
Reckitt Benckiser Group PLC	40,015	3,240,978
Reed Elsevier PLC	1,692,789	28,916,242
SABMiller PLC	151,215	7,883,032
Spectris PLC	135,500	4,425,194

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
United Kingdom (cont'd.)		
St. James's Place PLC	4,522,152	$ 57,019,437
TalkTalk Telecom Group PLC	2,564,400	12,069,559
Travis Perkins PLC	356,795	10,270,018
Wolseley PLC	10,097	577,265
WPP PLC	442,394	9,198,125
		362,440,096
United States — 3.1%		
AON PLC	146,100	13,854,663
Jazz Pharmaceuticals PLC*(a)	238,896	39,114,442
Nielsen NV(a)	277,900	12,430,467
Stratasys Ltd.*(a)	211,947	17,614,915
		83,014,487
TOTAL COMMON STOCKS (cost $2,349,386,542)		2,621,380,198
PREFERRED STOCKS — 0.8%		
Germany		
Henkel AG & Co. KGaA (PRFC),	109,930	11,841,458
Volkswagen AG (PRFC)	44,460	9,881,498
		21,722,956
TOTAL PREFERRED STOCKS (cost $20,631,665)		21,722,956
	Units	
WARRANTS*		
Thailand		
Minor International PCL, expiring 11/03/17 (cost $0)	436,224	64,439
TOTAL LONG-TERM INVESTMENTS (cost $2,370,018,207)		2,643,167,593

	Shares	Value (Note 2)
SHORT-TERM INVESTMENT — 8.4%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $228,990,959; includes $158,856,524 of cash collateral for securities on loan)(b)(w)(Note 4)	228,990,959	$ 228,990,959
TOTAL INVESTMENTS — 105.5% (cost $2,599,009,166)		2,872,158,552
Liabilities in excess of other assets — (5.5)%		(150,464,062)
NET ASSETS — 100.0%		$ 2,721,694,490

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $153,420,721; cash collateral of $158,856,524 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(g) Indicates a security that has been deemed illiquid.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks:			
Australia	$ —	$ 12,521,425	$ —
Austria	—	9,214,858	—
Belgium	—	6,374,884	—
Brazil	36,139,312	—	—
Canada	131,645,499	—	—
China	130,452,686	91,317,155	—
Denmark	—	62,393,825	—
Finland	—	10,344,745	—
France	—	133,695,459	—
Germany	10,844,505	189,123,964	—
Hong Kong	8,599,625	9,998,639	—
India	—	28,041,489	—
Indonesia	—	28,484,080	—
Ireland	10,557,225	44,424,489	—
Israel	43,219,016	12,750,040	—
Italy	—	114,867,244	—
Japan	1,720,287	466,599,611	—
Macau	—	6,276,937	—
Mexico	10,787,119	1,812,229	—
Netherlands	6,624,338	43,357,584	—
Norway	—	11,726,900	—
Philippines	—	23,620,740	—
Singapore	—	6,137,818	—
South Africa	—	54,503,994	—
South Korea	—	46,487,741	—
Spain	—	53,453,619	—
Sweden	—	75,307,522	—
Switzerland	7,866,265	183,126,700	—
Taiwan	—	6,105,721	—
Thailand	45,400,326	—	—
United Kingdom	5,382,524	357,057,572	—
United States	83,014,487	—	—
Preferred Stocks:			
Germany	—	21,722,956	—
Warrants	—	64,439	—
Affiliated Money Market Mutual Fund	228,990,959	—	—
Total	$ 761,244,173	$ 2,110,914,379	$ —

Fair Value of Level 2 investments at 12/31/13 was $2,342,203,373 as a result of fair valuing such foreign investments using third party vendor modeling tools. Such fair values are used to reflect the impact of market movements between the time at which the Portfolio values its securities and the earlier closing of foreign markets. An amount of $27,853,796 was transferred from Level 1 into Level 2 at 12/31/14 as a result of fair valuing such foreign securities using third-party vendor modeling tools.

It is the Portfolio's policy to recognize transfers in and transfers out at the fair value as of the beginning of the period.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (Unaudited):

Pharmaceuticals	14.1%
Affiliated Money Market Mutual Fund (5.8% represents investments purchased with collateral received from securities on loan)	8.4
Internet Software & Services	7.8
Insurance	5.1
Machinery	5.0
Automobiles	3.8
Electronic Equipment, Instruments & Components	3.4
Banks	3.4
Capital Markets	3.2
Textiles, Apparel & Luxury Goods	3.0
Trading Companies & Distributors	2.9
Specialty Retail	2.9
Auto Components	2.8
Food & Staples Retailing	2.7
Household Products	2.6
Hotels, Restaurants & Leisure	2.4
IT Services	2.4
Software	2.4
Chemicals	2.4
Semiconductors & Semiconductor Equipment	2.3
Building Products	1.8
Media	1.8
Road & Rail	1.8
Technology Hardware, Storage & Peripherals	1.5
Oil, Gas & Consumable Fuels	1.5%
Professional Services	1.3
Internet & Catalog Retail	1.2
Electrical Equipment	1.2
Diversified Telecommunication Services	1.2
Real Estate Management & Development	0.9
Health Care Equipment & Supplies	0.9
Food Products	0.9
Wireless Telecommunication Services	0.8
Diversified Financial Services	0.7
Industrial Conglomerates	0.7
Diversified Consumer Services	0.6
Commercial Services & Supplies	0.6
Beverages	0.6
Communications Equipment	0.5
Airlines	0.4
Personal Products	0.4
Thrifts & Mortgage Finance	0.3
Biotechnology	0.3
Health Care Providers & Services	0.3
Energy Equipment & Services	0.3
	105.5
Liabilities in excess of other assets	(5.5)
	100.0%

The Portfolio invested in derivative instruments during the reporting period. The primary types of risk associated with these derivative instruments are foreign exchange and equity risk. The effect of such derivative instruments on the Portfolio's financial position and financial performance as reflected in the Statement of Assets and Liabilities and Statement of Operations is presented in the summary below.

Fair values of derivative instruments as of December 31, 2014 as presented in the Statement of Assets and Liabilities:

Derivatives not accounted for as hedging instruments, carried at fair value	Asset Derivatives		Liability Derivatives	
	Balance Sheet Location	Fair Value	Balance Sheet Location	Fair Value
Equity contracts	Unaffiliated investments	$64,439	—	$—

The effects of derivative instruments on the Statement of Operations for the year ended December 31, 2014 are as follows:

Amount of Realized Gain or (Loss) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Rights[1]	Forward Currency Contracts[2]	Total
Foreign exchange contracts	$ —	$47,781	$ 47,781
Equity contracts	508,360	—	508,360
Total	$508,360	$47,781	$556,141

Change in Unrealized Appreciation or (Depreciation) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Warrants[3]	Forward Currency Contracts[4]	Total
Foreign exchange contracts	$ —	$15,721	$15,721
Equity contracts	64,439	—	64,439
Total	$64,439	$15,721	$80,160

(1) Included in net realized gain (loss) on investment transactions in the Statement of Operations.

(2) Included in net realized gain (loss) on foreign currency transactions in the Statement of Operations.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS **December 31, 2014**

(3) Included in net change in unrealized appreciation (depreciation) on investments in the Statement of Operations.

(4) Included in net change in unrealized appreciation (depreciation) on foreign currencies in the Statement of Operations.

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $153,420,721:	
Unaffiliated investments (cost $2,370,018,207)	$2,643,167,593
Affiliated investments (cost $228,990,959)	228,990,959
Foreign currency, at value (cost $2,554,571)	2,490,293
Receivable for investments sold	16,061,832
Tax reclaim receivable	9,581,368
Receivable for fund share sold	6,965,719
Dividends receivable	715,918
Prepaid expenses	22,510
Total Assets	2,907,996,192
LIABILITIES:	
Payable to broker for collateral for securities on loan	158,856,524
Payable for investments purchased	25,717,040
Advisory fees payable	885,395
Foreign capital gains tax liability accrued	452,333
Accrued expenses and other liabilities	345,103
Distribution fee payable	44,931
Affiliated transfer agent fee payable	361
Payable for fund share repurchased	15
Total Liabilities	186,301,702
NET ASSETS	$2,721,694,490
Net assets were comprised of:	
Paid-in capital	$2,400,811,097
Retained earnings	320,883,393
Net assets, December 31, 2014	$2,721,694,490
Net asset value and redemption price per share, $2,721,694,490 / 204,049,213 outstanding shares of beneficial interest	$ 13.34

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $5,247,330 foreign withholding tax)	$ 48,085,919
Affiliated income from securities lending, net	366,614
Affiliated dividend income	89,861
	48,542,394
EXPENSES	
Advisory fees	26,917,594
Distribution fee	2,787,770
Custodian and accounting fees	655,000
Insurance expenses	34,000
Trustees' fees	32,000
Audit fee	27,000
Legal fees and expenses	15,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Shareholders' reports	7,000
Commitment fee on syndicated credit agreement	5,000
Loan interest expense	82
Miscellaneous	58,258
Total expenses	30,546,704
Less: advisory fee waivers and/or expense reimbursement	(341,570)
Net expenses	30,205,134
NET INVESTMENT INCOME	18,337,260
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain (loss) on:	
Investment transactions	71,093,266
Foreign currency transactions	(1,123,474)
	69,969,792
Net change in unrealized appreciation (depreciation) on:	
Investments (net of change in foreign capital gains taxes $(279,918))	(249,115,660)
Foreign currencies	(1,278,365)
	(250,394,025)
NET LOSS ON INVESTMENTS AND FOREIGN CURRENCIES	(180,424,233)
NET DECREASE IN NET ASSETS RESULTING FROM OPERATIONS	$(162,086,973)

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 18,337,260	$ 13,973,634
Net realized gain on investment and foreign currency transactions	69,969,792	232,756,123
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(250,394,025)	221,839,057
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	(162,086,973)	468,568,814
FUND SHARE TRANSACTIONS:		
Fund share sold [18,094,782 and 47,833,887 shares, respectively]	247,989,661	597,063,089
Fund share repurchased [16,385,208 and 60,128,612 shares, respectively]	(221,969,790)	(753,609,341)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	26,019,871	(156,546,252)
TOTAL INCREASE (DECREASE) IN NET ASSETS	(136,067,102)	312,022,562
NET ASSETS:		
Beginning of year	2,857,761,592	2,545,739,030
End of year	$2,721,694,490	$2,857,761,592

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 97.3%		
COMMON STOCKS — 97.3%		
Australia — 4.3%		
Ansell Ltd.	475,649	$ 8,702,761
Arrium Ltd.	7,301,600	1,263,469
Ausdrill Ltd.(a)	731,040	232,529
Bendigo & Adelaide Bank Ltd.	788,300	8,196,697
BHP Billiton Ltd.	384,000	9,078,773
Bradken Ltd.	556,400	2,127,355
Caltex Australia Ltd.	351,663	9,757,617
Challenger Ltd.	1,361,000	7,189,535
Downer EDI Ltd.	1,440,700	5,505,637
Fortescue Metals Group Ltd.(a)	1,702,300	3,737,639
Kingsgate Consolidated Ltd.*(a)	898,989	478,698
Lend Lease Group	1,255,600	16,723,180
Metcash Ltd.(a)	2,725,199	4,107,112
Mineral Resources Ltd.	351,300	2,149,845
Mount Gibson Iron Ltd.	2,634,500	516,860
Myer Holdings Ltd.(a)	1,907,200	2,161,084
National Australia Bank Ltd.	367,900	10,032,736
Pacific Brands Ltd.	3,053,600	1,342,476
Primary Health Care Ltd.	856,140	3,275,821
Seven Group Holdings Ltd.	354,500	1,674,232
St. Barbara Ltd.*(a)	2,037,800	172,646
Toll Holdings Ltd.	1,508,900	7,187,661
		105,614,363
Austria — 0.8%		
OMV AG	254,600	6,760,478
UNIQA Insurance Group AG	711,773	6,680,015
Voestalpine AG	138,300	5,464,674
		18,905,167
Belgium — 1.7%		
AGFA-Gevaert NV*(g)	624,500	1,579,367
Anheuser-Busch InBev NV	241,906	27,224,503
Delhaize Group SA	160,900	11,717,627
		40,521,497
Brazil — 0.3%		
Estacio Participacoes SA	726,481	6,509,961
Canada — 1.1%		
MacDonald Dettwiler & Associates Ltd.	166,165	13,580,106
Rogers Communications, Inc. (Class B Stock)	355,973	13,839,990
		27,420,096
China — 0.2%		
Poly Property Group Co. Ltd.	8,664,000	3,531,995
Shougang Fushan Resources Group Ltd.	11,184,000	2,437,371
		5,969,366
Denmark — 0.6%		
A.P. Moeller-Maersk A/S (Class B Stock)	4,000	7,955,808
Carlsberg A/S (Class B Stock)	92,284	7,087,397
		15,043,205
Finland — 1.2%		
Sampo OYJ (Class A Stock)	384,681	18,008,657
Tieto OYJ(g)	171,222	4,437,224
UPM-Kymmene OYJ	423,000	6,932,214
		29,378,095

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
France — 8.7%		
Airbus Group NV	225,823	$ 11,164,265
Alstom SA*	146,400	4,721,796
Arkema SA	38,800	2,566,115
AXA SA	408,500	9,413,105
BNP Paribas SA	467,608	27,604,878
Cap Gemini SA	211,756	15,144,228
Cie Generale des Etablissements Michelin	100,200	9,044,747
CNP Assurances	352,600	6,250,968
Credit Agricole SA	579,800	7,484,382
Electricite de France SA	652,300	17,956,823
Renault SA	95,000	6,919,466
Sanofi	150,700	13,739,426
SCOR SE	193,000	5,847,982
Societe Generale SA	153,800	6,436,574
Thales SA	241,700	13,077,743
Total SA	296,400	15,185,210
Valeo SA	231,903	28,855,819
Vinci SA	176,831	9,655,444
		211,068,971
Germany — 7.8%		
Allianz SE	78,000	12,918,879
Aurubis AG	42,600	2,381,353
BASF SE	172,300	14,452,720
Bayer AG	206,701	28,175,168
Bayerische Motoren Werke AG	157,427	16,989,292
Continental AG	33,700	7,108,117
Daimler AG	205,000	17,026,124
Deutsche Bank AG	129,300	3,871,816
Deutsche Lufthansa AG	362,100	6,000,361
DMG MORI SEIKI AG	168,750	4,745,389
E.ON SE	325,700	5,566,778
Freenet AG	319,300	9,078,453
Hannover Rueck SE	104,000	9,382,008
Merck KGaA	117,600	11,067,175
Muenchener Rueckversicherungs-Gesellschaft AG	38,700	7,706,643
Rheinmetall AG	139,700	6,082,427
RTL Group SA	62,801	5,988,474
STADA Arzneimittel AG	131,100	3,977,945
Volkswagen AG	60,300	13,073,289
Wincor Nixdorf AG	81,800	3,950,305
		189,542,716
Greece — 0.3%		
Hellenic Telecommunications Organization SA*	244,139	2,669,597
Piraeus Bank SA*	4,885,356	5,315,935
		7,985,532
Hong Kong — 1.6%		
Cheung Kong Holdings Ltd.	386,000	6,464,274
China Resources Cement Holdings Ltd.	11,135,000	7,176,140
Dah Sing Financial Holdings Ltd.(g)	484,312	2,813,188
First Pacific Co. Ltd.(g)	4,043,000	3,992,464
Huabao International Holdings Ltd.	5,836,000	4,755,980
Kingboard Chemical Holdings Ltd.	1,516,800	2,546,893
Skyworth Digital Holdings Ltd.	7,192,000	3,892,014
Yue Yuen Industrial Holdings Ltd.(g)	2,331,500	8,383,617
		40,024,570

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Ireland — 1.8%		
C&C Group PLC	825,900	$ 3,617,766
James Hardie Industries PLC, CDI	753,842	8,047,456
Permanent TSB Group Holdings PLC*	206,800	15,515
Ryanair Holdings PLC, ADR*	163,321	11,639,888
Shire PLC	220,188	15,611,374
Smurfit Kappa Group PLC	247,300	5,561,401
		44,493,400
Israel — 2.0%		
Bank Hapoalim BM	811,200	3,814,367
Elbit Systems Ltd., (NASDAQ GS)	400	24,294
Elbit Systems Ltd., (TASE)(g)	110,800	6,753,087
Teva Pharmaceutical Industries Ltd.	150,900	8,650,325
Teva Pharmaceutical Industries Ltd., ADR	500,153	28,763,799
		48,005,872
Italy — 1.7%		
Atlantia SpA	603,181	14,019,148
Azimut Holding SpA	360,981	7,842,118
Danieli & C Officine Meccaniche SpA(g)	128,200	3,179,608
Enel SpA	1,823,700	8,129,194
Eni SpA	407,000	7,129,231
		40,299,299
Japan — 19.5%		
AEON Financial Service Co. Ltd.	275,300	5,437,428
Alfresa Holdings Corp.	396,800	4,791,740
Anritsu Corp.	423,600	2,946,801
Aoyama Trading Co. Ltd.	144,900	3,166,054
Aozora Bank Ltd.	2,320,000	7,181,662
Asahi Kasei Corp.	644,000	5,874,845
Asics Corp.	244,200	5,879,189
Autobacs Seven Co. Ltd.	300,000	4,244,649
Bank of Yokohama Ltd. (The)	915,000	4,969,627
Calsonic Kansei Corp.	840,000	4,655,854
Central Japan Railway Co.	55,000	8,243,198
Daihatsu Motor Co. Ltd.	374,000	4,884,755
Daikin Industries Ltd.	284,800	18,262,537
Daiwa House Industry Co. Ltd.	1,091,500	20,619,795
Don Quijote Holdings Co. Ltd.	309,900	21,304,694
Fujikura Ltd.	1,150,000	4,729,157
Fukuoka Financial Group, Inc.	685,400	3,533,558
Fuyo General Lease Co. Ltd.(g)	116,500	4,022,262
Heiwa Corp.	352,000	7,013,569
Hogy Medical Co. Ltd.	33,100	1,509,531
Japan Tobacco, Inc.	373,100	10,268,752
JX Holdings, Inc.	425,200	1,654,711
KDDI Corp.	611,700	38,429,470
Keihin Corp.	213,200	3,164,450
Keiyo Bank Ltd. (The)(g)	756,000	4,218,911
KYORIN Holdings, Inc.	156,900	2,907,557
Kyowa Exeo Corp.	426,900	4,552,760
Makita Corp.	154,100	6,944,052
Marubeni Corp.	1,142,000	6,833,017
Medipal Holdings Corp.	215,600	2,518,141
Mitsubishi Corp.	418,200	7,653,113
Mitsubishi UFJ Financial Group, Inc.	2,293,200	12,599,367
Mitsui & Co. Ltd.	880,400	11,791,315
Mizuho Financial Group, Inc.	4,462,300	7,480,168
Morinaga Milk Industry Co. Ltd.(g)	1,152,000	3,982,012

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Japan (cont'd.)		
Nichii Gakkan Co.	168,500	$ 1,335,592
Nichi-iko Pharmaceutical Co. Ltd.	140,700	2,182,347
Nippon Telegraph & Telephone Corp.	355,900	18,180,307
Nishi-Nippon City Bank Ltd. (The)	1,487,000	4,278,611
Nissan Motor Co. Ltd.	1,200,600	10,471,357
NOF Corp.	475,000	3,001,441
NTT DoCoMo, Inc.	660,000	9,611,618
Otsuka Holdings Co. Ltd.	183,300	5,495,557
Resona Holdings, Inc.	2,909,600	14,697,851
Ricoh Co. Ltd.	632,600	6,394,990
Sankyu, Inc.	1,143,000	4,639,347
Seino Holdings Co. Ltd.	615,000	6,198,954
Seven & i Holdings Co. Ltd.	393,900	14,169,113
Shimachu Co. Ltd.	218,000	5,283,499
Shizuoka Gas Co. Ltd.(g)	383,800	2,397,018
SKY Perfect JSAT Holdings, Inc.(g)	849,800	5,014,546
SoftBank Corp.	270,900	16,124,860
Sumitomo Corp.	633,700	6,508,535
Sumitomo Metal Mining Co. Ltd.	319,900	4,771,275
Sumitomo Mitsui Financial Group, Inc.	796,100	28,781,184
Toagosei Co. Ltd.(g)	1,249,000	4,954,541
Toho Holdings Co. Ltd.	176,300	2,567,039
Toppan Forms Co. Ltd.(g)	291,200	2,922,840
Toyoda Gosei Co. Ltd.	230,700	4,640,355
Tsumura & Co.	167,600	3,706,162
United Arrows Ltd.	254,500	7,107,460
West Japan Railway Co.	92,400	4,368,512
Yokohama Rubber Co. Ltd. (The)	649,000	5,909,362
		473,982,974
Netherlands — 5.8%		
Aegon NV	723,500	5,437,820
ING Groep NV, CVA*	600,500	7,758,278
Koninklijke Ahold NV	893,900	15,887,207
Koninklijke KPN NV	2,845,761	8,985,086
Nutreco NV	110,300	5,920,322
NXP Semiconductor NV*	164,367	12,593,097
Royal Dutch Shell PLC (Class A Stock)	904,537	30,187,074
Royal Dutch Shell PLC (Class B Stock)	1,166,000	40,286,614
Wolters Kluwer NV	470,155	14,346,915
		141,402,413
New Zealand — 0.4%		
Air New Zealand Ltd.(g)	3,130,000	6,011,994
SKY Network Television Ltd.	827,900	3,886,713
		9,898,707
Norway — 1.2%		
DNB ASA	358,100	5,282,199
Marine Harvest ASA	551,300	7,569,582
Olsen Fred Energy ASA(a)	116,565	1,066,633
Statoil ASA	371,500	6,540,939
Vard Holdings Ltd.*	39,800	17,974
Yara International ASA	208,000	9,262,740
		29,740,067
Philippines — 0.4%		
Alliance Global Group, Inc.	21,982,800	10,981,189
Portugal — 0.1%		
EDP - Energias de Portugal SA	928,000	3,598,463

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Singapore — 0.6%		
DBS Group Holdings Ltd.	850,000	$ 13,159,129
Hong Leong Asia Ltd.(g)	1,721,000	1,683,700
		14,842,829
South Africa — 0.2%		
Mondi PLC	359,600	5,841,888
Spain — 2.2%		
ACS Actividades de Construccion y Servicios SA	168,300	5,866,123
Banco Santander SA	779,900	6,545,811
Gas Natural SDG SA	149,898	3,765,535
Mediaset Espana Comunicacion SA*	862,321	10,841,183
Red Electrica Corp. SA	116,097	10,234,144
Repsol SA	464,200	8,690,233
Telefonica SA	479,600	6,885,886
		52,828,915
Sweden — 3.8%		
Assa Abloy AB (Class B Stock)	321,214	16,965,400
Boliden AB	307,300	4,912,131
Nordea Bank AB	800,100	9,261,786
Oriflame Cosmetics SA, SDR(a)	96,500	1,337,073
Securitas AB (Class B Stock)	666,300	8,060,697
Swedbank AB (Class A Stock)	1,188,091	29,477,644
Telefonaktiebolaget LM Ericsson (Class B Stock)	683,600	8,277,101
TeliaSonera AB	2,140,600	13,762,705
		92,054,537
Switzerland — 8.1%		
Baloise Holding AG	89,900	11,490,260
Bucher Industries AG	22,800	5,685,905
Cembra Money Bank AG	33,900	1,863,271
Credit Suisse Group AG*	752,200	18,896,204
GAM Holding AG*	385,244	6,925,911
Georg Fischer AG*	12,100	7,634,256
Glencore PLC*	3,136,649	14,478,265
Helvetia Holding AG	11,600	5,511,735
Lonza Group AG*	20,126	2,266,020
Novartis AG	556,714	51,631,592
Pargesa Holding SA	66,600	5,139,248
Swatch Group AG (The)	21,381	9,498,648
Swiss Life Holding AG*	46,000	10,872,180
Swiss Re AG*	265,400	22,233,015
Zurich Insurance Group AG*	73,600	23,000,173
		197,126,683
Taiwan — 0.7%		
Taiwan Semiconductor Manufacturing Co. Ltd., ADR	724,691	16,218,585
Thailand — 0.3%		
Krung Thai Bank PCL	11,372,500	7,846,679
Turkey — 0.4%		
Turkcell Iletisim Hizmet A/S*	1,551,990	9,471,007
United Kingdom — 19.5%		
3i Group PLC	711,500	4,961,140
Alent PLC	258,200	1,284,130
Amec Foster Wheeler PLC	233,800	3,087,746
Anglo American PLC	798,854	14,782,385
AstraZeneca PLC	204,000	14,408,700

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
United Kingdom (cont'd.)		
Aviva PLC	935,300	$ 7,027,279
BAE Systems PLC	1,995,000	14,589,855
Barclays PLC	2,193,700	8,246,862
Beazley PLC(g)	1,403,454	6,248,100
Bellway PLC	178,298	5,347,463
Berkeley Group Holdings PLC	120,700	4,640,853
Bovis Homes Group PLC	248,000	3,396,188
BP PLC	3,226,200	20,478,586
British American Tobacco PLC	396,107	21,465,455
BT Group PLC	2,538,300	15,788,420
Carillion PLC	876,800	4,543,251
Centrica PLC	2,740,000	11,868,155
Dairy Crest Group PLC	336,900	2,609,554
Darty PLC(g)	1,314,300	1,403,204
Debenhams PLC	3,256,300	3,799,132
Direct Line Insurance Group PLC	2,460,038	11,128,236
easyJet PLC	146,979	3,803,688
GlaxoSmithKline PLC	519,900	11,153,746
Go-Ahead Group PLC(g)	148,200	5,649,156
HSBC Holdings PLC	1,529,300	14,451,544
Informa PLC	2,094,271	15,295,144
Intermediate Capital Group PLC(g)	1,231,800	8,799,881
International Consolidated Airlines Group SA*	2,028,443	15,270,281
J Sainsbury PLC	2,462,300	9,402,770
Legal & General Group PLC	88,300	340,940
Lloyds Banking Group PLC*	25,664,241	30,187,883
Marston's PLC	1,332,800	2,971,137
Micro Focus International PLC	191,100	3,216,771
Old Mutual PLC	1,561,200	4,601,124
Pace PLC	924,900	4,959,103
Petrofac Ltd.	243,800	2,655,951
Premier Foods PLC*	200,276	98,891
Provident Financial PLC	262,557	10,022,280
Prudential PLC	1,200,259	27,749,421
Reed Elsevier PLC	1,114,216	19,033,051
Rexam PLC	3,381,731	23,807,413
Rio Tinto Ltd.	199,800	9,366,808
Rolls-Royce Holdings PLC*	573,681	7,706,753
Tate & Lyle PLC	778,200	7,291,331
Taylor Wimpey PLC	6,119,606	13,055,687
Tesco PLC	2,537,100	7,397,438
Tullett Prebon PLC	429,200	1,891,850
Unilever PLC	288,825	11,734,458
Vesuvius PLC(g)	476,600	3,296,285
William Hill PLC	1,634,159	9,182,509
WM Morrison Supermarkets PLC	3,276,400	9,348,454
		474,846,442
United States		
Boart Longyear Ltd.*	2,407,100	334,077
TOTAL COMMON STOCKS (cost $2,392,417,248)		2,371,797,565

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Units	Value (Note 2)
RIGHTS*		
United States		
Boart Longyear Ltd., expiring 01/19/15 (cost $0)	2,358,477	$ 5,776
TOTAL LONG-TERM INVESTMENTS (cost $2,392,417,248)		2,371,803,341
	Shares	
SHORT-TERM INVESTMENT — 1.9%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $45,532,511; includes $9,968,550 of cash collateral for securities on loan)(b)(w)	45,532,511	45,532,511

	Value (Note 2)
TOTAL INVESTMENTS — 99.2% (cost $2,437,949,759)	$ 2,417,335,852
Other assets in excess of liabilities — 0.8%	19,043,789
NET ASSETS — 100.0%	$ 2,436,379,641

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $8,133,626; cash collateral of $9,968,550 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(g) Indicates a security that has been deemed illiquid.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Australia	$ —	$ 105,614,363	$ —
Austria	—	18,905,167	—
Belgium	1,579,367	38,942,130	—
Brazil	6,509,961	—	—
Canada	27,420,096	—	—
China	2,437,371	3,531,995	—
Denmark	—	15,043,205	—
Finland	—	29,378,095	—
France	—	211,068,971	—
Germany	—	189,542,716	—
Greece	—	7,985,532	—
Hong Kong	—	40,024,570	—
Ireland	15,273,169	29,220,231	—
Israel	28,788,093	19,217,779	—
Italy	—	40,299,299	—
Japan	—	473,982,974	—
Netherlands	12,593,097	128,809,316	—
New Zealand	—	9,898,707	—
Norway	—	29,740,067	—
Philippines	—	10,981,189	—
Portugal	—	3,598,463	—
Singapore	—	14,842,829	—
South Africa	—	5,841,888	—
Spain	—	52,828,915	—
Sweden	—	92,054,537	—
Switzerland	—	197,126,683	—
Taiwan	16,218,585	—	—
Thailand	7,846,679	—	—
Turkey	—	9,471,007	—
United Kingdom	4,619,975	470,226,467	—
United States	334,077	—	—
Rights			
United States	5,776	—	—
Affiliated Money Market Mutual Fund	45,532,511	—	—
Total	$169,158,757	$2,248,177,095	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and other assets in excess of liabilities shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Banks	12.0%
Insurance	8.7
Pharmaceuticals	8.3
Oil, Gas & Consumable Fuels	6.0
Wireless Telecommunication Services	4.0
Media	3.1
Metals & Mining	3.0
Food & Staples Retailing	3.0
Automobiles	2.8
Aerospace & Defense	2.7
Diversified Telecommunication Services	2.7
Auto Components	2.6
Capital Markets	2.2
Real Estate Management & Development	1.9
Chemicals	1.9
Affiliated Money Market Mutual Fund (0.4% represents investments purchased with collateral from securities on loan)	1.9
Airlines	1.8
Electric Utilities	1.6
Food Products	1.6
Beverages	1.6
Building Products	1.4
Trading Companies & Distributors	1.4
Machinery	1.4
Tobacco	1.3
Household Durables	1.2
Containers & Packaging	1.2
Road & Rail	1.2
Semiconductors & Semiconductor Equipment	1.2
Multiline Retail	1.1
Construction & Engineering	1.0%
Textiles, Apparel & Luxury Goods	1.0
Specialty Retail	0.9
Diversified Financial Services	0.8
IT Services	0.8
Industrial Conglomerates	0.8
Commercial Services & Supplies	0.8
Multi-Utilities	0.7
Consumer Finance	0.7
Construction Materials	0.6
Health Care Providers & Services	0.6
Transportation Infrastructure	0.6
Communications Equipment	0.5
Paper & Forest Products	0.5
Hotels, Restaurants & Leisure	0.5
Technology Hardware, Storage & Peripherals	0.4
Health Care Equipment & Supplies	0.4
Electrical Equipment	0.4
Marine	0.3
Air Freight & Logistics	0.3
Leisure Products	0.3
Energy Equipment & Services	0.3
Diversified Consumer Services	0.3
Gas Utilities	0.2
Electronic Equipment, Instruments & Components	0.2
Software	0.1
Life Sciences Tools & Services	0.1
Health Care Technology	0.1
Distributors	0.1
Personal Products	0.1
	99.2
Other assets in excess of liabilities	0.8
	100.0%

The Portfolio invested in derivative instruments during the reporting period. The primary types of risk associated with these derivative instruments are foreign exchange and equity risk. The effect of such derivative instruments on the Portfolio's financial position and financial performance as reflected in the Statement of Assets and Liabilities and Statement of Operations is presented in the summary below.

Fair values of derivative instruments as of December 31, 2014 as presented in the Statement of Assets and Liabilities:

Derivatives not accounted for as hedging instruments, carried at fair value	Asset Derivatives		Liability Derivatives	
	Balance Sheet Location	Fair Value	Balance Sheet Location	Fair Value
Equity contracts	Unaffiliated investments	$5,776	—	$—

The effects of derivative instruments on the Statement of Operations for the year ended December 31, 2014 are as follows:

Amount of Realized Gain or (Loss) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Rights[1]	Forward Currency Contracts[2]	Total
Foreign exchange contracts	$ —	$10,253,686	$10,253,686
Equity contracts	1,136,862	—	1,136,862
Total	$1,136,862	$10,253,686	$11,390,548

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Change in Unrealized Appreciation or (Depreciation) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Rights[3]	Forward Currency Contracts[4]	Total
Foreign exchange contracts	$ —	$(3,187,030)	$(3,187,030)
Equity contracts	1,366	—	1,366
Total	$1,366	$(3,187,030)	$(3,185,664)

[1] Included in net realized gain (loss) on investment transactions in the Statement of Operations.

[2] Included in net realized gain (loss) on foreign currency transactions in the Statement of Operations.

[3] Included in net change in unrealized appreciation (depreciation) on investments in the Statement of Operations.

[4] Included in net change in unrealized appreciation (depreciation) on foreign currencies in the Statement of Operations.

For the year ended December 31, 2014, the Portfolio's average value at settlement date for foreign currency exchange purchase and sale contracts was $56,125,493 and $193,357,147, respectively.

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $8,133,626:	
Unaffiliated investments (cost $2,392,417,248)	$2,371,803,341
Affiliated investments (cost $45,532,511)	45,532,511
Foreign currency, at value (cost $15,437,947)	15,225,856
Tax reclaim receivable	12,603,923
Receivable for investments sold	8,068,378
Dividends receivable	1,088,529
Receivable for fund share sold	565,636
Prepaid expenses	20,477
Total Assets	2,454,908,651
LIABILITIES:	
Payable to broker for collateral for securities on loan	9,968,550
Payable for investments purchased	6,728,743
Advisory fees payable	843,304
Payable to custodian	671,530
Accrued expenses and other liabilities	276,157
Distribution fee payable	40,365
Affiliated transfer agent fee payable	361
Total Liabilities	18,529,010
NET ASSETS	$2,436,379,641
Net assets were comprised of:	
Paid-in capital	$2,241,383,429
Retained earnings	194,996,212
Net assets, December 31, 2014	$2,436,379,641
Net asset value and redemption price per share, $2,436,379,641 / 142,340,936 outstanding shares of beneficial interest	$ 17.12

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $6,756,623 foreign withholding tax)	$ 80,542,375
Affiliated income from securities lending, net	310,745
Affiliated dividend income	76,979
	80,930,099
EXPENSES	
Advisory fees	24,424,291
Distribution fee	2,528,051
Custodian and accounting fees	728,000
Commitment fee on syndicated credit agreement	32,000
Trustees' fees	31,000
Insurance expenses	31,000
Audit fee	27,000
Legal fees and expenses	11,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Loan interest expense	5,963
Shareholders' reports	4,000
Miscellaneous	59,390
Total expenses	27,889,695
NET INVESTMENT INCOME	53,040,404
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain on:	
Investment transactions	136,377,717
Foreign currency transactions	17,218,654
	153,596,371
Net change in unrealized appreciation (depreciation) on:	
Investments	(375,101,023)
Foreign currencies	(4,971,746)
	(380,072,769)
NET LOSS ON INVESTMENTS	(226,476,398)
NET DECREASE IN NET ASSETS RESULTING FROM OPERATIONS	$(173,435,994)

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 53,040,404	$ 42,433,630
Net realized gain on investment and foreign currency transactions	153,596,371	115,046,498
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(380,072,769)	272,938,334
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	(173,435,994)	430,418,462
FUND SHARE TRANSACTIONS:		
Fund share sold [15,762,240 and 38,122,965 shares, respectively]	282,716,469	620,439,854
Fund share repurchased [12,068,312 and 45,291,025 shares, respectively]	(217,319,351)	(746,001,160)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	65,397,118	(125,561,306)
TOTAL INCREASE (DECREASE) IN NET ASSETS	(108,038,876)	304,857,156
NET ASSETS:		
Beginning of year	2,544,418,517	2,239,561,361
End of year	$2,436,379,641	$2,544,418,517

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 97.6%		
COMMON STOCKS — 95.1%		
Australia — 1.5%		
BHP Billiton Ltd.	180,999	$ 4,279,294
BHP Billiton PLC	106,045	2,272,691
		6,551,985
Belgium — 1.5%		
Anheuser-Busch InBev NV	56,800	6,392,366
Canada		
Nortel Networks Corp.*	2,492	9
China — 2.9%		
China Construction Bank Corp. (Class H Stock)	2,665,000	2,176,726
China Overseas Land & Investment Ltd.	1,152,000	3,407,882
CNOOC Ltd. (Class H Stock)	1,826,000	2,469,061
Industrial & Commercial Bank of China Ltd. (Class H Stock)	3,046,145	2,224,272
Ping An Insurance Group Co. of China Ltd. (Class H Stock)	220,500	2,232,682
		12,510,623
Denmark — 1.0%		
Novo Nordisk A/S (Class B Stock)	99,200	4,196,139
France — 12.7%		
Accor SA	113,466	5,100,421
AXA SA	235,488	5,426,373
BNP Paribas SA	91,353	5,392,954
Essilor International SA	34,420	3,838,504
Hermes International	1,498	533,413
Imerys SA	33,302	2,450,064
Kering	22,142	4,255,051
Lafarge SA	54,049	3,794,255
LVMH Moet Hennessy Louis Vuitton SA	30,721	4,866,272
Pernod Ricard SA	27,507	3,057,072
Sanofi	81,743	7,452,567
Schneider Electric SE	59,790	4,354,472
Technip SA	60,670	3,613,971
		54,135,389
Germany — 6.1%		
Allianz SE	36,590	6,060,279
Bayer AG	47,210	6,435,139
Fresenius Medical Care AG & Co. KGaA	50,480	3,767,679
Linde AG	16,155	2,975,798
SAP SE	98,066	6,847,807
		26,086,702
Hong Kong — 2.9%		
Cheung Kong Holdings Ltd.	369,000	6,179,578
Hang Lung Properties Ltd.	1,014,000	2,828,763
Sands China Ltd.	658,000	3,203,240
		12,211,581
India — 0.7%		
HDFC Bank Ltd., ADR	60,000	3,045,000
Indonesia — 0.5%		
Astra International Tbk PT	3,932,300	2,345,163
Israel — 0.9%		
Teva Pharmaceutical Industries Ltd., ADR	69,999	4,025,642

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Japan — 16.8%		
Astellas Pharma, Inc.	235,200	$ 3,274,479
Daikin Industries Ltd.	48,300	3,097,193
East Japan Railway Co.	45,500	3,429,374
FANUC Corp.	23,400	3,858,201
Honda Motor Co. Ltd.	212,600	6,237,320
Japan Tobacco, Inc.	220,700	6,074,279
Komatsu Ltd.	179,200	3,961,741
Kubota Corp.	349,000	5,065,658
Makita Corp.	77,500	3,492,304
Nidec Corp.	33,700	2,176,537
Nitto Denko Corp.	61,000	3,408,406
Shin-Etsu Chemical Co. Ltd.	50,700	3,300,558
SMC Corp.	15,423	4,044,282
Sumitomo Corp.	248,200	2,549,185
Sumitomo Mitsui Financial Group, Inc.	190,100	6,872,633
Toyota Motor Corp.	153,800	9,584,415
Yahoo! Japan Corp.	354,200	1,269,426
		71,695,991
Macau — 0.4%		
Wynn Macau Ltd.	589,200	1,643,782
Netherlands — 6.7%		
Akzo Nobel NV	88,420	6,117,800
ASML Holding NV	48,442	5,234,049
ING Groep NV, CVA*	464,197	5,997,285
Royal Dutch Shell PLC (Class A Stock)	341,804	11,392,069
		28,741,203
South Korea — 2.0%		
Hyundai Mobis Co. Ltd.*	9,860	2,109,516
Samsung Electronics Co. Ltd., GDR	10,510	6,363,752
		8,473,268
Switzerland — 15.0%		
ABB Ltd.*	173,597	3,672,990
Cie Financiere Richemont SA	52,690	4,671,423
Credit Suisse Group AG*	227,649	5,718,827
Glencore PLC*	803,468	3,708,679
Holcim Ltd.*	43,434	3,104,843
Nestle SA	128,847	9,393,077
Novartis AG	110,052	10,206,605
Roche Holding AG	31,767	8,607,021
SGS SA	707	1,443,673
UBS Group AG*	411,929	7,080,936
Zurich Insurance Group AG*	21,140	6,606,300
		64,214,374
Taiwan — 0.9%		
Taiwan Semiconductor Manufacturing Co. Ltd., ADR	169,904	3,802,452
United Kingdom — 22.6%		
Aggreko PLC	78,428	1,828,944
ARM Holdings PLC	300,750	4,620,245
Barclays PLC	1,884,000	7,082,595
BG Group PLC	550,836	7,371,139
British American Tobacco PLC	105,607	5,722,954
Burberry Group PLC	190,866	4,842,610
Centrica PLC	465,704	2,017,170
HSBC Holdings PLC	1,133,791	10,781,176
Imperial Tobacco Group PLC	97,800	4,305,114

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
United Kingdom (cont'd.)		
Marks & Spencer Group PLC	465,890	$ 3,449,642
Meggitt PLC	395,000	3,177,483
Prudential PLC	296,992	6,866,315
Rio Tinto Ltd.	67,463	3,162,728
Rio Tinto PLC	70,526	3,251,048
Standard Chartered PLC	413,708	6,187,387
Tullow Oil PLC	178,555	1,150,674
Unilever PLC	133,459	5,422,207
Vodafone Group PLC	2,670,245	9,155,295
WPP PLC	311,482	6,476,241
		96,870,967
TOTAL COMMON STOCKS (cost $373,843,046)		406,942,636
PREFERRED STOCKS — 2.5%		
Germany		
Henkel AG & Co. KGaA (PRFC)	34,615	3,728,664
Volkswagen AG (PRFC)	31,305	6,957,722
TOTAL PREFERRED STOCKS (cost $8,129,323)		10,686,386
TOTAL LONG-TERM INVESTMENTS (cost $381,972,369)		417,629,022

	Shares	Value (Note 2)
SHORT-TERM INVESTMENT — 1.5% AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $6,266,052)(w)(Note 4)	6,266,052	$ 6,266,052
TOTAL INVESTMENTS — 99.1% (cost $388,238,421)		423,895,074
Other assets in excess of liabilities — 0.9%		3,795,078
NET ASSETS — 100.0%		$427,690,152

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Australia	$ —	$ 6,551,985	$ —
Belgium	—	6,392,366	—
Canada	9	—	—
China	—	12,510,623	—
Denmark	—	4,196,139	—
France	—	54,135,389	—
Germany	—	26,086,702	—
Hong Kong	—	12,211,581	—
India	3,045,000	—	—
Indonesia	—	2,345,163	—
Israel	4,025,642	—	—
Japan	—	71,695,991	—
Macau	—	1,643,782	—
Netherlands	—	28,741,203	—
South Korea	6,363,752	2,109,516	—
Switzerland	7,080,936	57,133,438	—
Taiwan	3,802,452	—	—
United Kingdom	—	96,870,967	—
Preferred Stocks			
Germany	—	10,686,386	—
Affiliated Money Market Mutual Fund	6,266,052	—	—
Total	$30,583,843	$393,311,231	$ —

The industry classification of investments and other assets in excess of liabilities shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Banks	11.6%
Pharmaceuticals	10.3
Insurance	6.4
Automobiles	5.9
Oil, Gas & Consumable Fuels	5.2
Machinery	4.8
Textiles, Apparel & Luxury Goods	4.5
Metals & Mining	3.9
Tobacco	3.8
Chemicals	3.7
Food Products	3.5
Semiconductors & Semiconductor Equipment	3.2
Capital Markets	3.0
Real Estate Management & Development	2.9
Electrical Equipment	2.4
Hotels, Restaurants & Leisure	2.3
Beverages	2.2
Construction Materials	2.2
Wireless Telecommunication Services	2.1
Software	1.6%
Media	1.5
Technology Hardware, Storage & Peripherals	1.5
Affiliated Money Market Mutual Fund	1.5
Health Care Equipment & Supplies	0.9
Health Care Providers & Services	0.9
Household Products	0.9
Energy Equipment & Services	0.8
Multiline Retail	0.8
Road & Rail	0.8
Aerospace & Defense	0.7
Building Products	0.7
Trading Companies & Distributors	0.6
Auto Components	0.5
Multi-Utilities	0.5
Commercial Services & Supplies	0.4
Professional Services	0.3
Internet Software & Services	0.3
	99.1
Other assets in excess of liabilities	0.9
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value:	
Unaffiliated investments (cost $381,972,369)	$417,629,022
Affiliated investments (cost $6,266,052)	6,266,052
Foreign currency, at value (cost $580,797)	580,826
Tax reclaim receivable	2,428,711
Receivable for fund share sold	907,320
Dividends receivable	151,168
Prepaid expenses	6,303
Total Assets	427,969,402
LIABILITIES:	
Advisory fees payable	144,481
Accrued expenses and other liabilities	73,300
Payable for fund share repurchased	54,000
Distribution fee payable	7,108
Affiliated transfer agent fee payable	361
Total Liabilities	279,250
NET ASSETS	$427,690,152
Net assets were comprised of:	
Paid-in capital	$370,454,121
Retained earnings	57,236,031
Net assets, December 31, 2014	$427,690,152
Net asset value and redemption price per share, $427,690,152 / 17,833,170 outstanding shares of beneficial interest	$ 23.98

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $1,406,601 foreign withholding tax)	$ 17,630,312
Affiliated dividend income	8,889
Affiliated income from securities lending, net	2,552
	17,641,753
EXPENSES	
Advisory fees	3,937,190
Distribution fee	457,192
Custodian and accounting fees	152,000
Insurance expenses	27,000
Audit fee	26,000
Trustees' fees	14,000
Legal fees and expenses	11,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Shareholders' reports	5,000
Commitment fee on syndicated credit agreement	4,000
Loan interest expense	915
Miscellaneous	18,597
Total expenses	4,661,894
NET INVESTMENT INCOME	12,979,859
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain (loss) on:	
Investment transactions	6,058,186
Foreign currency transactions	(76,361)
	5,981,825
Net change in unrealized appreciation (depreciation) on:	
Investments	(48,057,148)
Foreign currencies	(311,663)
	(48,368,811)
NET LOSS ON INVESTMENTS AND FOREIGN CURRENCIES	(42,386,986)
NET DECREASE IN NET ASSETS RESULTING FROM OPERATIONS	$(29,407,127)

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 12,979,859	$ 6,814,483
Net realized gain on investment and foreign currency transactions	5,981,825	6,485,208
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(48,368,811)	45,770,661
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	(29,407,127)	59,070,352
FUND SHARE TRANSACTIONS:		
Fund share sold [1,960,982 and 3,789,999 shares, respectively]	49,161,291	89,247,056
Fund share repurchased [2,371,877 and 3,215,774 shares, respectively]	(59,272,669)	(73,431,104)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(10,111,378)	15,815,952
TOTAL INCREASE (DECREASE) IN NET ASSETS	(39,518,505)	74,886,304
NET ASSETS:		
Beginning of year	467,208,657	392,322,353
End of year	$427,690,152	$467,208,657

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 98.8%		
COMMON STOCKS		
Aerospace & Defense — 3.3%		
Boeing Co. (The)	99,023	$ 12,871,010
Precision Castparts Corp.	44,498	10,718,678
		23,589,688
Automobiles — 1.0%		
Tesla Motors, Inc.*(a)	32,517	7,232,107
Biotechnology — 9.6%		
Alexion Pharmaceuticals, Inc.*	60,048	11,110,681
Biogen Idec, Inc.*	54,801	18,602,199
Celgene Corp.*	154,062	17,233,375
Gilead Sciences, Inc.*	103,234	9,730,837
Incyte Corp.*(a)	51,494	3,764,726
Vertex Pharmaceuticals, Inc.*	63,058	7,491,290
		67,933,108
Capital Markets — 1.6%		
Morgan Stanley	301,182	11,685,862
Chemicals — 1.9%		
Monsanto Co.	112,675	13,461,282
Diversified Financial Services — 1.0%		
McGraw Hill Financial, Inc.	77,261	6,874,684
Energy Equipment & Services — 1.1%		
Schlumberger Ltd.	90,962	7,769,064
Food & Staples Retailing — 1.9%		
Costco Wholesale Corp.	95,264	13,503,672
Food Products — 2.1%		
Mead Johnson Nutrition Co.	57,523	5,783,362
Mondelez International, Inc. (Class A Stock)	257,058	9,337,632
		15,120,994
Health Care Equipment & Supplies — 1.8%		
Abbott Laboratories	276,246	12,436,595
Hotels, Restaurants & Leisure — 4.7%		
Chipotle Mexican Grill, Inc.*	13,047	8,930,803
Dunkin' Brands Group, Inc.	46,828	1,997,214
Marriott International, Inc. (Class A Stock)	146,568	11,436,701
Starbucks Corp.	132,726	10,890,168
		33,254,886
Internet & Catalog Retail — 6.6%		
Amazon.com, Inc.*	57,486	17,840,780
Netflix, Inc.*	27,555	9,413,064
Priceline Group, Inc. (The)*	11,992	13,673,398
TripAdvisor, Inc.*	78,572	5,866,186
		46,793,428
Internet Software & Services — 11.4%		
Alibaba Group Holding Ltd. (China), ADR*(a)	129,793	13,490,684
Facebook, Inc. (Class A Stock)*	330,330	25,772,347
Google, Inc. (Class A Stock)*	18,445	9,788,024
Google, Inc. (Class C Stock)*	18,544	9,761,562
LendingClub Corp.*(a)	15,493	391,973
LinkedIn Corp. (Class A Stock)*(a)	56,507	12,980,223
Tencent Holdings Ltd. (China)	126,654	1,832,548
Twitter, Inc.*	202,686	7,270,347
		81,287,708

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
IT Services — 7.6%		
FleetCor Technologies, Inc.*	62,729	$ 9,328,430
MasterCard, Inc. (Class A Stock)	299,088	25,769,422
Visa, Inc. (Class A Stock)(a)	73,494	19,270,127
		54,367,979
Life Sciences Tools & Services — 1.6%		
Illumina, Inc.*	62,483	11,533,112
Media — 3.6%		
Twenty-First Century Fox, Inc. (Class A Stock)	271,361	10,421,619
Walt Disney Co. (The)	158,438	14,923,275
		25,344,894
Oil, Gas & Consumable Fuels — 2.3%		
Concho Resources, Inc.*	88,980	8,875,755
EOG Resources, Inc.	82,489	7,594,762
		16,470,517
Pharmaceuticals — 7.2%		
Actavis PLC*	48,681	12,530,976
Bristol-Myers Squibb Co.	263,558	15,557,829
Novo Nordisk A/S (Denmark), ADR	288,837	12,223,582
Perrigo Co. PLC	16,989	2,839,881
Shire PLC (Ireland), ADR	39,536	8,402,981
		51,555,249
Real Estate Investment Trusts (REITs) — 1.2%		
American Tower Corp.	84,604	8,363,105
Road & Rail — 3.2%		
Canadian Pacific Railway Ltd. (Canada)	54,884	10,575,598
Union Pacific Corp.	101,828	12,130,770
		22,706,368
Semiconductors & Semiconductor Equipment — 1.1%		
ARM Holdings PLC (United Kingdom), ADR	175,863	8,142,457
Software — 8.0%		
Adobe Systems, Inc.*	153,404	11,152,471
FireEye, Inc.*(a)	102,780	3,245,792
Red Hat, Inc.*	152,655	10,554,567
salesforce.com, Inc.*	229,481	13,610,518
Splunk, Inc.*	114,146	6,728,907
VMware, Inc. (Class A Stock)*(a)	58,927	4,862,656
Workday, Inc. (Class A Stock)*(a)	83,147	6,785,627
		56,940,538
Specialty Retail — 5.4%		
Inditex SA (Spain)	369,710	10,546,150
O'Reilly Automotive, Inc.*	52,257	10,065,743
Tiffany & Co.	100,220	10,709,509
TJX Cos., Inc. (The)	102,732	7,045,361
		38,366,763
Technology Hardware, Storage & Peripherals — 5.5%		
Apple, Inc.	354,510	39,130,814
Textiles, Apparel & Luxury Goods — 4.1%		
Michael Kors Holdings Ltd.*	52,052	3,909,105
NIKE, Inc. (Class B Stock)	174,781	16,805,193
Under Armour, Inc. (Class A Stock)*(a)	123,106	8,358,897
		29,073,195

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
TOTAL LONG-TERM INVESTMENTS (cost $385,733,768)		$ 702,938,069
SHORT-TERM INVESTMENT — 9.6%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $68,413,540; includes $60,702,573 of cash collateral received for securities on loan)(b)(w)(Note 4)	68,413,540	$ 68,413,540
TOTAL INVESTMENTS — 108.4% (cost $454,147,308)		$ 771,351,609
Liabilities in excess of other assets — (8.4)%		(60,047,975)
NET ASSETS — 100.0%		$ 711,303,634

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $58,921,007; cash collateral of $60,702,573 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Common Stocks			
Aerospace & Defense	$ 23,589,688	$ —	$ —
Automobiles	7,232,107	—	—
Biotechnology	67,933,108	—	—
Capital Markets	11,685,862	—	—
Chemicals	13,461,282	—	—
Diversified Financial Services	6,874,684	—	—
Energy Equipment & Services	7,769,064	—	—
Food & Staples Retailing	13,503,672	—	—
Food Products	15,120,994	—	—
Health Care Equipment & Supplies	12,436,595	—	—
Hotels, Restaurants & Leisure	33,254,886	—	—
Internet & Catalog Retail	46,793,428	—	—
Internet Software & Services	79,455,160	1,832,548	—
IT Services	54,367,979	—	—
Life Sciences Tools & Services	11,533,112	—	—
Media	25,344,894	—	—
Oil, Gas & Consumable Fuels	16,470,517	—	—
Pharmaceuticals	51,555,249	—	—
Real Estate Investment Trusts (REITs)	8,363,105	—	—
Road & Rail	22,706,368	—	—
Semiconductors & Semiconductor Equipment	8,142,457	—	—
Software	56,940,538	—	—
Specialty Retail	27,820,613	10,546,150	—
Technology Hardware, Storage & Peripherals	39,130,814	—	—
Textiles, Apparel & Luxury Goods	29,073,195	—	—
Affiliated Money Market Mutual Fund	68,413,540	—	—
Total	$758,972,911	$12,378,698	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (Unaudited):

Internet Software & Services	11.4%
Affiliated Money Market Mutual Fund (8.5% represents investments purchased with collateral from securities on loan)	9.6
Biotechnology	9.6
Software	8.0
IT Services	7.6
Pharmaceuticals	7.2
Internet & Catalog Retail	6.6
Technology Hardware, Storage & Peripherals	5.5
Specialty Retail	5.4
Hotels, Restaurants & Leisure	4.7
Textiles, Apparel & Luxury Goods	4.1
Media	3.6
Aerospace & Defense	3.3%
Road & Rail	3.2
Oil, Gas & Consumable Fuels	2.3
Food Products	2.1
Food & Staples Retailing	1.9
Chemicals	1.9
Health Care Equipment & Supplies	1.8
Capital Markets	1.6
Life Sciences Tools & Services	1.6
Real Estate Investment Trusts (REITs)	1.2
Semiconductors & Semiconductor Equipment	1.1
Energy Equipment & Services	1.1
Automobiles	1.0
Diversified Financial Services	1.0
	108.4
Liabilities in excess of other assets	(8.4)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $58,921,007:	
Unaffiliated investments (cost $385,733,768)	$702,938,069
Affiliated investments (cost $68,413,540)	68,413,540
Cash	1,802
Receivable for investments sold	824,171
Dividends receivable	594,199
Tax reclaim receivable	312,221
Receivable for fund share sold	74,714
Prepaid expenses	5,340
Total Assets	773,164,056
LIABILITIES:	
Payable to broker for collateral for securities on loan	60,702,573
Payable for investments purchased	543,538
Advisory fees payable	533,610
Accrued expenses and other liabilities	48,270
Payable for fund share repurchased	20,267
Distribution fee payable	11,803
Affiliated transfer agent fee payable	361
Total Liabilities	61,860,422
NET ASSETS	$711,303,634
Net assets were comprised of:	
Paid-in capital	$ 39,068,732
Retained earnings	672,234,902
Net assets, December 31, 2014	$711,303,634
Net asset value and redemption price per share, $711,303,634 / 33,914,947 outstanding shares of beneficial interest	$ 20.97

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $150,112 foreign withholding tax)	$ 5,486,098
Affiliated income from securities lending, net	172,689
Affiliated dividend income	11,611
	5,670,398
EXPENSES	
Advisory fees	6,570,359
Distribution fee	746,018
Custodian and accounting fees	96,000
Audit fee	23,000
Trustees' fees	16,000
Legal fees and expenses	11,000
Insurance expenses	10,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Shareholders' reports	5,000
Commitment fee on syndicated credit agreement	1,000
Loan interest expense	603
Miscellaneous	8,625
Total expenses	7,496,605
NET INVESTMENT LOSS	(1,826,207)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain (loss) on:	
Investment transactions	107,093,557
Foreign currency transactions	(8,378)
	107,085,179
Net change in unrealized appreciation (depreciation) on:	
Investments	(45,592,114)
Foreign currencies	(21,061)
	(45,613,175)
NET GAIN ON INVESTMENTS AND FOREIGN CURRENCIES	61,472,004
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$ 59,645,797

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment loss	$ (1,826,207)	$ (1,854,880)
Net realized gain on investment and foreign currency transactions	107,085,179	290,206,046
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(45,613,175)	15,357,532
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	59,645,797	303,708,698
FUND SHARE TRANSACTIONS:		
Fund share sold [4,827,442 and 10,770,830 shares, respectively]	94,831,720	164,849,752
Fund share repurchased [13,484,603 and 64,317,678 shares, respectively]	(258,438,282)	(1,001,424,161)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(163,606,562)	(836,574,409)
TOTAL DECREASE IN NET ASSETS	(103,960,765)	(532,865,711)
NET ASSETS:		
Beginning of year	815,264,399	1,348,130,110
End of year	$ 711,303,634	$ 815,264,399

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 98.2%		
COMMON STOCKS		
Aerospace & Defense — 1.9%		
Boeing Co. (The)	161,400	$ 20,978,772
Embraer SA (Brazil), ADR	141,200	5,204,632
		26,183,404
Auto Components — 2.2%		
Johnson Controls, Inc.	646,000	31,227,640
Automobiles — 3.1%		
General Motors Co.	848,400	29,617,644
Honda Motor Co. Ltd. (Japan), ADR	457,400	13,502,448
		43,120,092
Banks — 15.1%		
Bank of America Corp.	2,699,054	48,286,076
Citigroup, Inc.	1,101,260	59,589,179
Citizens Financial Group, Inc.(a)	994,800	24,730,728
JPMorgan Chase & Co.	959,000	60,014,220
Wells Fargo & Co.	352,283	19,312,154
		211,932,357
Capital Markets — 2.0%		
Bank of New York Mellon Corp. (The)	346,200	14,045,334
Goldman Sachs Group, Inc. (The)	72,400	14,033,292
		28,078,626
Communications Equipment — 1.4%		
Telefonaktiebolaget LM Ericsson (Sweden), ADR(a)	1,680,500	20,334,050
Consumer Finance — 1.9%		
Capital One Financial Corp.	319,100	26,341,705
Electric Utilities — 2.1%		
PPL Corp.	599,400	21,776,202
Southern Co. (The)	143,600	7,052,196
		28,828,398
Electronic Equipment, Instruments & Components — 2.6%		
Corning, Inc.	1,619,400	37,132,842
Food & Staples Retailing — 2.6%		
Wal-Mart Stores, Inc.	423,100	36,335,828
Food Products — 1.2%		
Kellogg Co.	158,000	10,339,520
Mondelez International, Inc. (Class A Stock)	179,600	6,523,970
		16,863,490
Health Care Equipment & Supplies — 2.1%		
Medtronic, Inc.	202,900	14,649,380
Zimmer Holdings, Inc.	132,100	14,982,782
		29,632,162
Health Care Providers & Services — 5.3%		
Anthem, Inc.	193,200	24,279,444
Humana, Inc.	121,500	17,451,045
UnitedHealth Group, Inc.	329,200	33,278,828
		75,009,317
Hotels, Restaurants & Leisure — 0.6%		
McDonald's Corp.	91,100	8,536,070
Independent Power & Renewable Electricity Producers — 2.1%		
Calpine Corp.*	812,800	17,987,264

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Independent Power & Renewable Electricity Producers (cont'd.)		
NRG Energy, Inc.	417,800	$ 11,259,710
		29,246,974
Insurance — 8.6%		
Allstate Corp. (The)	419,200	29,448,800
American International Group, Inc.	1,174,500	65,783,745
Unum Group	721,850	25,178,128
		120,410,673
IT Services — 1.2%		
International Business Machines Corp.	106,900	17,151,036
Machinery — 5.4%		
CNH Industrial NV (United Kingdom)(a)	774,200	6,240,052
Cummins, Inc.	216,300	31,183,971
PACCAR, Inc.	206,400	14,037,264
Parker Hannifin Corp.	69,700	8,987,815
Stanley Black & Decker, Inc.	156,500	15,036,520
		75,485,622
Media — 3.9%		
Comcast Corp. (Special Class A Stock)	192,300	11,069,749
Interpublic Group of Cos., Inc. (The)	697,700	14,491,229
Time Warner Cable, Inc.	195,500	29,727,730
		55,288,708
Multiline Retail — 2.5%		
Target Corp.	465,300	35,320,923
Multi-Utilities — 2.1%		
Public Service Enterprise Group, Inc.	695,900	28,817,219
Oil, Gas & Consumable Fuels — 8.4%		
Marathon Oil Corp.	991,000	28,035,390
Murphy Oil Corp.	853,000	43,093,560
Royal Dutch Shell PLC (Netherlands) (Class A Stock), ADR	688,936	46,124,265
		117,253,215
Pharmaceuticals — 6.3%		
Eli Lilly & Co.	281,200	19,399,988
GlaxoSmithKline PLC (United Kingdom), ADR	817,300	34,931,402
Sanofi (France), ADR(a)	740,900	33,792,449
		88,123,839
Professional Services — 0.4%		
ManpowerGroup, Inc.	74,400	5,071,848
Semiconductors & Semiconductor Equipment — 1.0%		
Texas Instruments, Inc.	264,400	14,136,146
Software — 5.5%		
Microsoft Corp.	693,450	32,210,753
Oracle Corp.	1,002,900	45,100,413
		77,311,166
Specialty Retail — 1.1%		
Bed Bath & Beyond, Inc.*	211,700	16,125,189
Technology Hardware, Storage & Peripherals — 2.3%		
Hewlett-Packard Co.	800,900	32,140,117
Tobacco — 0.5%		
Philip Morris International, Inc.	80,900	6,589,305

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Wireless Telecommunication Services — 2.8%		
Vodafone Group PLC (United Kingdom), ADR	1,163,845	$ 39,768,584
TOTAL LONG-TERM INVESTMENTS (cost $1,114,152,794)		1,377,796,545
SHORT-TERM INVESTMENT — 4.5%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $63,492,143; includes $38,977,582 of cash collateral for securities on loan)(b)(w)(Note 4)	63,492,143	63,492,143
TOTAL INVESTMENTS — 102.7% (cost $1,177,644,937)		1,441,288,688
Liabilities in excess of other assets — (2.7)%		(38,535,398)
NET ASSETS — 100.0%		$ 1,402,753,290

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $37,749,848; cash collateral of $38,977,582 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 26,183,404	$ —	$ —
Auto Components	31,227,640	—	—
Automobiles	43,120,092	—	—
Banks	211,932,357	—	—
Capital Markets	28,078,626	—	—
Communications Equipment	20,334,050	—	—
Consumer Finance	26,341,705	—	—
Electric Utilities	28,828,398	—	—
Electronic Equipment, Instruments & Components	37,132,842	—	—
Food & Staples Retailing	36,335,828	—	—
Food Products	16,863,490	—	—
Health Care Equipment & Supplies	29,632,162	—	—
Health Care Providers & Services	75,009,317	—	—
Hotels, Restaurants & Leisure	8,536,070	—	—
Independent Power & Renewable Electricity Producers	29,246,974	—	—
Insurance	120,410,673	—	—
IT Services	17,151,036	—	—
Machinery	75,485,622	—	—
Media	55,288,708	—	—
Multiline Retail	35,320,923	—	—
Multi-Utilities	28,817,219	—	—
Oil, Gas & Consumable Fuels	117,253,215	—	—
Pharmaceuticals	88,123,839	—	—
Professional Services	5,071,848	—	—
Semiconductors & Semiconductor Equipment	14,136,146	—	—
Software	77,311,166	—	—
Specialty Retail	16,125,189	—	—
Technology Hardware, Storage & Peripherals	32,140,117	—	—
Tobacco	6,589,305	—	—
Wireless Telecommunication Services	39,768,584	—	—
Affiliated Money Market Mutual Fund	63,492,143	—	—
Total	$1,441,288,688	$ —	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Banks	15.1%
Insurance	8.6
Oil, Gas & Consumable Fuels	8.4
Pharmaceuticals	6.3
Software	5.5
Machinery	5.4
Health Care Providers & Services	5.3
Affiliated Money Market Mutual Fund (2.7% represents investments purchased with collateral from securities on loan)	4.5
Media	3.9
Automobiles	3.1
Wireless Telecommunication Services	2.8
Electronic Equipment, Instruments & Components	2.6
Food & Staples Retailing	2.6
Multiline Retail	2.5
Technology Hardware, Storage & Peripherals	2.3
Auto Components	2.2%
Health Care Equipment & Supplies	2.1
Independent Power & Renewable Electricity Producers	2.1
Electric Utilities	2.1
Multi-Utilities	2.1
Capital Markets	2.0
Consumer Finance	1.9
Aerospace & Defense	1.9
Communications Equipment	1.4
IT Services	1.2
Food Products	1.2
Specialty Retail	1.1
Semiconductors & Semiconductor Equipment	1.0
Hotels, Restaurants & Leisure	0.6
Tobacco	0.5
Professional Services	0.4
	102.7
Liabilities in excess of other assets	(2.7)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $37,749,848:	
Unaffiliated investments (cost $1,114,152,794)	$1,377,796,545
Affiliated investments (cost $63,492,143)	63,492,143
Dividends receivable	2,435,856
Tax reclaim receivable	1,686,861
Receivable for fund share sold	250,192
Prepaid expenses	10,948
Total Assets	1,445,672,545
LIABILITIES:	
Payable to broker for collateral for securities on loan	38,977,582
Payable for investments purchased	2,814,784
Payable for fund share repurchased	600,226
Advisory fees payable	403,695
Accrued expenses and other liabilities	98,669
Distribution fee payable	23,322
Deferred trustees' fees	616
Affiliated transfer agent fee payable	361
Total Liabilities	42,919,255
NET ASSETS	$1,402,753,290
Net assets were comprised of:	
Paid-in capital	$1,025,016,789
Retained earnings	377,736,501
Net assets, December 31, 2014	$1,402,753,290
Net asset value and redemption price per share, $1,402,753,290 / 62,096,574 outstanding shares of beneficial interest	$ 22.59

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $334,375 foreign withholding tax)	$ 50,783,365
Affiliated income from securities lending, net	111,044
Affiliated dividend income	25,303
	50,919,712
EXPENSES	
Advisory fees	9,700,255
Distribution fee	1,344,402
Custodian and accounting fees	173,000
Audit fee	28,000
Trustees' fees	20,000
Insurance expenses	19,000
Legal fees and expenses	13,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Shareholders' reports	4,000
Commitment fee on syndicated credit agreement	1,000
Loan interest expense	32
Miscellaneous	13,174
Total expenses	11,324,863
NET INVESTMENT INCOME	39,594,849
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS	
Net realized gain on investment transactions	170,023,320
Net change in unrealized appreciation (depreciation) on:	
Investments	(36,591,933)
Foreign currencies	(54,881)
	(36,646,814)
NET GAIN ON INVESTMENTS	133,376,506
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$172,971,355

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 39,594,849	$ 26,831,826
Net realized gain on investment and foreign currency transactions	170,023,320	330,602,987
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(36,646,814)	225,757,333
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	172,971,355	583,192,146
FUND SHARE TRANSACTIONS:		
Fund share sold [5,074,716 and 16,023,011 shares, respectively]	106,740,894	267,464,390
Fund share repurchased [8,929,903 and 81,632,691 shares, respectively]	(186,667,242)	(1,408,847,834)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(79,926,348)	(1,141,383,444)
TOTAL INCREASE (DECREASE) IN NET ASSETS	93,045,007	(558,191,298)
NET ASSETS:		
Beginning of year	1,309,708,283	1,867,899,581
End of year	$1,402,753,290	$ 1,309,708,283

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 99.3%		
COMMON STOCKS		
Air Freight & Logistics — 6.4%		
Expeditors International of Washington, Inc.	2,073,949	$ 92,518,865
United Parcel Service, Inc. (Class B Stock)	875,964	97,380,918
		189,899,783
Beverages — 9.3%		
Coca-Cola Co. (The)	2,371,861	100,139,971
Monster Beverage Corp.*	1,108,604	120,117,243
SABMiller PLC (United Kingdom), ADR	1,072,787	55,312,898
		275,570,112
Biotechnology — 2.9%		
Amgen, Inc.	532,776	84,865,889
Capital Markets — 3.7%		
Greenhill & Co., Inc.	485,910	21,185,676
SEI Investments Co.	2,183,590	87,430,944
		108,616,620
Communications Equipment — 9.4%		
Cisco Systems, Inc.	5,688,794	158,233,805
QUALCOMM, Inc.	1,629,357	121,110,106
		279,343,911
Consumer Finance — 1.8%		
American Express Co.	568,200	52,865,328
Energy Equipment & Services — 2.9%		
Schlumberger Ltd.	1,000,721	85,471,581
Food Products — 3.2%		
Danone SA (France), ADR	7,295,796	94,969,376
Health Care Equipment & Supplies — 4.8%		
Varian Medical Systems, Inc.*(a)	936,072	80,979,589
Zimmer Holdings, Inc.	544,548	61,762,634
		142,742,223
Hotels, Restaurants & Leisure — 2.1%		
Yum! Brands, Inc.	848,335	61,801,205
Household Products — 3.6%		
Procter & Gamble Co. (The)	1,167,717	106,367,341
Internet & Catalog Retail — 4.5%		
Amazon.com, Inc.*	428,018	132,835,386
Internet Software & Services — 12.4%		
Alibaba Group Holding Ltd. (China), ADR*(a)	657,002	68,288,788
Facebook, Inc. (Class A Stock)*	2,027,538	158,188,515
Google, Inc. (Class A Stock)*	132,430	70,275,304
Google, Inc. (Class C Stock)*	132,430	69,711,152
		366,463,759
IT Services — 6.2%		
Automatic Data Processing, Inc.	339,633	28,315,203
Visa, Inc. (Class A Stock)(a)	586,109	153,677,780
		181,992,983
Pharmaceuticals — 7.3%		
Merck & Co., Inc.	804,280	45,675,061
Novartis AG (Switzerland), ADR	998,372	92,509,149
Novo Nordisk A/S (Denmark), ADR	1,859,877	78,709,995
		216,894,205
COMMON STOCKS (Continued)		
Semiconductors & Semiconductor Equipment — 3.0%		
Altera Corp.	192,401	$ 7,107,293
Analog Devices, Inc.	230,640	12,805,133
ARM Holdings PLC (United Kingdom), ADR	1,501,173	69,504,310
		89,416,736
Software — 12.4%		
Autodesk, Inc.*	1,496,097	89,855,586
FactSet Research Systems, Inc.(a)	475,704	66,955,338
Microsoft Corp.	1,558,948	72,413,135
Oracle Corp.	3,047,951	137,066,356
		366,290,415
Specialty Retail — 3.4%		
Lowe's Cos., Inc.	1,445,376	99,441,869
TOTAL COMMON STOCKS (cost $2,428,328,755)		2,935,848,722
SHORT-TERM INVESTMENT — 7.5%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $223,011,318; includes $196,439,391 of cash collateral for securities on loan)(b)(w)(Note 4)	223,011,318	223,011,318
TOTAL INVESTMENTS — 106.8% (cost $2,651,340,073)		3,158,860,040
Liabilities in excess of other assets — (6.8)%		(201,411,971)
NET ASSETS — 100.0%		$ 2,957,448,069

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $189,739,717; cash collateral of $196,439,391 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Air Freight & Logistics	$ 189,899,783	$ —	$ —
Beverages	275,570,112	—	—
Biotechnology	84,865,889	—	—
Capital Markets	108,616,620	—	—
Communications Equipment	279,343,911	—	—
Consumer Finance	52,865,328	—	—
Energy Equipment & Services	85,471,581	—	—
Food Products	94,969,376	—	—
Health Care Equipment & Supplies	142,742,223	—	—
Hotels, Restaurants & Leisure	61,801,205	—	—
Household Products	106,367,341	—	—
Internet & Catalog Retail	132,835,386	—	—
Internet Software & Services	366,463,759	—	—
IT Services	181,992,983	—	—
Pharmaceuticals	216,894,205	—	—
Semiconductors & Semiconductor Equipment	89,416,736	—	—
Software	366,290,415	—	—
Specialty Retail	99,441,869	—	—
Affiliated Money Market Mutual Fund	223,011,318	—	—
Total	$3,158,860,040	$ —	$ —

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Internet Software & Services	12.4%
Software	12.4
Communications Equipment	9.4
Beverages	9.3
Affiliated Money Market Mutual Fund (6.6% represents investments purchased with collateral from securities on loan)	7.5
Pharmaceuticals	7.3
Air Freight & Logistics	6.4
IT Services	6.2
Health Care Equipment & Supplies	4.8
Internet & Catalog Retail	4.5%
Capital Markets	3.7
Household Products	3.6
Specialty Retail	3.4
Food Products	3.2
Semiconductors & Semiconductor Equipment	3.0
Energy Equipment & Services	2.9
Biotechnology	2.9
Hotels, Restaurants & Leisure	2.1
Consumer Finance	1.8
	106.8
Liabilities in excess of other assets	(6.8)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $189,739,717:	
Unaffiliated investments (cost $2,428,328,755)	$2,935,848,722
Affiliated investments (cost $223,011,318)	223,011,318
Dividends and interest receivable	1,571,467
Tax reclaim receivable	948,902
Receivable for fund share sold	38,789
Prepaid expenses	43,605
Total Assets	3,161,462,803
LIABILITIES:	
Payable to broker for collateral for securities on loan	196,439,391
Payable for fund share repurchased	6,627,629
Advisory fees payable	772,329
Accrued expenses and other liabilities	124,746
Distribution fee payable	49,674
Deferred trustees' fees	604
Affiliated transfer agent fee payable	361
Total Liabilities	204,014,734
NET ASSETS	$2,957,448,069
Net assets were comprised of:	
Paid-in capital	$1,310,204,169
Retained earnings	1,647,243,900
Net assets, December 31, 2014	$2,957,448,069
Net asset value and redemption price per share, $2,957,448,069 / 91,658,660 outstanding shares of beneficial interest	$ 32.27

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $1,010,219 foreign withholding tax)	$ 39,665,032
Affiliated income from securities lending, net	220,338
Affiliated dividend income	50,224
Interest income	31
	39,935,625
EXPENSES	
Advisory fees	23,801,950
Distribution fee	2,749,645
Custodian and accounting fees	291,000
Insurance expenses	34,000
Audit fee	30,000
Trustees' fees	27,000
Legal fees and expenses	14,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Shareholders' reports	6,000
Commitment fee on syndicated credit agreement	3,000
Loan interest expense	50
Miscellaneous	11,861
Total expenses	26,977,506
Less: advisory fee waivers and/or expense reimbursement	(1,649,787)
Net expenses	25,327,719
NET INVESTMENT INCOME	14,607,906
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS	
Net realized gain on investment transactions	165,711,757
Net change in unrealized appreciation (depreciation) on:	
Investments	120,404,494
Foreign currencies	(23,512)
	120,380,982
NET GAIN ON INVESTMENTS	286,092,739
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$300,700,645

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 14,607,906	$ 1,219,884
Net realized gain on investment and foreign currency transactions	165,711,757	582,081,167
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	120,380,982	122,244,637
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	300,700,645	705,545,688
FUND SHARE TRANSACTIONS:		
Fund share sold [14,020,733 and 9,592,981 shares, respectively]	413,391,680	230,351,463
Net asset value of shares issued in merger [17,243,698 and 0 shares, respectively] (Note 9)	493,120,872	—
Fund share repurchased [13,517,196 and 47,698,002 shares, respectively]	(406,651,077)	(1,171,728,179)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	499,861,475	(941,376,716)
TOTAL INCREASE (DECREASE) IN NET ASSETS	800,562,120	(235,831,028)
NET ASSETS:		
Beginning of year	2,156,885,949	2,392,716,977
End of year	$2,957,448,069	$ 2,156,885,949

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 98.6%		
COMMON STOCKS — 98.2%		
Austria — 0.3%		
Erste Group Bank AG	93,227	$ 2,168,342
Brazil — 0.6%		
AMBEV SA	586,475	3,607,278
Canada — 2.0%		
Canadian National Railway Co.	185,945	12,813,470
Czech Republic — 0.2%		
Komercni Banka A/S	5,616	1,155,779
Denmark — 0.6%		
Carlsberg A/S (Class B Stock)	54,337	4,173,073
France — 7.7%		
Air Liquide SA	27,963	3,460,142
Danone SA	156,434	10,227,376
Dassault Systemes SA	20,294	1,237,539
Hermes International	3,278	1,167,242
Legrand SA	128,746	6,753,794
LVMH Moet Hennessy Louis Vuitton SA	67,203	10,645,098
Pernod Ricard SA	77,239	8,584,185
Schneider Electric SE	106,461	7,753,494
		49,828,870
Germany — 7.0%		
Bayer AG	104,931	14,303,020
Brenntag AG	49,816	2,785,225
Deutsche Boerse AG	46,816	3,326,843
Linde AG	83,375	15,357,917
Merck KGaA	56,042	5,274,036
MTU Aero Engines AG	46,421	4,034,258
		45,081,299
Hong Kong — 0.2%		
Sands China Ltd.	254,400	1,238,456
Israel — 0.5%		
Check Point Software Technologies Ltd.*(a)	38,621	3,034,452
Italy — 0.1%		
Saipem SpA*	90,276	946,335
Japan — 1.5%		
Hoya Corp.	172,700	5,841,549
INPEX Corp.	216,000	2,404,722
Lawson, Inc.	20,400	1,232,734
		9,479,005
Mexico — 0.4%		
Grupo Financiero Banorte SAB de CV (Class O Stock)	430,910	2,371,593
Netherlands — 2.3%		
Akzo Nobel NV	110,094	7,617,429
Heineken NV	101,054	7,175,628
		14,793,057
Peru — 0.2%		
Credicorp Ltd.	9,679	1,550,382
Russia — 0.1%		
Sberbank of Russia, ADR	146,513	567,445
South Korea — 0.6%		
Samsung Electronics Co. Ltd.	3,399	4,086,429

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Sweden — 1.1%		
Svenska Cellulosa AB SCA (Class B Stock)	337,808	$ 7,282,701
Switzerland — 8.0%		
Adecco SA*	78,617	5,404,078
Cie Financiere Richemont SA	75,496	6,693,372
Julius Baer Group Ltd.*	85,707	3,913,211
Kuehne & Nagel International AG	8,701	1,181,904
Nestle SA	221,953	16,180,599
Roche Holding AG	15,941	4,319,090
Sonova Holding AG	27,898	4,098,510
Swiss Re AG*	27,256	2,283,282
UBS Group AG*	420,324	7,225,244
		51,299,290
Thailand — 0.4%		
Kasikornbank PCL	347,200	2,403,412
United Kingdom — 10.6%		
Burberry Group PLC	157,118	3,986,363
Compass Group PLC	470,880	8,048,715
Delphi Automotive PLC	79,251	5,763,133
Diageo PLC	461,209	13,212,315
Indivior PLC*	179,192	417,258
Reckitt Benckiser Group PLC	193,344	15,659,719
Sky PLC	312,336	4,359,071
Standard Chartered PLC	314,463	4,703,086
Whitbread PLC	12,573	930,482
William Hill PLC	348,194	1,956,538
WPP PLC	429,848	8,937,272
		67,973,952
United States — 53.8%		
3M Co.	71,227	11,704,021
Accenture PLC (Class A Stock)	166,544	14,874,045
Altera Corp.	69,365	2,562,343
American Express Co.	109,817	10,217,374
Amphenol Corp. (Class A Stock)	83,767	4,507,502
AutoZone, Inc.*(a)	11,195	6,930,936
Bank of New York Mellon Corp. (The)	263,053	10,672,060
Cisco Systems, Inc.	157,448	4,379,416
Colgate-Palmolive Co.	132,531	9,169,820
DENTSPLY International, Inc.	100,706	5,364,609
eBay, Inc.*	69,980	3,927,278
Franklin Resources, Inc.	162,491	8,997,127
Goldman Sachs Group, Inc. (The)	41,253	7,996,069
Harley-Davidson, Inc.	18,825	1,240,756
Honeywell International, Inc.	163,104	16,297,352
International Flavors & Fragrances, Inc.	47,086	4,772,637
Johnson & Johnson	43,904	4,591,041
Kellogg Co.	98,643	6,455,198
McDonald's Corp.	71,581	6,707,140
Medtronic, Inc.	127,355	9,195,031
Microchip Technology, Inc.(a)	93,877	4,234,791
National Oilwell Varco, Inc.	52,741	3,456,118
NIKE, Inc. (Class B Stock)	9,893	951,212
NOW, Inc.*(a)	36,254	932,815
Omnicom Group, Inc.	84,134	6,517,861
Oracle Corp.	293,592	13,202,832
Praxair, Inc.	52,182	6,760,700
Procter & Gamble Co. (The)	25,930	2,361,964
Rockwell Automation, Inc.	13,944	1,550,573
Sally Beauty Holdings, Inc.*	158,534	4,873,335

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
United States (cont'd.)		
Schlumberger Ltd.	104,811	$ 8,951,907
St. Jude Medical, Inc.	128,560	8,360,257
State Street Corp.	191,295	15,016,657
Stryker Corp.	89,280	8,421,782
Thermo Fisher Scientific, Inc.	122,133	15,302,044
Time Warner Cable, Inc.	34,458	5,239,683
Time Warner, Inc.	196,810	16,811,510
United Parcel Service, Inc. (Class B Stock)	98,493	10,949,467
United Technologies Corp.	121,146	13,931,790
Urban Outfitters, Inc.*	97,520	3,425,878
Viacom, Inc. (Class B Stock)	28,071	2,112,343
Visa, Inc. (Class A Stock)(a)	55,369	14,517,752
Walt Disney Co. (The)	217,563	20,492,259
Waters Corp.*	53,343	6,012,823
Wynn Resorts Ltd.	8,777	1,305,666
		346,255,774
TOTAL COMMON STOCKS (cost $496,158,694)		632,110,394
PREFERRED STOCK — 0.4%		
Brazil		
Itau Unibanco Holding SA, ADR (PRFC) (cost $3,124,754)	227,053	2,953,959
TOTAL LONG-TERM INVESTMENTS (cost $499,283,448)		635,064,353
SHORT-TERM INVESTMENT — 4.7%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $30,329,102; includes $23,104,508 of cash collateral for securities on loan)(b)(w)(Note 4)	30,329,102	30,329,102

	Value (Note 2)
TOTAL INVESTMENTS — 103.3% (cost $529,612,550)	$ 665,393,455
Liabilities in excess of other assets — (3.3)%	(21,478,115)
NET ASSETS — 100.0%	$ 643,915,340

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $22,384,200; cash collateral of $23,104,508 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks:			
Austria	$ —	$ 2,168,342	$ —
Brazil	3,607,278	—	—
Canada	12,813,470	—	—
Czech Republic	—	1,155,779	—
Denmark	—	4,173,073	—
France	—	49,828,870	—
Germany	—	45,081,299	—
Hong Kong	—	1,238,456	—
Israel	3,034,452	—	—
Italy	—	946,335	—
Japan	—	9,479,005	—
Mexico	2,371,593	—	—
Netherlands	—	14,793,057	—
Peru	1,550,382	—	—
Russia	567,445	—	—
South Korea	—	4,086,429	—
Sweden	—	7,282,701	—
Switzerland	7,225,244	44,074,046	—
Thailand	—	2,403,412	—
United Kingdom	6,180,391	61,793,561	—
United States	346,255,774	—	—
Preferred Stock:			
Brazil	2,953,959	—	—
Affiliated Money Market Mutual Fund	30,329,102	—	—
Total	$416,889,090	$248,504,365	$ —

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Media	10.0%
Capital Markets	8.4
Chemicals	5.9
Beverages	5.7
Health Care Equipment & Supplies	5.5
Household Products	5.3
Aerospace & Defense	5.3
Food Products	5.1
Affiliated Money Market Mutual Fund (3.6% represents investments purchased with collateral from securities on loan)	4.7
IT Services	4.6
Pharmaceuticals	4.5
Textiles, Apparel & Luxury Goods	3.6
Life Sciences Tools & Services	3.3
Hotels, Restaurants & Leisure	3.1
Banks	2.8
Software	2.7
Electrical Equipment	2.5
Specialty Retail	2.4
Energy Equipment & Services	2.1%
Road & Rail	2.0
Industrial Conglomerates	1.8
Air Freight & Logistics	1.7
Electronic Equipment, Instruments & Components	1.6
Consumer Finance	1.6
Semiconductors & Semiconductor Equipment	1.1
Auto Components	0.9
Professional Services	0.8
Communications Equipment	0.7
Technology Hardware, Storage & Peripherals	0.6
Internet Software & Services	0.6
Trading Companies & Distributors	0.6
Diversified Financial Services	0.5
Oil, Gas & Consumable Fuels	0.4
Insurance	0.3
Automobiles	0.2
Food & Staples Retailing	0.2
Marine	0.2
	103.3
Liabilities in excess of other assets	(3.3)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $22,384,200:	
Unaffiliated investments (cost $499,283,448)	$635,064,353
Affiliated investments (cost $30,329,102)	30,329,102
Tax reclaim receivable	1,456,242
Dividends and interest receivable	587,442
Receivable for fund share sold	337,560
Prepaid expenses	6,160
Total Assets	667,780,859
LIABILITIES:	
Payable to broker for collateral for securities on loan	23,104,508
Payable to custodian	298,783
Advisory fees payable	263,954
Payable for fund share repurchased	101,586
Accrued expenses and other liabilities	85,564
Distribution fee payable	10,763
Affiliated transfer agent fee payable	361
Total Liabilities	23,865,519
NET ASSETS	$643,915,340
Net assets were comprised of:	
Paid-in capital	$458,313,052
Retained earnings	185,602,288
Net assets, December 31, 2014	$643,915,340
Net asset value and redemption price per share, $643,915,340 / 41,010,426 outstanding shares of beneficial interest	$ 15.70

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $980,688 foreign withholding tax)	$12,979,095
Affiliated income from securities lending, net	25,040
Affiliated dividend income	13,046
Interest income	152
	13,017,333
EXPENSES	
Advisory fees	6,132,623
Distribution fee	623,982
Custodian and accounting fees	174,000
Audit fee	28,000
Trustees' fees	15,000
Legal fees and expenses	11,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Insurance expenses	7,000
Shareholders' reports	4,000
Commitment fee on syndicated credit agreement	2,000
Loan interest expense	686
Miscellaneous	15,012
Total expenses	7,022,303
NET INVESTMENT INCOME	5,995,030
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain on:	
Investment transactions	19,205,387
Foreign currency transactions	2,490
	19,207,877
Net change in unrealized appreciation (depreciation) on:	
Investments	(3,703,509)
Foreign currencies	(174,149)
	(3,877,658)
NET GAIN ON INVESTMENTS	15,330,219
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$21,325,249

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 5,995,030	$ 3,813,093
Net realized gain on investment and foreign currency transactions	19,207,877	14,957,496
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(3,877,658)	95,650,754
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	21,325,249	114,421,343
FUND SHARE TRANSACTIONS:		
Fund share sold [5,940,543 and 12,212,971 shares, respectively]	90,956,048	164,041,849
Fund share repurchased [4,152,907 and 3,662,430 shares, respectively]	(62,571,881)	(48,248,646)
NET INCREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	28,384,167	115,793,203
TOTAL INCREASE IN NET ASSETS	49,709,416	230,214,546
NET ASSETS:		
Beginning of year	594,205,924	363,991,378
End of year	$643,915,340	$594,205,924

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 98.7%		
COMMON STOCKS		
Aerospace & Defense — 2.0%		
Honeywell International, Inc.	123,320	$ 12,322,134
Precision Castparts Corp.	65,667	15,817,867
		28,140,001
Air Freight & Logistics — 0.5%		
United Parcel Service, Inc. (Class B Stock)	58,407	6,493,106
Auto Components — 0.2%		
BorgWarner, Inc.	51,032	2,804,208
Beverages — 1.2%		
Constellation Brands, Inc. (Class A Stock)*	116,249	11,412,164
Pernod Ricard SA (France)	48,081	5,343,624
		16,755,788
Biotechnology — 7.5%		
Alexion Pharmaceuticals, Inc.*	121,099	22,406,948
Biogen Idec, Inc.*	60,395	20,501,083
Celgene Corp.*	176,464	19,739,263
Gilead Sciences, Inc.*	114,063	10,751,578
Isis Pharmaceuticals, Inc.*(a)	39,805	2,457,561
Puma Biotechnology, Inc.*(a)	21,939	4,152,395
Receptos, Inc.*	20,222	2,477,397
Regeneron Pharmaceuticals, Inc.*	43,006	17,643,212
Vertex Pharmaceuticals, Inc.*	55,996	6,652,325
		106,781,762
Capital Markets — 2.2%		
Affiliated Managers Group, Inc.*	46,324	9,831,806
BlackRock, Inc.	31,521	11,270,649
Morgan Stanley	260,457	10,105,732
		31,208,187
Chemicals — 3.2%		
Airgas, Inc.	44,983	5,181,142
Ecolab, Inc.	39,698	4,149,235
Monsanto Co.	127,264	15,204,230
Sherwin-Williams Co. (The)	81,580	21,458,803
		45,993,410
Consumer Finance — 1.2%		
American Express Co.	190,170	17,693,417
Diversified Financial Services — 2.1%		
Intercontinental Exchange, Inc.	109,254	23,958,310
Moody's Corp.	55,415	5,309,311
		29,267,621
Electrical Equipment — 1.0%		
AMETEK, Inc.	262,769	13,829,533
Energy Equipment & Services — 0.7%		
Schlumberger Ltd.	117,416	10,028,501
Food & Staples Retailing — 1.8%		
Costco Wholesale Corp.	88,007	12,474,992
CVS Health Corp.	142,346	13,709,343
		26,184,335
Food Products — 2.0%		
Danone SA (France)	102,632	6,709,897
Mead Johnson Nutrition Co.	113,138	11,374,895

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Food Products (cont'd.)		
Mondelez International, Inc. (Class A Stock)	281,069	$ 10,209,831
		28,294,623
Health Care Equipment & Supplies — 2.9%		
Abbott Laboratories	316,954	14,269,269
C.R. Bard, Inc.	34,594	5,764,052
Cooper Cos., Inc. (The)	32,400	5,251,716
Covidien PLC	153,105	15,659,579
		40,944,616
Health Care Providers & Services — 1.3%		
McKesson Corp.	89,177	18,511,362
Health Care Technology — 0.8%		
Cerner Corp.*	176,741	11,428,073
Hotels, Restaurants & Leisure — 3.7%		
Hilton Worldwide Holdings, Inc.*	196,564	5,128,355
Las Vegas Sands Corp.	127,261	7,401,500
Marriott International, Inc. (Class A Stock)	149,014	11,627,562
Starbucks Corp.	202,734	16,634,325
Wynn Resorts Ltd.	72,943	10,851,001
Yum! Brands, Inc.	19,597	1,427,641
		53,070,384
Household Products — 1.1%		
Colgate-Palmolive Co.	216,160	14,956,110
Industrial Conglomerates — 3.4%		
Danaher Corp.	393,521	33,728,685
Roper Industries, Inc.	88,167	13,784,910
		47,513,595
Insurance — 0.2%		
MetLife, Inc.	53,030	2,868,393
Internet & Catalog Retail — 2.9%		
Amazon.com, Inc.*	35,875	11,133,806
Ctrip.com International Ltd. (China), ADR*	23,641	1,075,666
Netflix, Inc.*	11,912	4,069,258
Priceline Group, Inc. (The)*	22,146	25,251,091
		41,529,821
Internet Software & Services — 9.1%		
Alibaba Group Holding Ltd. (China), ADR*	12,495	1,298,730
Facebook, Inc. (Class A Stock)*	454,873	35,489,192
Google, Inc. (Class A Stock)*	64,804	34,388,891
Google, Inc. (Class C Stock)*	57,440	30,236,416
LinkedIn Corp. (Class A Stock)*(a)	64,664	14,853,967
Twitter, Inc.*	105,536	3,785,576
Yahoo!, Inc.*	170,918	8,633,068
		128,685,840
IT Services — 8.1%		
Cognizant Technology Solutions Corp. (Class A Stock)*	380,108	20,016,487
FleetCor Technologies, Inc.*	102,449	15,235,191
MasterCard, Inc. (Class A Stock)	379,795	32,723,137
Visa, Inc. (Class A Stock)(a)	177,737	46,602,641
		114,577,456
Life Sciences Tools & Services — 2.2%		
Thermo Fisher Scientific, Inc.	249,998	31,322,249

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Machinery — 0.5%		
Colfax Corp.*(a)	142,683	$ 7,358,162
Media — 5.0%		
Comcast Corp. (Special Class A Stock)	331,388	19,076,350
Discovery Communications, Inc. (Class C Stock)*	72,732	2,452,523
Time Warner, Inc.	174,426	14,899,469
Twenty-First Century Fox, Inc. (Class A Stock)	661,675	25,411,628
Walt Disney Co. (The)	95,500	8,995,145
		70,835,115
Multiline Retail — 0.3%		
Burlington Stores, Inc.*	100,798	4,763,714
Oil, Gas & Consumable Fuels — 1.9%		
Anadarko Petroleum Corp.	116,920	9,645,900
Concho Resources, Inc.*	29,936	2,986,116
Noble Energy, Inc.	146,573	6,951,957
Pioneer Natural Resources Co.	45,183	6,725,490
		26,309,463
Personal Products — 0.5%		
Estee Lauder Cos., Inc. (The) (Class A Stock)	89,145	6,792,849
Pharmaceuticals — 5.8%		
AbbVie, Inc.	146,303	9,574,068
Actavis PLC*(a)	111,656	28,741,371
Bristol-Myers Squibb Co.	371,787	21,946,587
Merck & Co., Inc.	108,749	6,175,856
Valeant Pharmaceuticals International, Inc.*	62,171	8,897,292
Zoetis, Inc.	160,872	6,922,322
		82,257,496
Professional Services — 0.5%		
Equifax, Inc.	29,120	2,354,934
Verisk Analytics, Inc. (Class A Stock)*	68,952	4,416,376
		6,771,310
Real Estate Investment Trusts (REITs) — 2.0%		
American Tower Corp.	288,578	28,525,935
Real Estate Management & Development — 0.3%		
Realogy Holdings Corp.*	97,257	4,326,964
Road & Rail — 1.4%		
Canadian Pacific Railway Ltd. (Canada)	12,526	2,413,635
Kansas City Southern	40,000	4,881,200
Union Pacific Corp.	106,157	12,646,483
		19,941,318
Semiconductors & Semiconductor Equipment — 1.1%		
Altera Corp.	133,902	4,946,340
Avago Technologies Ltd. (Singapore)	34,785	3,499,023
Broadcom Corp. (Class A Stock)	148,406	6,430,432
		14,875,795
Software — 3.6%		
Adobe Systems, Inc.*	161,131	11,714,224
Citrix Systems, Inc.*	22,679	1,446,920
Oracle Corp.	393,649	17,702,396
salesforce.com, Inc.*	333,553	19,783,028
		50,646,568

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Specialty Retail — 5.9%		
AutoZone, Inc.*(a)	15,857	$ 9,817,227
L Brands, Inc.	128,565	11,127,301
Ross Stores, Inc.	284,514	26,818,290
Tiffany & Co.	68,923	7,365,112
TJX Cos., Inc. (The)	285,727	19,595,158
Tractor Supply Co.	100,773	7,942,928
Urban Outfitters, Inc.*	37,654	1,322,785
		83,988,801
Technology Hardware, Storage & Peripherals — 5.2%		
Apple, Inc.	418,215	46,162,572
EMC Corp.	924,268	27,487,730
		73,650,302
Textiles, Apparel & Luxury Goods — 3.2%		
LVMH Moet Hennessy Louis Vuitton SA (France)	48,376	7,662,861
NIKE, Inc. (Class B Stock)	100,951	9,706,439
PVH Corp.	58,508	7,498,970
VF Corp.	280,868	21,037,013
		45,905,283
Tobacco — 0.2%		
Philip Morris International, Inc.	34,659	2,822,976
TOTAL LONG-TERM INVESTMENTS (cost $1,057,146,263)		1,398,654,442
SHORT-TERM INVESTMENT — 7.2%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $102,693,427; includes $81,634,595 of cash collateral received for securities on loan)(b)(w)(Note 4)	102,693,427	102,693,427
TOTAL INVESTMENTS — 105.9% (cost $1,159,839,690)		1,501,347,869
Liabilities in excess of other assets — (5.9)%		(83,848,738)
NET ASSETS — 100.0%		$1,417,499,131

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $79,315,086; cash collateral of $81,634,595 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 28,140,001	$ —	$ —
Air Freight & Logistics	6,493,106	—	—
Auto Components	2,804,208	—	—
Beverages	11,412,164	5,343,624	—
Biotechnology	106,781,762	—	—
Capital Markets	31,208,187	—	—
Chemicals	45,993,410	—	—
Consumer Finance	17,693,417	—	—
Diversified Financial Services	29,267,621	—	—
Electrical Equipment	13,829,533	—	—
Energy Equipment & Services	10,028,501	—	—
Food & Staples Retailing	26,184,335	—	—
Food Products	21,584,726	6,709,897	—
Health Care Equipment & Supplies	40,944,616	—	—
Health Care Providers & Services	18,511,362	—	—
Health Care Technology	11,428,073	—	—
Hotels, Restaurants & Leisure	53,070,384	—	—
Household Products	14,956,110	—	—
Industrial Conglomerates	47,513,595	—	—
Insurance	2,868,393	—	—
Internet & Catalog Retail	41,529,821	—	—
Internet Software & Services	128,685,840	—	—
IT Services	114,577,456	—	—
Life Sciences Tools & Services	31,322,249	—	—
Machinery	7,358,162	—	—
Media	70,835,115	—	—
Multiline Retail	4,763,714	—	—
Oil, Gas & Consumable Fuels	26,309,463	—	—
Personal Products	6,792,849	—	—
Pharmaceuticals	82,257,496	—	—
Professional Services	6,771,310	—	—
Real Estate Investment Trusts (REITs)	28,525,935	—	—
Real Estate Management & Development	4,326,964	—	—
Road & Rail	19,941,318	—	—
Semiconductors & Semiconductor Equipment	14,875,795	—	—
Software	50,646,568	—	—
Specialty Retail	83,988,801	—	—
Technology Hardware, Storage & Peripherals	73,650,302	—	—
Textiles, Apparel & Luxury Goods	38,242,422	7,662,861	—
Tobacco	2,822,976	—	—
Affiliated Money Market Mutual Fund	102,693,427	—	—
Total	$1,481,631,487	$19,716,382	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Internet Software & Services	9.1%
IT Services	8.1
Biotechnology	7.5
Affiliated Money Market Mutual Fund (5.8% represents investments purchased with collateral from securities on loan)	7.2
Specialty Retail	5.9
Pharmaceuticals	5.8
Technology Hardware, Storage & Peripherals	5.2
Media	5.0
Hotels, Restaurants & Leisure	3.7
Software	3.6
Industrial Conglomerates	3.4
Chemicals	3.2
Textiles, Apparel & Luxury Goods	3.2
Internet & Catalog Retail	2.9
Health Care Equipment & Supplies	2.9
Life Sciences Tools & Services	2.2
Capital Markets	2.2
Diversified Financial Services	2.1
Real Estate Investment Trusts (REITs)	2.0
Food Products	2.0
Aerospace & Defense	2.0
Oil, Gas & Consumable Fuels	1.9%
Food & Staples Retailing	1.8
Road & Rail	1.4
Health Care Providers & Services	1.3
Consumer Finance	1.2
Beverages	1.2
Household Products	1.1
Semiconductors & Semiconductor Equipment	1.1
Electrical Equipment	1.0
Health Care Technology	0.8
Energy Equipment & Services	0.7
Machinery	0.5
Personal Products	0.5
Professional Services	0.5
Air Freight & Logistics	0.5
Multiline Retail	0.3
Real Estate Management & Development	0.3
Insurance	0.2
Tobacco	0.2
Auto Components	0.2
	105.9
Liabilities in excess of other assets	(5.9)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $79,315,086:	
Unaffiliated investments (cost $1,057,146,263)	$1,398,654,442
Affiliated investments (cost $102,693,427)	102,693,427
Receivable for investments sold	1,354,879
Dividends and interest receivable	953,755
Tax reclaim receivable	246,863
Receivable for fund share sold	76,594
Prepaid expenses	14,224
Total Assets	1,503,994,184
LIABILITIES:	
Payable to broker for collateral for securities on loan	81,634,595
Payable for investments purchased	3,349,714
Payable for fund share repurchased	752,184
Advisory fees payable	421,616
Payable to custodian	214,358
Accrued expenses and other liabilities	98,611
Distribution fee payable	23,614
Affiliated transfer agent fee payable	361
Total Liabilities	86,495,053
NET ASSETS	$1,417,499,131
Net assets were comprised of:	
Paid-in capital	$ 741,289,920
Retained earnings	676,209,211
Net assets, December 31, 2014	$1,417,499,131
Net asset value and redemption price per share, $1,417,499,131 / 85,420,739 outstanding shares of beneficial interest	$ 16.59

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $288,976 foreign withholding tax)	$ 12,401,468
Affiliated income from securities lending, net	108,065
Affiliated dividend income	35,245
Interest income	45
	12,544,823
EXPENSES	
Advisory fees	11,987,343
Distribution fee	1,375,854
Custodian and accounting fees	212,000
Audit fee	26,000
Trustees' fees	21,000
Insurance expenses	17,000
Legal fees and expenses	13,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Shareholders' reports	5,000
Commitment fee on syndicated credit agreement	4,000
Miscellaneous	15,588
Total expenses	13,685,785
NET INVESTMENT LOSS	(1,140,962)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain (loss) on:	
Investment transactions	118,110,384
Foreign currency transactions	(797)
	118,109,587
Net change in unrealized appreciation (depreciation) on:	
Investments	(2,293,414)
Foreign currencies	(27,832)
	(2,321,246)
NET GAIN ON INVESTMENTS	115,788,341
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$114,647,379

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment loss	$ (1,140,962)	$ (311,553)
Net realized gain on investment and foreign currency transactions	118,109,587	279,684,360
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(2,321,246)	179,647,902
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	114,647,379	459,020,709
FUND SHARE TRANSACTIONS:		
Fund share sold [6,124,359 and 16,204,075 shares, respectively]	94,694,580	202,109,295
Fund share repurchased [10,507,946 and 78,932,346 shares, respectively]	(163,433,010)	(992,648,787)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(68,738,430)	(790,539,492)
TOTAL INCREASE (DECREASE) IN NET ASSETS	45,908,949	(331,518,783)
NET ASSETS:		
Beginning of year	1,371,590,182	1,703,108,965
End of year	$1,417,499,131	$1,371,590,182

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 98.8%		
COMMON STOCKS — 98.7%		
Aerospace & Defense — 7.1%		
Honeywell International, Inc.	134,527	$ 13,441,938
Lockheed Martin Corp.	67,236	12,947,636
Northrop Grumman Corp.	34,325	5,059,162
United Technologies Corp.	112,747	12,965,905
		44,414,641
Air Freight & Logistics — 1.6%		
United Parcel Service, Inc. (Class B Stock)	91,995	10,227,084
Auto Components — 1.7%		
Delphi Automotive PLC (United Kingdom)	62,168	4,520,857
Johnson Controls, Inc.	125,782	6,080,302
		10,601,159
Banks — 10.7%		
Citigroup, Inc.	41,808	2,262,231
JPMorgan Chase & Co.	426,422	26,685,489
PNC Financial Services Group, Inc.	56,853	5,186,699
U.S. Bancorp	273,802	12,307,400
Wells Fargo & Co.	378,648	20,757,483
		67,199,302
Beverages — 1.5%		
Diageo PLC (United Kingdom)	291,539	8,351,756
Dr. Pepper Snapple Group, Inc.	17,088	1,224,868
		9,576,624
Capital Markets — 6.4%		
Bank of New York Mellon Corp. (The)	191,221	7,757,836
BlackRock, Inc.	17,377	6,213,320
Franklin Resources, Inc.	142,552	7,893,104
Goldman Sachs Group, Inc. (The)	63,014	12,214,004
State Street Corp.	77,748	6,103,218
		40,181,482
Chemicals — 1.7%		
E.I. du Pont de Nemours & Co.	20,766	1,535,438
PPG Industries, Inc.	40,236	9,300,551
		10,835,989
Commercial Services & Supplies — 1.2%		
Tyco International PLC	167,028	7,325,848
Containers & Packaging — 0.5%		
Crown Holdings, Inc.*	61,624	3,136,662
Diversified Financial Services — 1.2%		
McGraw Hill Financial, Inc.	30,771	2,738,004
NASDAQ OMX Group, Inc. (The)	98,227	4,710,967
		7,448,971
Diversified Telecommunication Services — 1.9%		
AT&T, Inc.	51,069	1,715,408
Verizon Communications, Inc.	223,780	10,468,428
		12,183,836
Electric Utilities — 0.2%		
Duke Energy Corp.	18,407	1,537,721
Electrical Equipment — 0.9%		
Eaton Corp. PLC	79,172	5,380,529
Energy Equipment & Services — 0.8%		
Baker Hughes, Inc.	19,519	1,094,430

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Energy Equipment & Services (cont'd.)		
Schlumberger Ltd.	47,455	$ 4,053,131
		5,147,561
Food & Staples Retailing — 1.8%		
CVS Health Corp.	120,436	11,599,191
Food Products — 4.0%		
Danone SA (France)	68,798	4,497,890
General Mills, Inc.	172,802	9,215,531
Kellogg Co.	22,794	1,491,639
Nestle SA (Switzerland)	138,973	10,131,273
		25,336,333
Health Care Equipment & Supplies — 4.0%		
Abbott Laboratories	171,960	7,741,639
Covidien PLC	50,296	5,144,275
Medtronic, Inc.	114,573	8,272,171
St. Jude Medical, Inc.	64,563	4,198,532
		25,356,617
Health Care Providers & Services — 1.1%		
Express Scripts Holding Co.*	78,423	6,640,075
Hotels, Restaurants & Leisure — 1.0%		
McDonald's Corp.	63,699	5,968,596
Household Products — 0.6%		
Procter & Gamble Co. (The)	38,141	3,474,264
Industrial Conglomerates — 3.4%		
3M Co.	79,077	12,993,933
Danaher Corp.	99,273	8,508,689
		21,502,622
Insurance — 7.7%		
ACE Ltd.	63,085	7,247,205
AON PLC	77,015	7,303,332
Chubb Corp. (The)	54,649	5,654,532
MetLife, Inc.	267,485	14,468,264
Travelers Cos., Inc. (The)	126,024	13,339,640
		48,012,973
IT Services — 4.8%		
Accenture PLC (Class A Stock)	157,003	14,021,938
Fidelity National Information Services, Inc.	50,318	3,129,780
Fiserv, Inc.*	61,351	4,354,080
International Business Machines Corp.	53,872	8,643,224
		30,149,022
Leisure Products — 0.6%		
Hasbro, Inc.(a)	47,239	2,597,673
Mattel, Inc.	27,950	864,913
		3,462,586
Life Sciences Tools & Services — 1.1%		
Thermo Fisher Scientific, Inc.	54,164	6,786,207
Machinery — 1.5%		
Illinois Tool Works, Inc.	30,730	2,910,131
Pentair PLC (United Kingdom)	36,810	2,444,920
Stanley Black & Decker, Inc.	38,951	3,742,412
		9,097,463
Media — 4.9%		
Comcast Corp. (Special Class A Stock)	128,902	7,420,244

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Media (cont'd.)		
Omnicom Group, Inc.	96,365	$ 7,465,396
Time Warner, Inc.	63,220	5,400,252
Time, Inc.	6,721	165,404
Viacom, Inc. (Class B Stock)	52,506	3,951,077
Walt Disney Co. (The)	66,591	6,272,206
		30,674,579
Multiline Retail — 1.9%		
Kohl's Corp.	23,792	1,452,264
Target Corp.	135,643	10,296,660
		11,748,924
Oil, Gas & Consumable Fuels — 5.1%		
Chevron Corp.	82,545	9,259,898
EOG Resources, Inc.	39,286	3,617,062
Exxon Mobil Corp.	131,886	12,192,861
Occidental Petroleum Corp.	85,915	6,925,608
		31,995,429
Pharmaceuticals — 8.3%		
Johnson & Johnson	213,394	22,314,611
Merck & Co., Inc.	147,946	8,401,853
Novartis AG (Switzerland)	21,487	1,992,779
Pfizer, Inc.	569,819	17,749,862
Roche Holding AG (Switzerland)	6,164	1,670,088
		52,129,193
Professional Services — 0.2%		
Equifax, Inc.	12,699	1,026,968
Road & Rail — 0.6%		
Canadian National Railway Co. (Canada)	55,170	3,801,765
Semiconductors & Semiconductor Equipment — 1.2%		
Texas Instruments, Inc.	137,438	7,348,123
Software — 1.0%		
Oracle Corp.	143,642	6,459,581
Specialty Retail — 0.9%		
Advance Auto Parts, Inc.	26,370	4,200,214
Bed Bath & Beyond, Inc.*	22,144	1,686,708
		5,886,922
Tobacco — 5.0%		
Altria Group, Inc.	51,135	2,519,421
Imperial Tobacco Group PLC (United Kingdom)	28,803	1,267,896
Lorillard, Inc.	102,870	6,474,638
Philip Morris International, Inc.	257,254	20,953,338
		31,215,293
Wireless Telecommunication Services — 0.6%		
Vodafone Group PLC (United Kingdom)	1,030,857	3,534,432
TOTAL COMMON STOCKS (cost $497,090,328)		618,404,567

	Shares	Value (Note 2)
PREFERRED STOCK — 0.1%		
Aerospace & Defense		
United Technologies Corp., CVT, 7.500% (cost $533,966)	9,530	$ 584,475
TOTAL LONG-TERM INVESTMENTS (cost $497,624,294)		618,989,042
SHORT-TERM INVESTMENT — 1.5%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $9,177,050; includes $2,632,362 of cash collateral received for securities on loan)(b)(w)(Note 4)	9,177,050	9,177,050
TOTAL INVESTMENTS — 100.3% (cost $506,801,344)		628,166,092
Liabilities in excess of other assets — (0.3)%		(1,779,522)
NET ASSETS — 100.0%		$ 626,386,570

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $2,571,662; cash collateral of $2,632,362 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 44,414,641	$ —	$ —
Air Freight & Logistics	10,227,084	—	—
Auto Components	10,601,159	—	—
Banks	67,199,302	—	—
Beverages	1,224,868	8,351,756	—
Capital Markets	40,181,482	—	—
Chemicals	10,835,989	—	—
Commercial Services & Supplies	7,325,848	—	—
Containers & Packaging	3,136,662	—	—
Diversified Financial Services	7,448,971	—	—
Diversified Telecommunication Services	12,183,836	—	—
Electric Utilities	1,537,721	—	—
Electrical Equipment	5,380,529	—	—
Energy Equipment & Services	5,147,561	—	—
Food & Staples Retailing	11,599,191	—	—
Food Products	10,707,170	14,629,163	—
Health Care Equipment & Supplies	25,356,617	—	—
Health Care Providers & Services	6,640,075	—	—
Hotels, Restaurants & Leisure	5,968,596	—	—
Household Products	3,474,264	—	—
Industrial Conglomerates	21,502,622	—	—
Insurance	48,012,973	—	—
IT Services	30,149,022	—	—
Leisure Products	3,462,586	—	—
Life Sciences Tools & Services	6,786,207	—	—
Machinery	9,097,463	—	—
Media	30,674,579	—	—
Multiline Retail	11,748,924	—	—
Oil, Gas & Consumable Fuels	31,995,429	—	—
Pharmaceuticals	48,466,326	3,662,867	—
Professional Services	1,026,968	—	—
Road & Rail	3,801,765	—	—
Semiconductors & Semiconductor Equipment	7,348,123	—	—
Software	6,459,581	—	—
Specialty Retail	5,886,922	—	—
Tobacco	29,947,397	1,267,896	—
Wireless Telecommunication Services	—	3,534,432	—
Preferred Stock			
Aerospace & Defense	584,475	—	—
Affiliated Money Market Mutual Fund	9,177,050	—	—
Total	$596,719,978	$31,446,114	$ —

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Banks	10.7%
Pharmaceuticals	8.3
Insurance	7.7
Aerospace & Defense	7.2
Capital Markets	6.4%
Oil, Gas & Consumable Fuels	5.1
Tobacco	5.0
Media	4.9
IT Services	4.8
Health Care Equipment & Supplies	4.0
Food Products	4.0
Industrial Conglomerates	3.4

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Diversified Telecommunication Services	1.9%
Multiline Retail	1.9
Food & Staples Retailing	1.8
Chemicals	1.7
Auto Components	1.7
Air Freight & Logistics	1.6
Beverages	1.5
Affiliated Money Market Mutual Fund (0.4% represents investments purchased with collateral from securities on loan)	1.5
Machinery	1.5
Diversified Financial Services	1.2
Semiconductors & Semiconductor Equipment	1.2
Commercial Services & Supplies	1.2
Life Sciences Tools & Services	1.1
Health Care Providers & Services	1.1
Software	1.0
Hotels, Restaurants & Leisure	1.0%
Specialty Retail	0.9
Electrical Equipment	0.9
Energy Equipment & Services	0.8
Road & Rail	0.6
Wireless Telecommunication Services	0.6
Household Products	0.6
Leisure Products	0.6
Containers & Packaging	0.5
Electric Utilities	0.2
Professional Services	0.2
	100.3
Liabilities in excess of other assets	(0.3)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $2,571,662:	
Unaffiliated investments (cost $497,624,294)	$618,989,042
Affiliated investments (cost $9,177,050)	9,177,050
Dividends receivable	1,005,999
Tax reclaim receivable	226,677
Receivable for fund share sold	14,824
Prepaid expenses	4,704
Total Assets	629,418,296
LIABILITIES:	
Payable to broker for collateral for securities on loan	2,632,362
Advisory fees payable	189,175
Payable for fund share repurchased	81,436
Payable for investments purchased	62,964
Accrued expenses and other liabilities	54,640
Distribution fee payable	10,491
Affiliated transfer agent fee payable	361
Payable to custodian	297
Total Liabilities	3,031,726
NET ASSETS	$626,386,570
Net assets were comprised of:	
Paid-in capital	$384,817,120
Retained earnings	241,569,450
Net assets, December 31, 2014	$626,386,570
Net asset value and redemption price per share, $626,386,570 / 41,194,724 outstanding shares of beneficial interest	$ 15.21

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $197,326 foreign withholding tax)	$17,491,397
Affiliated income from securities lending, net	15,459
Affiliated dividend income	10,286
	17,517,142
EXPENSES	
Advisory fees	4,910,897
Distribution fee	589,134
Custodian and accounting fees	106,000
Audit fee	26,000
Trustees' fees	14,000
Legal fees and expenses	10,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Insurance expenses	6,000
Commitment fee on syndicated credit agreement	3,000
Shareholders' reports	3,000
Loan interest expense	65
Miscellaneous	10,399
Total expenses	5,686,495
NET INVESTMENT INCOME	11,830,647
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain (loss) on:	
Investment transactions	20,519,027
Foreign currency transactions	(3,189)
	20,515,838
Net change in unrealized appreciation (depreciation) on:	
Investments	25,804,140
Foreign currencies	(27,601)
	25,776,539
NET GAIN ON INVESTMENTS	46,292,377
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$58,123,024

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 11,830,647	$ 7,423,592
Net realized gain on investment and foreign currency transactions	20,515,838	75,123,857
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	25,776,539	85,495,133
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	58,123,024	168,042,582
FUND SHARE TRANSACTIONS:		
Fund share sold [4,888,670 and 19,150,527 shares, respectively]	69,215,186	241,153,776
Fund share repurchased [4,248,105 and 43,351,150 shares, respectively]	(60,643,557)	(513,991,718)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	8,571,629	(272,837,942)
TOTAL INCREASE (DECREASE) IN NET ASSETS	66,694,653	(104,795,360)
NET ASSETS:		
Beginning of year	559,691,917	664,487,277
End of year	$626,386,570	$ 559,691,917

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 98.3%		
COMMON STOCKS		
Aerospace & Defense — 3.4%		
Huntington Ingalls Industries, Inc.	46,564	$ 5,236,588
Northrop Grumman Corp.	12,612	1,858,883
TransDigm Group, Inc.	43,657	8,572,052
		15,667,523
Auto Components — 4.3%		
BorgWarner, Inc.	76,813	4,220,874
Dana Holding Corp.	420,200	9,135,148
Delphi Automotive PLC (United Kingdom)	87,000	6,326,640
		19,682,662
Banks — 4.7%		
CIT Group, Inc.	151,200	7,231,896
KeyCorp	230,484	3,203,727
M&T Bank Corp.	69,100	8,680,342
TCF Financial Corp.	164,660	2,616,448
		21,732,413
Building Products — 0.5%		
Masco Corp.	88,046	2,218,759
Capital Markets — 2.1%		
Eaton Vance Corp.	51,030	2,088,658
Northern Trust Corp.	27,014	1,820,743
Raymond James Financial, Inc.	50,141	2,872,578
Stifel Financial Corp.*	52,785	2,693,091
		9,475,070
Chemicals — 5.7%		
Ashland, Inc.	107,100	12,826,296
CF Industries Holdings, Inc.	11,885	3,239,138
Eastman Chemical Co.	45,231	3,431,224
Scotts Miracle-Gro Co. (The) (Class A Stock)	28,786	1,793,943
Valspar Corp. (The)	57,612	4,982,286
		26,272,887
Commercial Services & Supplies — 2.3%		
Republic Services, Inc.	69,400	2,793,350
Steelcase, Inc. (Class A Stock)	441,900	7,932,105
		10,725,455
Communications Equipment — 0.5%		
EchoStar Corp. (Class A Stock)*	46,735	2,453,587
Containers & Packaging — 4.5%		
Bemis Co., Inc.	52,792	2,386,726
Owens-Illinois, Inc.*	286,100	7,721,839
Sealed Air Corp.	90,068	3,821,585
Sonoco Products Co.	153,011	6,686,581
		20,616,731
Diversified Financial Services — 0.9%		
Intercontinental Exchange, Inc.	19,097	4,187,781
Electric Utilities — 3.3%		
Great Plains Energy, Inc.	213,800	6,074,058
Pinnacle West Capital Corp.	132,400	9,044,244
		15,118,302
Electronic Equipment, Instruments & Components — 1.8%		
Flextronics International Ltd.*	229,586	2,566,771

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Electronic Equipment, Instruments & Components (cont'd.)		
Keysight Technologies, Inc.*	167,100	$ 5,642,967
		8,209,738
Energy Equipment & Services — 1.4%		
Nabors Industries Ltd.	105,451	1,368,754
SEACOR Holdings, Inc.*	70,400	5,196,224
		6,564,978
Gas Utilities — 0.7%		
UGI Corp.	85,950	3,264,381
Health Care Equipment & Supplies — 1.7%		
C.R. Bard, Inc.	14,960	2,492,635
CareFusion Corp.*	93,000	5,518,620
		8,011,255
Health Care Providers & Services — 3.4%		
Express Scripts Holding Co.*	63,761	5,398,644
Humana, Inc.	16,263	2,335,855
MEDNAX, Inc.*	45,635	3,016,930
Universal Health Services, Inc. (Class B Stock)	41,469	4,613,841
		15,365,270
Hotels, Restaurants & Leisure — 4.5%		
Darden Restaurants, Inc.	177,052	10,380,559
International Game Technology	72,716	1,254,351
Wyndham Worldwide Corp.	103,000	8,833,280
		20,468,190
Household Durables — 2.0%		
D.R. Horton, Inc.	367,299	9,288,992
Insurance — 11.2%		
Allstate Corp. (The)	170,800	11,998,700
Endurance Specialty Holdings Ltd.	86,700	5,188,128
FNF Group	184,700	6,362,915
HCC Insurance Holdings, Inc.	109,000	5,833,680
Lincoln National Corp.	197,687	11,400,609
Progressive Corp. (The)	88,314	2,383,595
Protective Life Corp.	53,610	3,733,937
Reinsurance Group of America, Inc.	28,171	2,468,343
RenaissanceRe Holdings Ltd.	22,572	2,194,450
		51,564,357
Internet Software & Services — 0.6%		
Akamai Technologies, Inc.*	42,392	2,669,000
IT Services — 3.6%		
Computer Sciences Corp.	178,583	11,259,658
Convergys Corp.	146,779	2,989,888
Global Payments, Inc.	27,684	2,234,929
		16,484,475
Leisure Products — 3.6%		
Brunswick Corp.	265,862	13,628,086
Mattel, Inc.	90,683	2,806,185
		16,434,271
Life Sciences Tools & Services — 0.7%		
Covance, Inc.*	30,089	3,124,442
Machinery — 3.7%		
Cummins, Inc.	37,069	5,344,238
Dover Corp.	84,500	6,060,340

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Machinery (cont'd.)		
Joy Global, Inc.	35,656	$ 1,658,717
Snap-on, Inc.	27,302	3,733,275
		16,796,570
Metals & Mining — 0.4%		
Allegheny Technologies, Inc.	58,326	2,027,995
Multiline Retail — 2.2%		
Nordstrom, Inc.	129,300	10,265,127
Multi-Utilities — 2.5%		
Integrys Energy Group, Inc.	26,322	2,049,168
PG&E Corp.	179,100	9,535,284
		11,584,452
Oil, Gas & Consumable Fuels — 4.5%		
Energen Corp.	43,500	2,773,560
Murphy Oil Corp.	165,354	8,353,684
Newfield Exploration Co.*	71,131	1,929,073
ONEOK, Inc.	26,149	1,301,959
QEP Resources, Inc.	250,200	5,059,044
Whiting Petroleum Corp.*	33,317	1,099,461
		20,516,781
Real Estate Investment Trusts (REITs) — 7.7%		
Alexandria Real Estate Equities, Inc.	30,647	2,719,615
American Tower Corp.	59,964	5,927,441
AvalonBay Communities, Inc.	33,800	5,522,582
Boston Properties, Inc.	18,587	2,391,961
CBL & Associates Properties, Inc.	308,700	5,994,954
Duke Realty Corp.	286,412	5,785,522
EPR Properties	50,400	2,904,552
MFA Financial, Inc.	488,900	3,906,311
		35,152,938
Real Estate Management & Development — 0.6%		
CBRE Group, Inc. (Class A Stock)*	85,853	2,940,465
Road & Rail — 3.0%		
CSX Corp.	117,827	4,268,872
Werner Enterprises, Inc.	303,600	9,457,140
		13,726,012
Semiconductors & Semiconductor Equipment — 1.2%		
ON Semiconductor Corp.*	261,798	2,652,014
Xilinx, Inc.	69,079	2,990,430
		5,642,444
Software — 3.0%		
Activision Blizzard, Inc.	143,269	2,886,870
FactSet Research Systems, Inc.	24,388	3,432,611
Intuit, Inc.	49,238	4,539,251
Synopsys, Inc.*	61,959	2,693,358
		13,552,090
Specialty Retail — 1.3%		
TJX Cos., Inc. (The)	86,220	5,912,968
Thrifts & Mortgage Finance — 0.3%		
Astoria Financial Corp.	107,575	1,437,202
Trading Companies & Distributors — 0.5%		
GATX Corp.	36,468	2,098,369
TOTAL LONG-TERM INVESTMENTS (cost $329,024,833)		451,253,932

	Shares	Value (Note 2)
SHORT-TERM INVESTMENT — 1.6%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $7,459,052)(w)(Note 4)	7,459,052	$ 7,459,052
TOTAL INVESTMENTS — 99.9% (cost $336,483,885)		458,712,984
Other assets in excess of other liabilities — 0.1%		605,713
NET ASSETS — 100.0%		$ 459,318,697

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 15,667,523	$ —	$ —
Auto Components	19,682,662	—	—
Banks	21,732,413	—	—
Building Products	2,218,759	—	—
Capital Markets	9,475,070	—	—
Chemicals	26,272,887	—	—
Commercial Services & Supplies	10,725,455	—	—
Communications Equipment	2,453,587	—	—
Containers & Packaging	20,616,731	—	—
Diversified Financial Services	4,187,781	—	—
Electric Utilities	15,118,302	—	—
Electronic Equipment, Instruments & Components	8,209,738	—	—
Energy Equipment & Services	6,564,978	—	—
Gas Utilities	3,264,381	—	—
Health Care Equipment & Supplies	8,011,255	—	—
Health Care Providers & Services	15,365,270	—	—
Hotels, Restaurants & Leisure	20,468,190	—	—
Household Durables	9,288,992	—	—
Insurance	51,564,357	—	—
Internet Software & Services	2,669,000	—	—
IT Services	16,484,475	—	—
Leisure Products	16,434,271	—	—
Life Sciences Tools & Services	3,124,442	—	—
Machinery	16,796,570	—	—
Metals & Mining	2,027,995	—	—
Multiline Retail	10,265,127	—	—
Multi-Utilities	11,584,452	—	—
Oil, Gas & Consumable Fuels	20,516,781	—	—
Real Estate Investment Trusts (REITs)	35,152,938	—	—
Real Estate Management & Development	2,940,465	—	—
Road & Rail	13,726,012	—	—
Semiconductors & Semiconductor Equipment	5,642,444	—	—
Software	13,552,090	—	—
Specialty Retail	5,912,968	—	—
Thrifts & Mortgage Finance	1,437,202	—	—
Trading Companies & Distributors	2,098,369	—	—
Affiliated Money Market Mutual Fund	7,459,052	—	—
Total	$458,712,984	$ —	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Insurance	11.2%
Real Estate Investment Trusts (REITs)	7.7
Chemicals	5.7
Banks	4.7
Containers & Packaging	4.5
Oil, Gas & Consumable Fuels	4.5
Hotels, Restaurants & Leisure	4.5
Auto Components	4.3
Machinery	3.7
IT Services	3.6
Leisure Products	3.6
Aerospace & Defense	3.4
Health Care Providers & Services	3.4
Electric Utilities	3.3
Road & Rail	3.0
Software	3.0
Multi-Utilities	2.5
Commercial Services & Supplies	2.3
Multiline Retail	2.2
Capital Markets	2.1%
Household Durables	2.0
Electronic Equipment, Instruments & Components	1.8
Health Care Equipment & Supplies	1.7
Affiliated Money Market Mutual Fund	1.6
Energy Equipment & Services	1.4
Specialty Retail	1.3
Semiconductors & Semiconductor Equipment	1.2
Diversified Financial Services	0.9
Gas Utilities	0.7
Life Sciences Tools & Services	0.7
Real Estate Management & Development	0.6
Internet Software & Services	0.6
Communications Equipment	0.5
Building Products	0.5
Trading Companies & Distributors	0.5
Metals & Mining	0.4
Thrifts & Mortgage Finance	0.3
	99.9
Other assets in excess of other liabilities	0.1
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value:	
Unaffiliated investments (cost $329,024,833)	$451,253,932
Affiliated investments (cost $7,459,052)	7,459,052
Cash	13
Receivable for investments sold	2,849,319
Receivable for fund share sold	1,436,927
Dividends receivable	738,626
Tax reclaim receivable	1,234
Prepaid expenses	3,581
Total Assets	463,742,684
LIABILITIES:	
Payable for investments purchased	3,996,710
Payable for fund share repurchased	188,033
Advisory fees payable	176,171
Accrued expenses and other liabilities	55,084
Distribution fee payable	7,628
Affiliated transfer agent fee payable	361
Total Liabilities	4,423,987
NET ASSETS	$459,318,697
Net assets were comprised of:	
Paid-in capital	$134,640,671
Retained earnings	324,678,026
Net assets, December 31, 2014	$459,318,697
Net asset value and redemption price per share, $459,318,697 / 22,483,143 outstanding shares of beneficial interest	$ 20.43

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income	$ 7,187,111
Affiliated income from securities lending, net	33,748
Affiliated dividend income	12,249
	7,233,108
EXPENSES	
Advisory fees	4,126,786
Distribution fee	440,515
Custodian and accounting fees	92,000
Audit fee	26,000
Trustees' fees	14,000
Legal fees and expenses	11,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Insurance expenses	8,000
Shareholders' reports	4,000
Commitment fee on syndicated credit agreement	3,000
Loan interest expense	851
Miscellaneous	11,846
Total expenses	4,746,998
NET INVESTMENT INCOME	2,486,110
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain on investment transactions	41,871,494
Net change in unrealized appreciation (depreciation) on:	
Investments	16,450,053
Foreign currencies	(161)
	16,449,892
NET GAIN ON INVESTMENTS AND FOREIGN CURRENCIES	58,321,386
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$60,807,496

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 2,486,110	$ 5,175,460
Net realized gain on investment transactions	41,871,494	122,917,492
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	16,449,892	44,252,247
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	60,807,496	172,345,199
FUND SHARE TRANSACTIONS:		
Fund share sold [1,626,330 and 4,986,596 shares, respectively]	30,873,251	74,680,156
Fund share repurchased [3,691,721 and 30,739,597 shares, respectively]	(68,626,367)	(485,543,136)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(37,753,116)	(410,862,980)
TOTAL INCREASE (DECREASE) IN NET ASSETS	23,054,380	(238,517,781)
NET ASSETS:		
Beginning of year	436,264,317	674,782,098
End of year	$459,318,697	$ 436,264,317

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 98.6%		
COMMON STOCKS		
Airlines — 1.4%		
Alaska Air Group, Inc.	180,000	$ 10,756,800
Banks — 1.0%		
SVB Financial Group*	70,000	8,124,900
Biotechnology — 3.0%		
Alkermes PLC*	80,000	4,684,800
BioMarin Pharmaceutical, Inc.*	130,000	11,752,000
Puma Biotechnology, Inc.*(a)	20,000	3,785,400
United Therapeutics Corp.*(a)	30,000	3,884,700
		24,106,900
Building Products — 1.1%		
Fortune Brands Home & Security, Inc.	185,000	8,374,950
Capital Markets — 2.9%		
Affiliated Managers Group, Inc.*	64,000	13,583,360
Raymond James Financial, Inc.	160,000	9,166,400
		22,749,760
Chemicals — 0.7%		
PolyOne Corp.	155,500	5,895,005
Commercial Services & Supplies — 1.7%		
Stericycle, Inc.*	105,200	13,789,616
Communications Equipment — 2.3%		
F5 Networks, Inc.*	65,000	8,480,225
Palo Alto Networks, Inc.*	80,000	9,805,600
		18,285,825
Consumer Finance — 1.0%		
PRA Group, Inc.*(a)	142,500	8,255,025
Containers & Packaging — 1.4%		
Packaging Corp. of America	140,000	10,927,000
Distributors — 1.2%		
LKQ Corp.*	325,000	9,139,000
Diversified Consumer Services — 0.4%		
Service Corp. International	150,000	3,405,000
Diversified Financial Services — 1.0%		
CBOE Holdings, Inc.	130,000	8,244,600
Electrical Equipment — 2.2%		
Acuity Brands, Inc.	32,500	4,552,275
AMETEK, Inc.	242,400	12,757,512
		17,309,787
Electronic Equipment, Instruments & Components — 2.9%		
Amphenol Corp. (Class A Stock)	155,400	8,362,074
CDW Corp.	235,000	8,264,950
Zebra Technologies Corp. (Class A Stock)*	85,000	6,579,850
		23,206,874
Food & Staples Retailing — 1.0%		
PriceSmart, Inc.	82,300	7,507,406
Food Products — 2.9%		
Pinnacle Foods, Inc.	150,000	5,295,000
TreeHouse Foods, Inc.*	95,000	8,125,350
WhiteWave Foods Co. (The)*	265,200	9,279,348
		22,699,698
Health Care Equipment & Supplies — 2.3%		
Cooper Cos., Inc. (The)	41,800	6,775,362

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Health Care Equipment & Supplies (cont'd.)		
Teleflex, Inc.	40,000	$ 4,592,800
Wright Medical Group, Inc.*(a)	260,000	6,986,200
		18,354,362
Health Care Providers & Services — 5.5%		
Acadia Healthcare Co., Inc.*(a)	216,650	13,261,147
Envision Healthcare Holdings, Inc.*	245,000	8,499,050
HealthSouth Corp.	100,000	3,846,000
Omnicare, Inc.	91,500	6,673,095
Universal Health Services, Inc. (Class B Stock)	97,500	10,847,850
		43,127,142
Health Care Technology — 1.7%		
Cerner Corp.*	210,000	13,578,600
Hotels, Restaurants & Leisure — 2.2%		
Bloomin' Brands, Inc.*	205,000	5,075,800
Buffalo Wild Wings, Inc.*(a)	40,000	7,215,200
MGM Resorts International*	238,400	5,096,992
		17,387,992
Household Durables — 1.2%		
Jarden Corp.*	115,000	5,506,200
Newell Rubbermaid, Inc.	100,000	3,809,000
		9,315,200
Industrial Conglomerates — 1.5%		
Roper Industries, Inc.	77,500	12,117,125
Internet & Catalog Retail — 0.5%		
Liberty Interactive Corp. (Class A Stock)*	140,000	4,118,800
Internet Software & Services — 2.8%		
Akamai Technologies, Inc.*	90,000	5,666,400
CoStar Group, Inc.*	37,500	6,886,125
Demandware, Inc.*(a)	100,000	5,754,000
HomeAway, Inc.*(a)	132,600	3,948,828
		22,255,353
IT Services — 3.7%		
Alliance Data Systems Corp.*	52,500	15,017,625
Fiserv, Inc.*	85,000	6,032,450
FleetCor Technologies, Inc.*	57,200	8,506,212
		29,556,287
Leisure Products — 1.2%		
Polaris Industries, Inc.	60,000	9,074,400
Life Sciences Tools & Services — 1.3%		
Illumina, Inc.*	57,500	10,613,350
Machinery — 2.9%		
PACCAR, Inc.	87,500	5,950,875
Pall Corp.	100,600	10,181,726
Wabtec Corp.	75,000	6,516,750
		22,649,351
Media — 0.7%		
Charter Communications, Inc. (Class A Stock)*	35,000	5,831,700
Multiline Retail — 1.8%		
Dollar Tree, Inc.*	137,200	9,656,136

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Multiline Retail (cont'd.)		
Tuesday Morning Corp.*(a)	200,000	$ 4,340,000
		13,996,136
Oil, Gas & Consumable Fuels — 1.9%		
Antero Resources Corp.*(a)	122,500	4,971,050
Cabot Oil & Gas Corp.	132,500	3,923,325
Concho Resources, Inc.*	65,000	6,483,750
		15,378,125
Pharmaceuticals — 4.2%		
Akorn, Inc.*(a)	225,000	8,145,000
Endo International PLC*	110,000	7,933,200
Hospira, Inc.*	50,000	3,062,500
Mylan, Inc.*	146,300	8,246,931
Salix Pharmaceuticals Ltd.*(a)	47,500	5,459,650
		32,847,281
Professional Services — 1.6%		
Nielsen NV(a)	80,000	3,578,400
WageWorks, Inc.*(a)	135,000	8,716,950
		12,295,350
Real Estate Management & Development — 1.2%		
Jones Lang LaSalle, Inc.	65,000	9,745,450
Road & Rail — 2.1%		
J.B. Hunt Transport Services, Inc.	85,000	7,161,250
Old Dominion Freight Line, Inc.*	120,000	9,316,800
		16,478,050
Semiconductors & Semiconductor Equipment — 6.7%		
Avago Technologies Ltd. (Singapore)	165,000	16,597,350
Cavium, Inc.*	130,000	8,036,600
Lam Research Corp.	102,500	8,132,350
Monolithic Power Systems, Inc.	139,500	6,938,730
NXP Semiconductor NV (Netherlands)*	120,000	9,168,000
SunEdison, Inc.*	210,000	4,097,100
		52,970,130
Software — 6.0%		
Activision Blizzard, Inc.	380,000	7,657,000
Autodesk, Inc.*	80,000	4,804,800
Electronic Arts, Inc.*	120,000	5,641,800
ServiceNow, Inc.*(a)	109,000	7,395,650
Splunk, Inc.*	72,700	4,285,665
Synchronoss Technologies, Inc.*	170,000	7,116,200
Ultimate Software Group, Inc. (The)*	36,600	5,373,429
Workday, Inc. (Class A Stock)*(a)	65,000	5,304,650
		47,579,194
Specialty Retail — 8.5%		
Advance Auto Parts, Inc.	57,200	9,110,816
Lithia Motors, Inc. (Class A Stock)(a)	87,500	7,585,375
O'Reilly Automotive, Inc.*	74,400	14,330,928
Ross Stores, Inc.	105,000	9,897,300
Specialty Retail (cont'd.)		
Signet Jewelers Ltd.	50,000	$ 6,578,500
Tractor Supply Co.	135,000	10,640,700
Williams-Sonoma, Inc.	123,500	9,346,480
		67,490,099
Technology Hardware, Storage & Peripherals — 1.0%		
SanDisk Corp.	77,500	7,593,450
Textiles, Apparel & Luxury Goods — 5.0%		
Carter's, Inc.	90,000	7,857,900
Hanesbrands, Inc.	119,800	13,372,076
Kate Spade & Co.*	235,000	7,522,350
Under Armour, Inc. (Class A Stock)*(a)	164,600	11,176,340
		39,928,666
Trading Companies & Distributors — 1.1%		
United Rentals, Inc.*(a)	85,000	8,670,850
Wireless Telecommunication Services — 1.9%		
SBA Communications Corp. (Class A Stock)*	132,500	14,675,700
TOTAL LONG-TERM INVESTMENTS (cost $558,905,743)		780,406,289
SHORT-TERM INVESTMENT — 12.0%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $94,817,798; includes $84,466,360 of cash collateral for securities on loan)(b)(w)(Note 4)	94,817,798	94,817,798
TOTAL INVESTMENTS — 110.6% (cost $653,723,541)		875,224,087
Liabilities in excess of other assets — (10.6)%		(83,949,905)
NET ASSETS — 100.0%		$ 791,274,182

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $82,213,741; cash collateral of $84,466,360 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Airlines	$ 10,756,800	$ —	$ —
Banks	8,124,900	—	—
Biotechnology	24,106,900	—	—
Building Products	8,374,950	—	—
Capital Markets	22,749,760	—	—
Chemicals	5,895,005	—	—
Commercial Services & Supplies	13,789,616	—	—
Communications Equipment	18,285,825	—	—
Consumer Finance	8,255,025	—	—
Containers & Packaging	10,927,000	—	—
Distributors	9,139,000	—	—
Diversified Consumer Services	3,405,000	—	—
Diversified Financial Services	8,244,600	—	—
Electrical Equipment	17,309,787	—	—
Electronic Equipment, Instruments & Components	23,206,874	—	—
Food & Staples Retailing	7,507,406	—	—
Food Products	22,699,698	—	—
Health Care Equipment & Supplies	18,354,362	—	—
Health Care Providers & Services	43,127,142	—	—
Health Care Technology	13,578,600	—	—
Hotels, Restaurants & Leisure	17,387,992	—	—
Household Durables	9,315,200	—	—
Industrial Conglomerates	12,117,125	—	—
Internet & Catalog Retail	4,118,800	—	—
Internet Software & Services	22,255,353	—	—
IT Services	29,556,287	—	—
Leisure Products	9,074,400	—	—
Life Sciences Tools & Services	10,613,350	—	—
Machinery	22,649,351	—	—
Media	5,831,700	—	—
Multiline Retail	13,996,136	—	—
Oil, Gas & Consumable Fuels	15,378,125	—	—
Pharmaceuticals	32,847,281	—	—
Professional Services	12,295,350	—	—
Real Estate Management & Development	9,745,450	—	—
Road & Rail	16,478,050	—	—
Semiconductors & Semiconductor Equipment	52,970,130	—	—
Software	47,579,194	—	—
Specialty Retail	67,490,099	—	—
Technology Hardware, Storage & Peripherals	7,593,450	—	—
Textiles, Apparel & Luxury Goods	39,928,666	—	—
Trading Companies & Distributors	8,670,850	—	—
Wireless Telecommunication Services	14,675,700	—	—
Affiliated Money Market Mutual Fund	94,817,798	—	—
Total	$875,224,087	$ —	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Affiliated Money Market Mutual Fund (10.7% represents investments purchased with collateral from securities on loan)	12.0%
Specialty Retail	8.5
Semiconductors & Semiconductor Equipment	6.7
Software	6.0
Health Care Providers & Services	5.5
Textiles, Apparel & Luxury Goods	5.0
Pharmaceuticals	4.2
IT Services	3.7
Biotechnology	3.0
Electronic Equipment, Instruments & Components	2.9
Capital Markets	2.9
Food Products	2.9
Machinery	2.9
Internet Software & Services	2.8
Health Care Equipment & Supplies	2.3
Communications Equipment	2.3
Hotels, Restaurants & Leisure	2.2
Electrical Equipment	2.2
Road & Rail	2.1
Oil, Gas & Consumable Fuels	1.9
Wireless Telecommunication Services	1.9
Multiline Retail	1.8
Commercial Services & Supplies	1.7%
Health Care Technology	1.7
Professional Services	1.6
Industrial Conglomerates	1.5
Containers & Packaging	1.4
Airlines	1.4
Life Sciences Tools & Services	1.3
Real Estate Management & Development	1.2
Household Durables	1.2
Distributors	1.2
Leisure Products	1.2
Trading Companies & Distributors	1.1
Building Products	1.1
Consumer Finance	1.0
Diversified Financial Services	1.0
Banks	1.0
Technology Hardware, Storage & Peripherals	1.0
Food & Staples Retailing	1.0
Chemicals	0.7
Media	0.7
Internet & Catalog Retail	0.5
Diversified Consumer Services	0.4
	110.6
Liabilities in excess of other assets	(10.6)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $82,213,741:	
Unaffiliated investments (cost $558,905,743)	$780,406,289
Affiliated investments (cost $94,817,798)	94,817,798
Receivable for investments sold	2,200,991
Dividends receivable	327,969
Receivable for fund share sold	129,585
Tax reclaim receivable	3,037
Prepaid expenses	6,421
Total Assets	877,892,090
LIABILITIES:	
Payable to broker for collateral for securities on loan	84,466,360
Payable for investments purchased	1,342,288
Payable for fund share repurchased	439,962
Advisory fees payable	288,416
Accrued expenses and other liabilities	67,329
Distribution fee payable	13,192
Affiliated transfer agent fee payable	361
Total Liabilities	86,617,908
NET ASSETS	$791,274,182
Net assets were comprised of:	
Paid-in capital	$512,108,950
Retained earnings	279,165,232
Net assets, December 31, 2014	$791,274,182
Net asset value and redemption price per share, $791,274,182 / 22,649,827 outstanding shares of beneficial interest	$ 34.94

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $4,500 foreign withholding tax)	$ 3,171,025
Affiliated income from securities lending, net	235,248
Affiliated dividend income	23,643
	3,429,916
EXPENSES	
Advisory fees	7,166,743
Distribution fee	815,319
Custodian and accounting fees	127,000
Audit fee	26,000
Trustees' fees	17,000
Insurance expenses	10,000
Legal fees and expenses	10,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Shareholders' reports	7,000
Commitment fee on syndicated credit agreement	2,000
Loan interest expense	150
Miscellaneous	10,675
Total expenses	8,199,887
Less: advisory fee waivers and/or expense reimbursement	(29,976)
Net expenses	8,169,911
NET INVESTMENT LOSS	(4,739,995)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS	
Net realized gain on investment transactions	118,468,455
Net change in unrealized appreciation (depreciation) on:	
Investments	(58,295,395)
Foreign currencies	(253)
	(58,295,648)
NET GAIN ON INVESTMENTS	60,172,807
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$ 55,432,812

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment loss	$ (4,739,995)	$ (3,900,913)
Net realized gain on investment transactions	118,468,455	57,512,756
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(58,295,648)	161,008,648
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	55,432,812	214,620,491
FUND SHARE TRANSACTIONS:		
Fund share sold [1,804,161 and 5,547,543 shares, respectively]	58,973,352	154,018,194
Fund share repurchased [5,903,118 and 6,564,650 shares, respectively]	(189,032,036)	(180,634,133)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(130,058,684)	(26,615,939)
TOTAL INCREASE (DECREASE) IN NET ASSETS	(74,625,872)	188,004,552
NET ASSETS:		
Beginning of year	865,900,054	677,895,502
End of year	$ 791,274,182	$ 865,900,054

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 99.3%		
COMMON STOCKS		
Aerospace & Defense — 4.5%		
AAR Corp.	94,700	$ 2,630,766
Alliant Techsystems, Inc.	23,700	2,755,125
Engility Holdings, Inc.*	37,500	1,605,000
Exelis, Inc.	148,000	2,594,440
General Dynamics Corp.	98,300	13,528,046
Huntington Ingalls Industries, Inc.	20,247	2,276,978
Northrop Grumman Corp.	40,300	5,939,817
Raytheon Co.	28,900	3,126,113
Spirit AeroSystems Holdings, Inc. (Class A Stock)*	236,400	10,174,656
Vectrus, Inc.*	4,744	129,986
		44,760,927
Auto Components — 2.5%		
Autoliv, Inc. (Sweden)	34,900	3,703,588
Goodyear Tire & Rubber Co. (The)	192,100	5,488,297
Lear Corp.	93,100	9,131,248
TRW Automotive Holdings Corp.*	61,400	6,314,990
		24,638,123
Banks — 6.4%		
Banco Latinoamericano de Comercio Exterior SA (Panama)	116,300	3,500,630
BankUnited, Inc.	238,800	6,918,036
BB&T Corp.	119,400	4,643,466
CIT Group, Inc.	51,200	2,448,896
Comerica, Inc.	160,900	7,536,556
Fifth Third Bancorp	288,900	5,886,337
Huntington Bancshares, Inc.	1,170,100	12,309,452
KeyCorp	530,500	7,373,950
M&T Bank Corp.	48,900	6,142,818
PNC Financial Services Group, Inc. (The)	22,600	2,061,798
Regions Financial Corp.	468,600	4,948,416
		63,770,355
Biotechnology — 0.7%		
United Therapeutics Corp.*(a)	56,100	7,264,389
Building Products — 0.5%		
Owens Corning	145,800	5,221,098
Capital Markets — 1.9%		
Ameriprise Financial, Inc.	50,000	6,612,500
Ashford, Inc.*	2,279	214,226
State Street Corp.	154,900	12,159,650
		18,986,376
Chemicals — 4.0%		
Ashland, Inc.	96,600	11,568,816
Cabot Corp.	77,800	3,412,308
Celanese Corp. (Class A Stock)	66,000	3,957,360
CF Industries Holdings, Inc.	18,900	5,151,006
Eastman Chemical Co.	70,500	5,348,130
Huntsman Corp.	301,600	6,870,448
Olin Corp.(a)	150,500	3,426,885
		39,734,953
Commercial Services & Supplies — 4.2%		
ADT Corp. (The)(a)	388,800	14,086,224
Brink's Co. (The)	146,500	3,576,065
Covanta Holding Corp.	411,200	9,050,512

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Commercial Services & Supplies (cont'd.)		
Pitney Bowes, Inc.	205,300	$ 5,003,161
RR Donnelley & Sons Co.(a)	229,278	3,853,017
Tyco International PLC	132,800	5,824,608
		41,393,587
Communications Equipment — 1.3%		
Brocade Communications Systems, Inc.	610,300	7,225,952
Harris Corp.	74,700	5,364,954
		12,590,906
Construction & Engineering — 0.8%		
KBR, Inc.	295,400	5,007,030
Tutor Perini Corp.*	113,100	2,722,317
		7,729,347
Consumer Finance — 0.9%		
Discover Financial Services	44,600	2,920,854
Navient Corp.	95,000	2,052,950
Nelnet, Inc. (Class A Stock)	76,900	3,562,777
		8,536,581
Containers & Packaging — 1.1%		
Avery Dennison Corp.	81,727	4,239,997
Owens-Illinois, Inc.*	70,600	1,905,494
Rock-Tenn Co. (Class A Stock)	76,600	4,671,068
		10,816,559
Electric Utilities — 4.8%		
American Electric Power Co., Inc.	147,700	8,968,344
Edison International	292,200	19,133,256
Entergy Corp.	112,500	9,841,500
FirstEnergy Corp.	172,100	6,710,179
Portland General Electric Co.	74,000	2,799,420
		47,452,699
Electrical Equipment — 0.4%		
Regal-Beloit Corp.	52,200	3,925,440
Electronic Equipment, Instruments & Components — 1.9%		
Flextronics International Ltd.*	704,100	7,871,838
Ingram Micro, Inc. (Class A Stock)*	133,900	3,700,996
TE Connectivity Ltd. (Switzerland)	54,800	3,466,100
Tech Data Corp.*	59,100	3,736,893
		18,775,827
Energy Equipment & Services — 1.1%		
Cameron International Corp.*	122,300	6,108,885
Helmerich & Payne, Inc.	49,400	3,330,548
Superior Energy Services, Inc.	83,200	1,676,480
		11,115,913
Food & Staples Retailing — 1.6%		
CVS Health Corp.	106,800	10,285,908
Kroger Co. (The)	95,200	6,112,792
		16,398,700
Food Products — 2.2%		
Archer-Daniels-Midland Co.	75,500	3,926,000
Bunge Ltd.	20,600	1,872,746
ConAgra Foods, Inc.	164,300	5,960,804
Fresh Del Monte Produce, Inc.	77,500	2,600,125
Sanderson Farms, Inc.(a)	35,000	2,940,875

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Food Products (cont'd.)		
Tyson Foods, Inc. (Class A Stock)	118,300	$ 4,742,647
		22,043,197
Health Care Equipment & Supplies — 0.8%		
Zimmer Holdings, Inc.	69,900	7,928,058
Health Care Providers & Services — 3.4%		
Aetna, Inc.	71,300	6,333,579
Cardinal Health, Inc.	54,000	4,359,420
Chemed Corp.	16,900	1,785,823
CIGNA Corp.	65,000	6,689,150
Laboratory Corp. of America Holdings*	34,800	3,754,920
Omnicare, Inc.	85,000	6,199,050
Select Medical Holdings Corp.	349,000	5,025,600
		34,147,542
Hotels, Restaurants & Leisure — 1.6%		
Brinker International, Inc.	75,400	4,425,226
Darden Restaurants, Inc.	164,200	9,627,046
International Game Technology	88,400	1,524,900
		15,577,172
Household Durables — 1.0%		
Whirlpool Corp.	51,300	9,938,862
Independent Power & Renewable Electricity Producers — 1.4%		
AES Corp.	1,045,900	14,402,043
Insurance — 7.8%		
Aflac, Inc.	54,300	3,317,187
Allstate Corp. (The)	87,200	6,125,800
American Financial Group, Inc.	74,500	4,523,640
Aspen Insurance Holdings Ltd.	71,100	3,112,047
Endurance Specialty Holdings Ltd.	49,900	2,986,016
Everest Re Group Ltd.	31,700	5,398,510
Hartford Financial Services Group, Inc. (The)	166,900	6,958,061
HCC Insurance Holdings, Inc.	50,000	2,676,000
Lincoln National Corp.	119,200	6,874,264
Maiden Holdings Ltd.	189,700	2,426,263
Montpelier Re Holdings Ltd. (Bermuda)	84,700	3,033,954
PartnerRe Ltd.	58,900	6,722,257
Principal Financial Group, Inc.	82,900	4,305,826
StanCorp Financial Group, Inc.	52,100	3,639,706
Universal Insurance Holdings, Inc.	8,800	179,960
Unum Group	186,100	6,491,168
Validus Holdings Ltd.	138,500	5,756,060
XL Group PLC (Ireland)	92,000	3,162,040
		77,688,759
IT Services — 4.2%		
Amdocs Ltd.	295,700	13,795,883
Convergys Corp.	152,500	3,106,425
Teradata Corp.*(a)	200,929	8,776,579
Western Union Co. (The)	439,100	7,864,281
Xerox Corp.	577,900	8,009,694
		41,552,862
Machinery — 3.0%		
AGCO Corp.(a)	131,600	5,948,320
Briggs & Stratton Corp.	70,400	1,437,568
Harsco Corp.	201,600	3,808,224
Meritor, Inc.*	225,000	3,408,750

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Machinery (cont'd.)		
Oshkosh Corp.	51,700	$ 2,515,205
Trinity Industries, Inc.(a)	194,600	5,450,746
Valmont Industries, Inc.	56,800	7,213,600
		29,782,413
Media — 0.7%		
Gannett Co., Inc.	93,900	2,998,227
Starz (Class A Stock)*	135,200	4,015,440
		7,013,667
Metals & Mining — 0.2%		
Reliance Steel & Aluminum Co.	36,000	2,205,720
Multiline Retail — 2.7%		
Dillard's, Inc. (Class A Stock)	41,600	5,207,488
Kohl's Corp.	265,802	16,224,554
Macy's, Inc.	85,800	5,641,350
		27,073,392
Multi-Utilities — 3.2%		
Ameren Corp.	158,700	7,320,831
CenterPoint Energy, Inc.	306,300	7,176,609
DTE Energy Co.	75,300	6,503,661
Public Service Enterprise Group, Inc.	260,000	10,766,600
		31,767,701
Oil, Gas & Consumable Fuels — 5.4%		
Cabot Oil & Gas Corp.	229,700	6,801,417
Devon Energy Corp.	149,900	9,175,379
Energy Transfer Partners LP, MLP	68,859	4,475,835
Hess Corp.	59,600	4,399,672
Marathon Oil Corp.	91,500	2,588,535
Marathon Petroleum Corp.	71,300	6,435,538
Murphy Oil Corp.	109,100	5,511,732
Southwestern Energy Co.*	79,800	2,177,742
Tesoro Corp.	80,900	6,014,915
Valero Energy Corp.	121,200	5,999,400
		53,580,165
Paper & Forest Products — 0.2%		
Domtar Corp.	57,200	2,300,584
Personal Products — 0.2%		
USANA Health Sciences, Inc.*(a)	16,800	1,723,512
Real Estate Investment Trusts (REITs) — 8.9%		
Ashford Hospitality Prime, Inc.	16,949	290,845
Ashford Hospitality Trust, Inc.	198,300	2,078,184
Brandywine Realty Trust	253,400	4,049,332
CBL & Associates Properties, Inc.	193,200	3,751,944
Corrections Corp. of America	317,704	11,545,363
DuPont Fabros Technology, Inc.(a)	189,600	6,302,304
Equity Commonwealth	209,000	5,365,030
Government Properties Income Trust	84,200	1,937,442
Hospitality Properties Trust.	160,300	4,969,300
Inland Real Estate Corp.	251,700	2,756,115
Lexington Realty Trust(a)	336,400	3,693,672
MFA Financial, Inc.	357,400	2,855,626
Omega Healthcare Investors, Inc.(a)	180,131	7,037,718
Pennsylvania Real Estate Investment Trust	120,800	2,833,968
PennyMac Mortgage Investment Trust.	124,800	2,632,032
Rouse Properties, Inc.(a)	145,500	2,694,660
Select Income REIT	80,300	1,960,123

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Real Estate Investment Trusts (REITs) (cont'd.)		
Starwood Property Trust, Inc.(a)	347,200	$ 8,068,928
Starwood Waypoint Residential Trust(a)	135,520	3,573,662
Summit Hotel Properties, Inc.	104,400	1,298,736
Sunstone Hotel Investors, Inc.	311,700	5,146,167
Two Harbors Investment Corp.	367,400	3,681,348
		88,522,499
Road & Rail — 1.0%		
Hertz Global Holdings, Inc.*	405,400	10,110,676
Semiconductors & Semiconductor Equipment — 2.2%		
Amkor Technology, Inc.*(a)	321,928	2,285,689
OmniVision Technologies, Inc.*	92,497	2,404,922
Skyworks Solutions, Inc.	229,800	16,708,758
		21,399,369
Software — 3.3%		
CA, Inc.	130,200	3,964,590
Cadence Design Systems, Inc.*(a)	269,400	5,110,518
Check Point Software Technologies Ltd. (Israel)*(a)	110,900	8,713,413
Nuance Communications, Inc.*	658,600	9,398,222
Symantec Corp.	232,800	5,972,484
		33,159,227
Specialty Retail — 4.4%		
Best Buy Co., Inc.	230,911	9,000,911
Express, Inc.*	380,400	5,588,076
Foot Locker, Inc.	83,000	4,662,940
GameStop Corp. (Class A Stock)(a)	103,100	3,484,780
Office Depot, Inc.*	1,516,900	13,007,418
Outerwall, Inc.*(a)	29,200	2,196,424
RadioShack Corp.*(a)	107,700	39,849
Select Comfort Corp.*	193,800	5,238,414
		43,218,812
Technology Hardware, Storage & Peripherals — 1.7%		
Lexmark International, Inc. (Class A Stock)	62,700	2,587,629
Seagate Technology PLC	97,000	6,450,500
Western Digital Corp.	67,100	7,427,970
		16,466,099
Thrifts & Mortgage Finance — 0.4%		
Home Loan Servicing Solutions Ltd.	92,400	1,803,648
Radian Group, Inc.(a)	140,600	2,350,832
		4,154,480
Trading Companies & Distributors — 0.4%		
Aircastle Ltd.	165,598	3,538,829
Wireless Telecommunication Services — 0.4%		
Telephone & Data Systems, Inc.	157,900	3,986,975
TOTAL LONG-TERM INVESTMENTS (cost $728,454,456)		986,394,395

	Shares	Value (Note 2)
SHORT-TERM INVESTMENTS — 10.7%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $106,513,620; includes $99,576,086 of cash collateral for securities on loan)(b)(w)	106,513,620	$ 106,513,620
TOTAL INVESTMENTS — 110.0% (cost $834,968,076)		1,092,908,015
Liabilities in excess of other assets — (10.0)%		(99,673,681)
NET ASSETS — 100.0%		$ 993,234,334

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $95,616,188; cash collateral of $99,576,086 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally for securities in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 44,760,927	$ —	$ —
Auto Components	24,638,123	—	—
Banks	63,770,355	—	—
Biotechnology	7,264,389	—	—
Building Products	5,221,098	—	—
Capital Markets	18,986,376	—	—
Chemicals	39,734,953	—	—
Commercial Services & Supplies	41,393,587	—	—
Communications Equipment	12,590,906	—	—
Construction & Engineering	7,729,347	—	—
Consumer Finance	8,536,581	—	—
Containers & Packaging	10,816,559	—	—
Electric Utilities	47,452,699	—	—
Electrical Equipment	3,925,440	—	—
Electronic Equipment, Instruments & Components	18,775,827	—	—
Energy Equipment & Services	11,115,913	—	—
Food & Staples Retailing	16,398,700	—	—
Food Products	22,043,197	—	—
Health Care Equipment & Supplies	7,928,058	—	—
Health Care Providers & Services	34,147,542	—	—
Hotels, Restaurants & Leisure	15,577,172	—	—
Household Durables	9,938,862	—	—
Independent Power & Renewable Electricity Producers	14,402,043	—	—
Insurance	77,688,759	—	—
IT Services	41,552,862	—	—
Machinery	29,782,413	—	—
Media	7,013,667	—	—
Metals & Mining	2,205,720	—	—
Multiline Retail	27,073,392	—	—
Multi-Utilities	31,767,701	—	—
Oil, Gas & Consumable Fuels	53,580,165	—	—
Paper & Forest Products	2,300,584	—	—
Personal Products	1,723,512	—	—
Real Estate Investment Trusts (REITs)	88,522,499	—	—
Road & Rail	10,110,676	—	—
Semiconductors & Semiconductor Equipment	21,399,369	—	—
Software	33,159,227	—	—
Specialty Retail	43,218,812	—	—
Technology Hardware, Storage & Peripherals	16,466,099	—	—
Thrifts & Mortgage Finance	4,154,480	—	—
Trading Companies & Distributors	3,538,829	—	—
Wireless Telecommunication Services	3,986,975	—	—
Affiliated Money Market Mutual Fund	106,513,620	—	—
Total	$1,092,908,015	$ —	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Affiliated Money Market Mutual Fund (10.0% represents investments purchased with collateral from securities on loan)	10.7%
Real Estate Investment Trusts (REITs)	8.9
Insurance	7.8
Banks	6.4
Oil, Gas & Consumable Fuels	5.4
Electric Utilities	4.8
Aerospace & Defense	4.5
Specialty Retail	4.4
IT Services	4.2
Commercial Services & Supplies	4.2
Chemicals	4.0
Health Care Providers & Services	3.4
Software	3.3
Multi-Utilities	3.2
Machinery	3.0
Multiline Retail	2.7
Auto Components	2.5
Food Products	2.2
Semiconductors & Semiconductor Equipment	2.2
Capital Markets	1.9
Electronic Equipment, Instruments & Components	1.9
Technology Hardware, Storage & Peripherals	1.7%
Food & Staples Retailing	1.6
Hotels, Restaurants & Leisure	1.6
Independent Power & Renewable Electricity Producers	1.4
Communications Equipment	1.3
Energy Equipment & Services	1.1
Containers & Packaging	1.1
Road & Rail	1.0
Household Durables	1.0
Consumer Finance	0.9
Health Care Equipment & Supplies	0.8
Construction & Engineering	0.8
Biotechnology	0.7
Media	0.7
Building Products	0.5
Thrifts & Mortgage Finance	0.4
Wireless Telecommunication Services	0.4
Electrical Equipment	0.4
Trading Companies & Distributors	0.4
Paper & Forest Products	0.2
Metals & Mining	0.2
Personal Products	0.2
	110.0
Liabilities in excess of other assets	(10.0)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $95,616,188:	
Unaffiliated investments (cost $728,454,456)	$ 986,394,395
Affiliated investments (cost $106,513,620)	106,513,620
Dividends receivable	2,073,946
Receivable for investments sold	1,575,825
Receivable for fund share sold	289,915
Tax reclaim receivable	1,677
Prepaid expenses	16,030
Total Assets	1,096,865,408
LIABILITIES:	
Payable to broker for collateral for securities on loan	99,576,086
Payable for fund share repurchased	2,000,801
Payable for investments purchased	1,363,733
Advisory fees payable	356,384
Loan payable	241,000
Accrued expenses and other liabilities	76,106
Distribution fee payable	16,603
Affiliated transfer agent fee payable	361
Total Liabilities	103,631,074
NET ASSETS	$ 993,234,334
Net assets were comprised of:	
Paid-in capital	$ 578,694,749
Retained earnings	414,539,585
Net assets, December 31, 2014	$ 993,234,334
Net asset value and redemption price per share, $993,234,334 / 36,118,150 outstanding shares of beneficial interest	$ 27.50

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income	$ 19,491,490
Affiliated income from securities lending, net	367,862
Affiliated dividend income	17,690
	19,877,042
EXPENSES	
Advisory fees	8,526,412
Distribution fee	973,420
Custodian and accounting fees	147,000
Audit fee	26,000
Trustees' fees	17,000
Legal fees and expenses	11,000
Insurance expenses	10,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Shareholders' reports	6,000
Commitment fee on syndicated credit agreement	3,000
Loan interest expense	1,520
Miscellaneous	13,520
Total expenses	9,742,872
Less: advisory fee waivers and/or expense reimbursement	(22,223)
Net expenses	9,720,649
NET INVESTMENT INCOME	10,156,393
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS	
Net realized gain on investment transactions	72,496,851
Net change in unrealized appreciation (depreciation) on:	
Investments	45,656,780
Foreign currencies	(140)
	45,656,640
NET GAIN ON INVESTMENTS	118,153,491
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$128,309,884

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 10,156,393	$ 10,313,208
Net realized gain on investment transactions	72,496,851	52,214,416
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	45,656,640	169,735,159
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	128,309,884	232,262,783
FUND SHARE TRANSACTIONS:		
Fund share sold [2,066,573 and 15,296,950 shares, respectively]	52,431,831	327,928,480
Fund share repurchased [5,233,231 and 5,197,534 shares, respectively]	(133,094,170)	(109,404,165)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(80,662,339)	218,524,315
TOTAL INCREASE IN NET ASSETS	47,647,545	450,787,098
NET ASSETS:		
Beginning of year	945,586,789	494,799,691
End of year	$ 993,234,334	$ 945,586,789

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 99.0%		
COMMON STOCKS — 93.4%		
Argentina — 0.8%		
Arcos Dorados Holdings, Inc. (Class A Stock)	57,700	$ 312,157
Banco Macro SA, ADR(a)	6,090	266,316
BBVA Banco Frances SA, ADR(a)	8,100	111,699
Cresud SACIF y A, ADR*(a)	12,239	123,491
Grupo Financiero Galicia SA, ADR(a)	16,330	259,484
IRSA Inversiones y Representaciones SA, ADR	3,380	51,951
MercadoLibre, Inc.	9,300	1,187,331
Pampa Energia SA, ADR*	44,400	444,888
Petrobras Argentina SA (Class B Stock)	96,144	63,040
Petrobras Argentina SA, ADR	138,188	682,649
Telecom Argentina SA, ADR(a)	34,030	658,481
Transportadora de Gas del Sur SA (Class B Stock), ADR	68,030	238,105
		4,399,592
Bahrain — 0.7%		
Ahli United Bank BSC	2,647,450	2,133,509
Al-Salam Bank	2,238,930	737,557
Gulf Finance House EC*	6,005,300	478,094
Ithmaar Bank BSC*	4,705,000	744,911
		4,094,071
Belgium		
Viohalco SA*	37,903	88,014
Botswana — 0.8%		
Barclays Bank of Botswana Ltd.(g)	272,230	98,709
Botswana Insurance Holdings Ltd.(g)	425,050	514,183
First National Bank of Botswana Ltd.(g)	2,827,716	1,075,838
Letshego Holdings Ltd.(g)	5,357,728	1,497,838
Sechaba Breweries Ltd.(g)	464,634	1,372,696
Standard Chartered Bank Botswana Ltd.(g)	245,110	323,816
		4,883,080
Brazil — 3.2%		
ALL - America Latina Logistica SA	109,600	208,628
AMBEV SA, ADR	291,000	1,810,020
Banco do Brasil SA	98,775	883,260
BM&FBovespa SA	130,799	484,678
BR Malls Participacoes SA	33,100	204,587
BR Properties SA	20,100	77,505
BRF SA	57,360	1,368,941
CCR SA	142,500	826,095
CETIP SA - Mercados Organizados	35,500	430,028
Cia de Saneamento Basico do Estado de Sao Paulo	7,200	46,073
Cia de Saneamento Basico do Estado de Sao Paulo, ADR(a)	46,200	290,598
Cia de Saneamento de Minas Gerais-COPASA	19,000	179,979
Cia Energetica de Minas Gerais, ADR	99,096	492,507
Cia Hering	25,600	195,019
Cia Paranaense de Energia, ADR	15,400	202,818
Cia Siderurgica Nacional SA	52,700	110,626
Cielo SA	160,532	2,516,503
Cosan Logistica SA*	13,900	14,955
Cosan SA Industria e Comercio	13,900	150,860
CPFL Energia SA	8,200	57,038

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Brazil (cont'd.)		
CPFL Energia SA, ADR(a)	13,800	$ 187,266
Cyrela Brazil Realty SA Empreendimentos e Participacoes	22,600	94,032
EcoRodovias Infraestrutura e Logistica SA	22,700	91,032
EDP - Energias do Brasil SA	41,100	138,690
Embraer SA, ADR	25,400	936,244
Even Construtora e Incorporadora SA	64,600	132,204
Hypermarcas SA*	29,500	184,777
Iochpe-Maxion SA	19,300	88,579
JBS SA	102,267	430,889
Kroton Educacional SA	141,100	822,756
Light SA	26,100	167,114
Localiza Rent A Car SA	27,615	370,977
Lojas Renner SA	17,200	494,802
Marfrig Global Foods SA*	85,440	196,066
MRV Engenharia e Participacoes SA	39,900	112,576
Multiplan Empreendimentos Imobiliarios SA	13,200	235,576
Natura Cosmeticos SA	15,100	180,925
Oleo e Gas Participacoes SA*	243,700	8,251
PDG Realty SA Empreendimentos e Participacoes*	162,300	52,508
Qualicorp SA*	31,200	326,296
Souza Cruz SA	38,900	282,728
Tim Participacoes SA	195,333	865,632
Totvs SA	24,500	322,587
Tractebel Energia SA	27,600	351,256
Ultrapar Participacoes SA	29,900	578,721
WEG SA	66,430	764,712
		18,967,914
Bulgaria — 0.3%		
CB First Investment Bank AD*(g)	155,563	270,746
Central Cooperative Bank AD*(g)	87,402	59,706
Chimimport AD*(g)	265,946	285,485
Corporate Commercial Bank AD*(g)	3,940	4,898
Industrial Holding Bulgaria PLC*(g)	72,512	51,833
MonBat AD(g)	48,227	256,303
Olovno Tzinkov Komplex AD*(g)	9,086	—
Petrol AD*(g)	90,727	134,669
Sopharma AD Sofia(g)	197,237	475,683
		1,539,323
Chile — 3.1%		
AES Gener SA	528,062	280,650
Aguas Andinas SA (Class A Stock)	561,800	325,203
Almendral SA	2,494,900	197,323
Antarchile SA	50,600	607,800
Banco de Chile	11,386,867	1,319,368
Banco de Credito e Inversiones	12,798	631,434
Banco Santander Chile	19,296,850	964,366
Banmedica SA	110,559	196,744
Besalco SA	115,400	66,551
CAP SA	20,750	91,705
Cencosud SA	278,322	694,406
Cia Cervecerias Unidas SA, ADR	22,650	420,157
Colbun SA	1,591,750	423,759
Corpbanca SA	66,000,900	792,576
E.CL SA	98,700	143,927
Embotelladora Andina SA (Class B Stock), ADR	9,150	155,550

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Chile (cont'd.)		
Empresa Nacional de Electricidad SA	769,400	$ 1,168,235
Empresas CMPC SA	375,220	938,885
Empresas COPEC SA	143,050	1,614,327
Enersis SA	3,954,600	1,295,133
ENTEL Chile SA	23,550	236,571
Forus SA	18,500	75,609
Latam Airlines Group SA, ADR*(a)	67,183	804,852
Masisa SA	2,748,650	83,786
Parque Arauco SA	180,832	346,289
Quinenco SA	97,600	209,062
Ripley Corp. SA	341,500	165,433
SACI Falabella	234,150	1,570,800
Salfacorp SA	212,800	161,092
Sigdo Koppers SA	133,519	206,802
Sociedad Quimica y Minera de Chile SA, ADR	32,600	778,488
Sonda SA	311,725	741,535
Vina Concha y Toro SA	139,650	273,064
		17,981,482
China — 9.6%		
AAC Technologies Holdings, Inc.	86,500	460,029
Agricultural Bank of China Ltd. (Class H Stock)	1,444,000	726,283
Air China Ltd. (Class H Stock)	390,000	314,671
Aluminum Corp. of China Ltd. (Class H Stock)*	1,066,000	493,001
Anhui Conch Cement Co. Ltd. (Class H Stock)	132,000	488,712
AviChina Industry & Technology Co. Ltd. (Class H Stock)	692,000	424,269
Baidu, Inc., ADR*	14,400	3,282,768
Bank of China Ltd. (Class H Stock)	1,277,000	716,741
Bank of Communications Co. Ltd. (Class H Stock)	649,800	604,164
BBMG Corp. (Class H Stock)	342,000	284,321
Beijing Capital International Airport Co. Ltd. (Class H Stock)	506,000	403,360
Beijing Enterprises Holdings Ltd.	29,000	226,801
Brilliance China Automotive Holdings Ltd.	350,000	560,390
BYD Co. Ltd. (Class H Stock)	59,000	227,535
China Agri-Industries Holdings Ltd.	804,000	330,085
China CITIC Bank Corp. Ltd. (Class H Stock)	394,000	314,113
China Coal Energy Co. Ltd. (Class H Stock)	437,000	273,176
China Communications Construction Co. Ltd. (Class H Stock)	460,000	550,901
China Communications Services Corp. Ltd. (Class H Stock)	396,000	185,168
China Construction Bank Corp. (Class H Stock)	1,474,670	1,204,485
China Everbright Ltd.	172,000	407,017
China Life Insurance Co. Ltd. (Class H Stock)	139,000	544,622
China Longyuan Power Group Corp. Ltd. (Class H Stock)	395,000	407,324
China Mengniu Dairy Co. Ltd.	158,000	650,585
China Merchants Bank Co. Ltd. (Class H Stock)	270,269	674,633

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
China (cont'd.)		
China Merchants Holdings International Co. Ltd.	148,000	$ 497,117
China Minsheng Banking Corp Ltd. (Class H Stock)	418,800	547,506
China Mobile Ltd.	486,000	5,692,395
China National Building Material Co. Ltd. (Class H Stock)	516,000	497,778
China Oilfield Services Ltd. (Class H Stock)	138,000	238,279
China Overseas Land & Investment Ltd.	254,720	753,521
China Pacific Insurance Group Co. Ltd. (Class H Stock)	107,400	540,331
China Petroleum & Chemical Corp. (Class H Stock)	2,029,000	1,643,164
China Railway Group Ltd. (Class H Stock)	363,000	296,887
China Resources Enterprise Ltd.	178,000	371,856
China Resources Land Ltd.	128,000	336,386
China Resources Power Holdings Co. Ltd.	187,400	478,006
China Shanshui Cement Group Ltd.	551,000	264,027
China Shenhua Energy Co. Ltd. (Class H Stock)	307,500	907,405
China Shipping Container Lines Co. Ltd. (Class H Stock)*	1,105,000	347,145
China Shipping Development Co. Ltd. (Class H Stock)*	590,000	402,227
China Taiping Insurance Holdings Co. Ltd.*	119,600	339,881
China Telecom Corp. Ltd. (Class H Stock)	1,682,000	975,539
China Unicom Hong Kong Ltd.	564,052	755,908
China Vanke Co. Ltd. (Class H Stock)*	136,500	302,804
China Yurun Food Group Ltd.*	741,000	299,740
Chongqing Changan Automobile Co. Ltd. (Class B Stock)	203,704	461,277
CITIC Ltd.	343,000	584,741
CNOOC Ltd. (Class H Stock)	1,419,000	1,918,728
COSCO Pacific Ltd.	252,000	356,900
Country Garden Holdings Co. Ltd.	546,831	218,196
Ctrip.com International Ltd., ADR*	15,000	682,500
Datang International Power Generation Co. Ltd. (Class H Stock)	892,000	481,631
Dongfeng Motor Group Co. Ltd. (Class H Stock)	322,000	450,421
Golden Eagle Retail Group Ltd.	242,000	271,344
Guangdong Investment Ltd.	306,000	398,548
Guangzhou Automobile Group Co. Ltd. (Class H Stock)	187,909	169,902
Huaneng Power International, Inc. (Class H Stock)	402,000	543,200
Industrial & Commercial Bank of China Ltd. (Class H Stock)	1,494,000	1,090,907
Inner Mongolia Yitai Coal Co. Ltd. (Class B Stock)	201,784	288,955
Jiangsu Expressway Co. Ltd. (Class H Stock)	160,000	190,498
Jiangxi Copper Co. Ltd. (Class H Stock)	129,000	220,181
Kunlun Energy Co. Ltd.	374,000	352,960
Lenovo Group Ltd.	486,000	634,528
Li Ning Co. Ltd.*	247,750	120,536
Mindray Medical International Ltd., ADR	16,000	422,400
NetEase, Inc., ADR	7,500	743,550
New Oriental Education & Technology Group, Inc., ADR*	16,800	342,888

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
China (cont'd.)		
NVC Lighting Holdings Ltd.(g)	1,254,000	$ 144,155
PetroChina Co. Ltd. (Class H Stock)	1,796,000	1,993,716
PICC Property & Casualty Co. Ltd. (Class H Stock)	316,000	609,793
Ping An Insurance Group Co. of China Ltd. (Class H Stock)	44,000	445,524
Real Gold Mining Ltd.*	209,000	—
Shandong Weigao Group Medical Polymer Co. Ltd. (Class H Stock)	120,000	96,871
Shanghai Electric Group Co. Ltd. (Class H Stock)	1,012,000	537,356
Shanghai Industrial Holdings Ltd.	85,000	253,848
Sihuan Pharmaceutical Holdings Group Ltd.	758,000	504,190
SINA Corp.*	6,900	258,129
Sino-Ocean Land Holdings Ltd.	445,500	251,187
Sinopharm Group Co. Ltd. (Class H Stock)	245,200	862,822
Sohu.com, Inc.*	5,500	292,490
Tencent Holdings Ltd.	239,500	3,465,309
Tingyi Cayman Islands Holding Corp.	192,000	436,327
Tsingtao Brewery Co. Ltd. (Class H Stock)	30,000	202,351
Want Want China Holdings Ltd.	753,400	990,203
Weichai Power Co. Ltd. (Class H Stock)	52,000	217,975
WuXi PharmaTech Cayman, Inc., ADR*	5,000	168,350
Yangzijiang Shipbuilding Holdings Ltd.	330,000	299,051
Yantai Changyu Pioneer Wine Co. Ltd. (Class B Stock)	108,690	358,745
Zhejiang Expressway Co. Ltd. (Class H Stock)	430,000	497,967
Zhongsheng Group Holdings Ltd.	270,000	242,946
Zijin Mining Group Co. Ltd. (Class H Stock)	1,492,000	421,886
ZTE Corp. (Class H Stock)	110,608	239,321
		55,978,359
Colombia — 1.2%		
Almacenes Exito SA	58,958	724,416
Banco de Bogota SA	14,911	414,735
BanColombia SA, ADR	20,700	991,116
Cementos Argos SA	55,300	237,349
Corporacion Financiera Colombiana SA	15,814	265,907
Ecopetrol SA	578,800	506,587
Empresa de Energia de Bogota SA	635,800	454,812
Grupo Argos SA	47,100	406,291
Grupo Aval Acciones y Valores	660,800	362,863
Grupo de Inversiones Suramericana SA	29,900	503,261
Grupo Nutresa SA	75,282	905,982
Grupo Odinsa SA(g)	96,127	319,547
Interconexion Electrica SA ESP	135,800	493,143
Isagen SA ESP	384,100	479,216
		7,065,225
Croatia — 0.5%		
Atlantska Plovidba dd*(g)	2,227	109,792
Ericsson Nikola Tesla(g)	2,615	538,310
Hrvatski Telekom dd(g)	60,545	1,436,330
Koncar-Elektroindustrija dd(g)	1,210	131,849
Petrokemija dd*(g)	14,297	62,130
Podravka prehrambena industija dd*(g)	12,296	567,399
Zagrebacka Banka dd(g)	55,500	296,123
		3,141,933

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Czech Republic — 1.2%		
CEZ A/S	114,550	$ 2,941,403
Komercni Banka A/S	11,500	2,366,714
Pegas Nonwovens SA(g)	31,207	872,448
Philip Morris CR A/S.	800	378,116
Unipetrol A/S*(g)	122,000	692,232
		7,250,913
Egypt — 0.2%		
Global Telecom Holding SAE, GDR*	343,100	978,041
Estonia — 0.7%		
Merko Ehitus A/S(g)	32,608	281,726
Nordecon A/S(g)	60,000	76,959
Olympic Entertainment Group A/S(g)	350,536	721,228
Tallink Group A/S(g)	2,334,200	1,906,542
Tallinna Kaubamaja A/S(g)	88,428	544,592
Tallinna Vesi A/S (Class A Stock)(g)	21,500	340,811
		3,871,858
Ghana — 0.5%		
CAL Bank Ltd.(g)	1,140,075	358,157
Ghana Commercial Bank Ltd.(g)	1,190,800	1,968,967
Standard Chartered Bank Ghana Ltd.(g)	78,000	493,717
		2,820,841
Greece — 1.3%		
Aegean Marine Petroleum Network, Inc.	14,800	207,496
Alpha Bank A.E.*	714,300	401,254
Costamare, Inc.	9,200	162,012
Diana Shipping, Inc.*(a)	21,300	142,923
DryShips, Inc.*(a)	121,600	128,896
Ellaktor SA*	85,344	218,813
FF Group*	8,616	275,285
Frigoglass SAIC*	12,982	26,279
GEK Terna Holding Real Estate Construction SA*	47,389	108,379
Hellenic Exchanges - Athens Stock Exchange SA Holding*	28,659	160,448
Hellenic Petroleum SA*	27,540	126,711
Hellenic Telecommunications Organization SA*	106,100	1,160,176
Intralot SA-Integrated Lottery Systems & Services*	40,700	53,434
Jumbo SA	35,963	365,688
Marfin Investment Group Holdings SA*	145,802	33,178
Metka SA	12,200	124,044
Motor Oil Hellas Corinth Refineries SA	22,778	179,243
Mytilineos Holdings SA*	45,865	256,519
National Bank of Greece SA*	115,800	203,257
Navios Maritime Holdings, Inc.	20,800	85,488
OPAP SA	72,300	774,790
Piraeus Bank SA*	287,900	313,275
Public Power Corp. SA*	153,095	999,685
StealthGas, Inc.*	10,300	64,993
Titan Cement Co. SA	32,861	762,267
		7,334,533
Hong Kong — 0.3%		
Chaoda Modern Agriculture Holdings Ltd.*	821,520	23,003
China High Speed Transmission Equipment Group Co. Ltd.*	619,000	383,199

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Hong Kong (cont'd.)		
Kingboard Chemical Holdings Ltd.	165,000	$ 277,055
Nine Dragons Paper Holdings Ltd.	289,000	251,659
Ports Design Ltd.*(g)	432,500	131,624
Shimao Property Holdings Ltd.	89,000	197,099
Sino Biopharmaceutical Ltd.	532,000	479,388
		1,743,027
Hungary — 1.2%		
Magyar Telekom Telecommunications PLC*	747,590	965,966
MOL Hungarian Oil & Gas PLC	39,280	1,723,933
OTP Bank PLC	167,450	2,415,384
Richter Gedeon Nyrt.	147,000	1,979,645
		7,084,928
India — 6.3%		
ACC Ltd.	6,400	141,331
Adani Enterprises Ltd.*	25,200	192,901
Adani Power Ltd.*	366,900	256,234
Ambuja Cements Ltd.	111,900	404,578
Apollo Hospitals Enterprise Ltd.	17,200	307,827
Asian Paints Ltd.	40,000	474,134
Axis Bank Ltd.	39,700	314,222
Bajaj Auto Ltd.	11,100	426,816
Bharat Heavy Electricals Ltd.	56,100	234,345
Bharti Airtel Ltd.*	227,780	1,266,553
Bosch Ltd.	2,600	802,952
Cairn India Ltd.	63,680	242,656
Cipla Ltd.	37,410	370,067
Coal India Ltd.	104,550	633,358
Colgate-Palmolive India Ltd.	8,400	237,238
Crompton Greaves Ltd.	59,700	176,216
DLF Ltd.	54,830	117,747
Dr. Reddy's Laboratories Ltd.	11,300	577,670
Essar Oil Ltd.*	157,350	266,353
GAIL India Ltd.*	71,300	500,403
Glenmark Pharmaceuticals Ltd.	20,690	251,892
Godrej Consumer Products Ltd.	11,200	172,607
HCL Technologies Ltd.	26,200	661,693
HDFC Bank Ltd.	42,400	636,793
Hero MotoCorp Ltd.	10,700	525,034
Hindalco Industries Ltd.	199,300	494,228
Hindustan Unilever Ltd.	65,500	787,152
Housing Development Finance Corp. Ltd.	58,800	1,054,423
ICICI Bank Ltd., ADR	52,400	605,220
Idea Cellular Ltd.	185,260	448,923
IDFC Ltd.	170,670	422,473
IFCI Ltd.	352,400	210,216
Indian Oil Corp. Ltd.*	19,439	101,828
Infosys Ltd., ADR(a)	60,060	1,889,488
ITC Ltd.	221,540	1,290,552
Jaiprakash Associates Ltd.*	202,105	79,995
Jindal Steel & Power Ltd.*	79,160	189,781
JSW Energy Ltd.	299,700	487,119
Kotak Mahindra Bank Ltd.	9,858	196,317
Larsen & Toubro Ltd., GDR, RegS	26,293	622,750
LIC Housing Finance Ltd.	35,100	241,538
Lupin Ltd.	20,599	465,403
Mahindra & Mahindra Ltd., GDR	39,160	769,494
Maruti Suzuki India Ltd.	9,690	510,171
Mundra Port & Special Economic Zone Ltd.*	131,800	663,415

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
India (cont'd.)		
Nestle India Ltd.	4,700	$ 475,406
NHPC Ltd.	846,600	252,532
NTPC Ltd.	366,500	833,335
Oil & Natural Gas Corp. Ltd.	207,820	1,118,380
Oil India Ltd.	28,200	256,331
Oracle Financial Services Software Ltd.	7,600	403,528
Power Grid Corp. of India Ltd.*	348,290	759,239
Ranbaxy Laboratories Ltd., GDR, RegS*(g)	33,030	328,054
Reliance Capital Ltd.*	12,449	96,869
Reliance Communications Ltd.*	157,500	198,606
Reliance Industries Ltd., GDR, 144A.	72,700	2,050,140
Reliance Infrastructure Ltd.	49,750	401,275
Reliance Power Ltd.*	148,647	144,712
Rural Electrification Corp. Ltd.	45,700	241,199
Sesa Sterlite Ltd.	166,972	563,967
Siemens Ltd.	18,100	259,179
State Bank of India, GDR, RegS	5,676	280,111
Steel Authority of India Ltd.*	221,400	288,133
Sun Pharmaceutical Industries Ltd.	81,300	1,062,449
Suzlon Energy Ltd.*	890,100	204,668
Tata Communications Ltd.	48,000	334,103
Tata Consultancy Services Ltd.	29,760	1,206,123
Tata Motors Ltd., ADR	18,790	794,441
Tata Power Co. Ltd.	310,422	402,512
Tata Steel Ltd.	44,690	281,488
Tech Mahindra Ltd.	5,452	223,517
Titan Co. Ltd.	45,100	271,604
UltraTech Cement Ltd.	12,300	519,478
Wipro Ltd.	60,416	524,887
Yes Bank Ltd.	8,900	108,149
Zee Entertainment Enterprises Ltd.	75,800	455,323
		37,061,844
Indonesia — 3.0%		
Adaro Energy Tbk PT	6,554,100	546,839
AKR Corporindo Tbk PT	1,184,900	393,766
Astra Agro Lestari Tbk PT	44,000	85,975
Astra International Tbk PT	2,103,600	1,254,554
Bank Central Asia Tbk PT	1,559,500	1,654,221
Bank Danamon Indonesia Tbk PT	558,500	203,241
Bank Mandiri Persero Tbk PT	959,000	833,983
Bank Negara Indonesia Persero Tbk PT	1,173,000	574,764
Bank Pembangunan Daerah Jawa Barat Dan Banten Tbk PT.	1,379,700	81,355
Bank Rakyat Indonesia Persero Tbk PT	1,087,500	1,022,229
Bank Tabungan Negara Persero Tbk PT	1,200,100	116,241
Berlian Laju Tanker Tbk PT*	6,511,500	—
Borneo Lumbung Energi & Metal Tbk PT*	5,543,500	22,335
Bumi Resources Tbk PT*	7,746,000	49,933
Bumi Serpong Damai Tbk PT	1,852,000	268,802
Charoen Pokphand Indonesia Tbk PT	1,426,500	434,206
Energi Mega Persada Tbk PT*	23,809,500	191,268
Gudang Garam Tbk PT	119,500	585,421
Indo Tambangraya Megah Tbk PT	145,000	178,843
Indocement Tunggal Prakarsa Tbk PT.	331,500	668,884
Indofood Sukses Makmur Tbk PT	771,000	420,338
Indosat Tbk PT*	466,000	152,386
Jasa Marga Persero Tbk PT.	731,000	414,824
Kalbe Farma Tbk PT	4,300,500	634,015
Lippo Karawaci Tbk PT	4,767,000	391,388

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Indonesia (cont'd.)		
Perusahaan Gas Negara Persero Tbk PT	2,693,500	$ 1,303,447
Perusahaan Perkebunan London Sumatra Indonesia Tbk PT	1,026,200	156,170
Semen Indonesia Persero Tbk PT	701,000	915,161
Tambang Batubara Bukit Asam Persero Tbk PT	232,500	232,878
Telekomunikasi Indonesia Persero Tbk PT	7,205,300	1,655,985
Unilever Indonesia Tbk PT	196,500	509,674
United Tractors Tbk PT	757,500	1,057,928
Vale Indonesia Tbk PT	1,106,500	321,609
XI Axiata Tbk PT	775,800	304,217
		17,636,880
Jordan — 0.8%		
Al Eqbal Co. for Investment PLC(g)	19,949	328,795
Arab Bank PLC	191,856	1,917,483
Arab Potash (The)(g)	23,463	646,592
Cairo Amman Bank	40,698	165,068
Capital Bank of Jordan(g)	200,070	424,972
Jordan Dubai Islamic Bank*(g)	249,882	335,483
Jordan Telecommunications Co. PSC	66,633	329,995
Jordanian Electric Power Co.*	95,667	402,894
		4,551,282
Kazakhstan — 0.6%		
Halyk Savings Bank of Kazakhstan JSC, GDR, RegS	155,391	1,320,823
Kazkommertsbank JSC, GDR, RegS*(g)	231,100	878,180
KazMunaiGas Exploration Production JSC, GDR, RegS	73,530	1,066,185
KCell JSC, GDR, RegS	27,697	249,273
		3,514,461
Kenya — 0.7%		
ARM Cement Ltd.	451,200	428,528
Bamburi Cement Co. Ltd.	39,100	60,021
Barclays Bank of Kenya Ltd.	1,106,400	204,561
Co-operative Bank of Kenya Ltd. (The)	866,238	191,328
East African Breweries Ltd.	247,400	841,515
Equity Bank Ltd.	906,100	500,464
Kenya Airways Ltd.*	628,600	60,396
Kenya Commercial Bank Ltd.	803,940	506,069
Kenya Electricity Generating Co. Ltd.(g)	1,664,200	189,302
Kenya Power & Lighting Co. Ltd.	1,162,905	185,577
Safaricom Ltd.	5,771,800	895,569
Standard Chartered Bank Kenya Ltd.	62,098	229,739
		4,293,069
Kuwait — 1.4%		
Agility Public Warehousing Co. KSC	181,913	453,687
Al Ahli Bank of Kuwait KSCP	175,382	244,121
ALAFCO Aviation Lease & Finance Co. KSCP	230,000	194,038
Al-Qurain Petrochemicals Co. KSC	600,000	413,864
Boubyan Petrochemicals Co. KSCP	175,875	389,089
Burgan Bank SAK	90,524	148,375
Commercial Bank of Kuwait KSCP	233,100	501,461
Gulf Bank KSCP*	206,313	203,056
Gulf Cable & Electrical Industries Co. KSC	67,500	158,072
Kuwait Cement Co. KSC(g)	169,050	230,903
Kuwait Finance House KSCP	293,824	717,703

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Kuwait (cont'd.)		
Kuwait Food Co. Americana SAK	87,500	$ 832,011
Kuwait International Bank KSCP	170,317	142,905
Kuwait Portland Cement Co. KSC	66,000	295,299
Kuwait Projects Co.Holding KSCP	158,204	376,561
Mabanee Co. SAKC	87,589	287,128
Mobile Telecommunications Co. KSC	666,500	1,196,161
National Bank of Kuwait SAKP	334,233	1,033,677
National Industries Group Holding KPSC*	464,625	299,191
Sultan Center Food Products Co. KSC*	430,000	134,188
		8,251,490
Latvia — 0.1%		
Grindeks A/S*(g)	52,160	407,101
Latvian Shipping Co. JSC*(g)	332,621	144,896
Ventspils Nafta*(g)	78,610	107,488
		659,485
Lebanon — 0.3%		
Bank Audi Sal.	72,521	435,126
Byblos Bank SAL	118,400	189,440
Solidere, GDR, RegS*(g)	106,565	1,230,826
		1,855,392
Lithuania — 0.2%		
Apranga PVA(g)	78,286	248,193
Klaipedos Nafta AB(g)	513,391	193,203
Pieno Zvaigzdes(g)	111,220	205,057
Rokiskio Suris(g)	145,010	242,148
Siauliu Bankas AB*(g)	520,184	167,434
		1,056,035
Luxembourg — 0.1%		
Adecoagro SA*	43,900	351,639
Malaysia — 2.9%		
AirAsia Bhd	263,500	204,982
Alliance Financial Group Bhd	116,300	156,331
AMMB Holdings Bhd	160,300	301,042
Axiata Group Bhd	362,225	729,056
Batu Kawan Bhd(g)	113,700	563,389
Berjaya Corp. Bhd	807,700	94,164
Berjaya Sports Toto Bhd	142,371	142,678
Boustead Holdings Bhd	131,760	181,249
British American Tobacco Malaysia Bhd	13,000	240,771
Bumi Armada Bhd	198,150	61,726
CIMB Group Holdings Bhd	244,700	388,367
Dialog Group Bhd	695,720	297,877
DiGi.Com Bhd	344,600	607,042
Felda Global Ventures Holdings Bhd	303,600	188,708
Gamuda Bhd	257,200	369,200
Genting Bhd	247,500	626,975
Genting Malaysia Bhd	345,400	401,086
Hong Leong Bank Bhd	54,000	215,907
Hong Leong Financial Group Bhd	43,900	206,294
IHH Healthcare Bhd	252,600	347,869
IJM Corp. Bhd	156,640	294,330
IOI Corp. Bhd	246,946	338,910
IOI Properties Group Bhd	123,472	85,150
Kian Joo Can Factory Bhd(g)	294,600	246,869
Kuala Lumpur Kepong Bhd	72,800	474,715
Kulim Malaysia Bhd	328,900	280,617

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Malaysia (cont'd.)		
Lafarge Malaysia Bhd	80,600	$ 224,984
Magnum Bhd	177,450	138,150
Malayan Banking Bhd	274,850	719,783
Malaysia Airports Holdings Bhd	84,400	164,141
Malaysia Marine & Heavy Engineering Holdings Bhd	205,700	104,762
Malaysian Resources Corp. Bhd	273,300	94,639
Maxis Bhd	178,700	348,973
MMC Corp. Bhd	347,200	236,893
Parkson Holdings Bhd*	189,316	135,617
Petronas Chemicals Group Bhd.	430,200	669,065
Petronas Dagangan Bhd	74,600	365,610
Petronas Gas Bhd	59,200	375,196
PPB Group Bhd	58,500	239,254
Public Bank Bhd	124,437	650,096
RHB Capital Bhd	131,100	285,709
SapuraKencana Petroleum Bhd.	629,605	416,541
Sime Darby Bhd	550,600	1,448,286
Tan Chong Motor Holdings Bhd	144,700	135,740
Telekom Malaysia Bhd	269,800	529,656
Tenaga Nasional Bhd	202,300	796,750
UEM Sunrise Bhd	189,900	76,107
UMW Holdings Bhd	47,000	147,554
WCT Holdings Bhd	206,762	93,997
YTL Corp. Bhd	668,441	303,967
		16,746,774
Mauritius — 0.8%		
CIM Financial Services Ltd.	202,500	57,474
ENL Land Ltd.	45,400	70,066
Lux Island Resorts Ltd.	76,628	144,809
MCB Group Ltd.(g)	370,692	2,311,717
New Mauritius Hotels Ltd.	289,017	725,956
Omnicane Ltd.(g)	55,089	151,820
Rogers & Co. Ltd.(g)	75,000	61,611
SBM Holdings Ltd.(g)	32,725,902	1,051,352
		4,574,805
Mexico — 5.6%		
Alfa SAB de CV (Class A Stock)*	896,700	2,002,020
America Movil SAB de CV (Class L Stock)	793,390	881,918
America Movil SAB de CV (Class L Stock), ADR	239,300	5,307,674
Arca Continental SAB de CV*	55,399	350,483
Bolsa Mexicana de Valores SAB de CV	318,800	577,368
Cemex SAB de CV, ADR*(a)	125,784	1,281,739
Cemex SAB de CV, UTS*	1,263,741	1,288,260
Coca-Cola Femsa SAB de CV (Class L Stock)	58,300	500,423
Compartamos SAB de CV*	539,600	1,084,412
Empresas ICA SAB de CV*(a)	265,500	324,098
Fomento Economico Mexicano SAB de CV, ADR*	7,800	686,634
Fomento Economico Mexicano SAB de CV, UTS*	173,600	1,540,000
Genomma Lab Internacional SAB de CV (Class B Stock)*	122,600	233,172
Grupo Aeroportuario del Pacifico SAB de CV (Class B Stock)	151,106	949,626
Grupo Bimbo SAB de CV (Class A Stock)*	340,400	939,034

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Mexico (cont'd.)		
Grupo Carso SAB de CV (Class A Stock)	248,100	$ 1,220,678
Grupo Elektra SAB de CV*	5,714	218,018
Grupo Financiero Banorte SAB de CV (Class O Stock)	479,400	2,638,467
Grupo Financiero Inbursa SAB de CV (Class O Stock)	719,200	1,856,283
Grupo Mexico SAB de CV (Class B Stock)	563,093	1,634,272
Grupo Televisa SAB, ADR*	29,800	1,014,988
Grupo Televisa SAB, UTS*	154,900	1,056,097
Impulsora del Desarrollo y el Empleo en America Latina SAB de CV*(g)	414,000	1,149,926
Industrias CH SAB de CV (Class B Stock)*	52,900	255,146
Industrias Penoles SAB de CV	28,600	559,274
Kimberly-Clark de Mexico SAB de CV (Class A Stock)	343,000	746,039
Mexichem SAB de CV*	215,779	655,363
Minera Frisco SAB de CV (Class A1 Stock)*(a)	171,500	249,803
TV Azteca SAB de CV, UTS*	444,600	186,835
Wal-Mart de Mexico SAB de CV (Class V Stock)	728,500	1,566,247
		32,954,297
Monaco — 0.1%		
GasLog Ltd.	18,800	382,580
Morocco — 0.8%		
Alliances Developpement Immobilier SA	3,456	106,399
Attijariwafa Bank	18,492	700,486
Banque Centrale Populaire	20,550	483,463
Banque Marocaine du Commerce Exterieur	12,978	314,913
Douja Promotion Groupe Addoha SA	52,400	217,310
Holcim Maroc SA	2,095	439,958
Lafarge Ciments	3,528	636,560
Managem	606	64,913
Maroc Telecom SA.	96,628	1,210,292
Taqa Morocco.	4,530	212,348
		4,386,642
Netherlands		
New World Resources PLC (Class A Stock)*.	220,900	4,053
VimpelCom Ltd., ADR	45,920	191,716
		195,769
Nigeria — 0.7%		
Access Bank PLC	3,083,341	111,202
Afriland Properties PLC*	348,765	—
Dangote Cement PLC.	443,090	484,251
FBN Holdings PLC.	4,703,446	223,358
FCMB Group PLC	4,570,883	62,194
Flour Mills of Nigeria PLC	350,891	75,164
Forte Oil PLC	204,900	255,173
Guaranty Trust Bank PLC	3,014,134	410,845
Guinness Nigeria PLC	189,500	172,698
Lafarge Africa PLC.	272,900	117,798
Lekoil Ltd.*	345,574	150,138
Nestle Nigeria PLC	45,604	249,776
Nigerian Breweries PLC	765,909	683,726
Oando PLC	4,436,011	381,709
Stanbic IBTC Holdings PLC	947,767	139,176
UAC of Nigeria PLC	761,932	140,543

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Nigeria (cont'd.)		
United Bank for Africa PLC	4,180,353	$ 96,049
Zenith Bank PLC	3,914,326	389,183
		4,142,983
Oman — 0.7%		
Al Anwar Ceramic Tile Co. SAOG	166,152	213,874
Bank Dhofar SAOG	299,932	273,772
Bank Nizwa SAOG*	474,700	97,764
Bank Sohar SAOG	320,862	180,508
BankMuscat SAOG	555,771	830,684
Galfar Engineering & Contracting SAOG	184,780	76,673
HSBC Bank Oman SAOG	465,528	168,895
National Bank of Oman SAOG	380,050	309,280
Oman Cement Co. SAOG	118,884	160,468
Oman Flour Mills Co. SAOG(g)	180,500	266,833
Oman Telecommunications Co. SAOG	134,837	591,804
Ooredoo	350,700	569,758
Raysut Cement Co. SAOG	51,338	221,324
Renaissance Services SAOG	107,985	132,207
Shell Oman Marketing Co. SAOG(g)	33,500	174,026
		4,267,870
Pakistan — 0.7%		
D.G. Khan Cement Co. Ltd.	159,200	173,260
Engro Corp. Ltd.	100,998	222,552
Engro Foods Ltd.*	317,900	343,247
Fatima Fertilizer Co. Ltd.	337,358	120,043
Fauji Fertilizer Co. Ltd.	246,487	287,153
Hub Power Co. Ltd. (The)	764,455	595,898
Lucky Cement Ltd.	49,800	244,754
MCB Bank Ltd.	303,447	922,643
Millat Tractors Ltd.	24,990	160,807
National Bank of Pakistan	193,104	133,430
Nishat Mills Ltd.	117,175	141,030
Oil & Gas Development Co. Ltd.	191,000	391,084
Pakistan Oilfields Ltd.	24,800	93,359
Pakistan Petroleum Ltd.	96,989	169,892
Pakistan State Oil Co. Ltd.	64,385	229,238
Pakistan Telecommunication Co. Ltd.	554,800	127,103
		4,355,493
Panama — 0.3%		
Copa Holdings SA (Class A Stock)	16,100	1,668,604
Peru — 1.3%		
Alicorp SAA	487,500	1,163,324
Casa Grande SAA	24,600	61,923
Cia de Minas Buenaventura SAA, ADR	48,200	460,792
Cia Minera Milpo SAA	401,072	335,180
Credicorp Ltd.	18,050	2,891,249
Edegel SAA	381,830	480,571
Ferreycorp SAA	961,723	522,904
Grana y Montero SAA	253,656	618,071
Intercorp Financial Services, Inc.	7,800	237,120
Luz del Sur SAA	59,800	217,363
Minsur SA	224,995	135,926
Sociedad Minera Cerro Verde SAA*	16,440	394,560
Volcan Cia Minera SAA (Class B Stock)	1,173,590	283,600
		7,802,583

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Philippines — 2.2%		
Aboitiz Equity Ventures, Inc.	294,200	$ 343,331
Aboitiz Power Corp.	387,900	368,924
Alliance Global Group, Inc.	667,700	333,540
Atlas Consolidated Mining & Development	617,100	139,913
Ayala Corp.	22,740	351,325
Ayala Land, Inc.	800,600	596,989
Bank of the Philippine Islands	191,070	399,711
BDO Unibank, Inc.	190,126	465,100
Bloomberry Resorts Corp.*	705,900	194,618
D&L Industries, Inc.	601,100	222,735
DMCI Holdings, Inc.	1,075,000	375,951
Energy Development Corp.	1,239,600	225,396
Filinvest Land, Inc.	5,204,000	177,010
First Gen Corp.	299,700	170,373
Globe Telecom, Inc.	5,300	203,498
International Container Terminal Services, Inc.	126,900	324,290
JG Summit Holdings, Inc.	446,600	654,039
Jollibee Foods Corp.	97,980	468,389
Lopez Holdings Corp.	1,153,900	171,892
Manila Electric Co.	51,000	290,937
Manila Water Co., Inc.	208,500	135,646
Melco Crown Philippines Resorts Corp.*	320,700	96,997
Metro Pacific Investments Corp.	1,946,600	198,899
Metropolitan Bank & Trust Co.	129,895	239,502
Petron Corp.	760,800	180,282
Philex Mining Corp.	951,100	162,404
Philippine Long Distance Telephone Co.	17,525	1,130,965
Puregold Price Club, Inc.	221,400	189,654
Robinsons Land Corp.	229,700	136,077
Robinsons Retail Holdings, Inc.	96,440	163,204
San Miguel Corp.	234,400	385,048
Security Bank Corp.	66,120	223,964
Semirara Mining and Power Corp.	166,800	527,347
SM Investments Corp.	55,662	1,005,757
SM Prime Holdings, Inc.	720,350	272,684
Top Frontier Investment Holdings, Inc.*	23,440	64,622
Travellers International Hotel Group, Inc.*	712,700	130,646
Universal Robina Corp.	200,070	872,282
		12,593,941
Poland — 2.8%		
Agora SA*	40,535	86,438
AmRest Holdings SE*	8,833	246,428
Asseco Poland SA	48,738	699,173
Bank Handlowy w Warszawie SA	6,200	186,306
Bank Millennium SA	127,100	296,471
Bank Pekao SA	25,500	1,281,532
Boryszew SA*	84,600	137,179
Budimex SA	5,800	229,864
CCC SA	9,200	345,932
Cyfrowy Polsat SA	70,733	467,273
Enea SA	60,900	262,008
Eurocash SA	33,107	354,252
Getin Noble Bank SA*	453,927	279,339
Global City Holdings NV*	12,500	151,813
Globe Trade Centre SA*	102,300	154,778
Grupa Lotos SA*	17,944	129,238
ING Bank Slaski SA	11,500	454,407
Jastrzebska Spolka Weglowa SA*	9,300	43,752

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Poland (cont'd.)		
KGHM Polska Miedz SA	25,300	$ 771,268
Kopex SA*	47,764	144,597
LPP SA	400	811,815
Lubelski Wegiel Bogdanka SA	7,530	204,839
mBank	3,450	483,618
Netia SA	343,306	541,059
Orange Polska SA	225,800	527,600
Orbis SA(g)	31,900	394,634
PGE SA	240,167	1,269,818
Polimex- Mostostal SA*	1,465,600	28,976
Polski Koncern Naftowy Orlen SA	73,000	998,250
Polskie Gornictwo Naftowe I Gazownictwo SA	366,300	456,795
Powszechna Kasa Oszczednosci Bank Polski SA	156,200	1,567,919
Powszechny Zaklad Ubezpieczen SA	10,241	1,397,614
Synthos SA	146,900	169,999
Tauron Polska Energia SA	355,100	502,102
TVN SA*	64,073	293,170
		16,370,256
Qatar — 1.5%		
Aamal Co.*	75,560	315,170
Al Meera Consumer Goods Co.	1,497	81,426
Barwa Real Estate Co.	39,700	450,315
Doha Bank QSC	12,950	200,820
Gulf International Services OSC	19,413	519,280
Industries Qatar QSC	23,030	1,048,686
Masraf Al Rayan	58,500	700,310
Ooredoo QSC	17,003	571,065
Qatar Electricity & Water Co.	7,590	384,596
Qatar Gas Transport Co. Nakilat	103,200	647,027
Qatar International Islamic Bank QSC	20,100	444,238
Qatar Islamic Bank SAQ	17,900	492,563
Qatar National Bank SAQ	24,459	1,420,756
Qatar National Cement Co.	8,847	319,828
Qatar Navigation	9,200	248,002
Qatari Investors Group QSC	18,700	211,021
Vodafone Qatar	131,100	582,743
		8,637,846
Romania — 0.8%		
Antibiotice(g)	811,918	127,328
Banca Transilvania*	3,493,328	1,799,212
BRD-Groupe Societe Generale*	453,870	1,071,464
OMV Petrom SA	10,313,400	1,132,649
Transelectrica SA	46,500	367,401
		4,498,054
Russia — 4.6%		
Aeroflot - Russian Airlines OJSC	80,200	41,183
Alrosa AO*	411,800	418,438
AvtoVAZ OAO*(g)	893,600	123,707
CTC Media, Inc.	22,800	111,036
Federal Grid Co. Unified Energy System JSC*	105,161,400	77,743
Gazprom Neft OAO, ADR	15,900	179,193
Gazprom OAO, ADR	872,040	4,054,986
Inter RAO JSC*	857,704,758	100,524
LSR Group OJSC, GDR, RegS	100,800	157,248

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Russia (cont'd.)		
LUKOIL OAO, ADR	67,200	$ 2,674,560
Magnit OJSC*	18,700	2,955,535
Mail.Ru Group Ltd., GDR, RegS*	31,600	515,080
MegaFon OAO, GDR, RegS	44,500	613,210
MMC Norilsk Nickel OJSC, ADR	92,746	1,318,848
Mobile Telesystems OJSC*	439,187	1,168,551
Mosenergo OAO	4,030,000	42,456
NovaTek OAO*	117,000	818,293
Novolipetsk Steel OJSC, GDR, RegS	13,000	149,240
OTCPharm PJSC*	9,987	14,464
Pharmstandard OJSC, GDR, RegS*	9,987	60,421
PIK Group, GDR, RegS	269,400	862,080
Polymetal International PLC	35,400	316,816
Rosneft OAO, GDR, RegS	148,400	520,884
Rostelecom OJSC	258,903	363,447
RusHydro JSC*	38,052,964	331,550
RusHydro JSC, ADR	403,900	376,435
Russian Grids OAO*	7,276,600	47,930
Sberbank of Russia*	99,746	87,516
Sberbank of Russia, ADR	667,000	2,701,350
Severstal PAO, GDR, RegS	43,500	395,850
Sistema OOO*	1,013,950	185,609
Surgutneftegas OAO, ADR	141,300	600,242
Tatneft OAO, ADR	31,133	762,759
United Co. RUSAL PLC*	780,000	523,591
Uralkali OJSC, GDR, RegS	36,000	424,440
VTB Bank OJSC, GDR, RegS	398,700	917,010
X5 Retail Group NV, GDR, RegS*	32,100	391,620
Yandex NV (Class A Stock)*	66,200	1,188,952
		26,592,797
Slovenia — 0.7%		
Gorenje dd*	15,400	104,728
Krka dd Novo mesto	21,190	1,521,561
Luka Koper dd(g)	11,450	311,740
Petrol dd Ljubljana	1,443	495,894
Pozavarovalnica Sava dd(g)	33,381	645,477
Sava dd*	238	138
Telekom Slovenije dd(g)	4,430	777,278
Zavarovalnica Triglav dd(g)	16,768	478,848
		4,335,664
South Africa — 6.5%		
Aeci Ltd.	27,200	314,470
African Bank Investments Ltd.*	218,960	—
African Rainbow Minerals Ltd.	17,200	176,134
Anglo American Platinum Ltd.*	9,800	287,713
AngloGold Ashanti Ltd., ADR*	48,400	421,080
Aspen Pharmacare Holdings Ltd.*	30,190	1,053,211
Aveng Ltd.*	108,800	165,011
Barclays Africa Group Ltd.	35,800	559,801
Barloworld Ltd.	68,800	566,325
Bidvest Group Ltd. (The)	69,392	1,814,176
Capital Property Fund, REIT(g)	174,214	200,001
DataTec Ltd.	112,800	543,144
Discovery Ltd.	60,900	583,089
Exxaro Resources Ltd.	24,500	218,670
FirstRand Ltd.	228,100	991,598
Foschini Group Ltd.(The)	34,500	396,075
Gold Fields Ltd.	94,234	426,010

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

COMMON STOCKS (Continued)

South Africa (cont'd.)

	Shares	Value (Note 2)
Grindrod Ltd.	100,900	$ 194,791
Growthpoint Properties Ltd., REIT	181,900	432,194
Harmony Gold Mining Co. Ltd.*	55,300	103,107
Impala Platinum Holdings Ltd.*	84,328	551,102
Imperial Holdings Ltd.	26,300	418,713
Investec Ltd.	32,100	269,021
Kumba Iron Ore Ltd.	12,700	262,649
Liberty Holdings Ltd.	28,300	300,156
Life Healthcare Group Holdings Ltd.	101,000	373,109
Massmart Holdings Ltd.	17,066	209,143
MMI Holdings Ltd.	137,441	356,442
Mr. Price Group Ltd.	34,900	705,988
MTN Group Ltd.	262,300	4,989,610
Murray & Roberts Holdings Ltd.	146,300	268,880
Nampak Ltd.	75,700	284,534
Naspers Ltd. (Class N Stock)	38,000	4,915,499
Nedbank Group Ltd.	14,785	316,626
Netcare Ltd.	204,100	667,022
Pick'n Pay Stores Ltd.	59,148	267,496
PPC Ltd.	91,907	218,490
Rand Merchant Insurance Holdings Ltd.	83,803	296,012
Redefine Properties Ltd., REIT	463,800	428,987
Remgro Ltd.	48,200	1,054,457
Reunert Ltd.	87,500	458,806
RMB Holdings Ltd.	114,300	631,218
Sanlam Ltd.	81,600	491,010
Sappi Ltd.*	76,920	278,892
Sasol Ltd.	65,600	2,448,380
Shoprite Holdings Ltd.	48,600	703,376
Sibanye Gold Ltd.	195,534	377,160
SPAR Group Ltd. (The)	25,400	352,695
Standard Bank Group Ltd.	69,100	851,644
Steinhoff International Holdings Ltd.	182,400	933,123
Telkom SA SOC Ltd.*	105,400	633,490
Tiger Brands Ltd.	25,300	801,851
Truworths International Ltd.	52,100	345,984
Vodacom Group Ltd.	90,100	996,989
Wilson Bayly Holmes-Ovcon Ltd.	32,200	336,148
Woolworths Holdings Ltd.	82,800	549,108
		37,790,410

South Korea — 6.2%

	Shares	Value (Note 2)
Amorepacific Corp.*	260	524,904
BS Financial Group, Inc.*	16,552	217,919
Celltrion, Inc.*	5,598	196,605
CJ CheilJedang Corp.*	800	222,929
Coway Co. Ltd.*	4,410	336,270
Daewoo International Corp.*	6,180	176,608
Daewoo Securities Co. Ltd.*	21,310	188,315
Daewoo Shipbuilding & Marine Engineering Co. Ltd.*	8,770	147,503
Dongbu Insurance Co. Ltd.*	4,990	249,190
Doosan Heavy Industries & Construction Co. Ltd.*	4,590	98,059
E-Mart Co. Ltd.*	1,337	247,422
GS Engineering & Construction Corp.*	7,275	152,333
GS Holdings Corp.*	6,010	218,758
Hana Financial Group, Inc.	15,713	455,084
Hanjin Kal Corp.*	2,004	55,627
Hanjin Shipping Co. Ltd.*	25,000	136,924

COMMON STOCKS (Continued)

South Korea (cont'd.)

	Shares	Value (Note 2)
Hankook Tire Co. Ltd.*	5,972	$ 283,799
Hanwha Chemical Corp.*	9,950	105,617
Hanwha Corp.*	13,910	393,280
Hyosung Corp.*	2,950	183,077
Hyundai Department Store Co. Ltd.*	1,450	161,276
Hyundai Engineering & Construction Co. Ltd.*	5,860	223,102
Hyundai Glovis Co. Ltd.*	1,980	523,939
Hyundai Heavy Industries Co. Ltd.*	2,600	269,859
Hyundai Marine & Fire Insurance Co. Ltd.*	7,720	182,654
Hyundai Merchant Marine Co. Ltd.*	17,670	160,761
Hyundai Mobis Co. Ltd.*	3,780	808,719
Hyundai Motor Co.	7,130	1,089,151
Hyundai Steel Co.*	6,770	387,771
Hyundai Wia Corp.*	2,500	399,684
Industrial Bank of Korea*	20,800	266,086
Kangwon Land, Inc.*	7,140	196,800
KB Financial Group, Inc.*	32,598	1,065,761
Kia Motors Corp.*	15,330	728,420
Korea Electric Power Corp.*	33,400	1,287,003
Korea Investment Holdings Co. Ltd.*	7,090	311,762
Korea Zinc Co. Ltd.*	1,740	635,999
Korean Air Lines Co. Ltd.*	4,147	177,882
KT Corp.*	17,490	494,572
KT&G Corp.	8,560	594,350
LG Chem Ltd.*	4,418	722,442
LG Corp.*	7,260	403,238
LG Display Co. Ltd.*	13,730	416,422
LG Electronics, Inc.*	6,220	333,182
LG Household & Health Care Ltd.*	710	402,429
LG Uplus Corp.*	17,050	177,771
Lotte Chemical Corp.*	1,330	191,483
Lotte Shopping Co. Ltd.*	910	225,072
LS Corp.*	2,520	124,301
Macquarie Korea Infrastructure Fund	31,539	196,554
NAVER Corp.*	1,417	907,496
NCSoft Corp.	970	159,075
OCI Co. Ltd.*	2,520	178,342
Orion Corp.*	170	156,962
POSCO	8,180	2,060,500
Samsung C&T Corp.*	9,320	520,527
Samsung Card Co. Ltd.*	8,820	354,678
Samsung Electro-Mechanics Co. Ltd.*	4,690	231,897
Samsung Electronics Co. Ltd.	3,811	4,581,754
Samsung Engineering Co. Ltd.*	3,400	116,375
Samsung Fine Chemicals Co. Ltd.*	4,550	134,917
Samsung Fire & Marine Insurance Co. Ltd.*	3,650	938,111
Samsung Heavy Industries Co. Ltd.*	8,890	160,359
Samsung Life Insurance Co. Ltd.*	9,890	1,047,241
Samsung SDI Co. Ltd.*	4,617	482,718
Samsung Securities Co. Ltd.*	9,650	388,036
Samsung Techwin Co. Ltd.*	3,179	68,431
Shinhan Financial Group Co. Ltd.*	26,090	1,048,691
Shinsegae Co. Ltd.*	1,683	276,270
SK C&C Co. Ltd.*	1,520	294,384
SK Chemicals Co. Ltd.*	4,200	243,254
SK Holdings Co. Ltd.*	2,010	298,340
SK Hynix, Inc.*	28,650	1,224,370
SK Innovation Co. Ltd.*	5,090	392,035
SK Telecom Co. Ltd.	5,480	1,340,370

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
South Korea (cont'd.)		
S-Oil Corp.	3,740	$ 164,335
Woori Bank*	35,130	319,611
Woori Investment & Securities Co. Ltd.*	19,612	180,967
		36,018,714
Taiwan — 6.4%		
Acer, Inc.*	424,731	284,703
Advanced Semiconductor Engineering, Inc.	275,067	326,677
Ambassador Hotel (The)	275,000	246,786
Asia Cement Corp.	391,830	482,515
Asia Optical Co., Inc.*	76,000	95,032
Asustek Computer, Inc.	30,037	327,734
AU Optronics Corp.	572,441	290,552
Catcher Technology Co. Ltd.	29,780	229,974
Cathay Financial Holding Co. Ltd.	341,543	504,677
Chang Hwa Commercial Bank Ltd.	603,569	345,055
Cheng Shin Rubber Industry Co. Ltd.	191,424	449,297
Chicony Electronics Co. Ltd.	46,633	129,855
China Airlines Ltd.*	853,590	390,455
China Development Financial Holding Corp.	1,050,005	333,588
China Life Insurance Co. Ltd.	326,186	269,456
China Steel Corp.	1,350,084	1,119,904
China Synthetic Rubber Corp.	333,000	345,244
Chroma ATE, Inc.	97,760	252,820
Chunghwa Telecom Co. Ltd.	466,268	1,382,035
Compal Electronics, Inc.	173,822	121,375
CTBC Financial Holding Co. Ltd.	1,081,180	699,467
Delta Electronics, Inc.	102,268	604,326
E Ink Holdings, Inc.*	244,000	111,420
E. Sun Financial Holding Co. Ltd.	747,302	463,047
Eva Airways Corp.*	412,634	287,618
Far Eastern Department Stores Ltd.	349,405	310,295
Far Eastern New Century Corp.	198,566	196,396
Far EasTone Telecommunications Co. Ltd.	193,000	444,624
First Financial Holding Co. Ltd.	714,872	419,186
Formosa Chemicals & Fibre Corp.	352,064	742,127
Formosa Petrochemical Corp.	215,670	467,860
Formosa Plastics Corp.	431,142	982,313
Foxconn Technology Co. Ltd.	88,655	238,204
Fubon Financial Holding Co. Ltd.	342,002	544,374
Giant Manufacturing Co. Ltd.	53,661	474,206
Great Wall Enterprise Co. Ltd.	523,390	455,019
Hon Hai Precision Industry Co. Ltd.	736,131	2,032,837
Hotai Motor Co. Ltd.	56,000	838,034
HTC Corp.*	64,485	287,819
Hua Nan Financial Holdings Co. Ltd.	599,758	335,422
Innolux Corp.	625,200	302,167
Kenda Rubber Industrial Co. Ltd.	74,941	150,635
Kerry TJ Logistics Co. Ltd.	140,000	170,224
Largan Precision Co. Ltd.	5,000	374,281
Lite-On Technology Corp.	157,647	180,093
Macronix International*	737,684	161,264
MediaTek, Inc.	63,460	922,545
Mega Financial Holding Co. Ltd.	469,563	362,264
Microbio Co. Ltd.*	346,319	312,090
Nan Kang Rubber Tire Co. Ltd.	323,776	345,282
Nan Ya Plastics Corp.	559,893	1,154,533
Novatek Microelectronics Corp.	29,246	163,430
Pegatron Corp.	123,133	281,450
POU Chen Corp.	404,547	487,828

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Taiwan (cont'd.)		
Powertech Technology, Inc.*	68,528	$ 116,604
President Chain Store Corp.	73,648	568,844
Qisda Corp.*	239,510	108,861
Quanta Computer, Inc.	148,319	369,486
Realtek Semiconductor Corp.	91,222	302,932
Ruentex Development Co. Ltd.	159,499	252,100
Ruentex Industries Ltd.	97,461	204,376
Shin Kong Financial Holding Co. Ltd.	934,881	264,810
Siliconware Precision Industries Co. Ltd.	177,350	267,236
Simplo Technology Co. Ltd.	29,766	146,700
SinoPac Financial Holdings Co. Ltd.	1,019,871	417,926
Solar Applied Materials Technology Co.	221,773	174,846
Standard Foods Corp.	98,024	217,140
Synnex Technology International Corp.	187,889	272,117
Tainan Spinning Co. Ltd.	653,517	382,736
Taishin Financial Holding Co. Ltd.	433,242	177,853
Taiwan Cement Corp.	281,562	384,913
Taiwan Cooperative Financial Holding Co. Ltd.	649,473	333,871
Taiwan Fertilizer Co. Ltd.	79,000	139,259
Taiwan Glass Industry Corp.	334,319	260,006
Taiwan Mobile Co. Ltd.	153,200	506,594
Taiwan Semiconductor Manufacturing Co. Ltd.	755,814	3,329,717
Teco Electric & Machinery Co. Ltd.	148,000	139,943
TPK Holding Co. Ltd.	24,325	144,279
Transcend Information, Inc.	57,719	179,107
Tripod Technology Corp.	100,278	195,678
TSRC Corp.	118,629	126,913
TTY Biopharm Co. Ltd.	70,713	155,056
Tung Ho Steel Enterprise Corp.	224,381	174,561
Unimicron Technology Corp.	210,000	159,058
Uni-President Enterprises Corp.	477,624	755,322
United Microelectronics Corp.	899,280	417,421
Wei Chuan Foods Corp.	142,000	111,663
Wintek Corp.*(g)	521,484	24,158
Wistron Corp.	217,270	195,737
WPG Holdings Ltd.	123,613	143,508
Yang Ming Marine Transport Corp.*	564,300	299,012
Yuanta Financial Holding Co. Ltd.	992,418	481,351
Yulon Motor Co. Ltd.	118,053	172,763
Zinwell Corp.	145,074	146,225
		37,451,096
Thailand — 2.9%		
Advanced Info Service PCL	203,400	1,551,775
Airports of Thailand PCL	103,200	884,571
Bangkok Bank PCL	77,800	462,219
Bangkok Dusit Medical Services PCL (Class F Stock)	552,000	288,584
Bangkok Expressway PCL	140,400	168,565
Banpu PCL	170,000	128,663
BEC World PCL	175,600	272,207
Big C Supercenter PCL	54,000	388,997
Bumrungrad Hospital PCL	60,600	259,714
Central Pattana PCL	194,800	269,404
Charoen Pokphand Foods PCL	802,800	664,933
CP ALL PCL	389,300	502,895
Delta Electronics Thailand PCL	256,600	549,857
Dynasty Ceramic PCL	137,700	236,129

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Thailand (cont'd.)		
Electricity Generating PCL	63,200	$ 321,763
Glow Energy PCL	112,000	303,830
Hana Microelectronics PCL	494,200	570,808
Home Product Center PCL	635,703	159,095
Indorama Ventures PCL	204,988	125,859
IRPC PCL	1,569,800	146,006
Italian-Thai Development PCL*	756,363	147,134
Jasmine International PCL	1,011,800	226,040
Kasikornbank PCL	49,100	339,883
Krung Thai Bank PCL	682,675	471,025
Minor International PCL	390,000	385,258
Polyplex Thailand PCL*	520,000	153,313
Precious Shipping PCL	223,500	92,389
Pruksa Real Estate PCL	352,400	305,176
PTT Exploration & Production PCL	193,729	659,503
PTT Global Chemical PCL	230,658	359,308
PTT PCL	108,300	1,066,541
Ratchaburi Electricity Generating Holding PCL	114,800	205,000
Robinson Department Store PCL	87,700	119,954
Siam Cement PCL (The)	47,100	642,666
Siam Commercial Bank PCL (The)	65,900	364,553
Sino-Thai Engineering & Construction PCL	241,114	170,759
Thai Beverage PCL	1,633,000	847,604
Thai Oil PCL	115,400	147,319
Thai Union Frozen Products PCL	116,020	319,143
Thanachart Capital PCL	163,100	157,399
TMB Bank PCL	4,177,900	370,804
Total Access Communication PCL, NVDR	125,600	366,011
True Corp. PCL*	1,917,129	646,813
		16,819,469
Togo		
Ecobank Transnational, Inc.*	1,910,859	194,010
Tunisia — 0.3%		
Banque de Tunisie	35,086	198,263
Banque International Arabe de Tunis	4,000	167,113
Carthage Cement*	243,083	315,083
Ennakl Automobiles(g)	35,000	191,216
One Tech Holding(g)	81,000	303,696
Poulina Group(g)	97,463	293,381
Societe D'Articles Hygieniques SA	23,851	133,753
Societe Moderne de Ceramiques*	122,700	164,958
		1,767,463
Turkey — 3.4%		
Akbank TAS	288,666	1,065,809
Akcansa Cimento A/S	45,400	302,725
Akenerji Elektrik Uretim A/S*	—	—
Anadolu Efes Biracilik Ve Malt Sanayii A/S*	64,500	626,331
Arcelik A/S	75,195	481,471
Aygaz A/S	36,700	153,933
Bagfas Bandirma Gubre Fabrikalari AS*	4,600	26,763
BIM Birlesik Magazalar A/S	53,500	1,144,091
Cimsa Cimento Sanayi VE Ticaret A/S	51,900	354,756
Coca-Cola Icecek A/S	25,900	560,153
Dogan Sirketler Grubu Holding A/S*	491,426	159,149
Emlak Konut Gayrimenkul Yatirim Ortakligi A/S, REIT	460,000	544,075
Enka Insaat ve Sanayi A/S	100,009	225,677

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Turkey (cont'd.)		
Eregli Demir ve Celik Fabrikalari TAS	740,523	$ 1,408,911
Ford Otomotiv Sanayi A/S	15,400	214,115
Gubre Fabrikalari TAS	81,600	175,022
Haci Omer Sabanci Holding A/S	227,888	989,196
Kardemir Karabuk Demir Celik Sanayi ve Ticaret A/S (Class D Stock)*	416,822	364,600
KOC Holding A/S	117,864	623,314
Koza Altin Isletmeleri A/S	19,000	127,035
Koza Anadolu Metal Madencilik Isletmeleri A/S*	105,000	74,290
Migros Ticaret A/S*	11,500	111,782
Petkim Petrokimya Holding A/S	94,373	159,241
Sekerbank TAS*	172,917	135,579
TAV Havalimanlari Holding A/S	56,300	459,614
Tekfen Holding A/S*	97,996	242,183
Tofas Turk Otomobil Fabrikasi A/S	30,800	209,889
Trakya Cam Sanayii A/S	123,388	181,515
Tupras Turkiye Petrol Rafinerileri A/S	46,000	1,088,352
Turk Hava Yollari*	149,826	615,629
Turk Telekomunikasyon A/S	169,400	527,005
Turk Traktor ve Ziraat Makineleri A/S	11,000	361,463
Turkcell Iletisim Hizmetleri AS*	285,400	1,741,651
Turkiye Garanti Bankasi A/S	315,200	1,266,201
Turkiye Halk Bankasi A/S	128,500	761,181
Turkiye Is Bankasi (Class C Stock)	210,062	604,017
Turkiye Sinai Kalkinma Bankasi A/S	196,021	168,667
Turkiye Sise ve Cam Fabrikalari A/S	214,713	333,482
Turkiye Vakiflar Bankasi Tao (Class D Stock)	200,600	417,228
Ulker Biskuvi Sanayi A/S	20,000	158,314
Yapi ve Kredi Bankasi A/S	125,948	262,279
Yazicilar Holding A/S (Class A Stock)	31,700	264,759
		19,691,447
Ukraine		
Astarta Holding NV*	10,900	60,920
Avangardco Investments Public Ltd., GDR, RegS	17,500	35,875
MHP SA, GDR, RegS	21,300	195,960
		292,755
United Arab Emirates — 1.5%		
Abu Dhabi Commercial Bank PJSC	398,100	749,714
Abu Dhabi National Hotels PJSC	539,686	587,725
Air Arabia PJSC	1,205,600	485,347
Aldar Properties PJSC	488,381	343,994
Amlak Finance PJSC*	67,000	—
Arabtec Holding Co. PJSC*	1,150,719	888,749
DP World Ltd.	81,870	1,719,270
Dubai Financial Market PJSC	451,700	238,931
Emaar Properties PJSC	652,520	1,257,599
First Gulf Bank PJSC	215,150	988,259
National Bank of Abu Dhabi PJSC	256,431	967,903
National Central Cooling Co. PJSC	256,200	74,291
Union National Bank PJSC/Abu Dhabi	278,562	436,969
		8,738,751
United Kingdom — 0.3%		
Evraz PLC	93,700	223,961
Ferrexpo PLC	324,000	268,814

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
United Kingdom (cont'd.)		
KAZ Minerals PLC*	297,430	$ 1,186,813
		1,679,588
United States — 0.3%		
Southern Copper Corp.	56,227	1,585,601
Tsakos Energy Navigation Ltd.	47,900	334,342
		1,919,943
TOTAL COMMON STOCKS (cost $587,177,923)		545,325,315
PREFERRED STOCKS — 2.7%		
Brazil — 2.1%		
AES Tiete SA (PRFC)	53,100	361,964
AMBEV SA (PRFC)	64,600	397,340
Banco Bradesco SA (PRFC)	65,380	862,321
Bradespar SA (PRFC)	17,000	91,453
Centrais Eletricas Brasileiras SA (PRFC B)	74,900	230,488
Cia Brasileira de Distribuicao (PRFC)	10,195	378,276
Cia Energetica de Sao Paulo (PRFC B)	33,500	337,873
Eletropaulo Metropolitana Eletricidade de Sao Paulo SA (PRFC)	49,900	162,566
Gerdau SA (PRFC)	89,000	320,751
Itau Unibanco Holding SA (PRFC), ADR	104,718	1,362,381
Itausa - Investimentos Itau SA (PRFC)	316,100	1,116,614
Klabin SA (PRFC)	199,000	215,605
Lojas Americanas SA (PRFC)	89,709	581,814
Marcopolo SA (PRFC)	174,800	218,977
Metalurgica Gerdau SA (PRFC)	28,800	122,429
Oi SA (PRFC)*	176,777	572,587
Petroleo Brasileiro SA (PRFC)	84,500	318,520
Petroleo Brasileiro SA (PRFC), ADR	193,300	1,465,214
Randon Participacoes SA (PRFC)	74,125	133,013
Suzano Papel e Celulose SA (PRFC A)	65,025	275,198
Telefonica Brasil SA (PRFC)	49,541	873,146
Usinas Siderurgicas de Minas Gerais SA (PRFC A)*	40,200	76,371
Vale SA (PRFC)	55,300	400,052
Vale SA (PRFC), ADR	193,900	1,407,714
		12,282,667
Colombia — 0.2%		
Avianca Holdings SA (PRFC)	99,000	142,470
Banco Davivienda SA (PRFC)	13,400	158,443
Grupo Argos SA (PRFC)	19,929	167,717
Grupo Aval Acciones y Valores (PRFC)	587,100	316,216
		784,846
Croatia — 0.2%		
Adris Grupa dd (PRFC)(g)	23,901	1,283,639
Philippines		
Ayala Land, Inc. (PRFC)*	1,180,500	—
Russia — 0.2%		
AK Transneft OAO (PRFC)	250	513,781
Surgutneftegas OAO (PRFC)	1,131,000	538,139
		1,051,920

	Shares	Value (Note 2)
PREFERRED STOCKS (Continued)		
Togo		
Ecobank Transnational, Inc. (PRFC)*	130,579	$ —
TOTAL PREFERRED STOCKS (cost $28,440,094)		15,403,072
	Units	
RIGHTS*		
Nigeria		
Oando PLC, expiring 01/14/15	1,109,003	2,121
Taiwan		
Eva Airways Corp., expiring 01/26/15	60,776	9,669
TOTAL RIGHTS (cost $0)		11,790
WARRANTS* — 2.9%		
Egypt — 1.5%		
Alexandria Mineral Oils Co., expiring 11/24/17	42,100	359,759
Arab Cotton Ginning, expiring 11/24/17	212,570	113,270
Commercial International Bank, expiring 11/24/17	300,350	2,066,108
Eastern Co., expiring 11/24/17	28,798	881,891
EFG - Hermes Holdings SAE, expiring 11/24/17	185,270	402,665
Egyptian Kuwaiti Holding Co., expiring 11/24/17	393,891	295,418
ElSwedy Electric Co., expiring 11/27/17	65,311	380,717
Ezz Steel, expiring 11/24/17	233,320	455,865
Juhayna Food Industries, expiring 11/20/17	442,350	587,730
Maridive & Oil Services SAE, expiring 11/24/17	315,125	176,470
Orascom Telecom Media & Technology, expiring 02/04/16	1,745,300	322,182
Oriental Weavers, expiring 11/24/17	59,371	501,616
Palm Hills Developments SAE, expiring 11/24/17	280,600	162,078
Pioneers Holding, expiring 11/24/17	195,200	345,076
Sidi Kerir Petrochemicals Co., expiring 11/24/17	197,377	419,041
Telecom Egypt, expiring 11/24/17	241,812	403,127
TMG Holding, expiring 11/24/17	472,462	651,526
		8,524,539
Malaysia		
Malaysian Resources Corp. Bhd, expiring 09/16/18	1	—
Saudi Arabia — 0.7%		
Al Rajhi Bank, expiring 02/16/15	18,308	250,889
Al Tayyar Travel Group, expiring 07/02/15	8,938	283,253
Alinma Bank, expiring 02/23/15	31,000	168,355
Almarai Co., expiring 07/31/17	8,389	171,422
Banque Saudi Fransi, expiring 02/23/15	28,033	233,853
Etihad Etisalat Co., expiring 11/20/17	16,920	197,794
Fawaz Abdulaziz Alhokair Co., expiring 02/23/15	6,400	168,740
Jarir Marketing Co., expiring 05/04/15	3,025	149,699
Mobile Telecommunications Co. KSC, expiring 05/04/15	44,362	76,211
National Industrialization, expiring 05/04/15	23,850	168,973
Riyad Bank, expiring 11/20/17	58,000	262,464

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Units	Value (Note 2)
WARRANTS* (Continued)		
Saudi Arabia (cont'd.)		
Samba Financial Group, expiring 02/10/15	18,933	$ 194,650
Saudi Arabian Amiantit Co., expiring 05/11/15	21,300	73,922
Saudi Arabian Fetilizer Co., expiring 05/11/15	3,466	130,018
Saudi Arabian Mining Co., expiring 05/11/15	21,900	178,373
Saudi Basic Industries, expiring 02/23/15	15,800	351,392
Saudi Cement Co., expiring 08/10/15	4,700	119,788
Saudi International Petrochemical Co., expiring 03/27/15	17,830	126,038
Saudi Telecom Co., expiring 05/11/15	18,300	320,427
Savola, expiring 02/02/15	14,900	312,327
Yamamah Saudi Cement Co., expiring 02/02/15	12,750	162,767
		4,101,355
Thailand		
Minor International PCL, expiring 11/25/17(g)	19,500	2,881
Vietnam — 0.7%		
Bank for Foreign Trade of Vietnam JSC, expiring 10/14/16	203,690	303,846
Bao Viet Holdings, expiring 10/15/19	75,570	113,082
Danang Rubber JSC, expiring 06/03/19	50,400	131,980
Development Investment Construction JSC, expiring 07/27/15	176,962	108,403
Gemadept Corp., expiring 11/18/19	125,667	169,828
HAGL JSC, expiring 03/03/15	216,640	223,884
Hoa Phat Group JSC, expiring 03/03/15	153,699	380,925
Masan Group Corp., expiring 07/07/16	184,900	717,642
Masan Group Corp., expiring 12/12/18	52,000	201,824
PetroVietnam Construction JSC, expiring 05/20/16	368,677	82,753
PetroVietnam Drilling & Well Services JSC, expiring 09/06/16	82,606	249,151
PetroVietnam Fertilizer & Chemicals JSC, expiring 11/25/19	95,000	136,825
PetroVietnam Gas JSC, expiring 06/03/19	88,200	290,769
PetroVietnam Technical Service JSC, expiring 06/24/19	134,600	169,312
Pha Lai Thermal Power JSC, expiring 01/13/15	130,900	161,598
Saigon Thuong Tin Commercial JSB, expiring 06/03/19	126,700	106,645
Vietnam Construction and Import-Export JSC, expiring 11/18/19	417,000	247,646
Vietnam Joint Stock Commercial Bank for Industry & Trade, expiring 10/27/16	511,134	329,841
Vingroup JSC, expiring 07/31/19	97,091	213,387
		4,339,341
TOTAL WARRANTS (cost $16,974,597)		16,968,116
TOTAL LONG-TERM INVESTMENTS (cost $632,592,614)		577,708,293

	Shares	Value (Note 2)
SHORT-TERM INVESTMENT — 2.0%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $11,833,715; includes $5,642,604 of cash collateral for securities on loan)(b)(w)(Note 4)	11,833,715	$ 11,833,715
TOTAL INVESTMENTS — 101.0% (cost $644,426,329)		589,542,008
Liabilities in excess of other assets — (1.0)%		(5,645,024)
NET ASSETS — 100.0%		$ 583,896,984

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $5,414,864; cash collateral of $5,642,604 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(g) Indicates a security that has been deemed illiquid.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Argentina	$ 4,399,592	$ —	$ —
Bahrain	2,133,509	1,960,562	—
Belgium	88,014	—	—
Botswana	4,883,080	—	—
Brazil	18,967,914	—	—
Bulgaria	1,399,756	—	139,567
Chile	17,981,482	—	—
China	8,023,467	47,810,737	144,155
Colombia	7,065,225	—	—
Croatia	1,299,688	1,842,245	—
Czech Republic	1,250,564	6,000,349	—
Egypt	978,041	—	—
Estonia	2,606,038	1,265,820	—
Ghana	851,874	1,968,967	—
Greece	1,662,454	5,672,079	—
Hong Kong	—	1,611,403	131,624
Hungary	965,966	6,118,962	—
India	9,439,960	27,621,884	—
Indonesia	152,386	17,484,494	—
Jordan	903,445	3,001,245	646,592
Kazakhstan	3,514,461	—	—
Kenya	3,588,044	705,025	—
Kuwait	1,581,731	6,374,460	295,299
Latvia	551,997	—	107,488
Lebanon	1,855,392	—	—
Lithuania	850,978	205,057	—
Luxembourg	351,639	—	—
Malaysia	3,322,125	13,424,649	—
Mauritius	4,455,720	119,085	—
Mexico	32,954,297	—	—
Monaco	382,580	—	—
Morocco	1,667,992	2,718,650	—
Netherlands	195,769	—	—
Nigeria	1,138,122	3,004,861	—
Oman	174,026	4,093,844	—
Pakistan	3,283,144	1,072,349	—
Panama	1,668,604	—	—
Peru	6,703,941	—	1,098,642
Philippines	610,209	11,983,732	—
Poland	2,079,735	14,290,521	—
Qatar	315,170	8,322,676	—
Romania	2,166,613	2,331,441	—
Russia	19,242,131	7,336,202	14,464
Slovenia	2,814,103	1,521,561	—
South Africa	2,940,353	34,850,057	—
South Korea	2,509,068	33,509,646	—
Taiwan	506,594	36,920,344	24,158
Thailand	13,460,686	3,358,783	—
Togo	194,010	—	—
Tunisia	1,767,463	—	—
Turkey	—	19,691,447	—
Ukraine	231,835	60,920	—
United Arab Emirates	2,306,995	6,431,756	—

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Level 1	Level 2	Level 3
United Kingdom	$ —	$ 1,679,588	$ —
United States	1,919,943	—	—
Preferred Stocks			
Brazil	12,282,667	—	—
Colombia	617,129	167,717	—
Croatia	1,283,639	—	—
Philippines	—	—	—
Russia	—	1,051,920	—
Togo	—	—	—
Rights			
Nigeria	—	2,121	—
Taiwan	—	9,669	—
Warrants			
Egypt	—	8,524,539	—
Malaysia	—	—	—
Saudi Arabia	—	4,101,355	—
Thailand	—	2,881	—
Vietnam	—	4,339,341	—
Affiliated Money Market Mutual Fund	11,833,715	—	—
Total	$232,375,075	$354,564,944	$2,601,989

The following is a reconciliation of assets in which significant unobservable inputs (Level 3) were used in determining fair value:

	Common Stocks	Preferred Stocks
Balance as of 12/31/13	$ 5,335,015	$ 1,809
Realized gain (loss)	(40,752)	—
Change in unrealized appreciation (depreciation)*	(1,961,718)	(1,809)
Purchases	5,051	—
Sales	(70,982)	—
Transfers into Level 3	4,020,379	—
Transfers out of Level 3	(4,685,004)	—
Balance as of 12/31/14	$ 2,601,989	$ —

* Of which, $(1,752,858) was relating to securities held at the reporting period end.

It is the Portfolio's policy to recognize transfers in and transfers out at the fair value as of the beginning of period. At the reporting period end, there were eight Common Stocks transferred out of Level 3 as a result of being traded on an exchange and eight Common Stocks transferred into Level 3 as a result of experiencing no trade volume.

Fair value of Level 2 investments at 12/31/13 was $365,269,957, which was a result of valuing investments using third party vendor modeling tools. An amount of $17,304,101 was transferred from Level 2 into Level 1 at 12/31/14 as a result of using quoted prices in active markets for such foreign securities. An amount of $52,188,679 was transferred from Level 1 into Level 2 at 12/31/14 as a result of fair valuing such foreign securities using third-party vendor modeling tools. Such fair values are used to reflect the impact of significant market movements between the time at which the Portfolio normally values its securities and the earlier closing of foreign markets.

It is the Portfolio's policy to recognize transfers in and transfers out at the fair value as of the beginning of period.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Banks	18.1%
Oil, Gas & Consumable Fuels	8.3
Wireless Telecommunication Services	6.4
Metals & Mining	4.8
Food Products	3.5
Diversified Telecommunication Services	3.5
Industrial Conglomerates	3.2
Electric Utilities	2.9
Construction Materials	2.6
Chemicals	2.6
Food & Staples Retailing	2.2
Internet Software & Services	2.0
Affiliated Money Market Mutual Fund (1.0% represents investments purchased with collateral from securities on loan)	2.0
Beverages	2.0
Real Estate Management & Development	2.0
Insurance	1.9
Pharmaceuticals	1.9
Diversified Financial Services	1.8
Independent Power & Renewable Electricity Producers	1.8
Electronic Equipment, Instruments & Components	1.6
Construction & Engineering	1.6
Transportation Infrastructure	1.6
Media	1.5
Automobiles	1.5
IT Services	1.4
Technology Hardware, Storage & Peripherals	1.4
Hotels, Restaurants & Leisure	1.3
Semiconductors & Semiconductor Equipment	1.3
Airlines	0.9
Tobacco	0.9
Specialty Retail	0.9
Multiline Retail	0.8
Marine	0.8%
Textiles, Apparel & Luxury Goods	0.7
Machinery	0.7
Capital Markets	0.6
Health Care Providers & Services	0.6
Household Durables	0.6
Auto Components	0.6
Gas Utilities	0.5
Trading Companies & Distributors	0.5
Consumer Finance	0.5
Electrical Equipment	0.5
Household Products	0.4
Paper & Forest Products	0.3
Personal Products	0.3
Water Utilities	0.3
Real Estate Investment Trusts (REITs)	0.3
Software	0.3
Energy Equipment & Services	0.2
Aerospace & Defense	0.2
Thrifts & Mortgage Finance	0.2
Diversified Consumer Services	0.2
Air Freight & Logistics	0.2
Building Products	0.2
Communications Equipment	0.2
Containers & Packaging	0.2
Multi-Utilities	0.1
Internet & Catalog Retail	0.1
Road & Rail	0.1
Health Care Equipment & Supplies	0.1
Leisure Products	0.1
Distributors	0.1
Commercial Services & Supplies	0.1
	101.0
Liabilities in excess of other assets	(1.0)
	100.0%

The Portfolio invested in derivative instruments during the reporting period. The primary type of risk associated with these derivative instruments is equity risk. The effect of such derivative instruments on the Portfolio's financial position and financial performance as reflected in the Statement of Assets and Liabilities and Statement of Operations is presented in the summary below.

Fair values of derivative instruments as of December 31, 2014 as presented in the Statement of Assets and Liabilities:

Derivatives not accounted for as hedging instruments, carried at fair value	Asset Derivatives		Liability Derivatives	
	Balance Sheet Location	Fair Value	Balance Sheet Location	Fair Value
Equity contracts	Unaffiliated investments	$16,968,116	—	$—

The effects of derivative instruments on the Statement of Operations for the year ended December 31, 2014 are as follows:

Amount of Realized Gain or (Loss) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Rights[1]	Warrants[1]	Total
Equity contracts	$(158,427)	$6,819,514	$6,661,087

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS **December 31, 2014**

Change in Unrealized Appreciation or (Depreciation) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Rights[2]	Warrants[2]	Total
Equity contracts	$11,790	$(4,097,898)	$(4,086,108)

[1] Included in net realized gain (loss) on investment transactions in the Statement of Operations.

[2] Included in net change in unrealized appreciation (depreciation) on investments in the Statement of Operations.

For the year ended December 31, 2014 the Portfolio's average cost for warrants was $16,341,489.

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $5,414,864:	
Unaffiliated investments (cost $632,592,614)	$577,708,293
Affiliated investments (cost $11,833,715)	11,833,715
Foreign currency, at value (cost $856,534)	848,133
Dividends and interest receivable	591,018
Tax reclaim receivable	419,514
Receivable for fund share sold	392,264
Prepaid expenses	5,459
Total Assets	591,798,396
LIABILITIES:	
Payable to broker for collateral for securities on loan	5,642,604
Payable for investments purchased	1,296,336
Accrued expenses and other liabilities	515,828
Advisory fees payable	261,486
Foreign capital gains tax liability accrued	133,113
Foreign withholding taxes payable	36,046
Distribution fee payable	9,635
Payable to custodian	6,003
Affiliated transfer agent fee payable	361
Total Liabilities	7,901,412
NET ASSETS	$583,896,984
Net assets were comprised of:	
Paid-in capital	$550,726,402
Retained earnings	33,170,582
Net assets, December 31, 2014	$583,896,984
Net asset value and redemption price per share, $583,896,984 / 68,298,216 outstanding shares of beneficial interest	$ 8.55

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $2,146,192 foreign withholding tax)	$ 17,883,703
Affiliated income from securities lending, net	111,304
Affiliated dividend income	4,633
Interest income	538
	18,000,178
EXPENSES	
Advisory fees	7,150,265
Distribution fee	660,772
Custodian and accounting fees	1,329,000
Audit fee	28,000
Trustees' fees	15,000
Legal fees and expenses	12,000
Shareholders' reports	11,000
Insurance expenses	9,000
Loan interest expense	8,108
Commitment fee on syndicated credit agreement	8,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Miscellaneous	120,271
Total expenses	9,359,416
NET INVESTMENT INCOME	8,640,762
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain (loss) on:	
Investment transactions	19,659,222
Foreign currency transactions	(228,936)
	19,430,286
Net change in unrealized appreciation (depreciation) on:	
Investments (net of change in foreign capital gains taxes $105,379)	(56,434,173)
Foreign currencies	(81,602)
	(56,515,775)
NET LOSS ON INVESTMENTS AND FOREIGN CURRENCIES	(37,085,489)
NET DECREASE IN NET ASSETS RESULTING FROM OPERATIONS	$(28,444,727)

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 8,640,762	$ 10,023,056
Net realized gain on investment and foreign currency transactions	19,430,286	40,831,889
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(56,515,775)	(59,459,361)
NET DECREASE IN NET ASSETS RESULTING FROM OPERATIONS	(28,444,727)	(8,604,416)
FUND SHARE TRANSACTIONS:		
Fund share sold [7,836,685 and 32,380,319 shares, respectively]	71,026,142	289,769,906
Fund share repurchased [15,639,822 and 107,856,846 shares, respectively]	(141,096,724)	(955,329,715)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(70,070,582)	(665,559,809)
TOTAL DECREASE IN NET ASSETS	(98,515,309)	(674,164,225)
NET ASSETS:		
Beginning of year	682,412,293	1,356,576,518
End of year	$ 583,896,984	$ 682,412,293

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 98.5%		
COMMON STOCKS — 89.8%		
Brazil — 4.4%		
AMBEV SA	63,800	$ 392,420
Banco do Brasil SA	123,400	1,103,460
BB Seguridade Participacoes SA	31,000	375,051
BR Properties SA	7,600	29,306
BRF SA	28,200	673,015
Cielo SA	55,900	876,290
Duratex SA	13,200	39,875
Hypermarcas SA*	15,700	98,339
JBS SA.	294,500	1,240,840
Klabin SA	19,800	108,676
Kroton Educacional SA	34,100	198,838
Lojas Renner SA	5,600	161,098
Petroleo Brasileiro SA.	230,100	830,133
Porto Seguro SA	79,200	905,756
Vale SA	37,100	305,794
		7,338,891
Chile — 1.0%		
Banco de Credito e Inversiones	7,514	370,735
Cencosud SA	152,068	379,406
Cia Cervecerias Unidas SA	6,472	61,219
Empresas CMPC SA	42,617	106,637
Enersis SA	850,940	278,683
Vina Concha y Toro SA	212,215	414,954
		1,611,634
China — 20.0%		
Agricultural Bank of China Ltd. (Class H Stock)	2,933,000	1,475,199
ANTA Sports Products Ltd.	42,000	73,831
Bank of China Ltd. (Class H Stock)	3,910,000	2,194,563
Bank of Communications Co. Ltd. (Class H Stock)	1,659,000	1,542,488
BBMG Corp. (Class H Stock)	50,000	41,567
BYD Co. Ltd. (Class H Stock)	27,000	104,126
China Agri-Industries Holdings Ltd.	303,000	124,398
China CITIC Bank Corp. Ltd. (Class H Stock)	1,817,000	1,448,585
China Communications Construction Co. Ltd. (Class H Stock)	187,000	223,953
China Construction Bank Corp. (Class H Stock)	3,119,000	2,547,545
China Everbright Bank Co. Ltd. (Class H Stock)	1,652,000	894,986
China Everbright International Ltd.	110,000	162,404
China International Marine Containers Group Co. Ltd. (Class H Stock)	21,900	48,288
China Life Insurance Co. Ltd. (Class H Stock)	212,000	830,646
China Merchants Bank Co. Ltd. (Class H Stock)	186,000	464,285
China Mobile Ltd.	192,500	2,254,704
China Petroleum & Chemical Corp. (Class H Stock)	2,090,800	1,693,212
China Railway Construction Corp. Ltd. (Class H Stock)	86,000	109,194
China Railway Group Ltd. (Class H Stock)	1,805,000	1,476,257
China Resources Land Ltd.	88,000	231,266
China Resources Power Holdings Co. Ltd.	424,000	1,081,508

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
China (cont'd.)		
China State Construction International Holdings Ltd.	78,000	$ 109,085
China Telecom Corp. Ltd. (Class H Stock)	1,966,000	1,140,255
China Unicom Hong Kong Ltd.	734,000	983,662
Chongqing Rural Commercial Bank	110,000	68,246
CITIC Pacific Ltd.	92,000	156,840
CNOOC Ltd. (Class H Stock)	729,000	985,731
Evergrande Real Estate Group Ltd.	2,472,000	996,166
GOME Electrical Appliances Holding Ltd.	443,000	64,751
Huaneng Power International, Inc. (Class H Stock)	988,000	1,335,029
Industrial & Commercial Bank of China Ltd. (Class H Stock)	2,465,000	1,799,924
New China Life Insurance Co. Ltd. (Class H Stock)(g)	36,300	182,147
PetroChina Co. Ltd. (Class H Stock)	838,000	930,253
Ping An Insurance Group Co. (Class H Stock)	84,000	850,546
Shanghai Pharmaceuticals Holding Co. Ltd. (Class H Stock)	418,000	941,197
Shui On Land Ltd.	159,000	37,393
Sino-Ocean Land Holdings Ltd.	271,000	152,798
Sinotrans Ltd. (Class H Stock)	76,000	50,214
SOHO China Ltd.	749,000	528,269
Tencent Holdings Ltd.	165,600	2,396,055
Yuexiu Property Co. Ltd.	2,528,580	483,862
Zhejiang Expressway Co. Ltd. (Class H Stock)	290,000	335,838
		33,551,266
Colombia — 0.1%		
Almacenes Exito SA.	8,970	110,214
Cemex Latam Holdings SA*	7,307	49,195
		159,409
Czech Republic — 0.1%		
CEZ A/S	6,846	175,791
Greece — 0.2%		
Folli Follie SA*	10,241	327,204
Hong Kong — 1.5%		
China Resources Cement Holdings Ltd.	1,364,000	879,053
Huabao International Holdings Ltd.	1,212,000	987,705
Kingboard Chemical Holdings Ltd.	195,000	327,429
Shimao Property Holdings Ltd.	59,500	131,769
Sino Biopharmaceutical Ltd.	128,000	115,342
		2,441,298
Hungary — 0.4%		
Richter Gedeon Nyrt.	45,689	615,292
India — 5.8%		
Dr. Reddy's Laboratories Ltd., ADR(a)	22,100	1,114,945
GAIL India Ltd., GDR, RegS	9,156	388,214
ICICI Bank Ltd., ADR	90,000	1,039,500
Infosys Ltd., ADR	74,000	2,328,040
Mahindra & Mahindra Ltd., GDR	14,555	286,006
Reliance Industries Ltd., GDR	57,677	1,626,491
Reliance Infrastructure Ltd., GDR	3,039	74,455
Sesa Goa Ltd., ADR	58,800	798,504
State Bank of India, GDR, RegS	9,688	478,103
Tata Motors Ltd., ADR	31,400	1,327,592

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
India (cont'd.)		
Tata Steel Ltd., GDR, RegS	49,045	$ 304,079
		9,765,929
Indonesia — 1.7%		
Adaro Energy Tbk PT	593,400	49,510
Astra Agro Lestari Tbk PT	16,700	32,631
Bank Central Asia Tbk PT	122,500	129,940
Bank Negara Indonesia Persero Tbk PT	2,656,600	1,301,720
Gudang Garam Tbk PT	20,500	100,428
Indofood CBP Sukses Makmur Tbk PT	49,900	52,623
Indofood Sukses Makmur Tbk PT	978,400	533,409
Lippo Karawaci Tbk PT	838,200	68,819
Telekomunikasi Indonesia Persero Tbk PT	2,145,300	493,052
Unilever Indonesia Tbk PT	16,200	42,019
		2,804,151
Malaysia — 3.3%		
Astro Malaysia Holdings Bhd	69,300	59,902
British American Tobacco Malaysia Bhd	46,300	857,516
DiGi.Com Bhd	650,800	1,146,439
Felda Global Ventures Holdings Bhd	314,600	195,545
Hong Leong Bank Bhd	143,100	572,154
IJM Corp. Bhd	50,100	94,139
IOI Corp. Bhd	259,900	356,688
MISC Bhd	460,600	950,309
PPB Group Bhd	113,200	462,966
UMW Holdings Bhd	237,200	744,679
YTL Corp. Bhd	187,200	85,127
YTL Power International Bhd	69,600	29,382
		5,554,846
Mexico — 4.4%		
Alfa SAB de CV (Class A Stock)*	98,300	219,470
America Movil SAB de CV (Class L Stock)	1,519,000	1,688,493
Arca Continental SAB de CV*	149,400	945,183
Coca-Cola Femsa SAB de CV (Class L Stock)	7,200	61,802
Fibra Uno Administracion SA de CV	235,300	693,440
Gruma SAB de CV (Class B Stock)	21,800	232,455
Grupo Aeroportuario del Pacifico SAB de CV (Class B Stock)	13,269	83,389
Grupo Mexico SAB de CV (Class B Stock)	254,300	738,058
Grupo Televisa SAB*	227,000	1,547,670
Kimberly-Clark de Mexico SAB de CV (Class A Stock)	68,600	149,208
Promotora y Operadora de Infraestructura SAB de CV*	79,400	954,657
		7,313,825
Philippines — 0.7%		
Globe Telecom, Inc.	1,420	54,522
JG Summit Holdings, Inc.	293,780	430,236
Jollibee Foods Corp.	122,570	585,941
Universal Robina Corp.	43,020	187,562
		1,258,261
Poland — 1.7%		
CCC SA	980	36,849
Cyfrowy Polsat SA	8,257	54,547
Enea SA	9,325	40,119
KGHM Polska Miedz SA	24,894	758,891

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Poland (cont'd.)		
Orange Polska SA	195,705	$ 457,281
PGE SA	140,596	743,363
Powszechny Zaklad Ubezpieczen SA	5,995	818,152
		2,909,202
Qatar — 0.6%		
Barwa Real Estate Co.	4,534	51,429
Masraf Al Rayan	41,637	498,441
Qatar National Bank SAQ	7,460	433,331
		983,201
Russia — 3.0%		
Alrosa AO*	249,100	253,115
Gazprom OAO	563,520	1,208,041
Lukoil OAO	25,647	927,650
Magnit OJSC, GDR, RegS	11,158	506,573
MegaFon OAO, GDR	4,188	57,711
MMC Norilsk Nickel OJSC	2,347	310,575
Mobile Telesystems OJSC, ADR	9,900	71,082
Moscow Exchange (The)*	169,910	163,843
NovaTek OAO, GDR, RegS	2,305	180,712
Rosneft OAO	80,890	257,702
Sberbank of Russia	97,933	396,629
Sistema JSFC, GDR, RegS	31,310	163,125
Surgutneftegas OJSC, ADR	61,336	260,555
Tatneft OAO	32,610	122,034
Uralkali OJSC*	70,030	145,360
		5,024,707
South Africa — 8.6%		
Barclays Africa Group Ltd.	14,524	227,110
Barloworld Ltd.	86,521	712,195
Coronation Fund Managers Ltd.	80,699	798,628
FirstRand Ltd.	397,949	1,729,967
Liberty Holdings Ltd.	4,891	51,875
Mediclinic International	18,045	156,197
Mr. Price Group Ltd.	62,310	1,260,462
MTN Group Ltd.	72,100	1,371,525
Naspers Ltd. (Class N Stock)	10,737	1,388,887
Nedbank Group Ltd.	8,643	185,093
Netcare Ltd.	281,778	920,882
Rand Merchant Insurance Holdings Ltd.	28,378	100,238
Redefine Properties Ltd.	147,369	136,307
RMB Holdings Ltd.	85,482	472,071
Sanlam Ltd.	214,053	1,288,018
Sasol Ltd.	43,802	1,634,816
Spar Group Ltd. (The)	75,223	1,044,519
Telkom SA SOC Ltd.*	16,634	99,976
Woolworths Holdings Ltd.	139,620	925,923
		14,504,689
South Korea — 14.3%		
Amorepacific Corp.*	47	94,886
AMOREPACIFIC Group*	421	380,769
CJ Corp.*	1,416	200,479
Coway Co. Ltd.*	13,961	1,064,549
Dongbu Insurance Co. Ltd.*	1,902	94,982
E-Mart Co. Ltd.*	5,448	1,008,192
Hanwha Corp.*	2,017	57,027
Hyundai Hysco Co. Ltd.*	12,634	835,638
Hyundai Mobis Co. Ltd.*	2,787	596,270

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
South Korea (cont'd.)		
Hyundai Motor Co.	1,282	$ 195,833
Hyundai Steel Co.*	18,832	1,078,657
Industrial Bank of Korea*	51,930	664,319
Kangwon Land, Inc.*	5,224	143,990
KB Financial Group, Inc.*	7,154	233,893
Korea Electric Power Corp.*	11,862	457,079
Korea Zinc Co. Ltd.*	358	130,855
KT&G Corp.	17,795	1,235,567
LG Corp.*	4,108	228,168
LG Display Co. Ltd.*	38,982	1,182,300
LG Electronics, Inc.*	18,967	1,015,990
LG Uplus Corp.*	115,980	1,209,263
Lotte Shopping Co. Ltd.*	2,997	741,255
NAVER Corp.*	107	68,527
NCSoft Corp.	639	104,793
POSCO	2,790	702,787
Samsung C&T Corp.*	5,540	309,412
Samsung Electronics Co. Ltd.	3,892	4,679,136
Shinhan Financial Group Co. Ltd.*	18,323	736,495
SK C&C Co. Ltd.*	3,122	604,649
SK Holdings Co. Ltd.*	5,177	768,411
SK Hynix, Inc.*	50,084	2,140,361
SK Telecom Co. Ltd.	4,411	1,078,900
		24,043,432
Taiwan — 12.9%		
Advanced Semiconductor Engineering, Inc.	514,000	610,440
Asia Cement Corp.	99,000	121,912
Asustek Computer, Inc.	10,000	109,110
AU Optronics Corp.	2,298,000	1,166,390
Catcher Technology Co. Ltd.	64,000	494,236
Cathay Financial Holding Co. Ltd.	957,600	1,414,988
Chang Hwa Commercial Bank	205,000	117,197
China Development Financial Holding Corp.	2,941,000	934,358
First Financial Holding Co. Ltd.	313,000	183,537
Foxconn Technology Co. Ltd.	279,000	749,637
Fubon Financial Holding Co. Ltd.	942,000	1,499,409
Giant Manufacturing Co. Ltd.	85,000	751,151
Hon Hai Precision Industry Co. Ltd.	707,832	1,954,688
Hotai Motor Co. Ltd.	3,000	44,895
Hua Nan Financial Holdings Co. Ltd.	818,850	457,952
Innolux Corp.	1,360,000	657,304
Inotera Memories, Inc.*	101,000	158,469
Largan Precision Co. Ltd.	4,000	299,425
MediaTek, Inc.	5,000	72,687
Mega Financial Holding Co. Ltd.	447,000	344,857
Nan Ya Plastics Corp.	216,000	445,405
Novatek Microelectronics Corp.	25,000	139,702
Pegatron Corp.	572,000	1,307,442
POU Chen Corp.	88,000	106,116
Realtek Semiconductor Corp.	20,000	66,416
Taishin Financial Holding Co. Ltd.	2,187,535	898,017
Taiwan Cement Corp.	146,000	199,591
Taiwan Semiconductor Manufacturing Co. Ltd.	1,262,000	5,559,705
Transcend Information, Inc.	55,000	170,670
United Microelectronics Corp.	122,000	56,629
Yuanta Financial Holding Co. Ltd.	1,305,450	633,180
		21,725,515

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Thailand — 2.3%		
Airports of Thailand PCL	129,800	$ 1,112,571
BTS Group Holdings PCL	1,072,100	314,461
PTT PCL.	116,000	1,142,371
Siam Commercial Bank PCL	65,500	362,340
Thai Union Frozen Products PCL.	320,400	881,343
		3,813,086
Turkey — 2.1%		
Emlak Konut Gayrimenkul Yatirim Ortakligi A/S	629,243	744,250
Eregli Demir ve Celik Fabrikalari TAS	425,040	808,676
KOC Holding A/S.	26,234	138,737
TAV Havalimanlari Holding A/S	6,978	56,966
Tofas Turk Otomobil Fabrikasi A/S	89,934	612,862
Turkiye Sise ve Cam Fabrikalari A/S.	730,559	1,134,673
Yapi ve Kredi Bankasi A/S	36,707	76,440
		3,572,604
United Arab Emirates — 0.7%		
Abu Dhabi Commercial Bank	267,278	503,346
DP World Ltd.	7,148	150,108
Dubai Financial Market	54,554	28,857
Dubai Islamic Bank PJSC	252,425	463,491
		1,145,802
TOTAL COMMON STOCKS (cost $152,215,410)		150,640,035
EXCHANGE TRADED FUND — 2.5%		
iShares MSCI Emerging Markets ETF(a) (cost $4,353,347)	105,000	4,125,450
PREFERRED STOCKS — 6.2%		
Brazil — 5.2%		
Banco Bradesco SA (PRFC).	136,510	1,800,482
Banco do Estado do Rio Grande do Sul SA (PRFC B)	129,700	707,490
Braskem SA (PRFC A)	119,900	789,350
Cia Energetica de Minas Gerais (PRFC)	148,800	735,547
Cia Energetica de Sao Paulo (PRFC B).	60,900	614,224
Itau Unibanco Holding SA (PRFC)	188,730	2,456,571
Itausa - Investimentos Itau SA (PRFC)	143,800	507,969
Metalurgica Gerdau SA (PRFC).	55,400	235,505
Oi SA (PRFC)*	90,700	293,780
Petroleo Brasileiro SA (PRFC)	117,500	442,912
Vale SA (PRFC)	22,400	162,046
		8,745,876
Chile — 0.1%		
Embotelladora Andina SA (PRFC B)	80,836	228,696
Russia — 0.2%		
AK Transneft OAO (PRFC)	146	300,048
South Korea — 0.7%		
Hyundai Motor Co. (2nd PRFC)*	2,200	267,605
Samsung Electronics Co. Ltd. (PRFC).	1,000	940,571
		1,208,176
TOTAL PREFERRED STOCKS (cost $11,976,288)		10,482,796

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
TOTAL LONG-TERM INVESTMENTS (cost $168,545,045)		$ 165,248,281

SHORT-TERM INVESTMENTS — 4.3%

AFFILIATED MONEY MARKET MUTUAL FUND — 4.2%

Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $6,965,180; includes $4,843,011 of cash collateral for securities on loan)(b)(w)(Note 4)	6,965,180	6,965,180

Interest Rate	Maturity Date	Principal Amount (000)#	Value (Note 2)
U.S. TREASURY OBLIGATION(k)(n) **— 0.1%**			
U.S. Treasury Bills (cost $249,976) 0.045%	03/19/15	250	$ 249,990
TOTAL SHORT-TERM INVESTMENTS (cost $7,215,156)			7,215,170
TOTAL INVESTMENTS — 102.8% (cost $175,760,201)			172,463,451
Liabilities in excess of other assets(x) **— (2.8)%**			(4,705,525)
NET ASSETS — 100.0%			$ 167,757,926

See the Glossary for abbreviations used in the Portfolio descriptions.

- * Non-income producing security.
- # Principal amount is shown in U.S. dollars unless otherwise stated.
- (a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $4,732,932; cash collateral of $4,843,011 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.
- (b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.
- (g) Indicates a security that has been deemed illiquid.
- (k) Represents security, or a portion thereof, segregated as collateral for futures contracts.
- (n) Rate shown reflects yield to maturity at purchase date.
- (w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.
- (x) Includes net unrealized appreciation (depreciation) on the following derivative contracts held at reporting period end:

Financial futures contracts open at December 31, 2014:

Number of Contracts	Type	Expiration Date	Value at Trade Date	Value at December 31, 2014	Unrealized Appreciation (1)
Long Positions:					
50	Mini MSCI Emerging Markets Index	Mar. 2015	$ 2,268,250	$ 2,394,250	$ 126,000
5	MSCI Taiwan Stock Index	Jan. 2015	170,400	171,550	1,150
					$ 127,150

(1) A U.S. Treasury security with a market value of $249,990 has been segregated with Goldman Sachs & Co. to cover requirements for open contracts at December 31, 2014.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks:			
Brazil	$ 7,338,891	$ —	$ —
Chile	1,611,634	—	—
China	156,840	33,394,426	—
Colombia	159,409	—	—
Czech Republic	—	175,791	—
Greece	—	327,204	—
Hong Kong	—	2,441,298	—
Hungary	—	615,292	—
India	9,765,929	—	—
Indonesia	—	2,804,151	—
Malaysia	1,214,386	4,340,460	—
Mexico	7,313,825	—	—
Philippines	—	1,258,261	—
Poland	—	2,909,202	—
Qatar	—	983,201	—
Russia	1,636,387	3,388,320	—
South Africa	152,113	14,352,576	—
South Korea	835,638	23,207,794	—
Taiwan	—	21,725,515	—
Thailand	3,813,086	—	—
Turkey	—	3,572,604	—
United Arab Emirates	150,108	995,694	—
Exchange Traded Fund	4,125,450	—	—
Preferred Stocks:			
Brazil	8,745,876	—	—
Chile	228,696	—	—
Russia	—	300,048	—
South Korea	—	1,208,176	—
U.S. Treasury Obligation	—	249,990	—
Affiliated Money Market Mutual Fund	6,965,180	—	—
Other Financial Instruments*			
Futures	127,150	—	—
Total	$54,340,598	$118,250,003	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The following is a reconciliation of assets in which significant unobservable inputs (Level 3) were used in determining fair value:

	Common Stock
Balance as of 12/31/13	$ 1,268,339
Accrued discounts/premiums	—
Realized gain (loss)	—
Change in unrealized appreciation (depreciation)	—
Purchases	—
Sales	—
Transfers into Level 3	—
Transfers out of Level 3	(1,268,339)
Balance as of 12/31/14	-

* Other financial instruments are derivative instruments not reflected in the Schedule of Investments, such as futures, forwards and exchange-traded swap contracts, which are recorded at the unrealized appreciation/depreciation on the instrument, and over-the-counter swap contracts which are recorded at fair value.

It is the Portfolio's policy to recognize transfers in and transfers out at the fair value as of the beginning of period. At the reporting period end, there was one Common Stock transferred out of Level 3 as a result of being priced by a vendor.

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Banks	18.3%
Oil, Gas & Consumable Fuels	7.5
Semiconductors & Semiconductor Equipment	5.4
Technology Hardware, Storage & Peripherals	4.9
Wireless Telecommunication Services	4.7
Metals & Mining	4.4
Affiliated Money Market Mutual Fund (2.9% represents investments purchased with collateral from securities on loan)	4.2
Insurance	4.1
Electronic Equipment, Instruments & Components	3.3
Food Products	3.0
Diversified Telecommunication Services	2.8
Exchange Traded Fund	2.5
Diversified Financial Services	2.3
IT Services	2.3
Automobiles	2.1
Industrial Conglomerates	2.0
Media	1.8
Food & Staples Retailing	1.8
Independent Power & Renewable Electricity Producers	1.8
Construction & Engineering	1.8
Real Estate Management & Development	1.6
Electric Utilities	1.5
Internet Software & Services	1.5
Chemicals	1.4
Tobacco	1.3
Beverages	1.3
Household Durables	1.2%
Health Care Providers & Services	1.2
Pharmaceuticals	1.1
Multiline Retail	1.1
Transportation Infrastructure	1.0
Specialty Retail	1.0
Real Estate Investment Trusts (REITs)	0.9
Capital Markets	0.9
Construction Materials	0.8
Trading Companies & Distributors	0.6
Marine	0.6
Leisure Products	0.4
Hotels, Restaurants & Leisure	0.4
Auto Components	0.4
Personal Products	0.3
Gas Utilities	0.2
Road & Rail	0.2
U.S. Treasury Obligation	0.1
Textiles, Apparel & Luxury Goods	0.1
Diversified Consumer Services	0.1
Household Products	0.1
Commercial Services & Supplies	0.1
Paper & Forest Products	0.1
Multi-Utilities	0.1
Containers & Packaging	0.1
Software	0.1
	102.8
Liabilities in excess of other assets	(2.8)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The Portfolio invested in derivative instruments during the reporting period. The primary type of risk associated with these derivative instruments is equity risk. The effect of such derivative instruments on the Portfolio's financial position and financial performance as reflected in the Statement of Assets and Liabilities and Statement of Operations is presented in the summary below.

Fair values of derivative instruments as of December 31, 2014 as presented in the Statement Assets and Liabilities:

Derivatives not accounted for as hedging instruments, carried at fair value	Asset Derivatives		Liability Derivatives	
	Balance Sheet Location	Fair Value	Balance Sheet Location	Fair Value
Equity contracts	Due from/to broker-variation margin futures	$127,150*	—	$—

* Includes cumulative appreciation/depreciation as reported in the schedule of open futures and exchange-traded swap contracts. Only unsettled variation margin receivable (payable) is reported within the Statement of Assets and Liabilities.

The effects of derivative instruments on the Statement of Operations for the year ended December 31, 2014 are as follows:

Amount of Realized Gain or (Loss) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Rights[1]	Futures	Total
Equity contracts	$25,635	$(470,076)	$(444,441)

Change in Unrealized Appreciation or (Depreciation) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Futures
Equity contracts	$66,500

[1] Included in net realized gain (loss) on investment transactions in the Statement of Operations.

For the year ended December 31, 2014, the Portfolio's average value at trade date for futures long position was $2,508,790.

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $4,732,932:	
Unaffiliated investments (cost $168,795,021)	$165,498,271
Affiliated investments (cost $6,965,180)	6,965,180
Foreign currency, at value (cost $164,428)	162,306
Dividends and interest receivable	119,154
Tax reclaim receivable	85,714
Receivable for fund share sold	7,635
Due from broker-variation margin futures	2,550
Prepaid expenses	1,486
Total Assets	172,842,296
LIABILITIES:	
Payable to broker for collateral for securities on loan	4,843,011
Accrued expenses and other liabilities	167,773
Advisory fees payable	70,440
Distribution fee payable	2,773
Affiliated transfer agent fee payable	361
Payable for fund share repurchased	12
Total Liabilities	5,084,370
NET ASSETS	$167,757,926
Net assets were comprised of:	
Paid-in capital	$187,567,388
Retained earnings	(19,809,462)
Net assets, December 31, 2014	$167,757,926
Net asset value and redemption price per share, $167,757,926 / 17,662,358 outstanding shares of beneficial interest	$ 9.50

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $701,599 foreign withholding tax)	$ 5,019,969
Affiliated income from securities lending, net	16,552
Affiliated dividend income	4,250
Interest income	89
	5,040,860
EXPENSES	
Advisory fees	2,072,214
Distribution fee	190,111
Custodian and accounting fees	361,000
Audit fee	31,000
Trustees' fees	12,000
Legal fees and expenses	11,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Shareholders' reports	7,000
Commitment fee on syndicated credit agreement	3,000
Insurance expenses	3,000
Loan interest expense	68
Miscellaneous	26,904
Total expenses	2,726,297
NET INVESTMENT INCOME	2,314,563
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized loss on:	
Investment transactions	(4,169,020)
Futures transactions	(470,076)
Foreign currency transactions	(131,958)
	(4,771,054)
Net change in unrealized appreciation (depreciation) on:	
Investments	(5,865,498)
Futures	66,500
Foreign currencies	(26,431)
	(5,825,429)
NET LOSS ON INVESTMENTS AND FOREIGN CURRENCIES	(10,596,483)
NET DECREASE IN NET ASSETS RESULTING FROM OPERATIONS	$ (8,281,920)

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	February 25, 2013* through December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 2,314,563	$ 4,244,236
Net realized loss on investment and foreign currency transactions	(4,771,054)	(18,397,520)
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(5,825,429)	2,625,742
NET DECREASE IN NET ASSETS RESULTING FROM OPERATIONS	(8,281,920)	(11,527,542)
FUND SHARE TRANSACTIONS:		
Fund share sold [721,388 and 40,229,042 shares, respectively]	7,169,077	400,705,568
Fund share repurchased [7,506,614 and 15,781,458 shares, respectively]	(69,265,430)	(151,041,827)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(62,096,353)	249,663,741
TOTAL INCREASE (DECREASE) IN NET ASSETS	(70,378,273)	238,136,199
NET ASSETS:		
Beginning of period	238,136,199	—
End of period	$167,757,926	$ 238,136,199

* Commencement of operations.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 98.8%		
COMMON STOCKS		
Aerospace & Defense — 1.8%		
General Dynamics Corp.	135,700	$ 18,675,034
Honeywell International, Inc.	82,800	8,273,376
L-3 Communications Holdings, Inc.	64,800	8,178,408
Northrop Grumman Corp.	33,000	4,863,870
Spirit Aerosystems Holdings, Inc. (Class A Stock)*	42,300	1,820,592
United Technologies Corp.	70,600	8,119,000
		49,930,280
Air Freight & Logistics — 1.2%		
C.H. Robinson Worldwide, Inc.	48,900	3,662,121
FedEx Corp.	175,800	30,529,428
		34,191,549
Airlines — 1.7%		
Alaska Air Group, Inc.	52,200	3,119,472
Southwest Airlines Co.	658,000	27,846,560
Spirit Airlines, Inc.*	65,600	4,958,048
United Continental Holdings, Inc.*	173,600	11,612,104
		47,536,184
Auto Components — 0.8%		
Delphi Automotive PLC (United Kingdom)	65,500	4,763,160
Johnson Controls, Inc.	236,800	11,446,912
Lear Corp.	42,800	4,197,824
Tenneco, Inc.*	19,000	1,075,590
		21,483,486
Automobiles — 0.1%		
Thor Industries, Inc.	61,300	3,424,831
Banks — 5.2%		
Bank of America Corp.	674,800	12,072,172
CIT Group, Inc.	103,600	4,955,188
Citigroup, Inc.	516,100	27,926,171
Fulton Financial Corp.	116,600	1,441,176
JPMorgan Chase & Co.	899,200	56,271,936
KeyCorp	1,591,400	22,120,460
PNC Financial Services Group, Inc. (The)	35,100	3,202,173
Regions Financial Corp.	538,500	5,686,560
Wells Fargo & Co.	229,900	12,603,118
		146,278,954
Beverages — 2.4%		
Coca-Cola Enterprises, Inc.	147,000	6,500,340
Monster Beverage Corp.*	138,100	14,963,135
PepsiCo, Inc.	473,900	44,811,984
		66,275,459
Biotechnology — 4.3%		
Alexion Pharmaceuticals, Inc.*	136,400	25,238,092
Amgen, Inc.	105,500	16,805,095
Biogen Idec, Inc.*	97,900	33,232,155
Celgene Corp.*	119,600	13,378,456
Gilead Sciences, Inc.*	320,600	30,219,756
		118,873,554
Building Products — 0.1%		
A.O. Smith Corp.	52,800	2,978,448
Capital Markets — 2.7%		
Ameriprise Financial, Inc.	114,500	15,142,625

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Capital Markets (cont'd.)		
Franklin Resources, Inc.	211,500	$ 11,710,755
Goldman Sachs Group, Inc. (The)	173,100	33,551,973
Lazard Ltd. (Class A Stock)	52,900	2,646,587
SEI Investments Co.	84,800	3,395,392
State Street Corp.	104,400	8,195,400
		74,642,732
Chemicals — 2.9%		
Celanese Corp. (Class A Stock)	129,100	7,740,836
Dow Chemical Co. (The)	409,700	18,686,417
LyondellBasell Industries NV (Class A Stock)	334,000	26,516,260
Sherwin-Williams Co. (The)	61,200	16,098,048
Westlake Chemical Corp.	176,600	10,788,494
		79,830,055
Commercial Services & Supplies		
Pitney Bowes, Inc.	45,300	1,103,961
Communications Equipment — 3.1%		
Cisco Systems, Inc.	1,466,400	40,787,916
F5 Networks, Inc.*	11,900	1,552,534
Harris Corp.	90,600	6,506,892
QUALCOMM, Inc.	525,700	39,075,281
		87,922,623
Construction & Engineering — 0.1%		
Quanta Services, Inc.*	63,300	1,797,087
Consumer Finance — 1.1%		
Capital One Financial Corp.	325,200	26,845,260
Discover Financial Services	79,000	5,173,710
		32,018,970
Diversified Consumer Services		
H&R Block, Inc.	27,100	912,728
Diversified Financial Services — 1.0%		
Berkshire Hathaway, Inc. (Class B Stock)*	142,800	21,441,420
CME Group, Inc.	71,800	6,365,070
		27,806,490
Diversified Telecommunication Services — 0.9%		
AT&T, Inc.	618,100	20,761,979
Verizon Communications, Inc.	77,900	3,644,162
		24,406,141
Electric Utilities — 1.1%		
American Electric Power Co., Inc.	70,200	4,262,544
Entergy Corp.	13,900	1,215,972
PPL Corp.	683,600	24,835,188
Southern Co. (The)	26,400	1,296,504
		31,610,208
Electrical Equipment — 0.4%		
AMETEK, Inc.	28,300	1,489,429
Emerson Electric Co.	144,900	8,944,677
		10,434,106
Electronic Equipment, Instruments & Components — 0.1%		
Arrow Electronics, Inc.*	23,000	1,331,470
Ingram Micro, Inc. (Class A Stock)*	66,800	1,846,352

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Electronic Equipment, Instruments & Components (cont'd.)		
Zebra Technologies Corp. (Class A Stock)*	14,300	$ 1,106,963
		4,284,785
Energy Equipment & Services — 1.0%		
Helmerich & Payne, Inc.	53,700	3,620,454
Nabors Industries Ltd.	187,000	2,427,260
National Oilwell Varco, Inc.	139,900	9,167,647
Noble Corp. PLC (United Kingdom)	722,200	11,966,854
		27,182,215
Food & Staples Retailing — 3.8%		
Costco Wholesale Corp.	145,200	20,582,100
CVS Health Corp.	88,700	8,542,697
Kroger Co. (The)	560,300	35,976,863
Wal-Mart Stores, Inc.	467,700	40,166,076
		105,267,736
Food Products — 2.4%		
Archer-Daniels-Midland Co.	448,400	23,316,800
Bunge Ltd.	68,000	6,181,880
ConAgra Foods, Inc.	97,100	3,522,788
Kellogg Co.	174,400	11,412,736
Pilgrim's Pride Corp.*(a)	195,400	6,407,166
Sanderson Farms, Inc.(a)	25,800	2,167,845
Tyson Foods, Inc. (Class A Stock)	367,900	14,749,111
		67,758,326
Gas Utilities — 0.4%		
AGL Resources, Inc.	172,000	9,375,720
Questar Corp.	65,500	1,655,840
		11,031,560
Health Care Equipment & Supplies — 0.9%		
Abbott Laboratories	322,400	14,514,448
C.R. Bard, Inc.	64,500	10,746,990
		25,261,438
Health Care Providers & Services — 3.7%		
Aetna, Inc.	304,900	27,084,267
Anthem, Inc.	201,800	25,360,206
CIGNA Corp.	163,800	16,856,658
Express Scripts Holding Co.*	191,600	16,222,772
UnitedHealth Group, Inc.	149,700	15,133,173
Universal Health Services, Inc. (Class B Stock)	26,800	2,981,768
		103,638,844
Health Care Technology — 0.4%		
Cerner Corp.*(a)	164,000	10,604,240
Hotels, Restaurants & Leisure — 3.1%		
Chipotle Mexican Grill, Inc.*	16,400	11,225,964
Las Vegas Sands Corp.	267,100	15,534,536
Marriott Vacations Worldwide Corp.	37,600	2,802,704
McDonald's Corp.	365,100	34,209,870
Wyndham Worldwide Corp.	106,700	9,150,592
Yum! Brands, Inc.	176,800	12,879,880
		85,803,546
Household Products — 0.5%		
Kimberly-Clark Corp.	43,200	4,991,328

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Household Products (cont'd.)		
Procter & Gamble Co. (The)	94,700	$ 8,626,223
		13,617,551
Independent Power & Renewable Electricity Producers — 0.5%		
AES Corp.	969,700	13,352,769
Industrial Conglomerates — 2.2%		
Carlisle Cos., Inc.	59,400	5,360,256
General Electric Co.	2,192,400	55,401,948
		60,762,204
Insurance — 1.9%		
Aflac, Inc.	408,900	24,979,701
American Financial Group, Inc.	68,300	4,147,176
Genworth Financial, Inc. (Class A Stock)*	620,500	5,274,250
MetLife, Inc.	19,300	1,043,937
PartnerRe Ltd.	24,500	2,796,185
Travelers Cos., Inc. (The)	40,100	4,244,585
Unum Group	305,900	10,669,792
		53,155,626
Internet Software & Services — 2.5%		
Google, Inc. (Class A Stock)*	49,340	26,182,764
Google, Inc. (Class C Stock)*	83,740	44,080,736
		70,263,500
IT Services — 2.2%		
Broadridge Financial Solutions, Inc.	130,100	6,008,018
Cognizant Technology Solutions Corp. (Class A Stock)*	144,800	7,625,168
Computer Sciences Corp.	22,100	1,393,405
DST Systems, Inc.	76,000	7,155,400
Fiserv, Inc.*	196,100	13,917,217
Genpact Ltd.*	46,300	876,459
International Business Machines Corp.	23,500	3,770,340
Leidos Holdings, Inc.	28,400	1,235,968
MasterCard, Inc. (Class A Stock)	27,800	2,395,248
Syntel, Inc.*(a)	64,200	2,887,716
Visa, Inc. (Class A Stock)	51,000	13,372,200
		60,637,139
Leisure Products — 0.1%		
Polaris Industries, Inc.(a)	15,300	2,313,972
Machinery — 1.4%		
Dover Corp.	31,100	2,230,492
Illinois Tool Works, Inc.	92,600	8,769,220
Oshkosh Corp.	94,400	4,592,560
Parker Hannifin Corp.	160,700	20,722,265
Timken Co. (The)	58,000	2,475,440
		38,789,977
Media — 2.1%		
Comcast Corp. (Class A Stock)	128,500	7,454,285
DIRECTV*	109,000	9,450,300
Discovery Communications, Inc. (Class C Stock)*	203,200	6,851,904
Walt Disney Co. (The)	365,100	34,388,769
		58,145,258
Metals & Mining — 0.2%		
Southern Copper Corp.(a)	211,500	5,964,300

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Multiline Retail — 0.5%		
Dollar Tree, Inc.*	200,800	$ 14,132,304
Multi-Utilities — 0.4%		
Public Service Enterprise Group, Inc.	242,700	10,050,207
SCANA Corp.	39,900	2,409,960
		12,460,167
Oil, Gas & Consumable Fuels — 7.3%		
Anadarko Petroleum Corp.	272,700	22,497,750
Chesapeake Energy Corp.	161,100	3,152,727
Chevron Corp.	201,500	22,604,270
ConocoPhillips(a)	256,100	17,686,266
Continental Resources, Inc.*(a)	62,000	2,378,320
Devon Energy Corp.	127,400	7,798,154
Exxon Mobil Corp.	617,100	57,050,895
Marathon Oil Corp.	34,700	981,663
Marathon Petroleum Corp.	90,000	8,123,400
ONEOK, Inc.	123,300	6,139,107
Phillips 66	381,800	27,375,060
SM Energy Co.	48,100	1,855,698
Valero Energy Corp.	515,500	25,517,250
		203,160,560
Personal Products — 0.1%		
Avon Products, Inc.	389,000	3,652,710
Pharmaceuticals — 6.2%		
AbbVie, Inc.	294,200	19,252,448
Allergan, Inc.	45,400	9,651,586
Bristol-Myers Squibb Co.	488,700	28,847,961
Eli Lilly & Co.	38,700	2,669,913
Johnson & Johnson	425,900	44,536,363
Merck & Co., Inc.	284,700	16,168,113
Pfizer, Inc.	1,644,800	51,235,520
		172,361,904
Real Estate Investment Trusts (REITs) — 2.0%		
American Capital Agency Corp.	676,900	14,776,727
Annaly Capital Management, Inc.	1,816,400	19,635,284
Chambers Street Properties(a)	224,800	1,811,888
Franklin Street Properties Corp.	118,700	1,456,449
Hospitality Properties Trust	193,200	5,989,200
Invesco Mortgage Capital, Inc.	78,200	1,208,972
ProLogis, Inc.	142,400	6,127,472
RLJ Lodging Trust	52,100	1,746,913
Simon Property Group, Inc.	15,500	2,822,705
		55,575,610
Real Estate Management & Development — 1.0%		
CBRE Group, Inc. (Class A Stock)*	499,200	17,097,600
Jones Lang LaSalle, Inc.	72,300	10,839,939
		27,937,539
Road & Rail — 2.5%		
CSX Corp.	235,100	8,517,673
Norfolk Southern Corp.	207,200	22,711,192
Union Pacific Corp.	324,200	38,621,946
		69,850,811
Semiconductors & Semiconductor Equipment — 3.7%		
Broadcom Corp. (Class A Stock)	229,400	9,939,902
Intel Corp.	1,349,900	48,987,871
Skyworks Solutions, Inc.	185,500	13,487,705
COMMON STOCKS (Continued)		
Semiconductors & Semiconductor Equipment (cont'd.)		
Texas Instruments, Inc.	590,600	$ 31,576,429
		103,991,907
Software — 4.4%		
ANSYS, Inc.*	26,300	2,156,600
Manhattan Associates, Inc.*	117,600	4,788,672
Microsoft Corp.	922,600	42,854,770
Oracle Corp.	1,151,400	51,778,458
Symantec Corp.	841,500	21,588,683
		123,167,183
Specialty Retail — 3.3%		
AutoNation, Inc.*	54,100	3,268,181
Dick's Sporting Goods, Inc.	28,800	1,429,920
DSW, Inc. (Class A Stock)	164,900	6,150,770
Foot Locker, Inc.	64,600	3,629,228
Gap, Inc. (The)	360,700	15,189,077
Home Depot, Inc. (The)	102,100	10,717,437
Lowe's Cos., Inc.	195,700	13,464,160
Ross Stores, Inc.	284,000	26,769,840
TJX Cos., Inc. (The)	119,100	8,167,878
Ulta Salon Cosmetics & Fragrance, Inc.*	34,800	4,448,832
		93,235,323
Technology Hardware, Storage & Peripherals — 4.9%		
Apple, Inc.	913,200	100,799,016
Hewlett-Packard Co.	884,300	35,486,959
		136,285,975
Textiles, Apparel & Luxury Goods — 1.1%		
Michael Kors Holdings Ltd.*	316,700	23,784,170
NIKE, Inc. (Class B Stock)	76,900	7,393,935
		31,178,105
Tobacco — 1.0%		
Altria Group, Inc.	237,800	11,716,406
Philip Morris International, Inc.	210,000	17,104,500
		28,820,906
Trading Companies & Distributors — 0.1%		
MRC Global, Inc.*	99,500	1,507,425
TOTAL LONG-TERM INVESTMENTS (cost $2,433,224,987)		2,758,611,261
SHORT-TERM INVESTMENTS — 2.0%		
AFFILIATED MONEY MARKET MUTUAL FUND — 1.9%		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $51,535,823; includes $24,580,611 of cash collateral for securities on loan)(b)(w)(Note 4)	51,535,823	51,535,823

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Interest Rate	Maturity Date	Principal Amount (000)#	Value (Note 2)
U.S. TREASURY OBLIGATION(k)(n) **— 0.1%**			
U.S. Treasury Bills (cost $2,399,769)			
0.045%	03/19/15	2,400	$ 2,399,899
TOTAL SHORT-TERM INVESTMENTS (cost $53,935,592)			53,935,722
TOTAL INVESTMENTS — 100.8% (cost $2,487,160,579)			2,812,546,983
Liabilities in excess of other assets(x) **— (0.8)%**			(21,034,102)
NET ASSETS — 100.0%			$ 2,791,512,881

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

\# Principal or notional amount is shown in U.S. dollars unless otherwise stated.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $23,673,892; cash collateral of $24,580,611 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(k) Represents security, or a portion thereof, segregated as collateral for futures contracts.

(n) Rate shown reflects yield to maturity at purchase date.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

(x) Includes net unrealized appreciation (depreciation) on the following derivative contracts held at reporting period end:

Financial futures contracts open at December 31, 2014:

Number of Contracts	Type	Expiration Date	Value at Trade Date	Value at December 31, 2014	Unrealized Appreciation(1)
Long Position:					
300	S&P 500 E-Mini	Mar. 2015	$30,131,875	$30,786,000	$654,125

(1) U.S. Treasury securities with a market value of $2,399,899 have been segregated with Goldman Sachs & Co. to cover requirements for open contracts at December 31, 2014.

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 49,930,280	$ —	$ —
Air Freight & Logistics	34,191,549	—	—
Airlines	47,536,184	—	—
Auto Components	21,483,486	—	—
Automobiles	3,424,831	—	—
Banks	146,278,954	—	—
Beverages	66,275,459	—	—
Biotechnology	118,873,554	—	—
Building Products	2,978,448	—	—
Capital Markets	74,642,732	—	—
Chemicals	79,830,055	—	—
Commercial Services & Supplies	1,103,961	—	—
Communications Equipment	87,922,623	—	—
Construction & Engineering	1,797,087	—	—
Consumer Finance	32,018,970	—	—
Diversified Consumer Services	912,728	—	—
Diversified Financial Services	27,806,490	—	—
Diversified Telecommunication Services	24,406,141	—	—
Electric Utilities	31,610,208	—	—
Electrical Equipment	10,434,106	—	—
Electronic Equipment, Instruments & Components	4,284,785	—	—
Energy Equipment & Services	27,182,215	—	—

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Level 1	Level 2	Level 3
Food & Staples Retailing	$ 105,267,736	$ —	$ —
Food Products	67,758,326	—	—
Gas Utilities	11,031,560	—	—
Health Care Equipment & Supplies	25,261,438	—	—
Health Care Providers & Services	103,638,844	—	—
Health Care Technology	10,604,240	—	—
Hotels, Restaurants & Leisure	85,803,546	—	—
Household Products	13,617,551	—	—
Independent Power & Renewable Electricity Producers	13,352,769	—	—
Industrial Conglomerates	60,762,204	—	—
Insurance	53,155,626	—	—
Internet Software & Services	70,263,500	—	—
IT Services	60,637,139	—	—
Leisure Products	2,313,972	—	—
Machinery	38,789,977	—	—
Media	58,145,258	—	—
Metals & Mining	5,964,300	—	—
Multiline Retail	14,132,304	—	—
Multi-Utilities	12,460,167	—	—
Oil, Gas & Consumable Fuels	203,160,560	—	—
Personal Products	3,652,710	—	—
Pharmaceuticals	172,361,904	—	—
Real Estate Investment Trusts (REITs)	55,575,610	—	—
Real Estate Management & Development	27,937,539	—	—
Road & Rail	69,850,811	—	—
Semiconductors & Semiconductor Equipment	103,991,907	—	—
Software	123,167,183	—	—
Specialty Retail	93,235,323	—	—
Technology Hardware, Storage & Peripherals	136,285,975	—	—
Textiles, Apparel & Luxury Goods	31,178,105	—	—
Tobacco	28,820,906	—	—
Trading Companies & Distributors	1,507,425	—	—
U. S. Treasury Obligation	—	2,399,899	—
Affiliated Money Market Mutual Fund	51,535,823	—	—
Other Financial Instruments*			
Futures	654,125	—	—
Total	$2,810,801,209	$2,399,899	$ —

*Other financial instruments are derivative instruments not reflected in the Schedule of Investments, such as futures, forwards and exchange-traded swap contracts, which are recorded at the unrealized appreciation/depreciation on the instrument, and over-the-counter swap contracts which are recorded at fair value.

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Oil, Gas & Consumable Fuels	7.3%
Pharmaceuticals	6.2
Banks	5.2
Technology Hardware, Storage & Peripherals	4.9
Software	4.4
Biotechnology	4.3
Food & Staples Retailing	3.8
Semiconductors & Semiconductor Equipment	3.7
Health Care Providers & Services	3.7
Specialty Retail	3.3
Communications Equipment	3.1
Hotels, Restaurants & Leisure	3.1
Chemicals	2.9
Capital Markets	2.7
Internet Software & Services	2.5
Road & Rail	2.5%
Food Products	2.4
Beverages	2.4
Industrial Conglomerates	2.2
IT Services	2.2
Media	2.1
Real Estate Investment Trusts (REITs)	2.0
Insurance	1.9
Affiliated Money Market Mutual Fund (0.9% represents investments purchased with collateral from securities on loan)	1.9
Aerospace & Defense	1.8
Airlines	1.7
Machinery	1.4
Air Freight & Logistics	1.2
Consumer Finance	1.1
Electric Utilities	1.1
Textiles, Apparel & Luxury Goods	1.1
Tobacco	1.0
Real Estate Management & Development	1.0

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Diversified Financial Services	1.0%	Electronic Equipment, Instruments & Components	0.1%
Energy Equipment & Services	1.0	Personal Products	0.1
Health Care Equipment & Supplies	0.9	Automobiles	0.1
Diversified Telecommunication Services	0.9	Building Products	0.1
Auto Components	0.8	U.S. Treasury Obligations	0.1
Multiline Retail	0.5	Leisure Products	0.1
Household Products	0.5	Construction & Engineering	0.1
Independent Power & Renewable Electricity Producers	0.5	Trading Companies & Distributors	0.1
Multi-Utilities	0.4		100.8
Gas Utilities	0.4	Liabilities in excess of other assets	(0.8)
Health Care Technology	0.4		100.0%
Electrical Equipment	0.4		
Metals & Mining	0.2		

The Portfolio invested in derivative instruments during the reporting period. The primary type of risk associated with these derivative instruments is equity risk. The effect of such derivative instruments on the Portfolio's financial position and financial performance as reflected in the Statement of Assets and Liabilities and the Statement of Operations is presented in the summary below.

Fair values of derivative instruments as of December 31, 2014 as presented in the Statement of Assets and Liabilities:

Derivatives not accounted for as hedging instruments, carried at fair value	Asset Derivatives		Liability Derivatives	
	Balance Sheet Location	Fair Value	Balance Sheet Location	Fair Value
Equity contracts	Due from/to broker-variation margin futures	$654,125*	—	$—

* Includes cumulative appreciation/depreciation as reported in the schedule of open futures and exchange-traded swap contracts. Only unsettled variation margin receivable (payable) is reported within the Statement of Assets and Liabilities.

The effects of derivative instruments on the Statement of Operations for the year ended December 31, 2014 are as follows:

Amount of Realized Gain or (Loss) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Futures
Equity contracts	$4,184,931

Change in Unrealized Appreciation or (Depreciation) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Futures
Equity contracts	$(30,438)

For the year ended December 31, 2014, the Portfolio's average value at trade date for futures long position was $28,670,727.

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $23,673,892:	
Unaffiliated investments (cost $2,435,624,756)	$2,761,011,160
Affiliated investments (cost $51,535,823)	51,535,823
Dividends and interest receivable	4,352,612
Receivable for fund share sold	91,816
Prepaid expenses	21,423
Total Assets	2,817,012,834
LIABILITIES:	
Payable to broker for collateral for securities on loan	24,580,611
Advisory fees payable	427,090
Due to broker-variation margin futures	364,500
Accrued expenses and other liabilities	80,912
Distribution fee payable	46,479
Affiliated transfer agent fee payable	361
Total Liabilities	25,499,953
NET ASSETS	$2,791,512,881
Net assets were comprised of:	
Paid-in capital	$2,050,423,929
Retained earnings	741,088,952
Net assets, December 31, 2014	$2,791,512,881
Net asset value and redemption price per share, $2,791,512,881 / 205,127,323 outstanding shares of beneficial interest	$ 13.61

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income	$ 53,633,151
Affiliated income from securities lending, net	96,285
Affiliated dividend income	39,775
Interest income	970
	53,770,181
EXPENSES	
Advisory fees	19,226,266
Distribution fee	2,686,094
Custodian and accounting fees	157,000
Insurance expenses	34,000
Trustees' fees	32,000
Audit fee	26,000
Legal fees and expenses	13,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Commitment fee on syndicated credit agreement	5,000
Shareholders' reports	5,000
Loan interest expense	237
Miscellaneous	11,281
Total expenses	22,204,878
Less: advisory fee waivers and/or expense reimbursement	(391,053)
Net expenses	21,813,825
NET INVESTMENT INCOME	31,956,356
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS	
Net realized gain on:	
Investment transactions	266,215,848
Futures transactions	4,184,931
	270,400,779
Net change in unrealized appreciation (depreciation) on:	
Investments	79,452,644
Futures	(30,438)
	79,422,206
NET GAIN ON INVESTMENTS	349,822,985
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$381,779,341

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	April 29, 2013* through December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 31,956,356	$ 21,509,788
Net realized gain on investment transactions	270,400,779	91,181,500
Net change in unrealized appreciation (depreciation) on investments	79,422,206	246,618,323
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	381,779,341	359,309,611
FUND SHARE TRANSACTIONS:		
Fund share sold [8,763,252 and 264,208,743 shares, respectively]	111,051,720	2,721,115,183
Fund share repurchased [25,780,849 and 42,063,823 shares, respectively]	(324,118,021)	(457,624,953)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(213,066,301)	2,263,490,230
TOTAL INCREASE IN NET ASSETS	168,713,040	2,622,799,841
NET ASSETS:		
Beginning of period	2,622,799,841	—
End of period	$2,791,512,881	$2,622,799,841

* Commencement of operations.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 99.6%		
COMMON STOCKS — 99.6%		
Aerospace & Defense — 1.4%		
Astronics Corp.*	72,494	$ 4,009,643
Hexcel Corp.*	199,376	8,272,110
		12,281,753
Airlines — 2.9%		
JetBlue Airways Corp.*(a)	663,755	10,527,154
Spirit Airlines, Inc.*	158,427	11,973,913
Virgin America, Inc.*	57,970	2,507,203
		25,008,270
Banks — 5.7%		
Bank of the Ozarks, Inc.	245,888	9,324,073
CoBiz Financial, Inc.	277,667	3,645,768
ConnectOne Bancorp, Inc.	145,960	2,773,240
Customers Bancorp, Inc.*	90,772	1,766,423
FCB Financial Holdings, Inc. (Class A Stock)*	173,804	4,282,531
First NBC Bank Holding Co.*	140,920	4,960,384
Opus Bank*	212,042	6,015,632
Pacific Premier Bancorp, Inc.*	125,747	2,179,195
PacWest Bancorp	87,873	3,994,707
Square 1 Financial, Inc.*	127,135	3,140,235
Talmer Bancorp, Inc. (Class A Stock), 144A	235,813	3,310,814
UMB Financial Corp.	77,497	4,408,804
		49,801,806
Biotechnology — 11.4%		
Acorda Therapeutics, Inc.*(a)	147,745	6,038,338
Adamas Pharmaceuticals, Inc.*	69,509	1,207,371
Akebia Therapeutics, Inc.*(a)	114,273	1,330,138
Alnylam Pharmaceuticals, Inc.*	61,948	6,008,956
Anacor Pharmaceuticals, Inc.*(a)	110,792	3,573,042
Bellicum Pharmaceuticals, Inc.*(a)	64,450	1,484,928
Bluebird Bio, Inc.*	65,201	5,980,236
Celladon Corp.*	74,943	1,463,637
Cepheid, Inc.*(a)	98,584	5,337,338
Chimerix, Inc.*(a)	69,265	2,788,609
CTI BioPharma Corp.*(a)	967,684	2,283,734
Enanta Pharmaceuticals, Inc.*(a)	45,469	2,312,099
Epizyme, Inc.*(a)	160,665	3,031,749
Intercept Pharmaceuticals, Inc.*(a)	15,160	2,364,960
Intrexon Corp.*(a)	144,166	3,968,890
Isis Pharmaceuticals, Inc.*(a)	119,930	7,404,478
Keryx Biopharmaceuticals, Inc.*(a)	141,969	2,008,861
MacroGenics, Inc.*	121,982	4,277,909
Neurocrine Biosciences, Inc.*	169,818	3,793,734
NPS Pharmaceuticals, Inc.*	186,601	6,674,718
Ophthotech Corp.*(a)	101,975	4,575,618
OvaScience, Inc.*(a)	27,177	1,201,767
Portola Pharmaceuticals, Inc.*(a)	206,876	5,858,729
Puma Biotechnology, Inc.*(a)	24,819	4,697,492
Receptos, Inc.*	43,238	5,297,087
Seattle Genetics, Inc.*(a)	62,187	1,998,068
Ultragenyx Pharmaceutical, Inc.*	37,333	1,638,172
ZIOPHARM Oncology, Inc.*(a)	84,984	430,869
		99,031,527
Building Products — 2.3%		
Apogee Enterprises, Inc.	153,071	6,485,618

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Building Products (cont'd.)		
PGT, Inc.*	162,696	$ 1,566,762
Trex Co., Inc.*(a)	285,189	12,143,348
		20,195,728
Capital Markets — 2.1%		
Fortress Investment Group LLC (Class A Stock)	359,241	2,881,113
FXCM, Inc. (Class A Stock)	196,967	3,263,743
Marcus & Millichap, Inc.*	56,165	1,867,486
Moelis & Co. (Class A Stock)	95,822	3,347,062
Stifel Financial Corp.*	129,676	6,616,070
		17,975,474
Chemicals — 3.0%		
Chemtura Corp.*	62,857	1,554,454
Huntsman Corp.	286,216	6,520,001
PolyOne Corp.	172,699	6,547,019
Quaker Chemical Corp.	118,910	10,944,476
		25,565,950
Commercial Services & Supplies — 1.2%		
ARC Document Solutions, Inc.*	236,604	2,418,093
Knoll, Inc.	79,660	1,686,402
Waste Connections, Inc.	148,201	6,519,362
		10,623,857
Communications Equipment — 0.8%		
Aruba Networks, Inc.*(a)	102,818	1,869,231
Palo Alto Networks, Inc.*(a)	38,930	4,771,650
		6,640,881
Construction & Engineering — 1.5%		
EMCOR Group, Inc.	67,747	3,014,064
Northwest Pipe Co.*	129,357	3,896,233
Primoris Services Corp.	65,803	1,529,262
Tutor Perini Corp.*	192,241	4,627,241
		13,066,800
Construction Materials — 0.5%		
Martin Marietta Materials, Inc.	42,321	4,668,853
Consumer Finance — 0.2%		
PRA Group, Inc.*(a)	32,103	1,859,727
Diversified Consumer Services — 1.0%		
Bright Horizons Family Solutions, Inc.*	52,150	2,451,572
Chegg, Inc.*(a)	228,730	1,580,524
Grand Canyon Education, Inc.*	54,670	2,550,902
Sotheby's(a)	43,768	1,889,902
		8,472,900
Diversified Telecommunication Services — 0.7%		
8x8, Inc.*	347,436	3,182,514
ORBCOMM, Inc.*	311,941	2,040,094
Vonage Holdings Corp.*	150,776	574,457
		5,797,065
Electrical Equipment — 1.1%		
Acuity Brands, Inc.	28,040	3,927,563
Enphase Energy, Inc.*	139,590	1,994,741
Thermon Group Holdings, Inc.*	146,800	3,551,092
		9,473,396

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Electronic Equipment, Instruments & Components — 3.1%		
Coherent, Inc.*	76,872	$ 4,667,668
FARO Technologies, Inc.*	133,353	8,358,566
IPG Photonics Corp.*(a)	158,172	11,850,246
Methode Electronics, Inc.	65,225	2,381,365
		27,257,845
Energy Equipment & Services — 0.3%		
Geospace Technologies Corp.*	91,947	2,436,596
Food & Staples Retailing — 1.5%		
Casey's General Stores, Inc.	23,379	2,111,591
Fresh Market, Inc. (The)*(a)	37,382	1,540,138
Natural Grocers By Vitamin Cottage, Inc.*(a)	169,002	4,760,786
United Natural Foods, Inc.*(a)	55,280	4,274,526
		12,687,041
Food Products — 0.9%		
Inventure Foods, Inc.*	90,040	1,147,110
WhiteWave Foods Co. (The)*	177,591	6,213,909
		7,361,019
Health Care Equipment & Supplies — 5.0%		
Abaxis, Inc.	34,570	1,964,613
Align Technology, Inc.*	38,497	2,152,367
AtriCure, Inc.*	93,709	1,870,432
Cooper Cos., Inc. (The)	25,166	4,079,157
Cyberonics, Inc.*	42,544	2,368,850
Endologix, Inc.*	173,897	2,658,885
Inogen, Inc.*	131,505	4,125,312
K2M Group Holdings, Inc.*(a)	202,605	4,228,366
LDR Holding Corp.*	90,687	2,972,720
Natus Medical, Inc.*	97,508	3,514,188
Sientra, Inc.*	69,819	1,172,261
Sirona Dental Systems, Inc.*	54,432	4,755,724
Spectranetics Corp. (The)*	152,953	5,289,115
Thoratec Corp.*	79,637	2,585,017
		43,737,007
Health Care Providers & Services — 5.7%		
Acadia Healthcare Co., Inc.*(a)	173,590	10,625,444
Air Methods Corp.*(a)	92,836	4,087,569
Centene Corp.*	96,919	10,065,038
ExamWorks Group, Inc.*(a)	62,280	2,590,225
MWI Veterinary Supply, Inc.*(a)	73,776	12,535,280
Team Health Holdings, Inc.*	92,499	5,321,467
WellCare Health Plans, Inc.*	51,840	4,253,990
		49,479,013
Health Care Technology — 1.1%		
HMS Holdings Corp.*(a)	108,177	2,286,862
Icad, Inc.*(a)	21,354	195,816
MedAssets, Inc.*	217,048	4,288,868
Medidata Solutions, Inc.*(a)	60,592	2,893,268
		9,664,814
Hotels, Restaurants & Leisure — 3.9%		
Belmond Ltd. (Class A Stock)*	567,425	7,019,047
Buffalo Wild Wings, Inc.*(a)	20,891	3,768,319
Chuy's Holdings, Inc.*(a)	202,855	3,990,157
Cracker Barrel Old Country Store, Inc.	8,825	1,242,207
Dave & Buster's Entertainment, Inc.*	65,680	1,793,064
Diversified Restaurant Holdings, Inc.*	191,747	989,414

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Hotels, Restaurants & Leisure (cont'd.)		
Jack in the Box, Inc.	74,450	$ 5,953,022
Noodles & Co.*	42,923	1,131,021
Red Robin Gourmet Burgers, Inc.*	75,716	5,828,239
Scientific Games Corp. (Class A Stock)*(a)	183,284	2,333,205
		34,047,695
Household Durables — 1.9%		
Ethan Allen Interiors, Inc.	1,420	43,977
iRobot Corp.*(a)	64,870	2,252,286
KB Home(a)	147,990	2,449,236
Universal Electronics, Inc.*	177,391	11,535,737
		16,281,236
Insurance — 1.2%		
Amtrust Financial Services, Inc.	129,680	7,294,500
Enstar Group Ltd.*	20,291	3,102,291
		10,396,791
Internet Software & Services — 4.2%		
ChannelAdvisor Corp.*(a)	189,379	4,086,799
Cornerstone OnDemand, Inc.*(a)	137,936	4,855,347
Demandware, Inc.*(a)	93,189	5,362,095
E2open, Inc.*(a)	204,544	1,965,668
Everyday Health, Inc.*(a)	108,279	1,597,115
GTT Communications, Inc.*	121,750	1,610,753
HomeAway, Inc.*(a)	305,376	9,094,097
Trulia, Inc.*(a)	103,454	4,761,988
WebMD Health Corp.*(a)	71,603	2,831,899
		36,165,761
IT Services — 0.7%		
EPAM Systems, Inc.*(a)	135,362	6,463,535
Leisure Products — 1.1%		
Black Diamond, Inc.*(a)	191,201	1,673,009
Brunswick Corp.	115,600	5,925,656
Malibu Boats, Inc. (Class A Stock)*	95,847	1,846,972
		9,445,637
Life Sciences Tools & Services — 0.7%		
INC Research Holdings, Inc. (Class A Stock)*	39,989	1,027,317
NanoString Technologies, Inc.*(a)	183,414	2,554,957
PAREXEL International Corp.*	51,110	2,839,672
		6,421,946
Machinery — 2.7%		
Adept Technology, Inc.*(a)	97,330	844,824
Chart Industries, Inc.*	47,416	1,621,627
Colfax Corp.*	98,988	5,104,811
Proto Labs, Inc.*(a)	79,696	5,352,383
Tennant Co.	37,758	2,724,995
WABCO Holdings, Inc.*	36,959	3,872,564
Woodward, Inc.	80,688	3,972,270
		23,493,474
Metals & Mining — 0.6%		
RTI International Metals, Inc.*	207,498	5,241,400
Oil, Gas & Consumable Fuels — 2.3%		
Diamondback Energy, Inc.*	73,115	4,370,815
Gulfport Energy Corp.*	123,849	5,169,457
Magnum Hunter Resources Corp.*	313,742	985,150

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Oil, Gas & Consumable Fuels (cont'd.)		
Rice Energy, Inc.*	246,140	$ 5,161,556
RSP Permian, Inc.*(a)	114,479	2,878,002
Sanchez Energy Corp.*	137,830	1,280,441
		19,845,421
Pharmaceuticals — 1.4%		
Depomed, Inc.*(a)	241,964	3,898,040
Horizon Pharma PLC*(a)	225,659	2,908,744
Marinus Pharmaceuticals, Inc.*	56,650	597,091
Pacira Pharmaceuticals, Inc.*(a)	27,905	2,474,057
Theravance Biopharma, Inc. (Cayman Islands)*(a)	50,233	749,476
ZS Pharma, Inc.*(a)	46,374	1,927,767
		12,555,175
Professional Services — 1.5%		
Advisory Board Co. (The)*(a)	42,443	2,078,858
Kforce, Inc.	242,046	5,840,570
Korn/Ferry International*	79,111	2,275,232
Paylocity Holding Corp.*(a)	90,541	2,364,026
		12,558,686
Real Estate Investment Trusts (REITs) — 1.0%		
Geo Group, Inc. (The)	157,316	6,349,274
Two Harbors Investment Corp.	208,916	2,093,338
		8,442,612
Road & Rail — 1.0%		
Landstar System, Inc.	72,951	5,291,136
Quality Distribution, Inc.*	197,945	2,106,135
Roadrunner Transportation Systems, Inc.*	41,450	967,857
		8,365,128
Semiconductors & Semiconductor Equipment — 4.4%		
Cavium, Inc.*	228,182	14,106,211
Inphi Corp.*	126,624	2,340,012
Kulicke & Soffa Industries, Inc. (Singapore)*	142,673	2,063,052
Microsemi Corp.*	213,514	6,059,527
Pixelworks, Inc.*(a)	169,770	774,151
RF Micro Devices, Inc.*(a)	227,540	3,774,889
Teradyne, Inc.	145,694	2,883,284
Veeco Instruments, Inc.*(a)	167,784	5,852,306
		37,853,432
Software — 9.8%		
Aspen Technology, Inc.*	106,457	3,728,124
FireEye, Inc.*(a)	148,890	4,701,946
Fortinet, Inc.*	184,110	5,644,813
Glu Mobile, Inc.*(a)	762,675	2,974,433
Guidewire Software, Inc.*(a)	152,331	7,712,518
Imperva, Inc.*(a)	299,687	14,813,528
Manhattan Associates, Inc.*	55,010	2,240,007
MicroStrategy, Inc. (Class A Stock)*	29,445	4,781,868
Proofpoint, Inc.*(a)	154,915	7,471,550
PTC, Inc.*	88,523	3,244,368
QLIK Technologies, Inc.*	187,967	5,806,301
Qualys, Inc.*	165,277	6,239,207
Tableau Software, Inc. (Class A Stock)*(a)	40,624	3,443,290
Ultimate Software Group, Inc. (The)*(a)	68,139	10,003,828
Varonis Systems, Inc.*	75,716	2,485,756
		85,291,537

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Specialty Retail — 4.1%		
Christopher & Banks Corp.*	323,256	$ 1,845,792
Five Below, Inc.*(a)	52,448	2,141,452
Genesco, Inc.*	203,154	15,565,660
MarineMax, Inc.*	182,464	3,658,403
Tilly's, Inc. (Class A Stock)*	129,131	1,251,279
Vitamin Shoppe, Inc.*	221,982	10,783,886
		35,246,472
Textiles, Apparel & Luxury Goods — 1.8%		
Deckers Outdoor Corp.*	54,425	4,954,852
Kate Spade & Co.*	27,510	880,595
Sequential Brands Group, Inc.*(a)	241,285	3,153,595
Steven Madden Ltd.*	134,715	4,287,978
Vince Holding Corp.*(a)	102,105	2,669,025
		15,946,045
Thrifts & Mortgage Finance — 1.3%		
Bofl Holding, Inc.*	24,470	1,904,011
Home Loan Servicing Solutions Ltd.	246,625	4,814,120
MGIC Investment Corp.*(a)	442,510	4,124,193
		10,842,324
Trading Companies & Distributors — 0.6%		
H&E Equipment Services, Inc.	85,824	2,410,796
WESCO International, Inc.*(a)	40,060	3,052,973
		5,463,769
TOTAL COMMON STOCKS (cost $721,189,791)		863,455,398
	Units	
WARRANTS*		
Oil, Gas & Consumable Fuels		
Magnum Hunter Resources Corp., expiring 04/15/16(a) (cost $0)	52,011	12,223
TOTAL LONG-TERM INVESTMENTS (cost $721,189,791)		863,467,621
	Shares	
SHORT-TERM INVESTMENT — 23.8%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $206,014,460; includes $204,650,629 of cash collateral for securities on loan)(b)(w)(Note 4)	206,014,460	206,014,460
TOTAL INVESTMENTS — 123.4% (cost $927,204,251)		1,069,482,081
Liabilities in excess of other assets — (23.4)%		(202,894,658)
NET ASSETS — 100.0%		$ 866,587,423

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $199,671,387; cash collateral of $204,650,629 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$12,281,753	$ —	$ —
Airlines	25,008,270	—	—
Banks	49,801,806	—	—
Biotechnology	99,031,527	—	—
Building Products	20,195,728	—	—
Capital Markets	17,975,474	—	—
Chemicals	25,565,950	—	—
Commercial Services & Supplies	10,623,857	—	—
Communications Equipment	6,640,881	—	—
Construction & Engineering	13,066,800	—	—
Construction Materials	4,668,853	—	—
Consumer Finance	1,859,727	—	—
Diversified Consumer Services	8,472,900	—	—
Diversified Telecommunication Services	5,797,065	—	—
Electrical Equipment	9,473,396	—	—
Electronic Equipment, Instruments & Components	27,257,845	—	—
Energy Equipment & Services	2,436,596	—	—
Food & Staples Retailing	12,687,041	—	—
Food Products	7,361,019	—	—
Health Care Equipment & Supplies	43,737,007	—	—
Health Care Providers & Services	49,479,013	—	—
Health Care Technology	9,664,814	—	—
Hotels, Restaurants & Leisure	34,047,695	—	—
Household Durables	16,281,236	—	—
Insurance	10,396,791	—	—
Internet Software & Services	36,165,761	—	—
IT Services	6,463,535	—	—
Leisure Products	9,445,637	—	—
Life Sciences Tools & Services	6,421,946	—	—
Machinery	23,493,474	—	—
Metals & Mining	5,241,400	—	—
Oil, Gas & Consumable Fuels	19,845,421	—	—
Pharmaceuticals	12,555,175	—	—
Professional Services	12,558,686	—	—
Real Estate Investment Trusts (REITs)	8,442,612	—	—
Road & Rail	8,365,128	—	—
Semiconductors & Semiconductor Equipment	37,853,432	—	—
Software	85,291,537	—	—
Specialty Retail	35,246,472	—	—
Textiles, Apparel & Luxury Goods	15,946,045	—	—
Thrifts & Mortgage Finance	10,842,324	—	—
Trading Companies & Distributors	5,463,769	—	—
Warrants			
Oil, Gas & Consumable Fuels	—	—	12,223

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Level 1	Level 2	Level 3
Affiliated Money Market Mutual Fund	$ 206,014,460	$ —	$ —
Total	$1,069,469,858	$ —	$12,223

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Affiliated Money Market Mutual Fund (23.6% represents investments purchased with collateral from securities on loan)	23.8%
Biotechnology	11.4
Software	9.8
Banks	5.7
Health Care Providers & Services	5.7
Health Care Equipment & Supplies	5.0
Semiconductors & Semiconductor Equipment	4.4
Internet Software & Services	4.2
Specialty Retail	4.1
Hotels, Restaurants & Leisure	3.9
Electronic Equipment, Instruments & Components	3.1
Chemicals	3.0
Airlines	2.9
Machinery	2.7
Building Products	2.3
Oil, Gas & Consumable Fuels	2.3
Capital Markets	2.1
Household Durables	1.9
Textiles, Apparel & Luxury Goods	1.8
Construction & Engineering	1.5
Food & Staples Retailing	1.5
Professional Services	1.5
Pharmaceuticals	1.4
Aerospace & Defense	1.4
Thrifts & Mortgage Finance	1.3
Commercial Services & Supplies	1.2
Insurance	1.2
Health Care Technology	1.1
Electrical Equipment	1.1
Leisure Products	1.1
Diversified Consumer Services	1.0
Real Estate Investment Trusts (REITs)	1.0
Road & Rail	1.0
Food Products	0.9
Communications Equipment	0.8
IT Services	0.7
Life Sciences Tools & Services	0.7
Diversified Telecommunication Services	0.7
Trading Companies & Distributors	0.6
Metals & Mining	0.6
Construction Materials	0.5
Energy Equipment & Services	0.3
Consumer Finance	0.2
	123.4
Liabilities in excess of other assets	(23.4)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The Portfolio invested in derivative instruments during the reporting period. The primary type of risk associated with these derivative instruments is equity risk. The effect of such derivative instruments on the Portfolio's financial position and financial performance as reflected in the Statement of Assets and Liabilities and Statement of Operations is presented in the summary below.

Fair values of derivative instruments as of December 31, 2014 as presented in the Statement of Assets and Liabilities:

Derivatives not accounted for as hedging instruments, carried at fair value	Asset Derivatives		Liability Derivatives	
	Balance Sheet Location	Fair Value	Balance Sheet Location	Fair Value
Equity contracts	Unaffiliated investments	$12,223	—	$—

The effects of derivative instruments on the Statement of Operations for the year ended December 31, 2014 are as follows:

Change in Unrealized Appreciation or (Depreciation) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Warrants[1]
Equity contracts	$(42,649)

[1] Included in net change in unrealized appreciation (depreciation) on investments in the Statement of Operations.

For the year ended December 31, 2014, the Portfolio did not have any realized gain or (loss) on derivatives recognized in income.

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $199,671,387:	
Unaffiliated investments (cost $721,189,791)	$ 863,467,621
Affiliated investments (cost $206,014,460)	206,014,460
Receivable for investments sold	2,770,464
Receivable for fund share sold	1,628,671
Dividends and interest receivable	263,529
Prepaid expenses	8,276
Total Assets	1,074,153,021
LIABILITIES:	
Payable to broker for collateral for securities on loan	204,650,629
Payable for investments purchased	1,499,039
Loan payable	700,000
Advisory fees payable	331,397
Payable for fund share repurchased	293,268
Accrued expenses and other liabilities	76,064
Distribution fee payable	14,236
Deferred trustees' fees	604
Affiliated transfer agent fee payable	361
Total Liabilities	207,565,598
NET ASSETS	$ 866,587,423
Net assets were comprised of:	
Paid-in capital	$ 532,079,299
Retained earnings	334,508,124
Net assets, December 31, 2014	$ 866,587,423
Net asset value and redemption price per share, $866,587,423 / 27,254,940 outstanding shares of beneficial interest	$ 31.80

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $6,454 foreign withholding tax)	$ 2,788,561
Affiliated income from securities lending, net	1,355,798
Affiliated dividend income	17,487
Interest income	22
	4,161,868
EXPENSES	
Advisory fees	7,550,442
Distribution fee	859,935
Custodian and accounting fees	152,000
Audit fee	27,000
Trustees' fees	17,000
Legal fees and expenses	12,000
Insurance expenses	11,000
Commitment fee on syndicated credit agreement	9,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Shareholders' reports	5,000
Loan interest expense	1,852
Miscellaneous	10,751
Total expenses	8,663,980
NET INVESTMENT LOSS	(4,502,112)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS	
Net realized gain on investment transactions	109,463,142
Net change in unrealized appreciation (depreciation) on investments	(74,864,858)
NET GAIN ON INVESTMENTS	34,598,284
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$ 30,096,172

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment loss	$ (4,502,112)	$ (2,263,740)
Net realized gain on investment transactions	109,463,142	52,329,105
Net change in unrealized appreciation (depreciation) on investments	(74,864,858)	177,245,110
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	30,096,172	227,310,475
FUND SHARE TRANSACTIONS:		
Fund share sold [2,416,824 and 11,086,247 shares, respectively]	72,069,558	291,224,271
Fund share repurchased [4,365,632 and 10,100,040 shares, respectively]	(130,183,618)	(263,292,029)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(58,114,060)	27,932,242
TOTAL INCREASE (DECREASE) IN NET ASSETS	(28,017,888)	255,242,717
NET ASSETS:		
Beginning of year	894,605,311	639,362,594
End of year	$ 866,587,423	$ 894,605,311

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 99.7%		
COMMON STOCKS — 96.1%		
Aerospace & Defense — 4.0%		
Astronics Corp.*	65,200	$ 3,606,212
Esterline Technologies Corp.*(a)	24,700	2,709,096
HEICO Corp.	55,200	3,334,080
HEICO Corp. (Class A Stock)	95,600	4,527,616
Hexcel Corp.*	117,580	4,878,394
Moog, Inc. (Class A Stock)*	54,600	4,042,038
Teledyne Technologies, Inc.*	86,810	8,918,859
		32,016,295
Airlines — 0.2%		
Allegiant Travel Co.	3,405	511,874
Spirit Airlines, Inc.*	13,880	1,049,050
		1,560,924
Auto Components — 1.4%		
Dana Holding Corp.	144,300	3,137,082
Tenneco, Inc.*	148,630	8,413,944
		11,551,026
Banks — 1.8%		
Customers Bancorp, Inc.*	140,298	2,730,199
First Merchants Corp.	132,931	3,024,180
Great Western Bancorp, Inc.*	63,800	1,454,002
Sandy Spring Bancorp, Inc.	4,300	112,144
Western Alliance Bancorp*	145,250	4,037,950
Wintrust Financial Corp.	61,900	2,894,444
		14,252,919
Beverages — 0.6%		
Boston Beer Co., Inc. (The) (Class A Stock)*(a)	15,556	4,504,084
Biotechnology — 9.8%		
Acorda Therapeutics, Inc.*(a)	105,090	4,295,028
Agios Pharmaceuticals, Inc.*(a)	25,330	2,837,973
Alnylam Pharmaceuticals, Inc.*	39,500	3,831,500
Amicus Therapeutics, Inc.*	445,140	3,703,565
Anacor Pharmaceuticals, Inc.*(a)	61,400	1,980,150
BioCryst Pharmaceuticals, Inc.*(a)	228,640	2,780,262
Bluebird Bio, Inc.*	53,980	4,951,046
Chimerix, Inc.*(a)	99,350	3,999,831
Five Prime Therapeutics, Inc.*	900	24,300
Hyperion Therapeutics, Inc.*	83,900	2,013,600
Immune Design Corp.*	48,240	1,484,827
Juno Therapeutics, Inc.*(a)	38,660	2,018,825
Kite Pharma, Inc.*(a)	52,310	3,016,718
KYTHERA Biopharmaceuticals, Inc.*(a)	60,290	2,090,857
Ligand Pharmaceuticals, Inc.*(a)	78,130	4,157,297
Loxo Oncology, Inc.*	116,341	1,367,007
Novavax, Inc.*	385,960	2,288,743
NPS Pharmaceuticals, Inc.*	108,720	3,888,914
Portola Pharmaceuticals, Inc.*	71,400	2,022,048
PTC Therapeutics, Inc.*(a)	53,900	2,790,403
Puma Biotechnology, Inc.*(a)	17,100	3,236,517
Receptos, Inc.*	35,875	4,395,046
Sage Therapeutics, Inc.*(a)	55,758	2,040,743
Synageva Biopharma Corp.*(a)	32,940	3,056,503
TESARO, Inc.*(a)	65,600	2,439,664
Ultragenyx Pharmaceutical, Inc.*(a)	101,120	4,437,146

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Biotechnology (cont'd.)		
Vital Therapies, Inc.*(a)	147,994	$ 3,689,490
		78,838,003
Building Products — 1.7%		
A.O. Smith Corp.	54,100	3,051,781
AAON, Inc.	119,000	2,664,410
Lennox International, Inc.	45,200	4,297,164
Simpson Manufacturing Co., Inc.	100,280	3,469,688
		13,483,043
Capital Markets — 1.1%		
Evercore Partners, Inc. (Class A Stock)	50,200	2,628,974
HFF, Inc. (Class A Stock)	106,400	3,821,888
WisdomTree Investments, Inc.(a)	165,220	2,589,824
		9,040,686
Chemicals — 2.1%		
Cabot Corp.	56,500	2,478,090
Cytec Industries, Inc.	65,060	3,003,820
Omnova Solutions, Inc.*	252,890	2,058,525
Orion Engineered Carbons SA (Luxembourg)	63,900	1,085,661
PolyOne Corp.	126,600	4,799,406
Quaker Chemical Corp.	39,984	3,680,127
		17,105,629
Commercial Services & Supplies — 1.2%		
Deluxe Corp.	76,640	4,770,840
Knoll, Inc.	44,355	938,995
Steelcase, Inc. (Class A Stock)	217,010	3,895,330
		9,605,165
Communications Equipment — 0.8%		
Aruba Networks, Inc.*	146,000	2,654,280
Ciena Corp.*(a)	65,950	1,280,089
Ubiquiti Networks, Inc.	69,400	2,057,016
		5,991,385
Construction Materials — 0.5%		
Headwaters, Inc.*	276,900	4,150,731
Consumer Finance — 0.9%		
PRA Group, Inc.*(a)	121,160	7,018,799
Containers & Packaging — 1.1%		
Graphic Packaging Holding Co.*	417,900	5,691,798
Silgan Holdings, Inc.	63,100	3,382,160
		9,073,958
Distributors — 0.6%		
Core-Mark Holding Co., Inc.	71,180	4,408,177
Diversified Consumer Services — 0.5%		
Capella Education Co.	50,150	3,859,544
Diversified Financial Services — 0.3%		
MarketAxess Holdings, Inc.	33,470	2,400,134
Diversified Telecommunication Services — 0.4%		
Cogent Communications Holdings, Inc.	91,060	3,222,613
Electrical Equipment — 0.9%		
AZZ, Inc.	68,500	3,214,020
Generac Holdings, Inc.*(a)	93,060	4,351,486
		7,565,506

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Electronic Equipment, Instruments & Components — 1.8%		
CDW Corp.	101,810	$ 3,580,658
FEI Co.	78,801	7,119,671
Littelfuse, Inc.	34,140	3,300,314
		14,000,643
Energy Equipment & Services — 0.8%		
Forum Energy Technologies, Inc.*	76,000	1,575,480
Newpark Resources, Inc.*	234,900	2,240,946
Rignet, Inc.*	61,930	2,540,988
		6,357,414
Food & Staples Retailing — 1.8%		
Casey's General Stores, Inc.	74,500	6,728,840
Diplomat Pharmacy, Inc.*	39,400	1,078,378
Natural Grocers By Vitamin Cottage, Inc.*(a)	130,100	3,664,917
Pricesmart, Inc.	34,800	3,174,456
		14,646,591
Food Products — 1.5%		
Diamond Foods, Inc.*	3,624	102,306
Freshpet, Inc.*(a)	168,840	2,880,410
Pinnacle Foods, Inc.	113,630	4,011,139
TreeHouse Foods, Inc.*	59,500	5,089,035
		12,082,890
Health Care Equipment & Supplies — 6.9%		
AtriCure, Inc.*	165,000	3,293,400
Atrion Corp.	3,205	1,089,732
Cyberonics, Inc.*	52,700	2,934,336
DexCom, Inc.*	212,800	11,714,641
Globus Medical, Inc. (Class A Stock)*	198,700	4,723,099
ICU Medical, Inc.*	47,800	3,914,820
NxStage Medical, Inc.*	366,014	6,562,631
Ocular Therapeutix, Inc.*	109,762	2,581,602
STERIS Corp.(a)	68,820	4,462,977
Vascular Solutions, Inc.*	143,283	3,891,566
West Pharmaceutical Services, Inc.	120,300	6,404,772
Zeltiq Aesthetics, Inc.*	118,820	3,316,266
		54,889,842
Health Care Providers & Services — 4.2%		
AAC Holdings, Inc.*(a)	63,454	1,961,998
Acadia Healthcare Co., Inc.*(a)	64,480	3,946,821
Corvel Corp.*	75,800	2,821,276
ExamWorks Group, Inc.*(a)	91,520	3,806,317
HealthSouth Corp.	137,900	5,303,634
Surgical Care Affiliates, Inc.*(a)	83,421	2,807,117
Team Health Holdings, Inc.*	90,900	5,229,477
US Physical Therapy, Inc.	98,400	4,128,864
WellCare Health Plans, Inc.*	47,700	3,914,262
		33,919,766
Health Care Technology — 0.4%		
Omnicell, Inc.*	99,780	3,304,714
Hotels, Restaurants & Leisure — 4.8%		
Bloomin' Brands, Inc.*	262,800	6,506,928
Brinker International, Inc.	60,500	3,550,745
Buffalo Wild Wings, Inc.*	21,500	3,878,170
Del Frisco's Restaurant Group, Inc.*	115,600	2,744,344
Ignite Restaurant Group, Inc.*	138,092	1,086,784
La Quinta Holdings, Inc.*	199,240	4,395,234

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Hotels, Restaurants & Leisure (cont'd.)		
Marriott Vacations Worldwide Corp.	94,414	$ 7,037,620
Popeyes Louisiana Kitchen, Inc.*	34,050	1,915,994
Red Robin Gourmet Burgers, Inc.*	47,430	3,650,924
Sonic Corp.	144,510	3,935,007
		38,701,750
Household Durables — 0.2%		
Taylor Morrison Home Corp. (Class A Stock)*	96,000	1,813,440
Insurance — 0.7%		
AMERISAFE, Inc.	85,345	3,615,214
James River Group Holdings Ltd.*	87,140	1,983,306
		5,598,520
Internet & Catalog Retail — 1.2%		
HSN, Inc.	76,900	5,844,400
Wayfair, Inc. (Class A Stock)*(a)	80,930	1,606,461
zulily, Inc. (Class A Stock)*(a)	74,930	1,753,362
		9,204,223
Internet Software & Services — 4.6%		
Bankrate, Inc.*(a)	120,500	1,497,815
Carbonite, Inc.*	15,585	222,398
comScore, Inc.*	98,850	4,589,605
Constant Contact, Inc.*	134,690	4,943,123
Cvent, Inc.*(a)	48,100	1,339,104
Demandware, Inc.*(a)	29,900	1,720,446
Everyday Health, Inc.*	144,142	2,126,095
Five9, Inc.*(a)	218,784	980,152
j2 Global, Inc.	86,400	5,356,800
LogMeIn, Inc.*	164,463	8,114,604
Marketo, Inc.*(a)	81,000	2,650,320
Q2 Holdings, Inc.*	35,700	672,588
WebMD Health Corp.*	71,000	2,808,050
		37,021,100
IT Services — 4.6%		
Blackhawk Network Holdings, Inc. (Class B Stock)*	52,800	1,990,032
CACI International, Inc. (Class A Stock)*	39,300	3,386,874
Cass Information Systems, Inc.	63,007	3,355,123
EPAM Systems, Inc.*	68,270	3,259,893
Euronet Worldwide, Inc.*	127,200	6,983,280
ExlService Holdings, Inc.*	146,764	4,213,594
Heartland Payment Systems, Inc.	163,150	8,801,943
WEX, Inc.*	47,020	4,651,219
		36,641,958
Leisure Products — 0.4%		
Arctic Cat, Inc.	80,000	2,840,000
Life Sciences Tools & Services — 1.7%		
Bruker Corp.*	168,200	3,300,084
Fluidigm Corp.*(a)	124,430	4,197,024
NanoString Technologies, Inc.*	115,577	1,609,988
PAREXEL International Corp.*	79,100	4,394,796
		13,501,892
Machinery — 0.9%		
Altra Industrial Motion Corp.	64,681	1,836,293
Chart Industries, Inc.*	59,800	2,045,160

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Machinery (cont'd.)		
Toro Co. (The)	51,100	$ 3,260,691
		7,142,144
Media — 0.5%		
Imax Corp. (Canada)*(a)	137,770	4,257,093
Metals & Mining — 0.5%		
Steel Dynamics, Inc..	202,210	3,991,625
Multiline Retail — 0.5%		
Burlington Stores, Inc.*	89,200	4,215,592
Oil, Gas & Consumable Fuels — 1.8%		
Carrizo Oil & Gas, Inc.*	50,440	2,098,304
Diamondback Energy, Inc.*	78,130	4,670,611
Jones Energy, Inc. (Class A Stock)*(a)	106,200	1,211,742
PBF Energy, Inc. (Class A Stock)	65,300	1,739,592
Rosetta Resources, Inc.*(a)	65,400	1,459,074
RSP Permian, Inc.*(a)	120,200	3,021,828
		14,201,151
Pharmaceuticals — 1.1%		
Pacira Pharmaceuticals, Inc.*	45,010	3,990,587
Prestige Brands Holdings, Inc.*	121,400	4,215,008
XenoPort, Inc.*	48,700	427,099
		8,632,694
Professional Services — 2.9%		
Exponent, Inc.	46,722	3,854,565
GP Strategies Corp.*	93,017	3,156,067
Huron Consulting Group, Inc.*	57,670	3,944,051
On Assignment, Inc.*	100,400	3,332,276
TriNet Group, Inc.*	128,180	4,009,470
TrueBlue, Inc.*	139,290	3,099,203
WageWorks, Inc.*(a)	34,100	2,201,837
		23,597,469
Real Estate Investment Trusts (REITs) — 1.2%		
Altisource Residential Corp.	60,500	1,173,700
Coresite Realty Corp.	72,900	2,846,745
Ramco-Gershenson Properties Trust	108,300	2,029,542
Sunstone Hotel Investors, Inc..	229,900	3,795,649
		9,845,636
Road & Rail — 1.5%		
Celadon Group, Inc.	108,200	2,455,058
Marten Transport Ltd.	88,400	1,932,424
Old Dominion Freight Line, Inc.*	42,150	3,272,526
Swift Transportation Co.*	147,600	4,225,788
		11,885,796
Semiconductors & Semiconductor Equipment — 3.0%		
Microsemi Corp.*	224,740	6,378,121
Nanometrics, Inc.*	110,498	1,858,576
Spansion, Inc. (Class A Stock)*(a)	58,030	1,985,787
Sunedison Semiconductor Ltd.*	99,990	1,856,814
SunEdison, Inc.*(a)	207,800	4,054,178
SunPower Corp.*(a)	84,200	2,174,886
Tower Semiconductor Ltd. (Israel)*	342,280	4,562,592
Ultratech, Inc.*	64,560	1,198,234
		24,069,188
Software — 9.0%		
Aspen Technology, Inc.*	102,300	3,582,546
COMMON STOCKS (Continued)		
Software (cont'd.)		
Barracuda Networks, Inc.*(a)	137,210	$ 4,917,606
Ellie Mae, Inc.*(a)	106,930	4,311,418
ePlus, Inc.*	57,000	4,314,330
Fair Isaac Corp.	69,000	4,988,700
FleetMatics Group PLC*(a)	139,800	4,961,502
Manhattan Associates, Inc.*	136,473	5,557,180
Model N, Inc.*	212,144	2,252,969
NetScout Systems, Inc.*(a)	72,900	2,663,766
Proofpoint, Inc.*(a)	159,640	7,699,437
PTC, Inc.*	132,900	4,870,785
Qualys, Inc.*	72,200	2,725,550
Solera Holdings, Inc.	95,120	4,868,242
Take-Two Interactive Software, Inc.*	170,440	4,777,433
Tyler Technologies, Inc.*	51,520	5,638,349
Ultimate Software Group, Inc. (The)*	27,865	4,091,000
		72,220,813
Specialty Retail — 2.5%		
DSW, Inc. (Class A Stock)	105,800	3,946,340
Five Below, Inc.*(a)	88,950	3,631,829
Lithia Motors, Inc. (Class A Stock)(a)	46,830	4,059,693
Pier 1 Imports, Inc.	273,200	4,207,280
Restoration Hardware Holdings, Inc.*	46,900	4,502,869
		20,348,011
Textiles, Apparel & Luxury Goods — 3.0%		
Carter's, Inc.	38,300	3,343,973
Deckers Outdoor Corp.*	37,010	3,369,390
G-III Apparel Group Ltd.*	40,810	4,122,218
Kate Spade & Co.*	123,720	3,960,277
Oxford Industries, Inc..	38,675	2,135,247
Steven Madden Ltd.*	123,000	3,915,090
Vince Holding Corp.*(a)	124,200	3,246,588
		24,092,783
Thrifts & Mortgage Finance — 0.7%		
EverBank Financial Corp.	181,900	3,467,014
MGIC Investment Corp.*	247,160	2,303,531
		5,770,545
Trading Companies & Distributors — 0.9%		
Applied Industrial Technologies, Inc.(a)	62,600	2,853,934
H&E Equipment Services, Inc.	108,550	3,049,170
Neff Corp. (Class A Stock)*	142,330	1,604,059
		7,507,163
Wireless Telecommunication Services — 0.6%		
RingCentral, Inc. (Class A Stock)*(a)	299,840	4,473,613
TOTAL COMMON STOCKS (cost $737,532,346)		770,424,680
EXCHANGE TRADED FUND — 3.6%		
iShares Russell 2000 Growth ETF(a) (cost $28,474,139)	204,468	29,112,154
TOTAL LONG-TERM INVESTMENTS (cost $766,006,485)		799,536,834

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
SHORT-TERM INVESTMENT — 17.3%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $138,299,415; includes $134,790,720 of cash collateral for securities on loan)(b)(w)(Note 4)	138,299,415	$ 138,299,415
TOTAL INVESTMENTS — 117.0% (cost $904,305,900)		937,836,249
Liabilities in excess of other assets — (17.0)%		(136,015,564)
NET ASSETS — 100.0%		$ 801,820,685

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $131,655,270; cash collateral of $134,790,720 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$32,016,295	$ —	$ —
Airlines	1,560,924	—	—
Auto Components	11,551,026	—	—
Banks	14,252,919	—	—
Beverages	4,504,084	—	—
Biotechnology	78,838,003	—	—
Building Products	13,483,043	—	—
Capital Markets	9,040,686	—	—
Chemicals	17,105,629	—	—
Commercial Services & Supplies	9,605,165	—	—
Communications Equipment	5,991,385	—	—
Construction Materials	4,150,731	—	—
Consumer Finance	7,018,799	—	—
Containers & Packaging	9,073,958	—	—
Distributors	4,408,177	—	—
Diversified Consumer Services	3,859,544	—	—
Diversified Financial Services	2,400,134	—	—
Diversified Telecommunication Services	3,222,613	—	—
Electrical Equipment	7,565,506	—	—
Electronic Equipment, Instruments & Components	14,000,643	—	—
Energy Equipment & Services	6,357,414	—	—
Food & Staples Retailing	14,646,591	—	—
Food Products	12,082,890	—	—
Health Care Equipment & Supplies	54,889,842	—	—
Health Care Providers & Services	33,919,766	—	—
Health Care Technology	3,304,714	—	—
Hotels, Restaurants & Leisure	38,701,750	—	—
Household Durables	1,813,440	—	—
Insurance	5,598,520	—	—
Internet & Catalog Retail	9,204,223	—	—
Internet Software & Services	37,021,100	—	—
IT Services	36,641,958	—	—

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Level 1	Level 2	Level 3
Leisure Products	$ 2,840,000	$ —	$ —
Life Sciences Tools & Services	13,501,892	—	—
Machinery	7,142,144	—	—
Media	4,257,093	—	—
Metals & Mining	3,991,625	—	—
Multiline Retail	4,215,592	—	—
Oil, Gas & Consumable Fuels	14,201,151	—	—
Pharmaceuticals	8,632,694	—	—
Professional Services	23,597,469	—	—
Real Estate Investment Trusts (REITs)	9,845,636	—	—
Road & Rail	11,885,796	—	—
Semiconductors & Semiconductor Equipment	24,069,188	—	—
Software	72,220,813	—	—
Specialty Retail	20,348,011	—	—
Textiles, Apparel & Luxury Goods	24,092,783	—	—
Thrifts & Mortgage Finance	5,770,545	—	—
Trading Companies & Distributors	7,507,163	—	—
Wireless Telecommunication Services	4,473,613	—	—
Exchange Traded Fund	29,112,154	—	—
Affiliated Money Market Mutual Fund	138,299,415	—	—
Total	$937,836,249	$ —	$ —

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Affiliated Money Market Mutual Fund (16.8% represents investments purchased with collateral from securities on loan)	17.3%
Biotechnology	9.8
Software	9.0
Health Care Equipment & Supplies	6.9
Hotels, Restaurants & Leisure	4.8
Internet Software & Services	4.6
IT Services	4.6
Health Care Providers & Services	4.2
Aerospace & Defense	4.0
Exchange Traded Fund	3.6
Textiles, Apparel & Luxury Goods	3.0
Semiconductors & Semiconductor Equipment	3.0
Professional Services	2.9
Specialty Retail	2.5
Chemicals	2.1
Food & Staples Retailing	1.8
Banks	1.8
Oil, Gas & Consumable Fuels	1.8
Electronic Equipment, Instruments & Components	1.8
Life Sciences Tools & Services	1.7
Building Products	1.7
Food Products	1.5
Road & Rail	1.5
Auto Components	1.4
Real Estate Investment Trusts (REITs)	1.2
Commercial Services & Supplies	1.2
Internet & Catalog Retail	1.2%
Containers & Packaging	1.1
Capital Markets	1.1
Pharmaceuticals	1.1
Electrical Equipment	0.9
Trading Companies & Distributors	0.9
Machinery	0.9
Consumer Finance	0.9
Energy Equipment & Services	0.8
Communications Equipment	0.8
Thrifts & Mortgage Finance	0.7
Insurance	0.7
Beverages	0.6
Wireless Telecommunication Services	0.6
Distributors	0.6
Media	0.5
Multiline Retail	0.5
Construction Materials	0.5
Metals & Mining	0.5
Diversified Consumer Services	0.5
Health Care Technology	0.4
Diversified Telecommunication Services	0.4
Leisure Products	0.4
Diversified Financial Services	0.3
Household Durables	0.2
Airlines	0.2
	117.0
Liabilities in excess of other assets	(17.0)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The Portfolio invested in derivative instruments during the reporting period. The primary type of risks associated with these derivative instruments is equity risk. The effect of such derivative instruments on the Portfolio's financial position and financial performance as reflected in the Statement of Assets and Liabilities and Statement of Operations is presented in the summary below.

The Portfolio did not hold any derivative instruments as of December 31, 2014, accordingly, no derivative positions were presented in the Statement of Assets and Liabilities.

The effects of derivative instruments on the Statement of Operations for the year ended December 31, 2014 are as follows:

Amount of Realized Gain or (Loss) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Warrants[1]	Futures	Total
Equity contracts	$1,794,001	$8,450,227	$10,244,228

Change in Unrealized Appreciation or (Depreciation) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Warrants[2]
Equity contracts	$(1,085,352)

[1] Included in net realized gain (loss) on investment transactions in the Statement of Operations.

[2] Included in net change in unrealized appreciation (depreciation) on investments in the Statement of Operations.

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $131,655,270:	
Unaffiliated investments (cost $766,006,485)	$799,536,834
Affiliated investments (cost $138,299,415)	138,299,415
Receivable for investments sold	6,459,474
Dividends and interest receivable	353,528
Tax reclaim receivable	66,093
Receivable for fund share sold	14,505
Prepaid expenses	9,275
Total Assets	944,739,124
LIABILITIES:	
Payable to broker for collateral for securities on loan	134,790,720
Payable for investments purchased	5,448,681
Payable for fund share repurchased	2,228,881
Advisory fees payable	327,593
Accrued expenses and other liabilities	108,898
Distribution fee payable	13,305
Affiliated transfer agent fee payable	361
Total Liabilities	142,918,439
NET ASSETS	$801,820,685
Net assets were comprised of:	
Paid-in capital	$469,016,036
Retained earnings	332,804,649
Net assets, December 31, 2014	$801,820,685
Net asset value and redemption price per share, $801,820,685 / 56,358,563 outstanding shares of beneficial interest	$ 14.23

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $100,144 foreign withholding tax)	$ 4,352,167
Affiliated income from securities lending, net	2,914,574
Interest income	356,030
Affiliated dividend income	90,158
	7,712,929
EXPENSES	
Advisory fees	7,548,239
Distribution fee	812,444
Custodian and accounting fees	260,000
Audit fee	25,000
Trustees' fees	17,000
Legal fees and expenses	13,000
Insurance expenses	10,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Commitment fee on syndicated credit agreement	5,000
Shareholders' reports	5,000
Loan interest expense	1,065
Miscellaneous	6,308
Total expenses	8,712,056
NET INVESTMENT LOSS	(999,127)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain (loss) on:	
Investment transactions	190,789,383
Futures transactions	8,450,227
Foreign currency transactions	(225,691)
	199,013,919
Net change in unrealized appreciation (depreciation) on:	
Investments	(161,834,732)
Foreign currencies	(7,008)
	(161,841,740)
NET GAIN ON INVESTMENTS	37,172,179
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$ 36,173,052

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment loss	$ (999,127)	$ (3,218,731)
Net realized gain on investment and foreign currency transactions	199,013,919	99,965,608
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(161,841,740)	153,277,187
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	36,173,052	250,024,064
FUND SHARE TRANSACTIONS:		
Fund share sold [4,323,851 and 16,512,652 shares, respectively]	59,495,230	180,735,145
Fund share repurchased [8,940,021 and 23,011,914 shares, respectively]	(120,907,135)	(253,444,133)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(61,411,905)	(72,708,988)
TOTAL INCREASE (DECREASE) IN NET ASSETS	(25,238,853)	177,315,076
NET ASSETS:		
Beginning of year	827,059,538	649,744,462
End of year	$ 801,820,685	$ 827,059,538

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 98.8%		
COMMON STOCKS — 98.1%		
Aerospace & Defense — 2.3%		
AAR Corp.	82,600	$ 2,294,628
Curtiss-Wright Corp.	77,909	5,499,596
Engility Holdings, Inc.*	59,000	2,525,200
Hexcel Corp.*	76,503	3,174,109
Moog, Inc. (Class A Stock)*	5,650	418,270
Teledyne Technologies, Inc.*	25,203	2,589,356
Triumph Group, Inc.	153,982	10,350,670
		26,851,829
Air Freight & Logistics — 0.1%		
Park-Ohio Holdings Corp.	11,200	705,936
Airlines — 0.7%		
Hawaiian Holdings, Inc.*(a)	212,902	5,546,097
Republic Airways Holdings, Inc.*	150,100	2,189,959
Virgin America, Inc.*	19,100	826,075
		8,562,131
Auto Components — 1.1%		
Cooper Tire & Rubber Co.	148,700	5,152,455
Dana Holding Corp.	166,945	3,629,384
Stoneridge, Inc.*	139,700	1,796,542
Superior Industries International, Inc.	94,170	1,863,624
		12,442,005
Banks — 15.6%		
1st Source Corp.	6,000	205,860
Ameris Bancorp	27,600	707,664
Banc of California, Inc.	41,600	477,152
Banco Latinoamericano de Comercio Exterior SA (Panama)	17,800	535,780
Bank of Kentucky Financial Corp. (The)	4,800	231,696
Bank of Marin Bancorp	6,600	347,094
BankUnited, Inc.	247,111	7,158,805
Banner Corp.	13,800	593,676
BBCN Bancorp, Inc.	27,000	388,260
BNC Bancorp	8,000	137,680
Boston Private Financial Holdings, Inc.	151,230	2,037,068
Cardinal Financial Corp.	86,896	1,723,148
Cascade Bancorp*	47,000	243,930
Cathay General Bancorp	26,900	688,371
Chemical Financial Corp.	11,185	342,709
Citizens & Northern Corp.	11,300	233,571
City Holding Co.	21,000	977,130
Columbia Banking System, Inc.	11,471	316,714
Community Trust Bancorp, Inc.	21,046	770,494
CommunityOne Bancorp*	10,000	114,500
ConnectOne Bancorp, Inc.	13,880	263,720
Customers Bancorp, Inc.*	90,340	1,758,016
CVB Financial Corp.	131,800	2,111,436
Eagle Bancorp, Inc.*	91,207	3,239,673
East West Bancorp, Inc.	21,883	847,091
Enterprise Financial Services Corp.	42,700	842,471
Fidelity Southern Corp.	40,575	653,663
Financial Institutions, Inc.	22,400	563,360
First BanCorp*	233,500	1,370,645
First Bancorp	8,700	160,689
First Busey Corp.	22,000	143,220
First Business Financial Services, Inc.	5,300	253,923

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Banks (cont'd.)		
First Citizens BancShares, Inc. (Class A Stock)	2,200	$ 556,138
First Commonwealth Financial Corp.	173,800	1,602,436
First Community Bancshares, Inc.	32,900	541,863
First Financial Bancorp	34,200	635,778
First Financial Corp.	7,300	260,026
First Horizon National Corp.	232,164	3,152,787
First Interstate Bancsystem, Inc. (Class A Stock)	72,800	2,025,296
First Merchants Corp.	49,900	1,135,225
First Midwest Bancorp, Inc.	282,370	4,831,351
First NBC Bank Holding Co.*	81,949	2,884,605
First Niagara Financial Group, Inc.	58,217	490,769
First of Long Island Corp. (The)	7,200	204,264
First Republic Bank	74,940	3,905,873
FirstMerit Corp.	615,227	11,621,638
Flushing Financial Corp.	21,700	439,859
German American Bancorp, Inc.	4,800	146,496
Great Southern Bancorp, Inc.	13,800	547,446
Hampton Roads Bankshares, Inc.*	26,500	44,520
Hancock Holding Co.	112,191	3,444,264
Hanmi Financial Corp.	206,375	4,501,039
Heartland Financial USA, Inc.	19,100	517,610
Heritage Financial Corp.	17,200	301,860
Horizon Bancorp	16,500	431,310
Iberiabank Corp.	188,464	12,221,890
Independent Bank Corp.	20,400	873,324
Investors Bancorp, Inc.	289,014	3,244,182
MainSource Financial Group, Inc.	32,900	688,268
MB Financial, Inc.	123,782	4,067,476
National Penn Bancshares, Inc.	366,769	3,860,244
NBT Bancorp, Inc.	48,538	1,275,093
OFG Bancorp	83,300	1,386,945
PacWest Bancorp	110,315	5,014,920
Park Sterling Corp.	33,100	243,285
Peoples Bancorp, Inc.	18,900	490,077
Peoples Financial Services Corp.(a)	28,900	1,435,752
Pinnacle Financial Partners, Inc.	95,010	3,756,696
Preferred Bank	39,400	1,098,866
PrivateBancorp, Inc.	130,400	4,355,360
Republic Bancorp, Inc. (Class A Stock)	10,846	268,113
Sierra Bancorp	17,200	302,032
Signature Bank*(a)	65,060	8,194,958
Simmons First National Corp. (Class A Stock)	7,900	321,135
South State Corp.	9,311	624,582
Southwest Bancorp, Inc.	90,833	1,576,861
State Bank Financial Corp.	52,500	1,048,950
Sterling Bancorp	266,798	3,836,555
Stock Yards Bancorp, Inc.	7,300	243,382
Susquehanna Bancshares, Inc.	58,312	783,130
SVB Financial Group*	83,990	9,748,719
TCF Financial Corp.	254,086	4,037,427
Tompkins Financial Corp.	78,227	4,325,953
Trico Bancshares	58,400	1,442,480
Tristate Capital Holdings, Inc.*	35,600	364,544
Trustmark Corp.	15,800	387,732
UMB Financial Corp.	45,200	2,571,428
Umpqua Holdings Corp.	132,127	2,247,480
Union Bankshares Corp.	14,722	354,506

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Banks (cont'd.)		
Webster Financial Corp.	23,000	$ 748,190
WesBanco, Inc.	74,700	2,599,560
West Bancorporation, Inc.	23,700	403,374
Wilshire Bancorp, Inc.	237,900	2,409,927
Wintrust Financial Corp.	268,200	12,541,032
Yadkin Financial Corp.*	16,500	324,225
		180,380,315
Biotechnology — 0.5%		
Applied Genetic Technologies Corp.*(a)	7,400	155,548
Ardelyx, Inc.*(a)	23,100	436,359
Auspex Pharmaceuticals, Inc.*(a)	2,200	115,456
Avalanche Biotechnologies, Inc.*(a)	7,300	394,200
Cara Therapeutics, Inc.*	27,100	270,187
Celldex Therapeutics, Inc.*(a)	43,400	792,050
Dicerna Pharmaceuticals, Inc.*(a)	23,700	390,339
Immune Design Corp.*	13,200	406,296
Kite Pharma, Inc.*(a)	9,900	570,933
Sage Therapeutics, Inc.*(a)	27,600	1,010,160
Ultragenyx Pharmaceutical, Inc.*(a)	16,400	719,632
XOMA Corp.*(a)	199,800	717,282
Zafgen, Inc.*(a)	9,300	286,812
		6,265,254
Building Products — 0.1%		
Gibraltar Industries, Inc.*	77,495	1,260,069
Capital Markets — 2.5%		
Affiliated Managers Group, Inc.*	41,300	8,765,512
Arlington Asset Investment Corp. (Class A Stock)	91,800	2,442,798
BGC Partners, Inc. (Class A Stock)	106,400	973,560
Cowen Group, Inc. (Class A Stock)*(a)	264,214	1,268,227
Federated Investors, Inc. (Class B Stock)(a)	59,152	1,947,875
Greenhill & Co., Inc.	52,668	2,296,325
HFF, Inc. (Class A Stock)	51,782	1,860,009
Investment Technology Group, Inc.*	49,900	1,038,918
Manning & Napier, Inc.	32,900	454,678
Piper Jaffray Cos.*(a)	44,600	2,590,814
Raymond James Financial, Inc.	95,550	5,474,059
		29,112,775
Chemicals — 1.8%		
Axiall Corp.	32,800	1,393,016
Cabot Corp.	13,674	599,742
Cytec Industries, Inc.	41,696	1,925,104
FutureFuel Corp.	4,800	62,496
Hawkins, Inc.	3,100	134,323
Innophos Holdings, Inc.	49,521	2,894,502
Innospec, Inc.	5,300	226,310
Koppers Holdings, Inc.	118,540	3,079,669
Kraton Performance Polymers, Inc.*	92,910	1,931,599
Kronos Worldwide, Inc.	12,700	165,354
Minerals Technologies, Inc.	35,400	2,458,530
PolyOne Corp.	32,480	1,231,317
Schulman (A.), Inc.	40,700	1,649,571
Sensient Technologies Corp.	48,823	2,945,980
Zep, Inc.	30,300	459,045
		21,156,558

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Commercial Services & Supplies — 3.8%		
ABM Industries, Inc.	115,300	$ 3,303,345
ACCO Brands Corp.*	809,666	7,295,091
ARC Document Solutions, Inc.*	55,300	565,166
Brady Corp. (Class A Stock)	17,332	473,857
Cenveo, Inc.*(a)	291,300	611,730
Clean Harbors, Inc.*(a)	82,758	3,976,522
G&K Services, Inc. (Class A Stock)	39,894	2,826,490
Herman Miller, Inc.	27,480	808,736
Interface, Inc.	62,999	1,037,594
KAR Auction Services, Inc.	78,117	2,706,754
Kimball International, Inc. (Class B Stock)	184,900	1,686,288
Matthews International Corp. (Class A Stock)	104,288	5,075,697
Quad/Graphics, Inc.	131,100	3,010,056
RR Donnelley & Sons Co.(a)	27,134	455,987
Steelcase, Inc. (Class A Stock)	81,300	1,459,335
Team, Inc.*	59,985	2,426,993
Tetra Tech, Inc.	120,315	3,212,411
United Stationers, Inc.	38,700	1,631,592
Viad Corp.	44,600	1,189,036
		43,752,680
Communications Equipment — 1.9%		
ARRIS Group, Inc.*	152,600	4,606,994
Bel Fuse, Inc. (Class B Stock)	38,800	1,060,792
Black Box Corp.	35,160	840,324
Comtech Telecommunications Corp.	9,300	293,136
Digi International, Inc.*	348,910	3,241,374
InterDigital, Inc.	77,500	4,099,750
Ixia*	219,474	2,469,083
Plantronics, Inc.	102,170	5,417,053
		22,028,506
Construction & Engineering — 1.3%		
Argan, Inc.	47,900	1,611,356
EMCOR Group, Inc.	225,081	10,013,854
Orion Marine Group, Inc.*	139,097	1,537,022
Tutor Perini Corp.*	93,583	2,252,543
		15,414,775
Consumer Finance — 0.8%		
Cash America International, Inc.	97,700	2,209,974
Enova International, Inc.*	89,583	1,994,118
Green Dot Corp. (Class A Stock)*	219,500	4,497,555
		8,701,647
Containers & Packaging — 0.9%		
Berry Plastics Group, Inc.*	97,724	3,083,192
Graphic Packaging Holding Co.*	210,400	2,865,648
Rock-Tenn Co. (Class A Stock)	22,300	1,359,854
Silgan Holdings, Inc.	49,813	2,669,977
		9,978,671
Diversified Consumer Services — 0.3%		
2U, Inc.*	22,400	440,384
Chegg, Inc.*(a)	99,300	686,163
LifeLock, Inc.*(a)	59,700	1,105,047
Sotheby's	22,430	968,527
		3,200,121

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SCHEDULE OF INVESTMENTS

December 31, 2014

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Diversified Telecommunication Services — 0.7%		
Cogent Communications Holdings, Inc.	70,693	$ 2,501,825
IDT Corp. (Class B Stock)	12,600	255,906
Inteliquent, Inc.	224,000	4,397,120
magicJack VocalTec Ltd. (Israel)*(a)	48,200	391,384
		7,546,235
Electric Utilities — 3.5%		
Allete, Inc.	35,360	1,949,750
Cleco Corp.	92,900	5,066,766
El Paso Electric Co.	34,800	1,394,088
Empire District Electric Co. (The)(a)	25,000	743,500
Great Plains Energy, Inc.	236,028	6,705,555
IDACORP, Inc.	92,247	6,105,829
MGE Energy, Inc.	44,975	2,051,310
PNM Resources, Inc.	42,600	1,262,238
Portland General Electric Co.(a)	316,313	11,966,121
Spark Energy, Inc. (Class A Stock)	3,700	52,133
UIL Holdings Corp.	33,400	1,454,236
Unitil Corp.	13,200	484,044
Westar Energy, Inc.(a)	28,200	1,162,968
		40,398,538
Electrical Equipment — 0.6%		
EnerSys	43,300	2,672,476
General Cable Corp.	74,800	1,114,520
Regal-Beloit Corp.	45,231	3,401,371
		7,188,367
Electronic Equipment, Instruments & Components — 2.8%		
AVX Corp.	331,710	4,643,940
Belden, Inc.	33,514	2,641,238
Benchmark Electronics, Inc.*	123,200	3,134,208
Coherent, Inc.*	39,270	2,384,474
GSI Group, Inc.*	34,200	503,424
Insight Enterprises, Inc.*	55,800	1,444,662
Kimball Electronics, Inc.*	142,375	1,711,348
Littelfuse, Inc.	9,800	947,366
Park Electrochemical Corp.	261,520	6,519,694
Sanmina Corp.*	248,268	5,841,746
ScanSource, Inc.*	7,900	317,264
Zebra Technologies Corp. (Class A Stock)*	35,657	2,760,208
		32,849,572
Energy Equipment & Services — 1.7%		
Basic Energy Services, Inc.*	29,900	209,599
C&J Energy Services, Inc.*	220,140	2,908,049
Dawson Geophysical Co.	20,500	250,715
FMSA Holdings, Inc.*(a)	33,100	229,052
Forum Energy Technologies, Inc.*	33,500	694,455
Frank's International NV(a)	85,360	1,419,537
Gulf Island Fabrication, Inc.	92,990	1,803,076
Helix Energy Solutions Group, Inc.*	82,600	1,792,420
ION Geophysical Corp.*	249,800	686,950
Key Energy Services, Inc.*	420,571	702,354
Matrix Service Co.*	25,450	568,044
McDermott International, Inc.*(a)	358,691	1,043,791
Natural Gas Services Group, Inc.*	59,801	1,377,815
Parker Drilling Co.*	191,400	587,598
Superior Energy Services, Inc.	28,169	567,605
Tesco Corp.	14,600	187,172
TETRA Technologies, Inc.*	316,070	2,111,348

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Energy Equipment & Services (cont'd.)		
Tidewater, Inc.(a)	54,080	$ 1,752,733
Willbros Group, Inc.*	60,000	376,200
		19,268,513
Food & Staples Retailing — 1.8%		
Andersons, Inc. (The)	21,650	1,150,481
Casey's General Stores, Inc.	20,003	1,806,671
Pantry, Inc. (The)*	110,700	4,102,542
Rite Aid Corp.*	714,000	5,369,280
Smart & Final Stores, Inc.*	62,400	981,552
SpartanNash Co.	53,800	1,406,332
SUPERVALU, Inc.*	106,300	1,031,110
Weis Markets, Inc.	104,760	5,009,623
		20,857,591
Food Products — 1.1%		
Chiquita Brands International, Inc.*	206,200	2,981,652
Darling Ingredients, Inc.*	210,431	3,821,427
John B. Sanfilippo & Son, Inc.	19,000	864,500
Pinnacle Foods, Inc.	39,000	1,376,700
Snyder's-Lance, Inc.	52,774	1,612,246
TreeHouse Foods, Inc.*	27,437	2,346,687
		13,003,212
Gas Utilities — 1.1%		
Laclede Group, Inc. (The)	38,957	2,072,512
New Jersey Resources Corp.	39,029	2,388,575
Northwest Natural Gas Co.	42,140	2,102,786
Southwest Gas Corp.	42,600	2,633,106
WGL Holdings, Inc.(a)	65,600	3,583,072
		12,780,051
Health Care Equipment & Supplies — 0.8%		
Cynosure, Inc. (Class A Stock)*	52,500	1,439,550
Greatbatch, Inc.*	8,600	423,980
NuVasive, Inc.*	74,000	3,489,840
OraSure Technologies, Inc.*	93,200	945,048
PhotoMedex, Inc.*(a)	28,816	44,089
Roka Bioscience, Inc.*	22,200	97,902
Teleflex, Inc.	23,630	2,713,197
		9,153,606
Health Care Providers & Services — 2.1%		
Almost Family, Inc.*	7,635	221,033
Amsurg Corp.*	95,884	5,247,731
Brookdale Senior Living, Inc.*	24,930	914,183
Cross Country Healthcare, Inc.*	427,100	5,330,208
HealthEquity, Inc.*	7,300	185,785
HealthSouth Corp.	61,669	2,371,790
Kindred Healthcare, Inc.	30,300	550,854
LifePoint Hospitals, Inc.*	35,872	2,579,555
Molina Healthcare, Inc.*	63,200	3,383,096
Triple-S Management Corp. (Class B Stock)*	27,600	659,916
Trupanion, Inc.*(a)	23,300	161,469
WellCare Health Plans, Inc.*	38,700	3,175,722
		24,781,342
Hotels, Restaurants & Leisure — 0.4%		
Dave & Buster's Entertainment, Inc.*(a)	26,300	717,990
Ruth's Hospitality Group, Inc.	115,400	1,731,000

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SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Hotels, Restaurants & Leisure (cont'd.)		
Scientific Games Corp. (Class A Stock)*(a)	127,282	$ 1,620,300
Speedway Motorsports, Inc.	28,918	632,437
		4,701,727
Household Durables — 1.3%		
Ethan Allen Interiors, Inc.	45,891	1,421,244
Helen of Troy Ltd.*	84,500	5,497,570
Lifetime Brands, Inc.	37,500	645,000
Ryland Group, Inc. (The)	89,120	3,436,467
Skullcandy, Inc.*	154,651	1,421,243
Universal Electronics, Inc.*	26,900	1,749,307
WCI Communities, Inc.*	60,950	1,193,401
		15,364,232
Household Products — 0.1%		
Central Garden & Pet Co. (Class A Stock)*	73,600	702,880
Independent Power & Renewable Electricity Producers — 0.7%		
Dynegy, Inc.*	249,100	7,560,185
Insurance — 5.6%		
Allied World Assurance Co. Holdings AG	183,600	6,962,112
American Equity Investment Life Holding Co.	203,100	5,928,489
AMERISAFE, Inc.	46,500	1,969,740
AmTrust Financial Services, Inc.(a)	28,869	1,623,881
Aspen Insurance Holdings Ltd.	29,500	1,291,215
Assured Guaranty Ltd.	47,200	1,226,728
Axis Capital Holdings Ltd.	101,930	5,207,604
CNO Financial Group, Inc.	311,746	5,368,266
Employers Holdings, Inc.	139,155	3,271,534
Endurance Specialty Holdings Ltd.	53,606	3,207,783
Fidelity & Guaranty Life	34,200	830,034
Hanover Insurance Group, Inc. (The)	75,416	5,378,669
Hilltop Holdings, Inc.*	57,100	1,139,145
Horace Mann Educators Corp.	133,732	4,437,228
Infinity Property & Casualty Corp.	53,967	4,169,490
Maiden Holdings Ltd.	225,400	2,882,866
ProAssurance Corp.	79,760	3,601,164
Selective Insurance Group, Inc.	37,400	1,016,158
Stewart Information Services Corp.	16,400	607,456
Symetra Financial Corp.	82,600	1,903,930
United Fire Group, Inc.	15,800	469,734
Validus Holdings Ltd.	58,157	2,417,005
		64,910,231
Internet & Catalog Retail — 0.4%		
Lands' End, Inc.*(a)	85,200	4,597,392
Wayfair, Inc. (Class A Stock)*(a)	10,000	198,500
		4,795,892
Internet Software & Services — 0.3%		
Five9, Inc.*(a)	14,900	66,752
Intralinks Holdings, Inc.*	68,300	812,770
OPOWER, Inc.*	900	12,807
Q2 Holdings, Inc.*	57,800	1,088,952
WebMD Health Corp.*(a)	24,300	961,065
		2,942,346
IT Services — 1.2%		
Convergys Corp.	147,490	3,004,371
ExlService Holdings, Inc.*	90,975	2,611,892

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
IT Services (cont'd.)		
Heartland Payment Systems, Inc.	48,821	$ 2,633,893
iGATE Corp.*	17,241	680,675
Unisys Corp.*(a)	164,400	4,846,512
		13,777,343
Leisure Products — 0.4%		
Arctic Cat, Inc.	56,012	1,988,426
Callaway Golf Co.	354,604	2,730,451
		4,718,877
Life Sciences Tools & Services — 0.8%		
Charles River Laboratories International, Inc.*	72,810	4,633,628
INC Research Holdings, Inc. (Class A Stock)*	8,000	205,520
PerkinElmer, Inc.	86,450	3,780,459
PRA Health Sciences, Inc.*	23,700	574,014
VWR Corp.*	19,100	494,117
		9,687,738
Machinery — 3.9%		
Actuant Corp. (Class A Stock)	57,769	1,573,628
Altra Industrial Motion Corp.	89,005	2,526,852
Briggs & Stratton Corp.	111,400	2,274,788
EnPro Industries, Inc.*	42,816	2,687,132
Global Brass & Copper Holdings, Inc.	44,100	580,356
Harsco Corp.	210,220	3,971,056
Hurco Cos., Inc.	5,300	180,677
Hyster-Yale Materials Handling, Inc.	16,400	1,200,480
ITT Corp.	89,717	3,629,950
Kadant, Inc.	91,187	3,892,773
LB Foster Co. (Class A Stock)	26,900	1,306,533
Manitowoc Co., Inc. (The)	140,130	3,096,873
Meritor, Inc.*	108,900	1,649,835
NN, Inc.	3,700	76,072
RBC Bearings, Inc.	58,343	3,764,874
Snap-on, Inc.	19,390	2,651,389
Standex International Corp.	2,900	224,054
Terex Corp.	53,744	1,498,383
Trimas Corp.*	164,726	5,154,277
Watts Water Technologies, Inc. (Class A Stock)	45,256	2,871,041
		44,811,023
Marine — 0.4%		
Diana Shipping, Inc. (Greece)*(a)	184,704	1,239,364
Matson, Inc.	83,900	2,896,228
		4,135,592
Media — 0.6%		
AMC Entertainment Holdings, Inc. (Class A Stock)	11,200	293,216
Dex Media, Inc.*(a)	80,200	719,394
Entercom Communications Corp. (Class A Stock)*(a)	26,400	321,024
Entravision Communications Corp. (Class A Stock)	167,400	1,084,752
EW Scripps Co. (The) (Class A Stock)*(a)	106,800	2,386,980
Journal Communications, Inc. (Class A Stock)*	107,600	1,229,868
Live Nation Entertainment, Inc.*	23,700	618,807

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SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Media (cont'd.)		
Sinclair Broadcast Group, Inc. (Class A Stock)(a)	12,216	$ 334,230
		6,988,271
Metals & Mining — 2.1%		
Allegheny Technologies, Inc.	126,557	4,400,387
Ampco-Pittsburgh Corp.	19,100	367,675
Carpenter Technology Corp.	31,970	1,574,523
Commercial Metals Co.	274,250	4,467,532
Globe Specialty Metals, Inc.	24,400	420,412
Haynes International, Inc.	40,070	1,943,395
Horsehead Holding Corp.*(a)	212,340	3,361,342
RTI International Metals, Inc.*	125,636	3,173,565
Steel Dynamics, Inc.	104,350	2,059,869
Worthington Industries, Inc.	90,400	2,720,136
		24,488,836
Multiline Retail — 0.4%		
Burlington Stores, Inc.*	108,080	5,107,861
Multi-Utilities — 0.3%		
NorthWestern Corp.	69,333	3,922,861
Oil, Gas & Consumable Fuels — 2.4%		
Bill Barrett Corp.*(a)	96,620	1,100,502
Carrizo Oil & Gas, Inc.*	123,829	5,151,286
Cloud Peak Energy, Inc.*	148,410	1,362,404
CVR Energy, Inc.	4,400	170,324
Delek US Holdings, Inc.	74,100	2,021,448
Diamondback Energy, Inc.*	27,819	1,663,020
Energy XXI Ltd.(a)	49,019	159,802
Green Plains, Inc.	118,000	2,924,040
Jones Energy, Inc. (Class A Stock)*(a)	62,741	715,875
Oasis Petroleum, Inc.*(a)	84,973	1,405,453
Pacific Ethanol, Inc.*(a)	118,700	1,226,171
Panhandle Oil and Gas, Inc. (Class A Stock)	9,600	223,488
Renewable Energy Group, Inc.*	194,100	1,884,711
REX American Resources Corp.*	13,800	855,186
Rosetta Resources, Inc.*	37,503	836,692
SemGroup Corp. (Class A Stock)	6,600	451,374
Stone Energy Corp.*	77,400	1,306,512
Vaalco Energy, Inc.*	219,300	1,000,008
Warren Resources, Inc.*	736,100	1,185,121
Western Refining, Inc.	6,000	226,680
World Fuel Services Corp.	11,200	525,616
WPX Energy, Inc.*	65,250	758,857
		27,154,570
Paper & Forest Products — 0.4%		
Boise Cascade Co.*	81,080	3,012,122
Domtar Corp.	13,200	530,904
P.H. Glatfelter Co.	14,500	370,765
Resolute Forest Products, Inc.*	44,000	774,840
Schweitzer-Mauduit International, Inc.	6,600	279,180
		4,967,811
Personal Products		
Revlon, Inc. (Class A Stock)*	13,200	450,912
Pharmaceuticals — 0.6%		
Amphastar Pharmaceuticals, Inc.*	57,200	664,092
Impax Laboratories, Inc.*(a)	34,100	1,080,288

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Pharmaceuticals (cont'd.)		
Lannett Co., Inc.*	21,700	$ 930,496
Medicines Co. (The)*	42,000	1,162,140
Prestige Brands Holdings, Inc.*	65,186	2,263,258
Revance Therapeutics, Inc.*	16,500	279,510
ZS Pharma, Inc.*(a)	6,000	249,420
		6,629,204
Professional Services — 1.4%		
CDI Corp.	15,900	281,589
Heidrick & Struggles International, Inc.	27,600	636,180
Kelly Services, Inc. (Class A Stock)	104,300	1,775,186
Korn/Ferry International*	151,207	4,348,713
Paylocity Holding Corp.*	9,300	242,823
Resources Connection, Inc.	72,800	1,197,560
RPX Corp.*	67,600	931,528
TrueBlue, Inc.*	212,921	4,737,492
VSE Corp.	26,900	1,772,710
		15,923,781
Real Estate Investment Trusts (REITs) — 9.8%		
Acadia Realty Trust	11,900	381,157
American Campus Communities, Inc.	42,600	1,761,936
Anworth Mortgage Asset Corp.	462,700	2,429,175
Armada Hoffler Properties, Inc.	21,900	207,831
Ashford Hospitality Prime, Inc.	31,460	539,854
Ashford Hospitality Trust, Inc.	345,300	3,618,744
BioMed Realty Trust, Inc.	73,417	1,581,402
Blackstone Mortgage Trust, Inc. (Class A Stock)	92,536	2,696,499
Capstead Mortgage Corp.	330,800	4,062,224
Cedar Realty Trust, Inc.	156,900	1,151,646
Chambers Street Properties	55,488	447,233
Chatham Lodging Trust	28,900	837,233
Chesapeake Lodging Trust	47,900	1,782,359
CoreSite Realty Corp.	62,300	2,432,815
Corporate Office Properties Trust	180,118	5,109,947
Cousins Properties, Inc.	562,497	6,423,716
CyrusOne, Inc.	33,500	922,925
CYS Investments, Inc.	85,400	744,688
DCT Industrial Trust, Inc.	89,800	3,202,268
DiamondRock Hospitality Co.	372,700	5,542,049
EastGroup Properties, Inc.	63,800	4,039,816
Education Realty Trust, Inc.	105,417	3,857,208
Empire State Realty Trust, Inc. (Class A Stock)(a)	79,870	1,404,115
EPR Properties	14,500	835,635
Equity One, Inc.	120,004	3,043,301
Extra Space Storage, Inc.	16,400	961,696
FelCor Lodging Trust, Inc.	99,800	1,079,836
First Industrial Realty Trust, Inc.(a)	208,300	4,282,648
First Potomac Realty Trust	141,050	1,743,378
Franklin Street Properties Corp.	12,000	147,240
Geo Group, Inc. (The)	51,800	2,090,648
Getty Realty Corp.	13,900	253,119
Government Properties Income Trust	11,200	257,712
Hersha Hospitality Trust	705,560	4,960,087
Home Properties, Inc.	5,900	387,040
Kite Realty Group Trust	55,400	1,592,196
LaSalle Hotel Properties	11,200	453,264
Lexington Realty Trust(a)	210,412	2,310,324

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Real Estate Investment Trusts (REITs) (cont'd.)		
LTC Properties, Inc.	33,500	$ 1,446,195
MFA Financial, Inc.	397,662	3,177,319
Mid-America Apartment Communities, Inc.	22,591	1,687,096
Parkway Properties, Inc.	102,300	1,881,297
Pebblebrook Hotel Trust	128,260	5,852,504
Pennsylvania Real Estate Investment Trust	55,566	1,303,578
PennyMac Mortgage Investment Trust	102,300	2,157,507
Potlatch Corp.	82,600	3,458,462
RAIT Financial Trust(a)	154,200	1,182,714
Ramco-Gershenson Properties Trust	30,300	567,822
Redwood Trust, Inc.	178,200	3,510,540
Rouse Properties, Inc.(a)	33,500	620,420
Summit Hotel Properties, Inc.	131,500	1,635,860
Sun Communities, Inc.(a)	14,400	870,624
Sunstone Hotel Investors, Inc.	187,400	3,093,974
Washington Real Estate Investment Trust	33,770	934,078
		112,954,954
Real Estate Management & Development — 0.5%		
Alexander & Baldwin, Inc.	38,000	1,491,880
CBRE Group, Inc. (Class A Stock)*	34,635	1,186,249
Jones Lang LaSalle, Inc.	12,970	1,944,592
RE/MAX Holdings, Inc. (Class A Stock)	16,300	558,275
		5,180,996
Road & Rail — 0.9%		
AMERCO	11,801	3,354,552
ArcBest Corp.	25,600	1,187,072
Old Dominion Freight Line, Inc.*	62,047	4,817,329
Swift Transportation Co.*	40,700	1,165,241
Universal Truckload Services, Inc.	8,600	245,186
		10,769,380
Semiconductors & Semiconductor Equipment — 4.6%		
Alpha & Omega Semiconductor Ltd.*	93,919	831,183
Amkor Technology, Inc.*	237,400	1,685,540
Audience, Inc.*	7,000	30,800
Exar Corp.*	426,362	4,348,892
Fairchild Semiconductor International, Inc.*	98,390	1,660,823
First Solar, Inc.*	44,600	1,988,937
Integrated Silicon Solution, Inc.	101,600	1,683,512
MKS Instruments, Inc.	132,356	4,844,230
ON Semiconductor Corp.*	562,080	5,693,870
Pericom Semiconductor Corp.*	31,000	419,740
RF Micro Devices, Inc.*(a)	153,374	2,544,475
Rudolph Technologies, Inc.*(a)	554,770	5,675,297
Semtech Corp.*	46,132	1,271,859
Spansion, Inc. (Class A Stock)*(a)	157,200	5,379,384
Teradyne, Inc.	325,583	6,443,288
Ultra Clean Holdings, Inc.*	245,800	2,281,024
Veeco Instruments, Inc.*(a)	163,060	5,687,533
Xcerra Corp.*	18,600	170,376
		52,640,763
Software — 2.2%		
BroadSoft, Inc.*	129,736	3,764,939
Cadence Design Systems, Inc.*(a)	176,229	3,343,064
FireEye, Inc.*(a)	9,200	290,536
Globant SA*	78,700	1,229,294
Imperva, Inc.*	35,400	1,749,822
Paycom Software, Inc.*	15,200	400,216

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Software (cont'd.)		
Proofpoint, Inc.*(a)	4,800	$ 231,504
PTC, Inc.*	114,678	4,202,949
Solera Holdings, Inc.	76,363	3,908,258
Take-Two Interactive Software, Inc.*(a)	60,300	1,690,209
TiVo, Inc.*	171,800	2,034,112
Varonis Systems, Inc.*(a)	66,200	2,173,346
		25,018,249
Specialty Retail — 4.2%		
American Eagle Outfitters, Inc.	180,580	2,506,450
Barnes & Noble, Inc.*(a)	108,000	2,507,760
Boot Barn Holdings, Inc.*(a)	5,400	98,280
Brown Shoe Co., Inc.	53,100	1,707,165
Cabela's, Inc.*(a)	46,470	2,449,434
Cato Corp. (The) (Class A Stock)	40,697	1,716,599
Children's Place, Inc. (The)	30,200	1,721,400
Citi Trends, Inc.*	32,800	828,200
Express, Inc.*	174,890	2,569,134
Finish Line, Inc. (The) (Class A Stock)	13,200	320,892
GNC Holdings, Inc. (Class A Stock)	46,410	2,179,414
MarineMax, Inc.*(a)	224,388	4,498,979
Men's Wearhouse, Inc. (The)	48,463	2,139,641
Office Depot, Inc.*	920,200	7,890,715
Pier 1 Imports, Inc.	360,670	5,554,318
Sally Beauty Holdings, Inc.*	84,320	2,591,997
Select Comfort Corp.*	97,353	2,631,452
Systemax, Inc.*	21,200	286,200
Zumiez, Inc.*	115,300	4,454,039
		48,652,069
Technology Hardware, Storage & Peripherals — 0.3%		
Avid Technology, Inc.*	68,300	970,543
Diebold, Inc.	84,327	2,921,087
		3,891,630
Textiles, Apparel & Luxury Goods — 0.5%		
Iconix Brand Group, Inc.*	39,400	1,331,326
Movado Group, Inc.	80,570	2,285,771
Oxford Industries, Inc.	23,407	1,292,300
Vera Bradley, Inc.*(a)	61,891	1,261,339
		6,170,736
Thrifts & Mortgage Finance — 0.9%		
BankFinancial Corp.	8,100	96,066
Berkshire Hills Bancorp, Inc.	11,200	298,592
Charter Financial Corp.	40,200	460,290
First Defiance Financial Corp.	15,100	514,306
Flagstar Bancorp, Inc.*	235,900	3,710,707
HomeStreet, Inc.	63,000	1,096,830
Pennymac Financial Services, Inc. (Class A Stock)*	49,300	852,890
Provident Financial Services, Inc.	25,700	464,142
Westfield Financial, Inc.	332,780	2,442,605
WSFS Financial Corp.	13,100	1,007,259
		10,943,687
Trading Companies & Distributors — 0.4%		
Applied Industrial Technologies, Inc.(a)	32,400	1,477,116
Rush Enterprises, Inc. (Class A Stock)*	96,840	3,103,722
		4,580,838

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Water Utilities — 0.1%		
American States Water Co.	24,300	$ 915,138
Artesian Resources Corp. (Class A Stock)	6,700	151,353
California Water Service Group	9,900	243,639
		1,310,130
Wireless Telecommunication Services — 0.1%		
RingCentral, Inc. (Class A Stock)*(a)	106,900	1,594,948
TOTAL COMMON STOCKS (cost $931,011,102)		1,135,090,852
EXCHANGE TRADED FUNDS — 0.7%		
iShares Russell 2000 Index Fund(a)	26,727	3,198,420
iShares Russell 2000 Value Index Fund(a)	45,832	4,660,198
TOTAL EXCHANGE TRADED FUNDS (cost $7,768,229)		7,858,618
TOTAL LONG-TERM INVESTMENTS (cost $938,779,331)		1,142,949,470
SHORT-TERM INVESTMENT — 10.1%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $116,718,246; includes $97,124,589 of cash collateral for securities on loan)(b)(w)(Note 4)	116,718,246	116,718,246
TOTAL INVESTMENTS — 108.9% (cost $1,055,497,577)		1,259,667,716
Liabilities in excess of other assets(x) **— (8.9)%**		(102,967,436)
NET ASSETS — 100.0%		$ 1,156,700,280

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $93,611,179; cash collateral of $97,124,589 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

(x) Includes net unrealized appreciation (depreciation) on the following derivative contracts held at reporting period end:

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Financial futures contracts open at December 31, 2014:

Number of Contracts	Type	Expiration Date	Value at Trade Date	Value at December 31, 2014	Unrealized Depreciation(1)
Long Position:					
111	Russell 2000 Mini Index	Mar. 2015	$ 13,339,100	$ 13,327,770	$ (11,330)

(1) Cash of $650,000 has been segregated with Goldman Sachs & Co. to cover requirements for open contracts at December 31, 2014.

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 26,851,829	$ —	$ —
Air Freight & Logistics	705,936	—	—
Airlines	8,562,131	—	—
Auto Components	12,442,005	—	—
Banks	180,380,315	—	—
Biotechnology	6,265,254	—	—
Building Products	1,260,069	—	—
Capital Markets	29,112,775	—	—
Chemicals	21,156,558	—	—
Commercial Services & Supplies	43,752,680	—	—
Communications Equipment	22,028,506	—	—
Construction & Engineering	15,414,775	—	—
Consumer Finance	8,701,647	—	—
Containers & Packaging	9,978,671	—	—
Diversified Consumer Services	3,200,121	—	—
Diversified Telecommunication Services	7,546,235	—	—
Electric Utilities	40,398,538	—	—
Electrical Equipment	7,188,367	—	—
Electronic Equipment, Instruments & Components	32,849,572	—	—
Energy Equipment & Services	19,268,513	—	—
Food & Staples Retailing	20,857,591	—	—
Food Products	13,003,212	—	—
Gas Utilities	12,780,051	—	—
Health Care Equipment & Supplies	9,153,606	—	—
Health Care Providers & Services	24,781,342	—	—
Hotels, Restaurants & Leisure	4,701,727	—	—
Household Durables	15,364,232	—	—
Household Products	702,880	—	—
Independent Power & Renewable Electricity Producers	7,560,185	—	—
Insurance	64,910,231	—	—
Internet & Catalog Retail	4,795,892	—	—
Internet Software & Services	2,942,346	—	—
IT Services	13,777,343	—	—
Leisure Products	4,718,877	—	—
Life Sciences Tools & Services	9,687,738	—	—
Machinery	44,811,023	—	—
Marine	4,135,592	—	—
Media	6,988,271	—	—
Metals & Mining	24,488,836	—	—
Multiline Retail	5,107,861	—	—
Multi-Utilities	3,922,861	—	—
Oil, Gas & Consumable Fuels	27,154,570	—	—

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Level 1	Level 2	Level 3
Paper & Forest Products	$ 4,967,811	$ —	$ —
Personal Products	450,912	—	—
Pharmaceuticals	6,629,204	—	—
Professional Services	15,923,781	—	—
Real Estate Investment Trusts (REITs)	112,954,954	—	—
Real Estate Management & Development	5,180,996	—	—
Road & Rail	10,769,380	—	—
Semiconductors & Semiconductor Equipment	52,640,763	—	—
Software	25,018,249	—	—
Specialty Retail	48,652,069	—	—
Technology Hardware, Storage & Peripherals	3,891,630	—	—
Textiles, Apparel & Luxury Goods	6,170,736	—	—
Thrifts & Mortgage Finance	10,943,687	—	—
Trading Companies & Distributors	4,580,838	—	—
Water Utilities	1,310,130	—	—
Wireless Telecommunication Services	1,594,948	—	—
Exchange Traded Funds	7,858,618	—	—
Affiliated Money Market Mutual Fund	116,718,246	—	—
Other Financial Instruments*			
Futures	(11,330)	—	—
Total	$1,259,656,386	$ —	$ —

* Other financial instruments are derivative instruments not reflected in the Schedule of Investments, such as futures, forwards and exchange-traded swap contracts, which are recorded at the unrealized appreciation/depreciation on the instrument.

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Banks	15.6%
Affiliated Money Market Mutual Fund (8.4% represents investments purchased with collateral from securities on loan)	10.1
Real Estate Investment Trusts (REITs)	9.8
Insurance	5.6
Semiconductors & Semiconductor Equipment	4.6
Specialty Retail	4.2
Machinery	3.9
Commercial Services & Supplies	3.8
Electric Utilities	3.5
Electronic Equipment, Instruments & Components	2.8
Capital Markets	2.5
Oil, Gas & Consumable Fuels	2.4
Aerospace & Defense	2.3
Software	2.2
Health Care Providers & Services	2.1
Metals & Mining	2.1
Communications Equipment	1.9
Chemicals	1.8
Food & Staples Retailing	1.8
Energy Equipment & Services	1.7
Professional Services	1.4
Construction & Engineering	1.3
Household Durables	1.3
IT Services	1.2
Food Products	1.1
Gas Utilities	1.1
Auto Components	1.1
Thrifts & Mortgage Finance	0.9
Road & Rail	0.9
Containers & Packaging	0.9
Life Sciences Tools & Services	0.8%
Health Care Equipment & Supplies	0.8
Consumer Finance	0.8
Airlines	0.7
Independent Power & Renewable Electricity Producers	0.7
Diversified Telecommunication Services	0.7
Electrical Equipment	0.6
Media	0.6
Pharmaceuticals	0.6
Biotechnology	0.5
Textiles, Apparel & Luxury Goods	0.5
Real Estate Management & Development	0.5
Multiline Retail	0.4
Paper & Forest Products	0.4
Internet & Catalog Retail	0.4
Leisure Products	0.4
Hotels, Restaurants & Leisure	0.4
Exchange Traded Fund	0.4
Trading Companies & Distributors	0.4
Marine	0.4
Multi-Utilities	0.3
Technology Hardware, Storage & Peripherals	0.3
Diversified Consumer Services	0.3
Exchange Traded Funds	0.3
Internet Software & Services	0.3
Wireless Telecommunication Services	0.1
Water Utilities	0.1
Building Products	0.1
Air Freight & Logistics	0.1
Household Products	0.1
	108.9
Liabilities in excess of other assets	(8.9)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The Portfolio invested in derivative instruments during the reporting period. The primary type of risk associated with these derivative instruments is equity risk. The effect of such derivative instruments on the Portfolio's financial position and financial performance as reflected in the Statement of Assets and Liabilities and Statement of Operations is presented in the summary below.

Fair values of derivative instruments as of December 31, 2014 as presented in the Statement of Assets and Liabilities:

Derivatives not accounted for as hedging instruments, carried at fair value	Asset Derivatives		Liability Derivatives	
	Balance Sheet Location	Fair Value	Balance Sheet Location	Fair Value
Equity contracts	—	$—	Due from/to broker-variation margin futures	$11,330*

* Includes cumulative appreciation/depreciation as reported in the schedule of open futures contracts. Only unsettled variation margin receivable (payable) is reported within the Statement of Assets and Liabilities.

The effects of derivative instruments on the Statement of Operations for the year ended December 31, 2014 are as follows:

Amount of Realized Gain or (Loss) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Futures
Equity contracts	$19,553

Change in Unrealized Appreciation or (Depreciation) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Futures
Equity contracts	$(217,900)

For the year ended December 31, 2014, the Portfolio's average value at trade date for futures long position was $11,374,146.

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $93,611,179:	
Unaffiliated investments (cost $938,779,331)	$1,142,949,470
Affiliated investments (cost $116,718,246)	116,718,246
Deposit with broker	659,760
Receivable for investments sold	8,365,279
Dividends and interest receivable	2,070,028
Receivable for fund share sold	17,483
Tax reclaim receivable	1,001
Prepaid expenses	15,397
Total Assets	1,270,796,664
LIABILITIES:	
Payable to broker for collateral for securities on loan	97,124,589
Payable for investments purchased	10,971,380
Payable for fund share repurchased	4,577,760
Loan payable	501,000
Advisory fees payable	434,402
Payable to custodian	246,490
Due to broker-variation margin futures	117,430
Accrued expenses and other liabilities	103,683
Distribution fee payable	19,289
Affiliated transfer agent fee payable	361
Total Liabilities	114,096,384
NET ASSETS	$1,156,700,280
Net assets were comprised of:	
Paid-in capital	$ 637,319,591
Retained earnings	519,380,689
Net assets, December 31, 2014	$1,156,700,280
Net asset value and redemption price per share, $1,156,700,280 / 53,592,790 outstanding shares of beneficial interest	$ 21.58

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $7,348 foreign withholding tax)	$ 17,893,788
Affiliated income from securities lending, net	541,884
Affiliated dividend income	24,609
Interest income	1,359
	18,461,640
EXPENSES	
Advisory fees	10,248,914
Distribution fee	1,173,711
Custodian and accounting fees	223,000
Audit fee	26,000
Trustees' fees	20,000
Insurance expenses	15,000
Legal fees and expenses	9,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Shareholders' reports	5,000
Commitment fee on syndicated credit agreement	3,000
Loan interest expense	125
Miscellaneous	15,949
Total expenses	11,748,699
NET INVESTMENT INCOME	6,712,941
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain on:	
Investment transactions	115,112,626
Futures transactions	19,553
	115,132,179
Net change in unrealized appreciation (depreciation) on:	
Investments	(63,651,801)
Futures	(217,900)
Foreign currencies	(35)
	(63,869,736)
NET GAIN ON INVESTMENTS	51,262,443
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$ 57,975,384

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 6,712,941	$ 8,133,508
Net realized gain on investment transactions	115,132,179	155,265,345
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(63,869,736)	182,630,366
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	57,975,384	346,029,219
FUND SHARE TRANSACTIONS:		
Fund share sold [2,763,874 and 17,766,260 shares, respectively]	56,640,090	306,329,478
Fund share repurchased [8,684,226 and 19,082,705 shares, respectively]	(178,073,846)	(339,997,255)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(121,433,756)	(33,667,777)
TOTAL INCREASE (DECREASE) IN NET ASSETS	(63,458,372)	312,361,442
NET ASSETS:		
Beginning of year	1,220,158,652	907,797,210
End of year	$1,156,700,280	$1,220,158,652

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 92.5%		
COMMON STOCKS		
Aerospace & Defense — 2.3%		
Boeing Co. (The)	114,100	$ 14,830,718
Honeywell International, Inc.	158,200	15,807,344
		30,638,062
Air Freight & Logistics — 1.2%		
United Parcel Service, Inc. (Class B Stock)	141,500	15,730,555
Auto Components — 0.7%		
Johnson Controls, Inc.	182,200	8,807,548
Automobiles — 1.1%		
Ford Motor Co.	444,400	6,888,200
General Motors Co.	214,052	7,472,555
		14,360,755
Banks — 11.5%		
Bank of America Corp.	1,314,000	23,507,460
JPMorgan Chase & Co.	575,100	35,989,758
PNC Financial Services Group, Inc.	225,000	20,526,750
Regions Financial Corp.	484,200	5,113,152
SunTrust Banks, Inc.	344,100	14,417,790
U.S. Bancorp	556,400	25,010,180
Wells Fargo & Co.	542,800	29,756,296
		154,321,386
Beverages — 0.8%		
PepsiCo, Inc.	113,600	10,742,016
Building Products — 1.0%		
Masco Corp.	322,400	8,124,480
USG Corp.*(a)	181,700	5,085,783
		13,210,263
Capital Markets — 1.2%		
Bank of New York Mellon Corp. (The)	10,700	434,099
Northern Trust Corp.	203,300	13,702,420
Och-Ziff Capital Management Group LLC (Class A Stock), MLP	123,000	1,436,640
		15,573,159
Chemicals — 1.1%		
E.I. du Pont de Nemours & Co.	119,000	8,798,860
Potash Corp. of Saskatchewan Inc. (Canada)	164,900	5,824,268
		14,623,128
Communications Equipment — 3.2%		
Cisco Systems, Inc.	477,200	13,273,318
Harris Corp.	184,800	13,272,336
Motorola Solutions, Inc.	33,900	2,274,012
QUALCOMM, Inc.	193,000	14,345,690
		43,165,356
Construction Materials — 0.8%		
Vulcan Materials Co.	157,300	10,339,329
Consumer Finance — 1.0%		
American Express Co.	150,500	14,002,520
Containers & Packaging — 0.6%		
MeadWestvaco Corp.	182,700	8,110,053
Distributors — 0.7%		
Genuine Parts Co.	89,900	9,580,643

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Diversified Telecommunication Services — 3.3%		
AT&T, Inc.	545,000	$ 18,306,550
CenturyLink, Inc.	199,600	7,900,168
Telefonica SA (Spain)	383,275	5,502,894
Verizon Communications, Inc.	277,859	12,998,244
		44,707,856
Electric Utilities — 4.8%		
Duke Energy Corp.	213,010	17,794,855
Entergy Corp.	180,300	15,772,644
Exelon Corp.	311,400	11,546,712
FirstEnergy Corp.	243,800	9,505,762
Xcel Energy, Inc.	269,300	9,673,256
		64,293,229
Electrical Equipment — 1.6%		
Eaton Corp. PLC	97,862	6,650,701
Emerson Electric Co.	231,100	14,265,803
		20,916,504
Electronic Equipment, Instruments & Components — 0.9%		
Corning, Inc.	554,600	12,716,978
Energy Equipment & Services — 1.1%		
Diamond Offshore Drilling, Inc.(a)	166,600	6,115,886
Schlumberger Ltd.	105,800	9,036,378
		15,152,264
Food Products — 2.3%		
Archer-Daniels-Midland Co.	280,900	14,606,800
Campbell Soup Co.	145,800	6,415,200
ConAgra Foods, Inc.	44,300	1,607,204
Kellogg Co.	33,900	2,218,416
McCormick & Co., Inc.	76,800	5,706,240
		30,553,860
Health Care Providers & Services — 0.7%		
Quest Diagnostics, Inc.	135,500	9,086,630
Hotels, Restaurants & Leisure — 1.2%		
Carnival Corp.	293,700	13,313,421
McDonald's Corp.	36,300	3,401,310
		16,714,731
Household Durables — 0.1%		
Whirlpool Corp.	8,800	1,704,912
Household Products — 0.8%		
Clorox Co. (The)	107,000	11,150,470
Independent Power & Renewable Electricity Producers — 0.4%		
AES Corp. (The)	340,800	4,692,816
Industrial Conglomerates — 2.7%		
General Electric Co.	1,429,100	36,113,357
Insurance — 4.0%		
Chubb Corp. (The)	67,000	6,932,490
Loews Corp.	214,300	9,004,886
Marsh & McLennan Cos., Inc.	343,000	19,633,320
MetLife, Inc.	169,200	9,152,028
Sun Life Financial, Inc. (Canada)	145,700	5,253,942
Willis Group Holdings PLC	90,200	4,041,862
		54,018,528
IT Services — 1.7%		
Computer Sciences Corp.	107,000	6,746,350

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
IT Services (cont'd.)		
International Business Machines Corp.	67,800	$ 10,877,832
Western Union Co. (The)(a)	305,000	5,462,550
		23,086,732
Leisure Products — 1.0%		
Mattel, Inc.(a)	452,100	13,990,235
Machinery — 4.4%		
Deere & Co.	114,200	10,103,274
Flowserve Corp.	11,300	676,079
Illinois Tool Works, Inc.	224,400	21,250,680
Joy Global, Inc.	149,200	6,940,784
Stanley Black & Decker, Inc.	122,600	11,779,408
Xylem, Inc.	237,500	9,041,625
		59,791,850
Media — 3.8%		
Cablevision Systems Corp. (Class A Stock)(a)	338,100	6,978,384
Comcast Corp. (Class A Stock)	112,000	6,497,120
Madison Square Garden Co. (The) (Class A Stock)*	22,300	1,678,298
New York Times Co. (The) (Class A Stock)(a)	302,500	3,999,050
News Corp. (Class A Stock)*	267,900	4,203,351
Pearson PLC (United Kingdom)	189,006	3,490,595
Time Warner, Inc.	203,400	17,374,428
Walt Disney Co. (The)	75,900	7,149,021
		51,370,247
Metals & Mining — 1.2%		
Newmont Mining Corp.	267,800	5,061,420
Nucor Corp.	226,300	11,100,015
		16,161,435
Multiline Retail — 1.9%		
Kohl's Corp.	247,500	15,107,400
Macy's, Inc.	167,600	11,019,700
		26,127,100
Multi-Utilities — 1.3%		
NiSource, Inc.	418,500	17,752,770
Oil, Gas & Consumable Fuels — 11.0%		
Anadarko Petroleum Corp.	95,800	7,903,500
Apache Corp.	315,700	19,784,919
BP PLC (United Kingdom), ADR(a)	162,300	6,186,876
Chevron Corp.	221,800	24,881,524
ConocoPhillips	73,200	5,055,192
CONSOL Energy, Inc.	268,300	9,071,223
Exxon Mobil Corp.	255,900	23,657,955
Hess Corp.	236,800	17,480,576
Murphy Oil Corp.(a)	225,300	11,382,156
Royal Dutch Shell PLC (Netherlands) (Class A Stock), ADR	261,900	17,534,205
Talisman Energy, Inc. (Canada)	654,100	5,121,603
		148,059,729
Paper & Forest Products — 1.3%		
International Paper Co.	333,100	17,847,498
Personal Products — 0.3%		
Avon Products, Inc.	470,100	4,414,239
COMMON STOCKS (Continued)		
Pharmaceuticals — 5.9%		
Bristol-Myers Squibb Co.	283,000	$ 16,705,490
GlaxoSmithKline PLC (United Kingdom)	277,104	5,944,889
Johnson & Johnson	209,300	21,886,501
Merck & Co., Inc.	298,200	16,934,778
Pfizer, Inc.	573,200	17,855,180
		79,326,838
Real Estate Investment Trusts (REITs) — 1.7%		
Digital Realty Trust, Inc.(a)	95,300	6,318,390
Rayonier, Inc.	180,400	5,040,376
Weyerhaeuser Co.	315,800	11,334,062
		22,692,828
Semiconductors & Semiconductor Equipment — 2.6%		
Analog Devices, Inc.	164,000	9,105,280
Applied Materials, Inc.	569,000	14,179,480
Texas Instruments, Inc.	207,200	11,077,948
		34,362,708
Software — 1.2%		
CA, Inc.	122,700	3,736,215
Microsoft Corp.	277,000	12,866,650
		16,602,865
Specialty Retail — 0.9%		
Staples, Inc.	631,600	11,444,592
Tiffany & Co.	8,700	929,682
		12,374,274
Technology Hardware, Storage & Peripherals — 0.7%		
Apple, Inc.	78,900	8,708,982
Textiles, Apparel & Luxury Goods — 0.3%		
Coach, Inc.	90,000	3,380,400
Wireless Telecommunication Services — 0.2%		
Vodafone Group PLC (United Kingdom)	785,184	2,692,109
TOTAL COMMON STOCKS (cost $969,328,989)		1,243,769,747
SHORT-TERM INVESTMENT — 10.4%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $140,209,150; includes $42,132,005 of cash collateral for securities on loan)(b)(w)(Note 4)	140,209,150	140,209,150
TOTAL INVESTMENTS — 102.9% (cost $1,109,538,139)		1,383,978,897
Liabilities in excess of other assets — (2.9)%		(39,028,274)
NET ASSETS — 100.0%		$ 1,344,950,623

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $40,642,076; cash collateral of $42,132,005 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 30,638,062	$ —	$ —
Air Freight & Logistics	15,730,555	—	—
Auto Components	8,807,548	—	—
Automobiles	14,360,755	—	—
Banks	154,321,386	—	—
Beverages	10,742,016	—	—
Building Products	13,210,263	—	—
Capital Markets	15,573,159	—	—
Chemicals	14,623,128	—	—
Communications Equipment	43,165,356	—	—
Construction Materials	10,339,329	—	—
Consumer Finance	14,002,520	—	—
Containers & Packaging	8,110,053	—	—
Distributors	9,580,643	—	—
Diversified Telecommunication Services	39,204,962	5,502,894	—
Electric Utilities	64,293,229	—	—
Electrical Equipment	20,916,504	—	—
Electronic Equipment, Instruments & Components	12,716,978	—	—
Energy Equipment & Services	15,152,264	—	—
Food Products	30,553,860	—	—
Health Care Providers & Services	9,086,630	—	—
Hotels, Restaurants & Leisure	16,714,731	—	—
Household Durables	1,704,912	—	—
Household Products	11,150,470	—	—
Independent Power & Renewable Electricity Producers	4,692,816	—	—
Industrial Conglomerates	36,113,357	—	—
Insurance	54,018,528	—	—
IT Services	23,086,732	—	—
Leisure Products	13,990,235	—	—
Machinery	59,791,850	—	—
Media	47,879,652	3,490,595	—
Metals & Mining	16,161,435	—	—
Multiline Retail	26,127,100	—	—
Multi-Utilities	17,752,770	—	—
Oil, Gas & Consumable Fuels	148,059,729	—	—
Paper & Forest Products	17,847,498	—	—
Personal Products	4,414,239	—	—
Pharmaceuticals	73,381,949	5,944,889	—
Real Estate Investment Trusts (REITs)	22,692,828	—	—
Semiconductors & Semiconductor Equipment	34,362,708	—	—
Software	16,602,865	—	—
Specialty Retail	12,374,274	—	—
Technology Hardware, Storage & Peripherals	8,708,982	—	—
Textiles, Apparel & Luxury Goods	3,380,400	—	—

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Level 1	Level 2	Level 3
Wireless Telecommunication Services	$ —	$ 2,692,109	$ —
Affiliated Money Market Mutual Fund	140,209,150	—	—
Total	$1,366,348,410	$17,630,487	$ —

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Banks	11.5%
Oil, Gas & Consumable Fuels	11.0
Affiliated Money Market Mutual Fund (3.1% represents investments purchased with collateral from securities on loan)	10.4
Pharmaceuticals	5.9
Electric Utilities	4.8
Machinery	4.4
Insurance	4.0
Media	3.8
Diversified Telecommunication Services	3.3
Communications Equipment	3.2
Industrial Conglomerates	2.7
Semiconductors & Semiconductor Equipment	2.6
Aerospace & Defense	2.3
Food Products	2.3
Multiline Retail	1.9
IT Services	1.7
Real Estate Investment Trusts (REITs)	1.7
Electrical Equipment	1.6
Paper & Forest Products	1.3
Multi-Utilities	1.3
Hotels, Restaurants & Leisure	1.2
Software	1.2
Metals & Mining	1.2
Air Freight & Logistics	1.2%
Capital Markets	1.2
Energy Equipment & Services	1.1
Chemicals	1.1
Automobiles	1.1
Consumer Finance	1.0
Leisure Products	1.0
Building Products	1.0
Electronic Equipment, Instruments & Components	0.9
Specialty Retail	0.9
Household Products	0.8
Beverages	0.8
Construction Materials	0.8
Distributors	0.7
Health Care Providers & Services	0.7
Auto Components	0.7
Technology Hardware, Storage & Peripherals	0.7
Containers & Packaging	0.6
Independent Power & Renewable Electricity Producers	0.4
Personal Products	0.3
Textiles, Apparel & Luxury Goods	0.3
Wireless Telecommunication Services	0.2
Household Durables	0.1
	102.9
Liabilities in excess of other assets	(2.9)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $40,642,076:	
Unaffiliated investments (cost $969,328,989)	$1,243,769,747
Affiliated investments (cost $140,209,150)	140,209,150
Dividends receivable	1,983,065
Receivable for investments sold	895,720
Receivable for fund share sold	625,825
Tax reclaim receivable	115,923
Prepaid expenses	12,402
Total Assets	1,387,611,832
LIABILITIES:	
Payable to broker for collateral for securities on loan	42,132,005
Advisory fees payable	362,221
Accrued expenses and other liabilities	82,157
Payable for fund share repurchased	61,419
Distribution fee payable	22,431
Payable to custodian	615
Affiliated transfer agent fee payable	361
Total Liabilities	42,661,209
NET ASSETS	$1,344,950,623
Net assets were comprised of:	
Paid-in capital	$ 597,337,315
Retained earnings	747,613,308
Net assets, December 31, 2014	$1,344,950,623
Net asset value and redemption price per share, $1,344,950,623 / 101,550,870 outstanding shares of beneficial interest	$ 13.24

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $375,886 foreign withholding tax)	$33,381,606
Affiliated income from securities lending, net	532,713
Affiliated dividend income	148,993
	34,063,312
EXPENSES	
Advisory fees	9,498,486
Distribution fee	1,315,984
Custodian and accounting fees	190,000
Audit fee	21,000
Trustees' fees	21,000
Insurance expenses	20,000
Legal fees and expenses	13,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Shareholders' reports	5,000
Commitment fee on syndicated credit agreement	3,000
Miscellaneous	18,940
Total expenses	11,114,410
NET INVESTMENT INCOME	22,948,902
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain on:	
Investment transactions	72,118,664
Foreign currency transactions	3,899
	72,122,563
Net change in unrealized appreciation (depreciation) on:	
Investments	(942,952)
Foreign currencies	(16,625)
	(959,577)
NET GAIN ON INVESTMENTS	71,162,986
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$94,111,888

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 22,948,902	$ 31,051,255
Net realized gain on investment and foreign currency transactions	72,122,563	337,990,793
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(959,577)	169,497,526
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	94,111,888	538,539,574
FUND SHARE TRANSACTIONS:		
Fund share sold [6,047,090 and 28,655,871 shares, respectively]	77,054,438	304,847,179
Fund share repurchased [12,143,942 and 176,664,560 shares, respectively]	(152,697,877)	(1,944,751,463)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(75,643,439)	(1,639,904,284)
TOTAL INCREASE (DECREASE) IN NET ASSETS	18,468,449	(1,101,364,710)
NET ASSETS:		
Beginning of year	1,326,482,174	2,427,846,884
End of year	$1,344,950,623	$ 1,326,482,174

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 99.5%		
COMMON STOCKS — 99.5%		
Aerospace & Defense — 5.5%		
Boeing Co. (The)	455,000	$ 59,140,900
Precision Castparts Corp.	163,500	39,383,880
		98,524,780
Air Freight & Logistics — 0.9%		
FedEx Corp.	96,500	16,758,190
Airlines — 3.8%		
American Airlines Group, Inc.	941,300	50,481,919
United Continental Holdings, Inc.*	255,600	17,097,084
		67,579,003
Auto Components — 1.1%		
Delphi Automotive PLC (United Kingdom)	265,200	19,285,344
Automobiles — 0.8%		
Tesla Motors, Inc.*(a)	64,100	14,256,481
Biotechnology — 10.8%		
Alexion Pharmaceuticals, Inc.*	247,595	45,812,503
Biogen Idec, Inc.*	125,200	42,499,140
Celgene Corp.*	339,416	37,967,074
Gilead Sciences, Inc.*	463,100	43,651,806
Regeneron Pharmaceuticals, Inc.*	26,100	10,707,525
Vertex Pharmaceuticals, Inc.*	109,300	12,984,840
		193,622,888
Capital Markets — 4.9%		
Morgan Stanley	944,400	36,642,720
State Street Corp.	281,200	22,074,200
TD Ameritrade Holding Corp.	829,900	29,693,822
		88,410,742
Chemicals — 1.6%		
Ecolab, Inc.	19,800	2,069,496
Sherwin-Williams Co. (The)	98,400	25,883,136
		27,952,632
Communications Equipment — 0.3%		
Palo Alto Networks, Inc.*	40,400	4,951,828
Construction Materials — 1.1%		
Vulcan Materials Co.	310,600	20,415,738
Diversified Financial Services — 0.7%		
Intercontinental Exchange, Inc.	57,000	12,499,530
Health Care Equipment & Supplies — 2.1%		
Intuitive Surgical, Inc.*	70,210	37,136,877
Health Care Providers & Services — 5.4%		
Humana, Inc.	123,300	17,709,579
McKesson Corp.	270,430	56,135,859
UnitedHealth Group, Inc.	230,800	23,331,572
		97,177,010
Hotels, Restaurants & Leisure — 6.8%		
Chipotle Mexican Grill, Inc.*	18,000	12,321,180
Hilton Worldwide Holdings, Inc.*	590,273	15,400,223
MGM Resorts International*	1,221,123	26,107,610
Starbucks Corp.	332,615	27,291,061
Wynn Resorts Ltd.	280,400	41,712,304
		122,832,378

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Industrial Conglomerates — 3.2%		
Danaher Corp.	666,700	$ 57,142,857
Internet & Catalog Retail — 9.2%		
Amazon.com, Inc.*	228,647	70,960,596
Ctrip.com International Ltd. (China), ADR*(a)	200,900	9,140,950
Netflix, Inc.*(a)	33,700	11,512,257
Priceline Group, Inc. (The)*	57,000	64,991,970
Vipshop Holdings Ltd. (China), ADS*(a)	469,700	9,177,938
		165,783,711
Internet Software & Services — 11.0%		
Alibaba Group Holding Ltd. (China), ADR*(a)	146,112	15,186,881
Baidu, Inc. (China), ADR*	132,800	30,274,416
Facebook, Inc. (Class A Stock)*	518,900	40,484,578
Google, Inc. (Class A Stock)*	90,060	47,791,240
Google, Inc. (Class C Stock)*	85,560	45,038,784
LinkedIn Corp. (Class A Stock)*(a)	55,700	12,794,847
Twitter, Inc.*	184,200	6,607,254
		198,178,000
IT Services — 4.9%		
Vantiv, Inc. (Class A Stock)*	314,400	10,664,448
Visa, Inc. (Class A Stock)(a)	296,200	77,663,640
		88,328,088
Machinery — 1.6%		
Flowserve Corp.	166,400	9,955,712
Wabtec Corp.	218,800	19,011,532
		28,967,244
Oil, Gas & Consumable Fuels — 3.6%		
EQT Corp.	205,500	15,556,350
Pioneer Natural Resources Co.	181,600	27,031,160
Range Resources Corp.	405,141	21,654,786
		64,242,296
Personal Products — 0.8%		
Estee Lauder Cos., Inc. (The) (Class A Stock)	190,600	14,523,720
Pharmaceuticals — 5.4%		
Actavis PLC*(a)	41,100	10,579,551
Allergan, Inc.	138,500	29,443,715
Eli Lilly & Co.	278,200	19,193,018
Valeant Pharmaceuticals International, Inc.*(a)	257,700	36,879,447
		96,095,731
Professional Services — 0.6%		
Verisk Analytics, Inc. (Class A Stock)*	156,700	10,036,635
Road & Rail — 1.6%		
J.B. Hunt Transport Services, Inc.	222,800	18,770,900
Kansas City Southern	86,600	10,567,798
		29,338,698
Semiconductors & Semiconductor Equipment — 0.6%		
ASML Holding NV (Netherlands)(a)	106,100	11,440,763
Software — 5.4%		
NetSuite, Inc.*(a)	123,500	13,482,495
Red Hat, Inc.*	318,300	22,007,262

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Software (cont'd.)		
salesforce.com, Inc.*	515,800	$ 30,592,098
ServiceNow, Inc.*	222,800	15,116,980
VMware, Inc. (Class A Stock)*	85,300	7,038,956
Workday, Inc. (Class A Stock)*(a)	104,100	8,495,601
		96,733,392
Specialty Retail — 3.6%		
CarMax, Inc.*	212,100	14,121,618
Lowe's Cos., Inc.	448,700	30,870,560
Tractor Supply Co.	257,400	20,288,268
		65,280,446
Technology Hardware, Storage & Peripherals — 1.1%		
Apple, Inc.	183,400	20,243,692
Textiles, Apparel & Luxury Goods — 1.1%		
Hanesbrands, Inc.	82,700	9,230,974
Michael Kors Holdings Ltd.*	88,400	6,638,840
Under Armour, Inc. (Class A Stock)*(a)	60,900	4,135,110
		20,004,924
TOTAL COMMON STOCKS (cost $1,353,105,117)		1,787,743,618
PREFERRED STOCK		
Internet Software & Services		
Living Social (PRFC)*(g) (cost $1,352,010)	175,814	45,712
TOTAL LONG-TERM INVESTMENTS (cost $1,354,457,127)		1,787,789,330
SHORT-TERM INVESTMENT — 7.0%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $125,824,185; includes $110,861,058 of cash collateral for securities on loan)(b)(w)(Note 4)	125,824,185	125,824,185
TOTAL INVESTMENTS — 106.5% (cost $1,480,281,312)		1,913,613,515
Liabilities in excess of other assets — (6.5)%		(117,597,232)
NET ASSETS — 100.0%		$ 1,796,016,283

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $107,753,928; cash collateral of $110,861,058 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(g) Indicates a security that has been deemed illiquid.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 98,524,780	$ —	$ —
Air Freight & Logistics	16,758,190	—	—
Airlines	67,579,003	—	—
Auto Components	19,285,344	—	—
Automobiles	14,256,481	—	—
Biotechnology	193,622,888	—	—
Capital Markets	88,410,742	—	—
Chemicals	27,952,632	—	—
Communications Equipment	4,951,828	—	—
Construction Materials	20,415,738	—	—
Diversified Financial Services	12,499,530	—	—
Health Care Equipment & Supplies	37,136,877	—	—
Health Care Providers & Services	97,177,010	—	—
Hotels, Restaurants & Leisure	122,832,378	—	—
Industrial Conglomerates	57,142,857	—	—
Internet & Catalog Retail	165,783,711	—	—
Internet Software & Services	198,178,000	—	—
IT Services	88,328,088	—	—
Machinery	28,967,244	—	—
Oil, Gas & Consumable Fuels	64,242,296	—	—
Personal Products	14,523,720	—	—
Pharmaceuticals	96,095,731	—	—
Professional Services	10,036,635	—	—
Road & Rail	29,338,698	—	—
Semiconductors & Semiconductor Equipment	11,440,763	—	—
Software	96,733,392	—	—
Specialty Retail	65,280,446	—	—
Technology Hardware, Storage & Peripherals	20,243,692	—	—
Textiles, Apparel & Luxury Goods	20,004,924	—	—
Preferred Stocks			
Internet Software & Services	—	—	45,712
Affiliated Money Market Mutual Fund	125,824,185	—	—
Total	$1,913,567,803	$ —	$45,712

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Internet Software & Services	11.0%
Biotechnology	10.8
Internet & Catalog Retail	9.2
Affiliated Money Market Mutual Fund (6.2% represents investments purchased with collateral from securities on loan)	7.0
Hotels, Restaurants & Leisure	6.8
Aerospace & Defense	5.5
Health Care Providers & Services	5.4
Software	5.4
Pharmaceuticals	5.4
Capital Markets	4.9
IT Services	4.9
Airlines	3.8
Specialty Retail	3.6
Oil, Gas & Consumable Fuels	3.6
Industrial Conglomerates	3.2
Health Care Equipment & Supplies	2.1%
Road & Rail	1.6
Machinery	1.6
Chemicals	1.6
Construction Materials	1.1
Technology Hardware, Storage & Peripherals	1.1
Textiles, Apparel & Luxury Goods	1.1
Auto Components	1.1
Air Freight & Logistics	0.9
Personal Products	0.8
Automobiles	0.8
Diversified Financial Services	0.7
Semiconductors & Semiconductor Equipment	0.6
Professional Services	0.6
Communications Equipment	0.3
	106.5
Liabilities in excess of other assets	(6.5)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $107,753,928:	
Unaffiliated investments (cost $1,354,457,127)	$1,787,789,330
Affiliated investments (cost $125,824,185)	125,824,185
Receivable for investments sold	1,283,328
Receivable for fund share sold	698,654
Dividends receivable	365,035
Prepaid expenses	15,798
Total Assets	1,915,976,330
LIABILITIES:	
Payable to broker for collateral for securities on loan	110,861,058
Payable for investments purchased	7,427,605
Payable for fund share repurchased	965,108
Advisory fees payable	571,145
Accrued expenses and other liabilities	104,517
Distribution fee payable	29,597
Deferred trustees' fees	656
Affiliated transfer agent fee payable	361
Total Liabilities	119,960,047
NET ASSETS	$1,796,016,283
Net assets were comprised of:	
Paid-in capital	$ 851,360,049
Retained earnings	944,656,234
Net assets, December 31, 2014	$1,796,016,283
Net asset value and redemption price per share, $1,796,016,283 / 80,418,648 outstanding shares of beneficial interest	$ 22.33

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $29,571 foreign withholding tax)	$ 10,978,423
Affiliated income from securities lending, net	173,085
Affiliated dividend income	17,909
	11,169,417
EXPENSES	
Advisory fees	15,525,998
Distribution fee	1,835,926
Custodian and accounting fees	234,000
Audit fee	25,000
Trustees' fees	24,000
Insurance expenses	22,000
Legal fees and expenses	14,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Shareholders' reports	6,000
Commitment fee on syndicated credit agreement	4,000
Loan interest expense	1,195
Miscellaneous	16,760
Total expenses	17,717,879
Less: advisory fee waivers and/or expense reimbursement	(311,567)
Net expenses	17,406,312
NET INVESTMENT LOSS	(6,236,895)
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS	
Net realized gain on investment transactions	300,179,916
Net change in unrealized appreciation (depreciation) on investments	(154,627,024)
NET GAIN ON INVESTMENTS	145,552,892
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$ 139,315,997

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment loss	$ (6,236,895)	$ (5,458,286)
Net realized gain on investment transactions	300,179,916	283,697,242
Net change in unrealized appreciation (depreciation) on investments	(154,627,024)	392,624,283
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	139,315,997	670,863,239
FUND SHARE TRANSACTIONS:		
Fund share sold [9,211,633 and 19,589,550 shares, respectively]	192,923,620	321,992,260
Fund share repurchased [20,252,506 and 70,790,414 shares, respectively]	(420,908,398)	(1,150,186,084)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(227,984,778)	(828,193,824)
TOTAL DECREASE IN NET ASSETS	(88,668,781)	(157,330,585)
NET ASSETS:		
Beginning of year	1,884,685,064	2,042,015,649
End of year	$1,796,016,283	$ 1,884,685,064

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 98.4%		
COMMON STOCKS		
Agricultural Products — 0.9%		
Bunge Ltd.	55,100	$ 5,009,141
Aluminum — 0.3%		
Constellium NV (Netherlands) (Class A Stock)*	110,200	1,810,586
Application Software — 0.1%		
Computer Modelling Group Ltd. (Canada)	81,200	834,505
Automotive Retail — 0.3%		
Murphy USA, Inc.*	25,500	1,755,930
Coal & Consumable Fuels — 0.8%		
Cloud Peak Energy, Inc.*	124,600	1,143,828
CONSOL Energy, Inc.	104,300	3,526,383
		4,670,211
Construction & Engineering — 1.2%		
Jacobs Engineering Group, Inc.*	74,200	3,315,998
Quanta Services, Inc.*	121,396	3,446,432
		6,762,430
Construction Machinery & Heavy Trucks — 0.9%		
Caterpillar, Inc.	55,000	5,034,150
Construction Materials — 3.1%		
Eagle Materials, Inc.	45,300	3,444,159
Holcim Ltd. (Switzerland)*	26,469	1,892,114
Martin Marietta Materials, Inc.	56,600	6,244,112
Vulcan Materials Co.	94,400	6,204,912
		17,785,297
Diversified Chemicals — 0.5%		
E.I. du Pont de Nemours & Co.	39,900	2,950,206
Diversified Metals & Mining — 3.2%		
BHP Billiton Ltd. (Australia)	317,784	7,513,252
First Quantum Minerals Ltd. (Canada)	130,600	1,855,918
Horsehead Holding Corp.*	76,800	1,215,744
Southern Copper Corp.	286,300	8,073,660
		18,658,574
Electric Utilities — 2.2%		
American Electric Power Co., Inc.	66,000	4,007,520
Exelon Corp.	88,600	3,285,288
FirstEnergy Corp.	77,300	3,013,927
PNM Resources, Inc.	89,600	2,654,848
		12,961,583
Fertilizers & Agricultural Chemicals — 3.9%		
CF Industries Holdings, Inc.	9,800	2,670,892
Monsanto Co.	38,100	4,551,807
Mosaic Co. (The)	162,800	7,431,820
Potash Corp. of Saskatchewan, Inc. (Canada)	227,200	8,024,704
		22,679,223
Forest Products — 0.4%		
West Fraser Timber Co. Ltd. (Canada)	44,400	2,540,255
Gas Utilities — 0.6%		
Infraestructura Energetica Nova SAB De CV (Mexico)	699,500	3,498,982
Gold — 1.9%		
Franco-Nevada Corp. (Canada)	140,100	6,898,882

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Gold (cont'd.)		
Randgold Resources Ltd. (United Kingdom)	64,144	$ 4,354,748
		11,253,630
Industrial Gases — 4.2%		
Air Products & Chemicals, Inc.	25,600	3,692,288
Airgas, Inc.	115,000	13,245,700
Praxair, Inc.	57,100	7,397,876
		24,335,864
Industrial Machinery — 3.5%		
Flowserve Corp.	176,200	10,542,046
Harsco Corp.	101,400	1,915,446
Pentair PLC (United Kingdom)	24,600	1,633,932
SPX Corp.	18,100	1,555,152
Xylem, Inc.	122,700	4,671,189
		20,317,765
Integrated Oil & Gas — 11.1%		
BG Group PLC (United Kingdom)	130,020	1,739,893
Chevron Corp.	21,656	2,429,370
Eni SpA (Italy)	372,762	6,529,500
Exxon Mobil Corp.	233,608	21,597,060
Hess Corp.	135,900	10,032,138
Royal Dutch Shell PLC (Netherlands), ADR	293,275	19,634,761
Suncor Energy, Inc. (Canada)	39,700	1,261,666
Total SA (France), ADR	19,600	1,003,520
		64,227,908
Metal & Glass Containers — 2.0%		
Ball Corp.	69,000	4,703,730
Berry Plastics Group, Inc.*	165,900	5,234,145
Vidrala SA (Spain)	35,409	1,628,177
		11,566,052
Multi-Utilities — 5.4%		
CenterPoint Energy, Inc.	126,100	2,954,523
GDF Suez (France)	150,296	3,504,767
National Grid PLC (United Kingdom)	397,537	5,640,777
NiSource, Inc.	358,400	15,203,328
PG&E Corp.	70,900	3,774,716
		31,078,111
Oil & Gas Equipment & Services — 5.6%		
AMEC PLC (United Kingdom)	435,874	5,756,494
Baker Hughes, Inc.	42,100	2,360,547
Bristow Group, Inc.	36,800	2,421,072
Cameron International Corp.*	71,300	3,561,435
Exterran Holdings, Inc.	117,700	3,834,666
Halliburton Co.	88,400	3,476,772
Helix Energy Solutions Group, Inc.*	106,500	2,311,050
Schlumberger Ltd.	68,725	5,869,802
Tenaris SA (Luxembourg), ADR	43,800	1,323,198
Tesco Corp.	121,300	1,555,066
		32,470,102
Oil & Gas Exploration & Production — 27.0%		
Anadarko Petroleum Corp.	150,700	12,432,750
Apache Corp.	171,700	10,760,439
Bonanza Creek Energy, Inc.*	56,000	1,344,000
Canadian Natural Resources Ltd. (Canada)	236,800	7,312,384
Cimarex Energy Co.	128,894	13,662,764

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Oil & Gas Exploration & Production (cont'd.)		
Concho Resources, Inc.*	140,700	$ 14,034,825
Continental Resources, Inc.*(a)	135,900	5,213,124
Diamondback Energy, Inc.*	85,900	5,135,102
Eclipse Resources Corp.*(a)	70,200	493,506
EOG Resources, Inc.	114,300	10,523,601
EQT Corp.	157,100	11,892,470
Marathon Oil Corp.	165,100	4,670,679
Matador Resources Co.*(a)	132,700	2,684,521
NuVista Energy Ltd. (Canada)*	452,700	2,887,336
Oasis Petroleum, Inc.*(a)	107,700	1,781,358
PDC Energy, Inc.*	38,172	1,575,358
Pioneer Natural Resources Co.	117,250	17,452,663
Premier Oil PLC (United Kingdom)	682,352	1,764,873
Range Resources Corp.	174,000	9,300,300
Salamander Energy PLC (United Kingdom)*	1,539,994	1,560,156
Seven Generations Energy Ltd. (Canada) (Class A Stock)*	230,440	3,469,096
SM Energy Co.	97,100	3,746,118
Vermilion Energy, Inc. (Canada)	48,600	2,384,404
Whiting Petroleum Corp.*	93,000	3,069,000
Woodside Petroleum Ltd. (Australia)	88,947	2,750,892
WPX Energy, Inc.*	372,033	4,326,744
		156,228,463
Oil & Gas Refining & Marketing — 0.6%		
Phillips 66	44,100	3,161,970
Paper Packaging — 0.5%		
MeadWestvaco Corp.	63,100	2,801,009
Paper Products — 2.1%		
Clearwater Paper Corp.*	34,847	2,388,762
International Paper Co.	96,800	5,186,544
KapStone Paper and Packaging Corp.	100,000	2,931,000
Schweitzer-Mauduit International, Inc.	44,900	1,899,270
		12,405,576
Precious Metals & Minerals — 1.7%		
Fresnillo PLC (Mexico)	275,052	3,268,981
Petra Diamonds Ltd. (United Kingdom)*	2,269,022	6,812,162
		10,081,143
Silver — 0.8%		
Silver Wheaton Corp. (Canada)	216,700	4,407,489
Specialized REIT's — 1.5%		
Weyerhaeuser Co.	237,251	8,514,938
Specialty Chemicals — 9.8%		
Ashland, Inc.	50,900	6,095,784
Celanese Corp. (Class A Stock)	141,600	8,490,336
Ecolab, Inc.	86,600	9,051,432
Flotek Industries, Inc.*(a)	108,200	2,026,586
International Flavors & Fragrances, Inc.	31,700	3,213,112
Johnson Matthey PLC (United Kingdom)	89,572	4,712,462
RPM International, Inc.	218,400	11,075,064
Sherwin-Williams Co. (The)	21,300	5,602,752
Victrex PLC (United Kingdom)	197,733	6,380,460
		56,647,988
Steel — 2.3%		
Acerinox SA (Spain)	122,892	1,854,048
ArcelorMittal (Luxembourg)(a)	127,700	1,408,531
Steel Dynamics, Inc.	124,600	2,459,604
COMMON STOCKS (Continued)		
Steel (cont'd.)		
United States Steel Corp.(a)	138,700	$ 3,708,838
Worthington Industries, Inc.	131,900	3,968,871
		13,399,892
TOTAL LONG-TERM INVESTMENTS (cost $583,147,610)		569,848,973
SHORT-TERM INVESTMENT — 4.3%		
AFFILIATED MONEY MARKET MUTUAL FUND		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $24,986,128; includes $12,370,654 of cash collateral received for securities on loan)(b)(w)(Note 4)	24,986,128	24,986,128
TOTAL INVESTMENTS — 102.7% (cost $608,133,738)		594,835,101
Liabilities in excess of other assets — (2.7)%		(15,426,424)
NET ASSETS — 100.0%		$ 579,408,677

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $12,102,168; cash collateral of $12,370,654 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Agricultural Products	$ 5,009,141	$ —	$ —
Aluminum	1,810,586	—	—
Application Software	834,505	—	—
Automotive Retail	1,755,930	—	—
Coal & Consumable Fuels	4,670,211	—	—
Construction & Engineering	6,762,430	—	—
Construction Machinery & Heavy Trucks	5,034,150	—	—
Construction Materials	15,893,183	1,892,114	—
Diversified Chemicals	2,950,206	—	—
Diversified Metals & Mining	11,145,322	7,513,252	—
Electric Utilities	12,961,583	—	—
Fertilizers & Agricultural Chemicals	22,679,223	—	—
Forest Products	2,540,255	—	—
Gas Utilities	3,498,982	—	—
Gold	6,898,882	4,354,748	—
Industrial Gases	24,335,864	—	—
Industrial Machinery	20,317,765	—	—
Integrated Oil & Gas	55,958,515	8,269,393	—
Metal & Glass Containers	11,566,052	—	—
Multi-Utilities	21,932,567	9,145,544	—
Oil & Gas Equipment & Services	26,713,608	5,756,494	—
Oil & Gas Exploration & Production	151,712,698	4,515,765	—
Oil & Gas Refining & Marketing	3,161,970	—	—
Paper Packaging	2,801,009	—	—
Paper Products	12,405,576	—	—
Precious Metals & Minerals	—	10,081,143	—
Silver	4,407,489	—	—
Specialized REIT's	8,514,938	—	—
Specialty Chemicals	45,555,066	11,092,922	—
Steel	11,545,844	1,854,048	—
Affiliated Money Market Mutual Fund	24,986,128	—	—
Total	$530,359,678	$64,475,423	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Oil & Gas Exploration & Production	27.0%
Integrated Oil & Gas	11.1
Specialty Chemicals	9.8
Oil & Gas Equipment & Services	5.6
Multi-Utilities	5.4
Affiliated Money Market Mutual Fund (2.1% represents investments purchased with collateral from securities on loan)	4.3
Industrial Gases	4.2
Fertilizers & Agricultural Chemicals	3.9
Industrial Machinery	3.5
Diversified Metals & Mining	3.2
Construction Materials	3.1
Steel	2.3
Electric Utilities	2.2
Paper Products	2.1
Metal & Glass Containers	2.0
Gold	1.9%
Precious Metals & Minerals	1.7
Specialized REIT's	1.5
Construction & Engineering	1.2
Construction Machinery & Heavy Trucks	0.9
Agricultural Products	0.9
Coal & Consumable Fuels	0.8
Silver	0.8
Gas Utilities	0.6
Oil & Gas Refining & Marketing	0.6
Diversified Chemicals	0.5
Paper Packaging	0.5
Forest Products	0.4
Aluminum	0.3
Automotive Retail	0.3
Application Software	0.1
	102.7
Liabilities in excess of other assets	(2.7)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $12,102,168:	
Unaffiliated investments (cost $583,147,610)	$569,848,973
Affiliated investments (cost $24,986,128)	24,986,128
Foreign currency, at value (cost $11,321)	11,312
Receivable for investments sold	943,790
Receivable for fund share sold	429,995
Dividends receivable	423,261
Tax reclaim receivable	310,371
Prepaid expenses	7,585
Total Assets	596,961,415
LIABILITIES:	
Payable to broker for collateral for securities on loan	12,370,654
Payable for investments purchased	4,843,551
Advisory fees payable	249,579
Accrued expenses and other liabilities	78,508
Distribution fee payable	9,583
Payable to custodian	406
Affiliated transfer agent fee payable	361
Payable for fund share repurchased	96
Total Liabilities	17,552,738
NET ASSETS	$579,408,677
Net assets were comprised of:	
Paid-in capital	$640,432,744
Retained earnings	(61,024,067)
Net assets, December 31, 2014	$579,408,677
Net asset value and redemption price per share, $579,408,677 / 27,810,831 outstanding shares of beneficial interest	$ 20.83

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $425,114 foreign withholding tax)	$ 10,455,417
Affiliated income from securities lending, net	81,294
Affiliated dividend income	9,567
	10,546,278
EXPENSES	
Advisory fees	5,894,243
Distribution fee	668,304
Custodian and accounting fees	186,000
Audit fee	27,000
Trustees' fees	15,000
Legal fees and expenses	11,000
Insurance expenses	9,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	8,000
Commitment fee on syndicated credit agreement	3,000
Shareholders' reports	3,000
Loan interest expense	819
Miscellaneous	17,712
Total expenses	6,843,078
NET INVESTMENT INCOME	3,703,200
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain on:	
Investment transactions (net of foreign capital gains taxes $(87,188))	42,976,132
Foreign currency transactions	19,588
	42,995,720
Net change in unrealized appreciation (depreciation) on:	
Investments (net of change in foreign capital gains taxes $2,448)	(97,445,827)
Foreign currencies	(16,619)
	(97,462,446)
NET LOSS ON INVESTMENTS	(54,466,726)
NET DECREASE IN NET ASSETS RESULTING FROM OPERATIONS	$(50,763,526)

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 3,703,200	$ 3,581,607
Net realized gain on investment and foreign currency transactions	42,995,720	9,112,051
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	(97,462,446)	81,386,195
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	(50,763,526)	94,079,853
FUND SHARE TRANSACTIONS:		
Fund share sold [3,545,128 and 5,031,435 shares, respectively]	80,425,807	105,229,400
Fund share repurchased [5,027,082 and 13,817,210 shares, respectively]	(116,143,429)	(283,736,489)
NET DECREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	(35,717,622)	(178,507,089)
TOTAL DECREASE IN NET ASSETS	(86,481,148)	(84,427,236)
NET ASSETS:		
Beginning of year	665,889,825	750,317,061
End of year	$ 579,408,677	$ 665,889,825

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Interest Rate	Maturity Date		Principal Amount (000)#	Value (Note 2)
LONG-TERM INVESTMENTS — 54.4%				
FOREIGN BONDS — 45.2%				
Brazil — 6.6%				
Brazil Letras do Tesouro Nacional, Bills				
11.145%(s)	10/01/15	BRL	3,620	$ 1,243,722
11.313%(s)	01/01/16	BRL	16,080	5,354,461
11.313%(s)	10/01/16	BRL	3,440	1,044,298
11.559%(s)	01/01/17	BRL	12,880	3,799,668
11.727%(s)	07/01/16	BRL	10,060	3,151,033
12.269%(s)	01/01/18	BRL	7,750	2,035,143
Unsec'd. Notes				
9.729%(s)	01/01/15	BRL	229	86,111
Brazil Notas do Tesouro Nacional, Series B, Bonds				
6.000%	08/15/18	BRL	850	797,198
6.000%	08/15/20	BRL	1,537	1,438,678
6.000%	05/15/23	BRL	8,365	7,826,210
Series B, Notes				
6.000%	05/15/15	BRL	893	852,186
6.000%	05/15/19	BRL	3,290	3,084,224
6.000%	08/15/22	BRL	4,130	3,862,676
6.000%	08/15/24	BRL	170	158,397
6.000%	08/15/50	BRL	630	576,916
Series F, Notes				
10.000%	01/01/19	BRL	5,970	2,072,938
10.000%	01/01/21	BRL	2,550	865,764
10.000%	01/01/23	BRL	7,530	2,507,569
Series F, Sr. Notes				
10.000%	01/01/17	BRL	7,300	2,614,544
				43,371,736
Canada — 2.9%				
Canadian Government Bond, Bonds				
1.500%	08/01/15	CAD	30	25,896
4.500%	06/01/15	CAD	2,004	1,749,748
Unsec'd. Notes				
1.000%	02/01/15	CAD	19,920	17,144,951
				18,920,595
Hungary — 2.5%				
Hungary Government Bond, Bonds				
4.000%	04/25/18	HUF	203,290	803,598
5.500%	12/22/16	HUF	2,065,230	8,430,317
5.500%	12/20/18	HUF	525,970	2,200,787
5.500%	06/24/25	HUF	8,140	35,866
6.000%	11/24/23	HUF	1,340	6,070
6.500%	06/24/19	HUF	20,600	89,972
6.750%	11/24/17	HUF	402,510	1,718,822
8.000%	02/12/15	HUF	897,000	3,449,214
				16,734,646
Indonesia — 1.0%				
Indonesia Treasury Bond, Sr. Unsec'd. Notes				
7.000%	05/15/22	IDR	80,330,000	6,226,629
7.875%	04/15/19	IDR	4,482,000	364,151
8.250%	07/15/21	IDR	1,034,000	85,575

Interest Rate	Maturity Date		Principal Amount (000)#	Value (Note 2)
FOREIGN BONDS (Continued)				
Indonesia (cont'd.)				
11.000%	11/15/20	IDR	409,000	$ 37,672
				6,714,027
Ireland — 4.4%				
Ireland Government Bond, Bonds				
5.000%	10/18/20	EUR	3,436	5,202,167
5.400%	03/13/25	EUR	14,200	23,675,533
				28,877,700
Malaysia — 0.6%				
Malaysian Government Bond, Sr. Unsec'd. Notes				
3.197%	10/15/15	MYR	1,540	439,114
3.741%	02/27/15	MYR	650	185,993
3.835%	08/12/15	MYR	6,600	1,891,964
4.720%	09/30/15	MYR	4,265	1,229,744
				3,746,815
Mexico — 4.2%				
Mexican Bonos, Bonds				
6.000%	06/18/15	MXN	122,320	8,400,742
6.250%	06/16/16	MXN	23,300	1,638,287
7.250%	12/15/16	MXN	68,042	4,919,261
8.000%	12/17/15	MXN	141,860	10,040,010
Mexican Udibonos, Bonds, TIPS				
2.500%	12/10/20	MXN	7,962	2,906,338
				27,904,638
Poland — 4.2%				
Polish Government Bond, Bonds				
2.920%(s)	07/25/16	PLN	4,930	1,353,912
4.750%	10/25/16	PLN	81,440	24,195,148
4.750%	04/25/17	PLN	1,136	341,517
5.500%	04/25/15	PLN	1,901	543,297
Unsec'd. Notes				
5.500%	04/25/15	PLN	5,300	1,514,714
				27,948,588
Portugal — 2.0%				
Portugal Obrigacoes do Tesouro, Sr. Unsec'd. Notes				
4.950%	10/25/23	EUR	53	75,293
5.650%	02/15/24	EUR	131	196,092
Unsec'd. Notes				
3.875%	02/15/30	EUR	10,270	12,999,172
				13,270,557
South Korea — 14.6%				
Korea Monetary Stabilization Bond, Sr. Unsec'd. Notes				
2.220%	10/02/16	KRW	5,330,000	4,858,915
2.470%	04/02/15	KRW	40,217,280	36,624,929
2.740%	02/02/15	KRW	1,982,720	1,804,763
2.790%	06/02/16	KRW	4,350,000	3,995,498

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SCHEDULE OF INVESTMENTS

December 31, 2014

Interest Rate	Maturity Date	Principal Amount (000)#	Value (Note 2)
FOREIGN BONDS (Continued)			
South Korea (cont'd.)			
Korea Treasury Bond, Sr. Unsec'd. Notes			
2.750%	12/10/15	KRW40,000,000	$36,614,984
2.750%	06/10/16	KRW11,200,000	10,281,338
4.000%	09/10/15	KRW 546,030	503,150
4.500%	03/10/15	KRW 1,811,300	1,654,859
			96,338,436
Sweden — 2.2%			
Sweden Government Bond, Bonds			
4.500%	08/12/15	SEK 113,230	14,908,848
TOTAL FOREIGN BONDS (cost $321,495,538)			298,736,586
SOVEREIGN ISSUES — 9.2%			
Hungary Government International Bond (Hungary), Sr. Unsec'd. Notes			
5.375%	02/21/23	13,300	14,330,750
Iceland Government International Bond (Iceland), Unsec'd. Notes, RegS			
5.875%	05/11/22	967	1,083,731
Iceland Government International Bond (Iceland), Unsec'd. Notes, 144A (original cost $3,502,005; purchased 05/03/12-05/02/13)(f)			
5.875%	05/11/22	3,175	3,558,270
Portugal Government International Bond (Portugal), Unsec'd. Notes, 144A (original cost $6,221,157; purchased 07/02/14)(f)			
5.125%	10/15/24	6,270	6,586,748
Republic of Serbia (Serbia), Bonds, 144A (original cost $5,826,908; purchased 05/02/13-05/22/13)(f)			
4.875%	02/25/20	5,580	5,571,630
Republic of Serbia (Serbia), Sr. Unsec'd. Notes, 144A (original cost $4,204,161; purchased 05/07/13-07/16/14)(f)			
7.250%	09/28/21	3,590	4,021,087
Slovenia Government International Bond (Slovenia), Sr. Unsec'd. Notes, 144A (original cost $2,975,855; purchased 06/21/13-06/26/13)(f)			
5.500%	10/26/22	3,290	3,647,788
Slovenia Government International Bond (Slovenia), Sr. Unsec'd. Notes, 144A (original cost $3,600,977; purchased 05/02/13-06/26/13)(f)			
5.850%	05/10/23	3,820	4,319,083
Ukraine Government International Bond (Ukraine), Sr. Unsec'd. Notes, 144A (original cost $11,680,152; purchased 05/02/13-08/20/13)(f)			
7.500%	04/17/23	12,030	7,097,700
Ukraine Government International Bond (Ukraine), Sr. Unsec'd. Notes, 144A (original cost $12,505,243; purchased 05/02/13-08/21/13)(f)			
7.800%	11/28/22	12,450	7,594,500
SOVEREIGN ISSUES (Continued)			
Ukraine Government International Bond (Ukraine), Sr. Unsec'd. Notes, 144A (original cost $4,610,355; purchased 12/02/13-05/27/14)(f)			
9.250%	07/24/17	4,980	$ 3,037,800
TOTAL SOVEREIGN ISSUES (cost $70,070,191)			60,849,087
TOTAL LONG-TERM INVESTMENTS (cost $391,565,729)			359,585,673
SHORT-TERM INVESTMENTS — 38.2%			
FOREIGN TREASURY BILLS(n) — 18.5%			
Bank Negara Malaysia Monetary Notes (Malaysia)			
2.882%	03/05/15	MYR 181,020	51,477,242
2.886%	04/28/15	MYR 42,140	11,923,288
3.000%	05/05/15	MYR 1,360	384,474
3.002%	03/03/15	MYR 380	108,082
3.060%	02/17/15	MYR 3,470	988,237
3.070%	05/19/15	MYR 6,480	1,829,840
3.073%	04/16/15	MYR 610	172,790
3.120%	06/03/15	MYR 830	234,042
3.120%	06/16/15	MYR 2,040	574,520
3.150%	06/30/15	MYR 1,350	379,685
3.280%	11/03/15	MYR 20,750	5,764,002
3.320%	01/20/15	MYR 6,430	1,835,949
3.330%	01/08/15	MYR 3,470	991,875
3.332%	05/28/15	MYR 5,350	1,509,451
3.341%	06/04/15	MYR 1,960	552,625
3.358%	08/11/15	MYR 1,920	537,796
3.370%	04/23/15	MYR 3,450	976,617
3.377%	01/22/15	MYR 2,450	699,417
3.394%	02/10/15	MYR 1,690	481,614
Canadian Treasury Bills (Canada)			
0.868%	02/12/15	CAD 80	68,788
0.883%	03/12/15	CAD 10	8,592
0.901%	04/23/15	CAD 10	8,583
Mexican Cetes (Mexico)			
2.900%	03/19/15	MXN 110,424	743,679
2.940%	04/16/15	MXN 66,941	449,784
2.970%	06/25/15	MXN 50,837	339,436
3.010%	06/11/15	MXN 222,453	1,487,553
3.027%	05/28/15	MXN 102,422	685,125
3.030%	07/23/15	MXN 16,250	108,276
3.060%	09/17/15	MXN 21,660	143,582
3.095%	10/01/15	MXN 1,066,105	7,057,772
3.220%	11/12/15	MXN 27,403	180,684
3.240%	12/10/15	MXN 56,574	372,005
3.433%	04/01/15	MXN 177,010	1,190,849
Monetary Authority of Singapore (Singapore)			
0.302%	01/20/15	SGD 2,330	1,758,375
0.339%	01/30/15	SGD 27,450	20,711,804
0.431%	02/13/15	SGD 4,500	3,394,508
0.453%	02/23/15	SGD 2,890	2,179,627
TOTAL FOREIGN TREASURY BILLS (cost $129,369,900)			122,310,568

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SCHEDULE OF INVESTMENTS

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	Shares	Value (Note 2)
AFFILIATED MONEY MARKET MUTUAL FUND — 19.7%		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $130,673,430)(w)(Note 4)	130,673,430	$ $130,673,430
TOTAL SHORT-TERM INVESTMENTS (cost $260,043,330)		252,983,998
TOTAL INVESTMENTS — 92.6% (cost $651,609,059)		612,569,671
Other assets in excess of liabilities(x) **— 7.4%**		48,637,123
NET ASSETS — 100.0%		$661,206,794

See the Glossary for abbreviations used in the Portfolio descriptions.

#	Principal amount is shown in U.S. dollars unless otherwise stated.
(f)	Indicates a restricted security; the aggregate cost of such securities is $55,126,813. The aggregate value of $45,434,606 is approximately 6.9% of net assets.
(n)	Rate shown reflects yield to maturity at purchase date.
(s)	Represents zero coupon bond or principal only securities. Rate represents yield-to-maturity at purchase date.
(w)	Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.
(x)	Includes net unrealized appreciation (depreciation) on the following derivative contracts held at reporting period end:

Forward foreign currency exchange contracts outstanding at December 31, 2014:

Purchase Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Payable	Current Value	Unrealized Appreciation (Depreciation)
Chilean Peso,						
Expiring 05/12/15	Deutsche Bank AG	CLP	9,643,200	$ 16,448,955	$ 15,700,508	$ (748,447)
Euro,						
Expiring 01/30/15	Deutsche Bank AG	EUR	110	137,447	133,149	(4,298)
Expiring 02/10/15	Goldman Sachs & Co.	EUR	20,000	24,834,401	24,210,970	(623,431)
Hungarian Forint,						
Expiring 11/25/15	JPMorgan Chase	HUF	972,165	3,925,560	3,685,105	(240,455)
Indian Rupee,						
Expiring 01/27/15	JPMorgan Chase	INR	402,975	6,477,653	6,346,460	(131,193)
Expiring 02/10/15	JPMorgan Chase	INR	1,252,557	20,170,000	19,672,512	(497,488)
Expiring 02/23/15	JPMorgan Chase	INR	402,975	6,414,150	6,313,497	(100,653)
Malaysian Ringgit,						
Expiring 02/23/15	Hong Kong & Shanghai Bank	MYR	2,640	785,714	751,700	(34,014)
Expiring 05/11/15	JPMorgan Chase	MYR	8,872	2,678,000	2,511,628	(166,372)
Expiring 06/22/15	Hong Kong & Shanghai Bank	MYR	9,530	2,885,955	2,690,304	(195,651)
Mexican Peso,						
Expiring 01/12/15	Citigroup Global Markets	MXN	15,720	1,171,361	1,064,668	(106,693)
Expiring 03/13/15	Citigroup Global Markets	MXN	4,411	332,477	297,650	(34,827)
Expiring 03/17/15	Citigroup Global Markets	MXN	3,722	272,666	251,096	(21,570)
Expiring 03/24/15	Citigroup Global Markets	MXN	19,827	1,474,126	1,336,879	(137,247)
Expiring 03/24/15	Citigroup Global Markets	MXN	10,873	795,355	733,102	(62,253)
Expiring 05/11/15	Citigroup Global Markets	MXN	258,602	19,280,698	17,383,671	(1,897,027)
Expiring 05/19/15	Hong Kong & Shanghai Bank	MXN	259,356	19,412,000	17,425,469	(1,986,531)
Expiring 06/08/15	Citigroup Global Markets	MXN	11,258	845,319	755,422	(89,897)
Expiring 06/09/15	Citigroup Global Markets	MXN	11,245	847,879	754,516	(93,363)
Expiring 06/12/15	Citigroup Global Markets	MXN	22,868	1,710,133	1,534,097	(176,036)
Expiring 06/15/15	Citigroup Global Markets	MXN	9,828	735,794	659,188	(76,606)
Expiring 06/22/15	Citigroup Global Markets	MXN	8,845	660,666	592,992	(67,674)
Expiring 07/10/15	Citigroup Global Markets	MXN	15,206	1,142,214	1,018,241	(123,973)
Expiring 12/11/15	Citigroup Global Markets	MXN	13,668	928,835	905,559	(23,276)
Expiring 12/18/15	Citigroup Global Markets	MXN	6,553	431,521	433,937	2,416
Philippine Peso,						
Expiring 06/25/15	JPMorgan Chase	PHP	64,880	1,472,604	1,439,387	(33,217)
Expiring 06/26/15	Deutsche Bank AG	PHP	184,164	4,173,582	4,085,561	(88,021)
Expiring 06/29/15	JPMorgan Chase	PHP	18,000	409,007	399,268	(9,739)
Expiring 06/29/15	JPMorgan Chase	PHP	4,640	103,134	102,922	(212)
Expiring 09/25/15	JPMorgan Chase	PHP	31,980	711,774	707,028	(4,746)
Polish Zloty,						
Expiring 06/30/15	JPMorgan Chase	PLN	68,986	19,426,745	19,349,215	(77,530)

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Forward foreign currency exchange contracts outstanding at December 31, 2014 (continued):

Purchase Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Payable	Current Value	Unrealized Appreciation (Depreciation)
Singapore Dollar,						
Expiring 05/11/15	JPMorgan Chase	SGD	11,312	$ 9,077,000	$ 8,524,170	$ (552,830)
Expiring 05/14/15	JPMorgan Chase	SGD	17,027	13,656,814	12,829,724	(827,090)
South Korean Won,						
Expiring 07/21/15	Hong Kong & Shanghai Bank	KRW	1,197,610	1,150,000	1,081,800	(68,200)
				$184,979,539	$175,681,395	(9,298,144)

Sale Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Receivable	Current Value	Unrealized Appreciation
Euro,						
Expiring 01/30/15	Deutsche Bank AG	EUR	4,310	$ 5,890,908	$ 5,217,033	$ 673,875
Expiring 02/03/15	Deutsche Bank AG	EUR	3,720	5,042,274	4,503,003	539,271
Expiring 02/10/15	Goldman Sachs & Co.	EUR	24,160	32,860,501	29,246,852	3,613,649
Expiring 05/11/15	Barclays Capital Group	EUR	43,310	60,322,603	52,473,487	7,849,116
Expiring 05/12/15	Deutsche Bank AG	EUR	1,105	1,530,204	1,338,809	191,395
Expiring 06/08/15	Hong Kong & Shanghai Bank	EUR	5,081	6,616,629	6,157,356	459,273
Expiring 07/01/15	Deutsche Bank AG	EUR	4,795	6,546,477	5,812,687	733,790
Expiring 07/10/15	JPMorgan Chase	EUR	3,000	4,086,001	3,637,441	448,560
Expiring 07/16/15	Deutsche Bank AG	EUR	3,666	5,002,472	4,445,019	557,453
Expiring 07/27/15	Deutsche Bank AG	EUR	1,088	1,467,233	1,319,622	147,611
Expiring 07/27/15	Goldman Sachs & Co.	EUR	1,087	1,466,526	1,318,409	148,117
Expiring 09/08/15	JPMorgan Chase	EUR	5,135	6,681,149	6,233,478	447,671
Expiring 10/14/15	Barclays Capital Group	EUR	8,974	11,462,940	10,901,526	561,414
Expiring 10/14/15	JPMorgan Chase	EUR	8,928	11,431,858	10,845,646	586,212
Expiring 10/14/15	JPMorgan Chase	EUR	7,847	10,002,125	9,532,458	469,667
Expiring 10/16/15	Barclays Capital Group	EUR	6,230	7,946,366	7,568,446	377,920
Expiring 11/10/15	Deutsche Bank AG	EUR	13,408	16,745,923	16,296,725	449,198
Expiring 11/12/15	Citigroup Global Markets	EUR	32,935	41,281,344	40,031,858	1,249,486
Expiring 11/12/15	Citigroup Global Markets	EUR	3,015	3,778,941	3,664,722	114,219
Japanese Yen,						
Expiring 01/08/15	Goldman Sachs & Co.	JPY	99,910	963,350	834,171	129,179
Expiring 01/15/15	Barclays Capital Group	JPY	347,950	3,355,226	2,905,289	449,937
Expiring 01/15/15	JPMorgan Chase	JPY	226,190	2,180,891	1,888,626	292,265
Expiring 02/06/15	JPMorgan Chase	JPY	319,300	3,162,369	2,666,567	495,802
Expiring 02/06/15	Standard Chartered PLC	JPY	319,400	3,162,455	2,667,403	495,052
Expiring 02/09/15	Barclays Capital Group	JPY	319,440	3,162,444	2,667,802	494,642
Expiring 02/09/15	JPMorgan Chase	JPY	320,140	3,162,498	2,673,647	488,851
Expiring 02/10/15	Goldman Sachs & Co.	JPY	3,655,508	36,189,560	30,529,196	5,660,364
Expiring 03/09/15	Barclays Capital Group	JPY	215,933	2,111,642	1,803,827	307,815
Expiring 05/18/15	Bank of America	JPY	327,434	3,225,000	2,737,563	487,437
Expiring 05/19/15	Bank of America	JPY	326,957	3,230,000	2,733,604	496,396
Expiring 05/19/15	Barclays Capital Group	JPY	327,845	3,230,000	2,741,031	488,969
Expiring 05/19/15	Citigroup Global Markets	JPY	327,457	3,230,000	2,737,787	492,213
Expiring 05/19/15	Hong Kong & Shanghai Bank	JPY	328,108	3,230,000	2,743,232	486,768
Expiring 06/03/15	Deutsche Bank AG	JPY	2,546,463	25,097,697	21,294,205	3,803,492
Expiring 06/04/15	JPMorgan Chase	JPY	1,091,053	10,689,473	9,123,790	1,565,683
Expiring 06/09/15	Citigroup Global Markets	JPY	172,800	1,691,928	1,445,105	246,823
Expiring 06/09/15	Hong Kong & Shanghai Bank	JPY	258,800	2,533,703	2,164,313	369,390
Expiring 06/10/15	Barclays Capital Group	JPY	230,430	2,256,739	1,927,081	329,658
Expiring 06/10/15	Citigroup Global Markets	JPY	173,500	1,696,622	1,450,976	245,646
Expiring 06/10/15	Citigroup Global Markets	JPY	166,420	1,627,388	1,391,766	235,622
Expiring 06/10/15	Hong Kong & Shanghai Bank	JPY	245,410	2,404,342	2,052,358	351,984
Expiring 06/11/15	Deutsche Bank AG	JPY	81,300	795,966	679,918	116,048
Expiring 06/11/15	JPMorgan Chase	JPY	227,370	2,225,583	1,901,513	324,070
Expiring 06/17/15	JPMorgan Chase	JPY	95,900	942,779	802,077	140,702
Expiring 06/22/15	Deutsche Bank AG	JPY	322,610	3,168,123	2,698,372	469,751
Expiring 07/24/15	Citigroup Global Markets	JPY	133,855	1,324,484	1,120,318	204,166

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SCHEDULE OF INVESTMENTS

December 31, 2014

Forward foreign currency exchange contracts outstanding at December 31, 2014 (continued):

Sale Contracts	Counterparty		Notional Amount (000)	Value at Settlement Date Receivable	Current Value	Unrealized Appreciation
Japanese Yen (cont'd.),						
Expiring 07/24/15	JPMorgan Chase	JPY	206,000	$ 2,037,284	$ 1,724,145	$ 313,139
Expiring 07/27/15	JPMorgan Chase	JPY	71,800	710,469	600,981	109,488
Expiring 10/07/15	Deutsche Bank AG	JPY	1,198,698	10,968,048	10,049,740	918,308
Expiring 10/07/15	JPMorgan Chase	JPY	1,221,800	11,279,021	10,243,424	1,035,597
Expiring 10/09/15	Hong Kong & Shanghai Bank	JPY	607,600	5,639,110	5,094,277	544,833
Expiring 10/13/15	Barclays Capital Group	JPY	226,700	2,104,825	1,900,884	203,941
Expiring 10/13/15	Barclays Capital Group	JPY	80,900	751,887	678,349	73,538
Expiring 10/13/15	Deutsche Bank AG	JPY	303,400	2,819,441	2,544,016	275,425
Expiring 11/09/15	JPMorgan Chase	JPY	505,988	4,480,000	4,245,323	234,677
Expiring 12/21/15	Deutsche Bank AG	JPY	322,050	2,756,805	2,704,631	52,174
Expiring 12/21/15	Hong Kong & Shanghai Bank	JPY	322,540	2,757,931	2,708,747	49,184
Expiring 12/22/15	Barclays Capital Group	JPY	140,390	1,187,311	1,179,046	8,265
Expiring 12/22/15	Citigroup Global Markets	JPY	219,010	1,854,759	1,839,325	15,434
				$419,559,627	$376,439,002	43,120,625
						$33,822,481

Cross currency exchange contracts outstanding at December 31, 2014:

Settlement	Type		Notional Amount (000)		In Exchange for (000)	Unrealized Appreciation (Depreciation)	Counterparty
02/23/15	Buy	HUF	1,314,000	EUR	4,106	$ 44,680	Deutsche Bank AG
05/11/15	Buy	HUF	1,419,444	EUR	4,568	(128,993)	Deutsche Bank AG
05/15/15	Buy	PLN	28,440	EUR	6,649	(67,327)	Deutsche Bank AG
						$(151,640)	

Interest rate swap agreements outstanding at December 31, 2014:

Notional Amount (000)#	Termination Date	Fixed Rate	Floating Rate	Value at Trade Date	Value at December 31, 2014	Unrealized Appreciation (Depreciation)(2)
Exchange-traded swap agreements:						
33,840	10/17/17	0.926%	3 month LIBOR(1)	$ —	$ 214,017	$ 214,017
17,130	03/31/24	2.788%	3 month LIBOR(1)	—	(930,680)	(930,680)
6,270	07/07/24	2.731%	3 month LIBOR(1)	—	(342,137)	(342,137)
8,150	03/31/44	3.489%	3 month LIBOR(1)	—	(1,407,245)	(1,407,245)
				$ —	$(2,466,045)	$(2,466,045)

(1) Portfolio pays the fixed rate and receives the floating rate.

(2) Cash of $1,638,595 and $294,487 has been segregated with Deutesche Bank and JPMorgan Chase, respectively, to cover requirements for open exchange-traded interest rate swap contracts as of December 31, 2014.

Notional Amount is shown in U.S. dollars unless otherwise stated.

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SCHEDULE OF INVESTMENTS — December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Foreign Bonds	$ —	$ 298,736,586	$ —
Sovereign Issues	—	60,849,087	—
Foreign Treasury Bills	—	122,310,568	—
Affiliated Money Market Mutual Fund	130,673,430	—	—
Other Financial Instruments*			
Foreign Forward Currency Contracts	—	33,822,481	—
Cross Currency Exchange Contracts	—	(151,640)	—
Exchange-traded interest rate swaps	—	(2,466,045)	—
Total	$130,673,430	$ 513,101,037	$ —

* Other financial instruments are derivative instruments not reflected in the Schedule of Investments, such as futures, forwards and exchange-traded swap contracts, which are recorded at the unrealized appreciation/depreciation on the instrument, and over-the-counter swap contracts which are recorded at fair value.

The industry classification of investments and other assets in excess of liabilities shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Foreign Bonds	45.2%	Sovereign Issues	9.2%
Affiliated Money Market Mutual Fund	19.7		92.6
Foreign Treasury Bills	18.5	Other assets in excess of liabilities	7.4
			100.0%

The Portfolio invested in derivative instruments during the reporting period. The primary types of risk associated with these derivative instruments are foreign exchange and interest rate risk. The effect of such derivative instruments on the Portfolio's financial position and financial performance as reflected in the Statement of Assets and Liabilities and Statement of Operations is presented in the summary below.

Fair values of derivative instruments as of December 31, 2014 as presented in the Statement of Assets and Liabilities:

Derivatives not accounted for as hedging instruments, carried at fair value	Asset Derivatives		Liability Derivatives	
	Balance Sheet Location	Fair Value	Balance Sheet Location	Fair Value
Interest rate contracts	Due from/to broker-variation margin swaps	$ 214,017*	Due from/to broker-variation margin swaps	$ 2,680,062*
Foreign exchange contracts	Unrealized appreciation on cross currency exchange contracts	44,680	Unrealized depreciation on cross currency exchange contracts	196,320
Foreign exchange contracts	Unrealized appreciation on foreign currency forward contracts	43,123,041	Unrealized depreciation on foreign currency forward contracts	9,300,560
Total		$43,381,738		$12,176,942

*Includes cumulative appreciation/depreciation as reported in the schedule of exchange-traded swap contracts. Only unsettled variation margin receivable (payable) is reported within the Statement of Assets and Liabilities.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The effects of derivative instruments on the Statement of Operations for the year ended December 31, 2014 are as follows:

Amount of Realized Gain or (Loss) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Swaps	Forward & Cross Currency Contracts[1]	Total
Interest rate contracts	$(337,735)	$ —	$ (337,735)
Foreign exchange contracts	—	(1,128,257)	(1,128,257)
Total	$(337,735)	$(1,128,257)	$(1,465,992)

Change in Unrealized Appreciation or (Depreciation) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Swaps	Forward & Cross Currency Contracts[2]	Total
Interest rate contracts	$(2,466,045)	$ —	$ (2,466,045)
Foreign exchange contracts	—	36,720,280	36,720,280
Total	$(2,466,045)	$36,720,280	$34,254,235

[1] Included in net realized gain (loss) on foreign currency transactions in the Statement of Operations.

[2] Included in net change in unrealized appreciation (depreciation) on foreign currencies in the Statement of Operations.

For the year ended December 31, 2014, the Portfolio's average volume of derivative activities is as follows:

Cross Currency Exchange Contracts[1]	Forward Foreign Currency Exchange Purchase Contracts[2]	Forward Foreign Currency Exchange Sale Contracts[3]	Interest Rate Swap Agreements[4]
$32,620,890	$128,064,781	$333,985,660	$29,500,000

[1] Value at Trade Date.

[2] Value at Settlement Date Payable.

[3] Value at Settlement Date Receivable.

[4] Notional Amount.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Offsetting of over-the-counter (OTC) derivative assets and liabilities:

The Portfolio invested in OTC derivatives during the reporting period that are either offset in accordance with current requirements or are subject to enforceable master netting arrangements or similar agreements that permit offsetting. The information about offsetting and related netting arrangements for OTC derivatives, where the legal right to set-off exists, is presented in the summary below.

Counterparty	Gross amounts of recognized assets(1)	Gross amounts available for offset	Collateral Received(3)	Net Amount
Bank of America	$ 983,833	$ —	$ —	$ 983,833
Barclays Capital Group	11,145,215	—	—	11,145,215
Citigroup Global Markets	2,806,025	(2,806,025)	—	—
Deutsche Bank AG	9,081,959	(1,037,086)	—	8,044,873
Goldman Sachs & Co.	9,551,309	(623,431)	—	8,927,878
Hong Kong & Shanghai Bank	2,261,432	(2,261,432)	—	—
JPMorgan Chase	6,842,896	(2,641,525)	—	4,201,371
Standard Chartered PLC	495,052	—	(320,000)	175,052
	$43,167,721			

Counterparty	Gross amounts of recognized liabilities(2)	Gross amounts available for offset	Collateral Pledged(3)	Net Amount
Bank of America	$ —	$ —	$ —	$ —
Barclays Capital Group	—	—	—	—
Citigroup Global Markets	(2,910,442)	2,806,025	260,000	—
Deutsche Bank AG	(1,037,086)	1,037,086	—	—
Goldman Sachs & Co.	(623,431)	623,431	—	—
Hong Kong & Shanghai Bank	(2,284,396)	2,261,432	—	(22,964)
JPMorgan Chase	(2,641,525)	2,641,525	—	—
Standard Chartered PLC	—	—	—	—
	$(9,496,880)			

(1) Includes unrealized appreciation on swaps and forwards, premiums paid on swap agreements and market value of purchased options.

(2) Includes unrealized depreciation on swaps and forwards, premiums received on swap agreements and market value of written options.

(3) Amounts shown reflect actual collateral received or pledged by the Portfolio. Such amounts are applied up to 100% of the Portfolio's OTC derivative exposure by counterparty.

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value:	
Unaffiliated investments (cost $520,935,629)	$481,896,241
Affiliated investments (cost $130,673,430)	130,673,430
Cash	3,539,347
Foreign currency, at value (cost $717,623)	699,041
Deposit with broker	2,193,082
Unrealized appreciation on foreign currency forward contracts	43,123,041
Dividends and interest receivable	4,162,778
Receivable for fund share sold	3,445,676
Receivable for investments sold	1,196,762
Tax reclaim receivable	234,727
Unrealized appreciation on cross currency exchange contracts	44,680
Prepaid expenses	7,767
Total Assets	671,216,572
LIABILITIES:	
Unrealized depreciation on foreign currency forward contracts	9,300,560
Advisory fees payable	213,881
Accrued expenses and other liabilities	197,543
Unrealized depreciation on cross currency exchange contracts	196,320
Payable for fund share repurchased	54,150
Due to broker-variation margin swaps	36,177
Distribution fee payable	10,786
Affiliated transfer agent fee payable	361
Total Liabilities	10,009,778
NET ASSETS	$661,206,794
Net assets were comprised of:	
Paid-in capital	$650,872,868
Retained earnings	10,333,926
Net assets, December 31, 2014	$661,206,794
Net asset value and redemption price per share, $661,206,794 / 61,075,442 outstanding shares of beneficial interest	$ 10.83

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Interest income (net of $1,102,570 foreign withholding tax)	$ 16,233,225
Affiliated dividend income	189,418
	16,422,643
EXPENSES	
Advisory fees	4,980,847
Distribution fee	636,473
Custodian and accounting fees	479,000
Audit fee	42,000
Legal fees and expenses	15,000
Trustees' fees	14,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Insurance expenses	7,000
Shareholders' reports	6,000
Commitment fee on syndicated credit agreement	3,000
Miscellaneous	11,232
Total expenses	6,203,552
Less: advisory fee waivers and/or expense reimbursement	(104,877)
Net expenses	6,098,675
NET INVESTMENT INCOME	10,323,968
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain (loss) on:	
Investment transactions	2,305,967
Swap agreements transactions	(337,735)
Foreign currency transactions	(11,658,463)
	(9,690,231)
Net change in unrealized appreciation (depreciation) on:	
Investments	(32,172,632)
Swap agreements	(2,466,045)
Foreign currencies	36,289,441
	1,650,764
NET LOSS ON INVESTMENTS	(8,039,467)
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$ 2,284,501

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 10,323,968	$ 7,939,419
Net realized gain (loss) on investment and foreign currency transactions	(9,690,231)	4,315,839
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	1,650,764	(29,685,696)
NET INCREASE (DECREASE) IN NET ASSETS RESULTING FROM OPERATIONS	2,284,501	(17,430,438)
FUND SHARE TRANSACTIONS:		
Fund share sold [13,754,477 and 17,556,145 shares, respectively]	150,086,789	187,048,504
Fund share repurchased [6,370,675 and 7,133,077 shares, respectively]	(69,508,912)	(75,364,285)
NET INCREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	80,577,877	111,684,219
TOTAL INCREASE IN NET ASSETS	82,862,378	94,253,781
NET ASSETS:		
Beginning of year	578,344,416	484,090,635
End of year	$661,206,794	$578,344,416

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
LONG-TERM INVESTMENTS — 94.1%		
COMMON STOCKS — 84.9%		
Aerospace & Defense — 2.3%		
Cubic Corp.	152,945	$ 8,051,025
Lockheed Martin Corp.	64,960	12,509,347
Northrop Grumman Corp.	81,448	12,004,621
QinetiQ Group PLC (United Kingdom)	413,928	1,206,711
Raytheon Co.	15,500	1,676,635
United Technologies Corp.	132,176	15,200,240
		50,648,579
Air Freight & Logistics — 1.1%		
United Parcel Service, Inc. (Class B Stock)	192,563	21,407,229
UTi Worldwide, Inc.*(a)	182,765	2,205,974
		23,613,203
Airlines — 0.2%		
AirAsia Bhd (Malaysia)	2,812,800	2,188,136
American Airlines Group, Inc.	39,971	2,143,645
		4,331,781
Auto Components — 0.2%		
Delphi Automotive PLC (United Kingdom)	27,995	2,035,796
Denso Corp. (Japan)	15,800	736,404
Goodyear Tire & Rubber Co. (The)	37,499	1,071,346
Toyota Industries Corp. (Japan)	13,000	666,273
Xingda International Holdings Ltd. (China)	1,311,000	466,605
		4,976,424
Automobiles — 0.5%		
Dongfeng Motor Group Co. Ltd. (China) (Class H Stock)	1,749,000	2,446,541
Harley-Davidson, Inc.	119,375	7,868,006
Hyundai Motor Co. (South Korea)	7,314	1,117,258
Isuzu Motors Ltd. (Japan)	29,600	360,537
		11,792,342
Banks — 5.6%		
Alpha Bank A.E. (Greece)*	4,098,390	2,302,247
Bank of Ireland (Ireland)*	5,185,811	1,946,193
BOK Financial Corp.	66,160	3,972,246
CIT Group, Inc.	22,327	1,067,900
Citigroup, Inc.	84,745	4,585,552
Cullen/Frost Bankers, Inc.	17,550	1,239,732
Eurobank Ergasias SA (Greece)*	1,920,653	429,060
First Midwest Bancorp, Inc.	153,500	2,626,385
First Niagara Financial Group, Inc.	164,230	1,384,459
First Republic Bank	67,516	3,518,934
Hancock Holding Co.	46,750	1,435,225
HDFC Bank Ltd. (India)	236,947	3,558,637
International Bancshares Corp.	110,921	2,943,843
JPMorgan Chase & Co.	286,373	17,921,222
M&T Bank Corp.(a)	113,472	14,254,353
MB Financial, Inc.	79,610	2,615,985
Mitsubishi UFJ Financial Group, Inc. (Japan)	1,057,400	5,809,598
Piraeus Bank SA (Greece)*	442,273	481,253
PNC Financial Services Group, Inc. (The)	317,225	28,940,437
Standard Chartered PLC (United Kingdom)	34,064	509,459
Webster Financial Corp.	93,615	3,045,296
Wells Fargo & Co.	358,674	19,662,509
		124,250,525

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Beverages — 2.4%		
Anheuser-Busch InBev NV (Belgium)	22,857	$ 2,572,365
Anheuser-Busch InBev NV (Belgium), ADR(a)	85,540	9,607,853
Asahi Group Holdings Ltd. (Japan)	157,775	4,881,138
C&C Group PLC (Ireland)	911,356	3,992,097
Coca-Cola Co. (The)	385,607	16,280,328
Diageo PLC (United Kingdom)	85,151	2,439,332
Diageo PLC (United Kingdom), ADR	48,516	5,535,190
LT Group, Inc. (Philippines)	3,286,900	889,133
Molson Coors Brewing Co. (Class B Stock)	91,430	6,813,364
		53,010,800
Biotechnology — 0.3%		
Celgene Corp.*	26,395	2,952,545
Juno Therapeutics, Inc.*(a)	1,300	67,886
Vertex Pharmaceuticals, Inc.*	34,843	4,139,348
		7,159,779
Building Products — 0.9%		
China Lesso Group Holdings Ltd. (China)	648,000	315,435
Cie de Saint-Gobain (France)	78,995	3,346,304
Fortune Brands Home & Security, Inc.	25,177	1,139,763
Lennox International, Inc.	107,146	10,186,370
Masco Corp.	146,165	3,683,358
Owens Corning	37,080	1,327,835
		19,999,065
Capital Markets — 2.2%		
Ares Capital Corp.	111,225	1,735,666
BlackRock, Inc.	73,852	26,406,521
CETIP SA - Mercados Organizados (Brazil)	372,685	4,514,505
EFG International AG (Switzerland)*	151,647	1,769,368
Julius Baer Group Ltd. (Switzerland)*	104,343	4,764,094
LPL Financial Holdings, Inc.	27,345	1,218,220
Northern Trust Corp.	19,804	1,334,790
SEI Investments Co.	62,752	2,512,590
Solar Capital Ltd.	96,553	1,738,920
UBS Group AG (Switzerland)*	157,727	2,711,280
		48,705,954
Chemicals — 1.7%		
Agrium, Inc. (Canada)	5,000	473,403
Akzo Nobel NV (Netherlands)	53,014	3,668,051
Cabot Corp.	19,608	860,007
Dow Chemical Co. (The)	124,291	5,668,912
Huabao International Holdings Ltd. (Hong Kong)	774,000	630,762
Innospec, Inc.	39,035	1,666,795
Koppers Holdings, Inc.	68,265	1,773,525
Methanex Corp. (Canada)	36,565	1,675,774
Platform Specialty Products Corp.*	53,000	1,230,660
Praxair, Inc.	107,788	13,965,013
Sensient Technologies Corp.	47,735	2,880,330
Sherwin-Williams Co. (The)	13,409	3,527,103
		38,020,335
Commercial Services & Supplies — 1.5%		
ACCO Brands Corp.*	392,235	3,534,037
Clean Harbors, Inc.*(a)	258,261	12,409,441
G&K Services, Inc. (Class A Stock)	59,265	4,198,925

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Commercial Services & Supplies (cont'd.)		
Matthews International Corp. (Class A Stock)	64,945	$ 3,160,873
Steelcase, Inc. (Class A Stock)	98,360	1,765,562
United Stationers, Inc.	89,225	3,761,726
Waste Connections, Inc.	105,360	4,634,786
		33,465,350
Communications Equipment — 2.2%		
Cisco Systems, Inc.	1,043,922	29,036,690
F5 Networks, Inc.*	37,257	4,860,734
Motorola Solutions, Inc.	197,407	13,242,062
QUALCOMM, Inc.	22,265	1,654,957
Ubiquiti Networks, Inc.	19,000	563,160
		49,357,603
Construction & Engineering — 0.4%		
AECOM Technology Corp.*(a)	93,534	2,840,628
Ellaktor SA (Greece)*	170,175	436,311
Jacobs Engineering Group, Inc.*	115,402	5,157,315
		8,434,254
Construction Materials — 0.2%		
BRAAS Monier Building Group SA (Germany)*	27,045	524,105
China Resources Cement Holdings Ltd. (Hong Kong)	1,196,000	770,783
CRH PLC (Ireland)	106,993	2,565,566
		3,860,454
Containers & Packaging — 1.9%		
AptarGroup, Inc.	22,375	1,495,545
Ball Corp.	123,721	8,434,061
Crown Holdings, Inc.*	29,000	1,476,100
Graphic Packaging Holding Co.*	824,539	11,230,221
Greif, Inc. (Class A Stock)	54,100	2,555,143
Packaging Corp. of America	58,485	4,564,754
Silgan Holdings, Inc.	74,378	3,986,661
Smurfit Kappa Group PLC (Ireland)	244,082	5,489,033
Vidrala SA (Spain)	86,314	3,968,892
		43,200,410
Diversified Consumer Services — 0.5%		
Dignity PLC (United Kingdom)	218,167	6,508,398
Kroton Educacional SA (Brazil)	397,144	2,315,752
New Oriental Education & Technology Group, Inc. (China), ADR*	110,497	2,255,244
		11,079,394
Diversified Financial Services — 0.9%		
Ackermans & van Haaren NV (Belgium)	40,658	5,013,386
Berkshire Hathaway, Inc. (Class B Stock)*	40,145	6,027,772
Intercontinental Exchange, Inc.	14,768	3,238,475
Mitsubishi UFJ Lease & Finance Co. Ltd. (Japan)	428,800	2,016,574
Moody's Corp.	24,229	2,321,380
MSCI, Inc.	28,100	1,333,064
		19,950,651
Diversified Telecommunication Services — 1.3%		
Hellenic Telecommunications Organization SA (Greece)*	127,287	1,391,850
COMMON STOCKS (Continued)		
Diversified Telecommunication Services (cont'd.)		
Koninklijke KPN NV (Netherlands)	482,216	$ 1,522,528
Level 3 Communications, Inc.*(a)	24,400	1,204,872
Nippon Telegraph & Telephone Corp. (Japan)	188,060	9,606,599
Telecom Italia SpA (Italy)*(a)	875,309	933,508
Telenor ASA (Norway)	304,347	6,156,518
Verizon Communications, Inc.	185,970	8,699,677
		29,515,552
Electric Utilities — 1.2%		
Duke Energy Corp.	152,143	12,710,026
Power Assets Holdings Ltd. (Hong Kong)	919,185	8,886,693
Westar Energy, Inc.(a)	36,445	1,502,992
Xcel Energy, Inc.	77,130	2,770,510
		25,870,221
Electrical Equipment — 1.3%		
Acuity Brands, Inc.	33,145	4,642,620
Eaton Corp. PLC	229,166	15,574,121
Nidec Corp. (Japan)	45,000	2,906,355
Schneider Electric SE (France)	89,820	6,541,540
		29,664,636
Electronic Equipment, Instruments & Components — 0.7%		
Avnet, Inc.	50,126	2,156,421
Belden, Inc.	92,605	7,298,200
Coherent, Inc.*	31,125	1,889,910
ScanSource, Inc.*	84,000	3,373,440
Zebra Technologies Corp. (Class A Stock)*	8,080	625,473
		15,343,444
Energy Equipment & Services — 0.4%		
Baker Hughes, Inc.	25,318	1,419,580
Era Group, Inc.*	79,320	1,677,618
Halliburton Co.	55,030	2,164,330
National Oilwell Varco, Inc.	29,109	1,907,513
SEACOR Holdings, Inc.*	34,310	2,532,421
Trican Well Service Ltd. (Canada)	19,300	92,530
		9,793,992
Food & Staples Retailing — 0.7%		
Alimentation Couche-Tard, Inc. (Canada) (Class B Stock)	27,425	1,149,357
Casey's General Stores, Inc.	32,175	2,906,046
CVS Health Corp.	9,200	886,052
Seven & I Holdings Co. Ltd. (Japan)	77,600	2,791,377
Tsuruha Holdings, Inc. (Japan)	93,940	5,435,665
Walgreens Boots Alliance, Inc.	18,860	1,437,132
		14,605,629
Food Products — 2.2%		
Cranswick PLC (United Kingdom)	482,678	10,419,405
Ebro Foods SA (Spain)	105,238	1,739,570
Greencore Group PLC (Ireland)	2,151,313	9,555,860
Hershey Co. (The)	56,034	5,823,614
Ingredion, Inc.	39,433	3,345,496
Kraft Foods Group, Inc.	211,451	13,249,520
Pinnacle Foods, Inc.	90,833	3,206,405
Post Holdings, Inc.*(a)	58,050	2,431,715
		49,771,585

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Gas Utilities — 1.0%		
Atmos Energy Corp.	29,380	$ 1,637,641
China Resources Gas Group Ltd. (China)	189,000	488,446
Laclede Group, Inc. (The)	33,335	1,773,422
New Jersey Resources Corp.	16,415	1,004,598
UGI Corp.	422,148	16,033,181
WGL Holdings, Inc.	38,420	2,098,500
		23,035,788
Health Care Equipment & Supplies — 1.3%		
Becton, Dickinson and Co.	34,427	4,790,861
Covidien PLC	34,108	3,488,566
Haemonetics Corp.*	48,840	1,827,593
ICU Medical, Inc.*	46,210	3,784,599
Medtronic, Inc.	135,013	9,747,939
Olympus Corp. (Japan)*	18,500	648,061
STERIS Corp.(a)	40,905	2,652,689
Zimmer Holdings, Inc.	8,654	981,537
		27,921,845
Health Care Providers & Services — 2.5%		
Acadia Healthcare Co., Inc.*(a)	50,292	3,078,373
Aetna, Inc.	36,558	3,247,447
AmerisourceBergen Corp.	16,296	1,469,247
Amsurg Corp.*	42,615	2,332,319
Cardinal Health, Inc.	142,344	11,491,431
Envision Healthcare Holdings, Inc.*	117,758	4,085,025
Laboratory Corp. of America Holdings*	61,213	6,604,883
Quest Diagnostics, Inc.	46,900	3,145,114
Synergy Health PLC (United Kingdom)	224,792	7,289,669
UnitedHealth Group, Inc.	134,430	13,589,529
		56,333,037
Health Care Technology — 0.2%		
Allscripts Healthcare Solutions, Inc.*(a)	174,330	2,226,194
MedAssets, Inc.*	78,420	1,549,579
		3,775,773
Hotels, Restaurants & Leisure — 1.2%		
Hilton Worldwide Holdings, Inc.*	146,110	3,812,010
Homeinns Hotel Group (China), ADR*	52,600	1,579,052
Mandarin Oriental International Ltd. (Hong Kong)	320,000	536,000
McDonald's Corp.	177,626	16,643,556
OPAP SA (Greece)	87,559	938,311
Whitbread PLC (United Kingdom)	55,868	4,134,588
		27,643,517
Household Durables — 1.7%		
D.R. Horton, Inc.	93,968	2,376,451
Electrolux AB (Sweden) (Class B Stock)	100,074	2,924,085
Helen of Troy Ltd.*	38,470	2,502,858
Newell Rubbermaid, Inc.	90,573	3,449,926
NVR, Inc.*	10,509	13,402,443
Persimmon PLC (United Kingdom)*	31,783	776,266
PulteGroup, Inc.	330,803	7,099,032
Whirlpool Corp.	30,654	5,938,906
		38,469,967
Household Products — 0.3%		
Procter & Gamble Co. (The)	72,832	6,634,267

COMMON STOCKS (Continued)

	Shares	Value (Note 2)
Independent Power & Renewable Electricity Producers — 0.1%		
China Longyuan Power Group Corp. (China) (Class H Stock)	700,000	$ 721,840
Huadian Fuxin Energy Corp. Ltd. (China) (Class H Stock)	1,232,000	576,973
NTPC Ltd. (India)	633,706	1,440,900
		2,739,713
Industrial Conglomerates — 0.6%		
3M Co.	43,622	7,167,967
Carlisle Cos., Inc.	41,145	3,712,925
Nava Bharat Ventures Ltd. (India)	236,602	726,916
Rheinmetall AG (Germany)	17,916	780,048
Shanghai Industrial Holdings Ltd. (China)	88,000	262,807
Toshiba Corp. (Japan)	205,000	864,547
		13,515,210
Insurance — 6.4%		
ACE Ltd.	220,785	25,363,781
Alleghany Corp.*	17,996	8,341,146
American International Group, Inc.	161,069	9,021,475
Argo Group International Holdings Ltd.	20,965	1,162,929
Assicurazioni Generali SpA (Italy)	164,532	3,378,320
Assured Guaranty Ltd.	59,015	1,533,800
CNO Financial Group, Inc.	105,500	1,816,710
Delta Lloyd NV (Netherlands)	181,486	3,990,952
Fairfax Financial Holdings Ltd. (Canada)	28,482	14,924,490
FNF Group	48,500	1,670,825
Markel Corp.*	17,663	12,061,003
Marsh & McLennan Cos., Inc.	417,009	23,869,595
MetLife, Inc.	159,602	8,632,872
Platinum Underwriters Holdings Ltd.	23,845	1,750,700
Primerica, Inc.	64,885	3,520,660
Principal Financial Group, Inc.	25,943	1,347,479
Reinsurance Group of America, Inc.	39,890	3,495,162
St. James's Place PLC (United Kingdom)	250,243	3,155,293
T&D Holdings, Inc. (Japan)	89,400	1,071,714
White Mountains Insurance Group Ltd.	10,815	6,814,640
Willis Group Holdings PLC	75,300	3,374,193
Zurich Insurance Group AG (Switzerland)*	8,628	2,696,270
		142,994,009
Internet & Catalog Retail — 0.7%		
Amazon.com, Inc.*	6,700	2,079,345
Groupon, Inc.*(a)	274,700	2,269,022
HSN, Inc.	51,110	3,884,360
Hyundai Home Shopping Network Corp. (South Korea)*	9,386	1,178,427
Liberty Interactive Corp. (Class A Stock)*	166,653	4,902,931
Rakuten, Inc. (Japan)	118,500	1,647,839
		15,961,924
Internet Software & Services — 0.8%		
21Vianet Group, Inc. (China), ADR*(a)	29,044	449,311
Akamai Technologies, Inc.*	63,899	4,023,081
Alibaba Group Holding Ltd. (China), ADR*(a)	42,618	4,429,715
Baidu, Inc. (China), ADR*	19,069	4,347,160
ChinaCache International Holdings Ltd. (China), ADR*	34,600	317,974
IAC/InterActiveCorp	29,935	1,819,749
Leju Holdings Ltd. (China), ADR*	5,571	59,944

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Internet Software & Services (cont'd.)		
NetEase, Inc. (China), ADR	7,838	$ 777,059
New Relic, Inc.*	900	31,356
Qihoo 360 Technology Co. Ltd. (China), ADR*	15,165	868,348
		17,123,697
IT Services — 2.3%		
Accenture PLC (Class A Stock)	215,629	19,257,826
Automatic Data Processing, Inc.	159,565	13,302,934
Booz Allen Hamilton Holding Corp.	79,045	2,097,064
Fidelity National Information Services, Inc.	131,530	8,181,166
Fiserv, Inc.*	62,095	4,406,882
Forrester Research, Inc.	65,200	2,566,272
MAXIMUS, Inc.	37,555	2,059,516
		51,871,660
Life Sciences Tools & Services — 0.3%		
Charles River Laboratories International, Inc.*	74,155	4,719,224
ICON PLC (Ireland)*	35,215	1,795,613
		6,514,837
Machinery — 1.8%		
Albany International Corp. (Class A Stock)	91,355	3,470,576
Allison Transmission Holdings, Inc.	315,405	10,692,229
ESCO Technologies, Inc.	58,200	2,147,580
IDEX Corp.	56,266	4,379,745
Luxfer Holdings PLC (United Kingdom), ADR	96,540	1,441,342
Mueller Industries, Inc.	118,510	4,045,931
PACCAR, Inc.	129,987	8,840,416
Pall Corp.	48,594	4,918,199
		39,936,018
Marine — 0.4%		
Irish Continental Group PLC (Ireland), UTS	2,353,907	9,258,598
Media — 0.8%		
CBS Corp. (Class B Stock)	47,500	2,628,650
Comcast Corp. (Class A Stock)	11,300	655,513
DISH Network Corp. (Class A Stock)*	69,274	5,049,382
DreamWorks Animation SKG, Inc. (Class A Stock)*(a)	9,495	212,023
Naspers Ltd. (South Africa) (Class N Stock)	24,192	3,129,362
ProSiebenSat.1 Media AG (Germany)	94,867	3,963,869
Sky PLC (United Kingdom)	80,462	1,122,956
Wolters Kluwer NV (Netherlands)	53,935	1,645,842
		18,407,597
Metals & Mining — 0.2%		
Barrick Gold Corp. (Canada), (NYSE)(a)	68,520	736,590
Barrick Gold Corp. (Canada), (TSX)	31,100	335,145
Eldorado Gold Corp. (Canada)	92,300	562,475
Fortescue Metals Group Ltd. (Australia)(a)	657,880	1,444,468
Harmony Gold Mining Co. Ltd. (South Africa)*	173,562	323,608
Monnet Ispat & Energy Ltd. (India)	57,797	61,736
Reliance Steel & Aluminum Co.	9,900	606,573
		4,070,595
Multiline Retail — 0.3%		
Fred's, Inc. (Class A Stock)	158,470	2,758,963

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Multiline Retail (cont'd.)		
Intime Retail Group Co. Ltd. (China)	1,981,000	$ 1,432,438
Maoye International Holdings Ltd. (China)	3,857,000	622,261
Nordstrom, Inc.	13,336	1,058,745
		5,872,407
Multi-Utilities — 0.4%		
National Grid PLC (United Kingdom)	541,582	7,684,677
PG&E Corp.	19,521	1,039,298
		8,723,975
Oil, Gas & Consumable Fuels — 4.3%		
Anadarko Petroleum Corp.	89,081	7,349,183
BG Group PLC (United Kingdom)	1,007,640	13,483,966
Cameco Corp. (Canada)	81,930	1,344,471
Canadian Natural Resources Ltd. (Canada), (NYSE)	51,012	1,575,251
Canadian Natural Resources Ltd. (Canada), (TSX)	13,385	413,831
Chevron Corp.	89,356	10,023,956
Cobalt International Energy, Inc.*	25,200	224,028
Diamondback Energy, Inc.*	35,174	2,102,702
Dorian LPG Ltd.*	125,700	1,745,973
Exxon Mobil Corp.	112,524	10,402,844
Hollyfrontier Corp.	44,900	1,682,852
Imperial Oil Ltd. (Canada)	236,907	10,194,108
Marathon Oil Corp.	48,600	1,374,894
Occidental Petroleum Corp.	63,500	5,118,735
Petroleo Brasileiro SA (Brazil), ADR(a)	176,900	1,291,370
Pioneer Natural Resources Co.	14,116	2,101,167
Range Resources Corp.	18,135	969,316
Royal Dutch Shell PLC (Netherlands) (Class B Stock)	90,867	3,139,557
RSP Permian, Inc.*(a)	105,000	2,639,700
Scorpio Tankers, Inc. (Monaco)(a)	346,570	3,011,693
Southwestern Energy Co.*	118,545	3,235,093
Suncor Energy, Inc. (Canada)	245,623	7,805,899
World Fuel Services Corp.	94,098	4,416,019
		95,646,608
Paper & Forest Products — 0.6%		
Deltic Timber Corp.	40,765	2,788,326
International Paper Co.	74,064	3,968,349
KapStone Paper and Packaging Corp.	121,885	3,572,449
Norbord, Inc. (Canada)	101,100	2,247,730
		12,576,854
Pharmaceuticals — 6.2%		
Actavis PLC*(a)	19,423	4,999,674
Almirall SA (Spain)*	127,710	2,107,496
AstraZeneca PLC (United Kingdom)	151,457	10,697,542
AstraZeneca PLC (United Kingdom), ADR	11,040	776,995
Bristol-Myers Squibb Co.	605,502	35,742,783
Eisai Co. Ltd. (Japan)	40,600	1,570,131
Eli Lilly & Co.	24,910	1,718,541
Johnson & Johnson	188,729	19,735,392
Merck & Co., Inc.	502,711	28,548,958
Ono Pharmaceutical Co. Ltd. (Japan)	67,700	5,993,854
Pfizer, Inc.	345,129	10,750,768
Phibro Animal Health Corp. (Class A Stock)	63,860	2,014,783
Roche Holding AG (Switzerland)	45,780	12,403,735

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Pharmaceuticals (cont'd.)		
UCB SA (Belgium)	25,153	$ 1,912,574
		138,973,226
Professional Services — 0.2%		
FTI Consulting, Inc.*	59,550	2,300,417
IHS, Inc. (Class A Stock)*	24,106	2,745,191
		5,045,608
Real Estate Investment Trusts (REITs) — 1.3%		
Blackstone Mortgage Trust, Inc. (Class A Stock)	91,400	2,663,396
Corrections Corp. of America	60,544	2,200,169
DiamondRock Hospitality Co.	120,830	1,796,742
Education Realty Trust, Inc.	59,110	2,162,835
Equity Lifestyle Properties, Inc.	101,013	5,207,220
Grivalia Properties REIC (Greece)	437,543	4,023,568
Hibernia REIT PLC (Ireland)*	563,759	740,163
Kite Realty Group Trust(a)	62,675	1,801,279
Mid-America Apartment Communities, Inc.	28,595	2,135,475
National Storage REIT (Australia)	451,728	531,255
Summit Hotel Properties, Inc.	165,661	2,060,823
Two Harbors Investment Corp.	106,863	1,070,767
Weyerhaeuser Co.	96,011	3,445,835
		29,839,527
Real Estate Management & Development — 1.0%		
China Resources Land Ltd. (China)	334,000	877,758
Daito Trust Construction Co. Ltd. (Japan)	96,325	10,926,902
Deutsche Annington Immobilien SE (Germany)	99,367	3,373,684
E-House China Holdings Ltd. (China), ADR(a)	129,920	940,621
GAGFAH SA (Germany)*	153,190	3,421,104
Realogy Holdings Corp.*	84,060	3,739,829
		23,279,898
Real Estate Management/Service — 0.4%		
Kennedy Wilson Europe Real Estate PLC (United Kingdom)	506,584	8,329,896
Road & Rail — 0.5%		
AMERCO	10,313	2,931,573
Canadian National Railway Co. (Canada)	52,391	3,608,476
DSV A/S (Denmark)	150,227	4,574,263
		11,114,312
Semiconductors & Semiconductor Equipment — 2.2%		
Applied Materials, Inc.	99,040	2,468,077
Avago Technologies Ltd. (Singapore)	11,765	1,183,441
Intel Corp.	489,220	17,753,794
Lam Research Corp.	32,993	2,617,665
Marvell Technology Group Ltd.	346,260	5,020,770
Maxim Integrated Products, Inc.	391,283	12,470,189
Micrel, Inc.	147,660	2,142,547
NXP Semiconductor NV (Netherlands)*	49,324	3,768,354
SunEdison, Inc.*(a)	77,512	1,512,259
SunPower Corp.*(a)	9,406	242,957
		49,180,053
Software — 3.1%		
Activision Blizzard, Inc.	318,549	6,418,762
Comverse, Inc.*	114,880	2,157,446

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Software (cont'd.)		
FactSet Research Systems, Inc.(a)	43,068	$ 6,061,821
Microsoft Corp.	723,397	33,601,791
Oracle Corp.	165,964	7,463,401
Symantec Corp.	320,684	8,227,148
UBISOFT Entertainment (France)*	128,361	2,340,086
Verint Systems, Inc.*	40,991	2,388,955
Xero Ltd. (New Zealand)*	4,476	55,758
		68,715,168
Specialty Retail — 5.2%		
Advance Auto Parts, Inc.	201,584	32,108,300
Ascena Retail Group, Inc.*	170,485	2,141,292
AutoZone, Inc.*	12,194	7,549,427
CarMax, Inc.*(a)	22,535	1,500,380
Cato Corp. (The) (Class A Stock)	84,480	3,563,366
CST Brands, Inc.	76,010	3,314,796
Home Depot, Inc. (The)	141,177	14,819,350
Lowe's Cos., Inc.	297,168	20,445,158
Rent-A-Center, Inc.	58,025	2,107,468
Restoration Hardware Holdings, Inc.*(a)	29,205	2,803,972
Ross Stores, Inc.	22,670	2,136,874
Stage Stores, Inc.	131,005	2,711,803
Tiffany & Co.	26,867	2,871,008
TJX Cos., Inc. (The)	240,491	16,492,873
Urban Outfitters, Inc.*	36,100	1,268,193
		115,834,260
Technology Hardware, Storage & Peripherals — 1.1%		
Apple, Inc.	101,544	11,208,427
Diebold, Inc.	62,480	2,164,307
EMC Corp.	138,060	4,105,904
SanDisk Corp.	33,466	3,278,999
Western Digital Corp.	29,165	3,228,566
		23,986,203
Textiles, Apparel & Luxury Goods — 0.7%		
Brunello Cucinelli SpA (Italy)(a)	65,328	1,459,184
China Dongxiang Group Co. Ltd. (China)	2,419,000	428,692
Crocs, Inc.*	174,545	2,180,067
Hanesbrands, Inc.	9,439	1,053,581
Lululemon Athletica, Inc.*(a)	32,335	1,803,970
PVH Corp.	31,120	3,988,650
Ralph Lauren Corp.	7,604	1,407,957
Samsonite International SA	807,900	2,396,201
		14,718,302
Thrifts & Mortgage Finance — 0.1%		
Northwest Bancshares, Inc.	176,050	2,205,907
Tobacco — 0.4%		
British American Tobacco PLC (United Kingdom)	59,842	3,242,901
Japan Tobacco, Inc. (Japan)	14,500	399,080
Philip Morris International, Inc.	53,418	4,350,896
		7,992,877
Trading Companies & Distributors — 0.9%		
Fastenal Co.(a)	73,150	3,479,014
GATX Corp.	48,020	2,763,071
HD Supply Holdings, Inc.*	134,428	3,964,282
MSC Industrial Direct Co., Inc. (Class A Stock)	100,646	8,177,487

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Shares	Value (Note 2)
COMMON STOCKS (Continued)		
Trading Companies & Distributors (cont'd.)		
Rexel SA (France)	75,950	$ 1,360,733
		19,744,587
Transportation Infrastructure — 0.1%		
Groupe Eurotunnel SA (France)	107,198	1,383,949
Water Utilities — 0.4%		
Guangdong Investment Ltd. (China)	6,874,030	8,953,041
Wireless Telecommunication Services — 0.1%		
Idea Cellular Ltd. (India)	954,556	2,313,087
TOTAL COMMON STOCKS (cost $1,676,884,724)		1,891,059,759
EXCHANGE TRADED FUNDS — 9.2%		
iShares MSCI EAFE ETF(a)	958,911	58,340,145
SPDR S&P 500 ETF Trust	209,583	43,069,307
Vanguard S&P 500 ETF	556,632	104,897,300
TOTAL EXCHANGE TRADED FUNDS (cost $206,109,493)		206,306,752
	Units	
RIGHTS*		
Banks		
Alpha Bank A.E. (Greece), expiring 12/20/17 (cost $376,689)	193,887	220,537
TOTAL LONG-TERM INVESTMENTS (cost $1,883,370,906)		2,097,587,048
	Shares	
SHORT-TERM INVESTMENTS — 12.1%		
AFFILIATED MONEY MARKET MUTUAL FUND — 9.8%		
Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund (cost $219,387,693; includes $118,107,512 of cash collateral for securities on loan)(b)(w)(Note 4)	219,387,693	219,387,693
	Notional Amount (000)#	
OPTIONS PURCHASED* — 2.3%		
Put Options		
S&P 500 Index, expiring 03/20/15, Strike Price $1,950.00	535	17,494,500
S&P 500 Index, expiring 09/18/15, Strike Price $1,850.00	535	33,223,500
TOTAL OPTIONS PURCHASED (cost $53,425,508)		50,718,000
TOTAL SHORT-TERM INVESTMENTS (cost $272,813,201)		$ 270,105,693
TOTAL INVESTMENTS, BEFORE OPTIONS WRITTEN — 106.2% (cost $2,156,184,107)		2,367,692,741
	Notional Amount (000)#	
OPTIONS WRITTEN* — (1.0)%		
Put Options		
S&P 500 Index, expiring 03/20/15, Strike Price $1,800.00	268	(3,985,750)
S&P 500 Index, expiring 09/18/15, Strike Price $1,675.00	535	(18,618,000)
TOTAL OPTIONS WRITTEN (premiums received $22,579,369)		(22,603,750)
TOTAL INVESTMENTS, NET OF OPTIONS WRITTEN — 105.2% (cost $2,133,604,738)		2,345,088,991
Liabilities in excess of other assets — (5.2)%		(116,771,435)
NET ASSETS — 100.0%		$ 2,228,317,556

See the Glossary for abbreviations used in the Portfolio descriptions.

* Non-income producing security.

\# Notional amount is shown in U.S. dollars unless otherwise stated.

(a) All or a portion of security is on loan. The aggregate market value of such securities, including those sold and pending settlement, is $114,121,405; cash collateral of $118,107,512 (included in liabilities) was received with which the Portfolio purchased highly liquid short-term investments. Securities on loan are subject to contractual netting arrangements.

(b) Represents security, or a portion thereof, purchased with cash collateral received for securities on loan.

(w) Prudential Investments LLC, the co-manager of the Portfolio, also serves as manager of the Prudential Investment Portfolios 2 - Prudential Core Taxable Money Market Fund.

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

Various inputs are used in determining the value of the Portfolio's investments. These inputs are summarized in the three broad levels listed below.

Level 1 – quoted prices generally in active markets for identical securities.

Level 2 – quoted prices for similar securities, interest rates and yield curves, prepayment speeds, foreign currency exchange rates and other significant observable inputs.

Level 3 – significant unobservable inputs for securities valued in accordance with Board approved fair valuation procedures.

The following is a summary of the inputs used as of December 31, 2014 in valuing such portfolio securities:

	Level 1	Level 2	Level 3
Investments in Securities			
Common Stocks			
Aerospace & Defense	$ 49,441,868	$ 1,206,711	$ —
Air Freight & Logistics	23,613,203	—	—
Airlines	4,331,781	—	—
Auto Components	3,573,747	1,402,677	—
Automobiles	7,868,006	3,924,336	—
Banks	109,214,078	15,036,447	—
Beverages	42,228,832	10,781,968	—
Biotechnology	7,159,779	—	—
Building Products	16,337,326	3,661,739	—
Capital Markets	43,941,860	4,764,094	—
Chemicals	33,721,522	4,298,813	—
Commercial Services & Supplies	33,465,350	—	—
Communications Equipment	49,357,603	—	—
Construction & Engineering	7,997,943	436,311	—
Construction Materials	524,105	3,336,349	—
Containers & Packaging	37,711,377	5,489,033	—
Diversified Consumer Services	4,570,996	6,508,398	—
Diversified Financial Services	12,920,691	7,029,960	—
Diversified Telecommunication Services	9,904,549	19,611,003	—
Electric Utilities	16,983,528	8,886,693	—
Electrical Equipment	20,216,741	9,447,895	—
Electronic Equipment, Instruments & Components	15,343,444	—	—
Energy Equipment & Services	9,793,992	—	—
Food & Staples Retailing	6,378,587	8,227,042	—
Food Products	38,476,155	11,295,430	—
Gas Utilities	22,547,342	488,446	—
Health Care Equipment & Supplies	27,273,784	648,061	—
Health Care Providers & Services	49,043,368	7,289,669	—
Health Care Technology	3,775,773	—	—
Hotels, Restaurants & Leisure	22,570,618	5,072,899	—
Household Durables	34,769,616	3,700,351	—
Household Products	6,634,267	—	—
Independent Power & Renewable Electricity Producers	—	2,739,713	—
Industrial Conglomerates	10,880,892	2,634,318	—
Insurance	128,701,460	14,292,549	—
Internet & Catalog Retail	14,314,085	1,647,839	—
Internet Software & Services	17,123,697	—	—
IT Services	51,871,660	—	—
Life Sciences Tools & Services	6,514,837	—	—
Machinery	39,936,018	—	—
Marine	—	9,258,598	—
Media	8,545,568	9,862,029	—
Metals & Mining	2,240,783	1,829,812	—
Multiline Retail	3,817,708	2,054,699	—
Multi-Utilities	1,039,298	7,684,677	—
Oil, Gas & Consumable Fuels	79,023,085	16,623,523	—
Paper & Forest Products	12,576,854	—	—
Pharmaceuticals	104,287,894	34,685,332	—
Professional Services	5,045,608	—	—

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

	Level 1	Level 2	Level 3
Real Estate Investment Trusts (REITs)	$ 25,284,704	$ 4,554,823	$ —
Real Estate Management & Development	4,680,450	18,599,448	—
Real Estate Management/Service	8,329,896	—	—
Road & Rail	6,540,049	4,574,263	—
Semiconductors & Semiconductor Equipment	49,180,053	—	—
Software	66,319,324	2,395,844	—
Specialty Retail	115,834,260	—	—
Technology Hardware, Storage & Peripherals	23,986,203	—	—
Textiles, Apparel & Luxury Goods	12,830,426	1,887,876	—
Thrifts & Mortgage Finance	2,205,907	—	—
Tobacco	4,350,896	3,641,981	—
Trading Companies & Distributors	18,383,854	1,360,733	—
Transportation Infrastructure	—	1,383,949	—
Water Utilities	8,953,041	—	—
Wireless Telecommunication Services	—	2,313,087	—
Exchange Traded Funds	206,306,752	—	—
Rights			
Banks	220,537	—	—
Affiliated Money Market Mutual Fund	219,387,693	—	—
Options Purchased	50,718,000	—	—
Options Written	(22,603,750)	—	—
Total	$2,058,519,573	$286,569,418	$ —

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The industry classification of investments and liabilities in excess of other assets shown as a percentage of net assets as of December 31, 2014 were as follows (unaudited):

Affiliated Money Market Mutual Fund (5.3% represents investments purchased with collateral from securities on loan)	9.8%
Exchange Traded Funds	9.2
Insurance	6.4
Pharmaceuticals	6.2
Banks	5.6
Specialty Retail	5.2
Oil, Gas & Consumable Fuels	4.3
Software	3.1
Health Care Providers & Services	2.5
Beverages	2.4
IT Services	2.3
Put Options	2.3
Aerospace & Defense	2.3
Food Products	2.2
Communications Equipment	2.2
Semiconductors & Semiconductor Equipment	2.2
Capital Markets	2.2
Containers & Packaging	1.9
Machinery	1.8
Household Durables	1.7
Chemicals	1.7
Commercial Services & Supplies	1.5
Real Estate Investment Trusts (REITs)	1.3
Electrical Equipment	1.3
Diversified Telecommunication Services	1.3
Health Care Equipment & Supplies	1.3
Hotels, Restaurants & Leisure	1.2
Electric Utilities	1.2
Technology Hardware, Storage & Peripherals	1.1
Air Freight & Logistics	1.1
Real Estate Management & Development	1.0
Gas Utilities	1.0
Building Products	0.9
Diversified Financial Services	0.9
Trading Companies & Distributors	0.9
Media	0.8%
Internet Software & Services	0.8
Internet & Catalog Retail	0.7
Electronic Equipment, Instruments & Components	0.7
Textiles, Apparel & Luxury Goods	0.7
Food & Staples Retailing	0.7
Industrial Conglomerates	0.6
Paper & Forest Products	0.6
Automobiles	0.5
Road & Rail	0.5
Diversified Consumer Services	0.5
Energy Equipment & Services	0.4
Marine	0.4
Water Utilities	0.4
Multi-Utilities	0.4
Construction & Engineering	0.4
Real Estate Management/Service	0.4
Tobacco	0.4
Biotechnology	0.3
Household Products	0.3
Life Sciences Tools & Services	0.3
Multiline Retail	0.3
Professional Services	0.2
Auto Components	0.2
Airlines	0.2
Metals & Mining	0.2
Construction Materials	0.2
Health Care Technology	0.2
Independent Power & Renewable Electricity Producers	0.1
Wireless Telecommunication Services	0.1
Thrifts & Mortgage Finance	0.1
Transportation Infrastructure	0.1
	106.2
Options Written	(1.0)
Liabilities in excess of other assets	(5.2)
	100.0%

SEE NOTES TO FINANCIAL STATEMENTS.

SCHEDULE OF INVESTMENTS

December 31, 2014

The Portfolio invested in derivative instruments during the reporting period. The primary types of risk associated with these derivative instruments are foreign exchange and equity risk.

The effect of such derivative instruments on the Portfolio's financial position and financial performance as reflected in the Statement of Assets and Liabilities and Statement of Operations is presented in the summary below.

Fair values of derivative instruments as of December 31, 2014 as presented in the Statement of Assets and Liabilities:

Derivatives not accounted for as hedging instruments, carried at fair value	Asset Derivatives		Liability Derivatives	
	Balance Sheet Location	Fair Value	Balance Sheet Location	Fair Value
Equity contracts	Unaffiliated investments	$50,938,537	Written options outstanding, at value	$22,603,750

The effects of derivative instruments on the Statement of Operations for the year ended December 31, 2014 are as follows:

Amount of Realized Gain or (Loss) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Rights[1]	Purchased Options[1]	Written Options	Futures	Total
Equity contracts	$(253)	$(151,683,138)	$13,444,125	$16,071,448	$(122,167,818)

Change in Unrealized Appreciation or (Depreciation) on Derivatives Recognized in Income

Derivatives not accounted for as hedging instruments, carried at fair value	Rights[2]	Warrants[2]	Purchased Options[2]	Written Options	Futures	Total
Equity contracts	$(260,338)	$(32,440)	$66,528,572	$16,099,162	$(3,414,550)	$78,920,406

[1] Included in net realized gain (loss) on investment transactions in the Statement of Operations.

[2] Included in net change in unrealized appreciation (depreciation) on investments in the Statement of Operations.

For the year ended December 31, 2014, the Portfolio's average volume of derivative activities is as follows:

Purchased Options[1]	Futures Contracts - Long Positions[2]	Written Options[3]
$69,337,426	$36,313,125	$667,600

[1] Cost.

[2] Value at Trade Date.

[3] Notional Amount.

SEE NOTES TO FINANCIAL STATEMENTS.

STATEMENT OF ASSETS AND LIABILITIES

December 31, 2014

ASSETS:	
Investments at value, including securities on loan of $114,121,405:	
Unaffiliated investments (cost $1,936,796,414)	$2,148,305,048
Affiliated investments (cost $219,387,693)	219,387,693
Foreign currency, at value (cost $8,520)	8,508
Receivable for investments sold	2,902,398
Dividends receivable	2,658,151
Tax reclaim receivable	1,029,460
Prepaid expenses	17,236
Total Assets	2,374,308,494
LIABILITIES:	
Payable to broker for collateral for securities on loan	118,107,512
Written options outstanding, at value (premiums received $22,579,369)	22,603,750
Payable for investments purchased	3,584,666
Advisory fees payable	898,434
Payable for fund share repurchased	515,421
Accrued expenses and other liabilities	211,664
Distribution fee payable	36,997
Foreign capital gains tax liability accrued	31,906
Affiliated transfer agent fee payable	361
Deferred trustees' fees	227
Total Liabilities	145,990,938
NET ASSETS	$2,228,317,556
Net assets were comprised of:	
Paid-in capital	$1,857,724,958
Retained earnings	370,592,598
Net assets, December 31, 2014	$2,228,317,556
Net asset value and redemption price per share, $2,228,317,556 / 176,209,466 outstanding shares of beneficial interest	$ 12.65

STATEMENT OF OPERATIONS

Year Ended December 31, 2014

INCOME	
Unaffiliated dividend income (net of $1,025,599 foreign withholding tax)	$ 38,930,866
Affiliated dividend income	313,167
Affiliated income from securities lending, net	159,508
	39,403,541
EXPENSES	
Advisory fees	20,198,510
Distribution fee	2,087,866
Custodian and accounting fees	537,000
Audit fee	28,000
Trustees' fees	27,000
Insurance expenses	21,000
Legal fees and expenses	14,000
Transfer agent's fees and expenses (including affiliated expense of $2,300)	9,000
Shareholders' reports	5,000
Commitment fee on syndicated credit agreement	4,000
Miscellaneous	37,048
Total expenses	22,968,424
Less: advisory fee waivers and/or expense reimbursement	(2,271,400)
Net expenses	20,697,024
NET INVESTMENT INCOME	18,706,517
NET REALIZED AND UNREALIZED GAIN (LOSS) ON INVESTMENTS AND FOREIGN CURRENCIES	
Net realized gain (loss) on:	
Investment transactions	46,427,645
Futures transactions	16,071,448
Options written transactions	13,444,125
Foreign currency transactions	(237,452)
	75,705,766
Net change in unrealized appreciation (depreciation) on:	
Investments (net of change in foreign capital gains taxes $(31,440))	4,286,410
Futures	(3,414,550)
Options written	16,099,162
Foreign currencies	(117,673)
	16,853,349
NET GAIN ON INVESTMENTS	92,559,115
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	$111,265,632

STATEMENT OF CHANGES IN NET ASSETS

	Year Ended December 31, 2014	Year Ended December 31, 2013
INCREASE (DECREASE) IN NET ASSETS		
OPERATIONS:		
Net investment income	$ 18,706,517	$ 9,866,465
Net realized gain on investment and foreign currency transactions	75,705,766	86,033,171
Net change in unrealized appreciation (depreciation) on investments and foreign currencies	16,853,349	153,335,794
NET INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	111,265,632	249,235,430
FUND SHARE TRANSACTIONS:		
Fund share sold [34,089,885 and 63,137,285 shares, respectively]	415,255,720	698,906,609
Fund share repurchased [11,603,831 and 7,057,648 shares, respectively]	(141,386,167)	(76,694,584)
NET INCREASE IN NET ASSETS RESULTING FROM FUND SHARE TRANSACTIONS	273,869,553	622,212,025
TOTAL INCREASE IN NET ASSETS	385,135,185	871,447,455
NET ASSETS:		
Beginning of year	1,843,182,371	971,734,916
End of year	$2,228,317,556	$1,843,182,371

SEE NOTES TO FINANCIAL STATEMENTS.

Glossary:

The following abbreviations are used in the preceding Portfolios descriptions:

Currency:

BRL	Brazilian Real
CAD	Canadian Dollar
CLP	Chilean Peso
COP	Columbian Peso
CZK	Czech Koruna
EUR	Euro
HKD	Hong Kong Dollar
HUF	Hunarian Forint
IDR	Indonesian Rupiah
ILS	Israeli Shekel
INR	Indian Rupee
JPY	Japanese Yen
KRW	South Korean Won
MXN	Mexican Peso
MYR	Malaysian Ringgit
NOK	Norwegian Krone
PEN	Peruvian Nuevo Sol
PHP	Philippine Peso
PLN	Polish Zloty
RUB	Russian Ruble
SEK	Swedish Krona
SGD	Singapore Dollar
THB	Thai Baht
TRY	Turkish Lira
TWD	New Taiwanese Dollar
ZAR	South African Rand

Exchange:

BIST	Borsa Istanbul
FTSE	Financial Times Stock Exchange
NASDAQ GS	National Association for Securities Dealers Global Markets, U.S.
NYSE	New York Stock Exchange
OTC	Over-The-Counter
SGX	Singapore Exchange
TASE	Tel Aviv Stock Exchange
TSX	Toronto Stock Exchange

Index:

iBoxx	Bond Market Indices
KOSPI	Korean Stock Exchange Index
TAIEX	Taiwan Stock Exchange Index

Other:

144A	Security was purchased pursuant to Rule 144A under the Securities Act of 1933 and may not be resold subject to that rule except to qualified institutional buyers. Unless otherwise noted, 144A securities are deemed to be liquid.
RegS	Regulation S. Security was purchased pursuant to Regulation S and may not be offered, sold or delivered within the United States or to, or for the account or benefit of, U.S. persons, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act of 1933.
ADR	American Depositary Receipt
ADS	American Depositary Security
CVA	Certificate Van Aandelen (Bearer)
CVT	Convertible Security
EMU	European Monetary Union
ETF	Exchange Traded Fund
GDR	Global Depositary Receipt
LIBOR	London Interbank Offered Rate
MLP	Master Limited Partnership
MSCI	Morgan Stanley Capital International
N/A	Not Applicable
NASDAQ	National Association of Securities Dealers Automated Quotations
NVDR	Non-voting Depositary Receipt
PIK	Payment-in-Kind
PRFC	Preference Shares
REIT	Real Estate Investment Trust
SDR	Sweden Depositary Receipt
SLM	Student Loan Mortgage
SPDR	Standard & Poor's Depositary Receipts
TIPS	Treasury Inflation Protected Securities
UTS	Unit Trust Security

NOTES TO THE FINANCIAL STATEMENTS OF ADVANCED SERIES TRUST

1. General

Advanced Series Trust (the "Trust") is an open-end management investment company, registered under the Investment Company Act of 1940, as amended, ("1940 Act"). The Trust was organized on October 31, 1988 as a Massachusetts business trust. The Trust operates as a series company and, at December 31, 2014 consisted of 90 separate Portfolios ("Portfolio" or "Portfolios"). The information presented in these financial statements pertains to the 31 Portfolios listed below together with their investment objectives.

Shares of each Portfolio may only be purchased by separate accounts of Participating Insurance Companies for investing assets which are attributable to variable annuity contracts and variable life insurance policies ("Contractholders"). These separate accounts place orders to purchase and redeem shares of the Trust primarily based upon the amount of premium payments to be invested, and the amount of surrender and transfer requests to be effected on a specific day under the variable annuity contracts and variable life insurance policies.

The Portfolios of the Trust have the following investment objectives:

AST AQR Emerging Markets Equity Portfolio ("AQR Emerging Markets Equity"): Long-term capital appreciation.

AST BlackRock iShares ETF Portfolio ("BlackRock iShares ETF"): Maximize total return with a moderate level of risk

AST Boston Partners Large-Cap Value Portfolio ("Boston Partners Large-Cap Value") formerly known as AST Jennison Large-Cap Value Portfolio: Capital appreciation.

AST Cohen & Steers Realty Portfolio ("Cohen & Steers Realty"): Maximize total return through investment in real estate securities.

AST Goldman Sachs Large-Cap Value Portfolio ("Goldman Sachs Large-Cap Value"): Long-term growth of capital.

AST Goldman Sachs Mid-Cap Growth Portfolio ("Goldman Sachs Mid-Cap Growth"): Long-term growth of capital.

AST Goldman Sachs Small-Cap Value Portfolio ("Goldman Sachs Small-Cap Value"): Long-term capital appreciation.

AST Herndon Large-Cap Value Portfolio ("Herndon Large-Cap Value"): Maximum growth of capital.

AST International Growth Portfolio ("International Growth"): Long-term growth of capital.

AST International Value Portfolio ("International Value"): Capital growth.

AST J.P. Morgan International Equity Portfolio ("J.P. Morgan International Equity"): Capital growth.

AST Jennison Large-Cap Growth Portfolio ("Jennison Large-Cap Growth"): Long-term growth of capital.

AST Large-Cap Value Portfolio ("Large-Cap Value"): Current income and long-term growth of income, as well as capital appreciation.

AST Loomis Sayles Large-Cap Growth Portfolio ("Loomis Sayles Large-Cap Growth"): Long-term capital growth.

AST MFS Global Equity Portfolio ("MFS Global Equity"): Capital growth.

AST MFS Growth Portfolio ("MFS Growth"): Long-term growth of capital and future, rather than current, income.

AST MFS Large-Cap Value Portfolio ("MFS Large-Cap Value"): Capital appreciation.

AST Mid-Cap Value Portfolio ("Mid-Cap Value"): Capital growth by investing primarily in mid-capitalization stocks that appear to be undervalued.

AST Neuberger Berman Mid-Cap Growth Portfolio ("Neuberger Berman Mid-Cap Growth"): Capital growth.

AST Neuberger Berman/LSV Mid-Cap Value Portfolio ("Neuberger Berman/LSV Mid-Cap Value"): Capital growth.

AST Parametric Emerging Markets Equity Portfolio ("Parametric Emerging Markets Equity"): Long-term capital appreciation.

AST QMA Emerging Markets Equity Portfolio ("QMA Emerging Markets Equity"): Long-term capital appreciation.

AST QMA Large-Cap Portfolio ("QMA Large-Cap"): Long-term capital appreciation.

AST Small-Cap Growth Portfolio ("Small-Cap Growth"): Long-term capital growth.

AST Small-Cap Growth Opportunities Portfolio ("Small-Cap Growth Opportunities") formerly known as Federated Aggressive Growth Portfolio: Capital Growth.

AST Small-Cap Value Portfolio ("Small-Cap Value"): Long-term capital growth by investing primarily in small capitalization stocks that appear to be undervalued.

AST T. Rowe Price Equity Income Portfolio ("T. Rowe Price Equity Income"): Provide substantial dividend income as well as long-term growth of capital through investments in the common stocks of established companies.

AST T. Rowe Price Large-Cap Growth Portfolio ("T. Rowe Price Large-Cap Growth"): Long-term capital growth by investing predominantly in the equity securities of a limited number of large, carefully selected, high-quality U.S. companies that are judged likely to achieve superior earnings growth.

AST T. Rowe Price Natural Resources Portfolio ("T. Rowe Price Natural Resources"): Long-term capital growth by investing primarily in common stocks of companies that own or develop natural resources (such as energy products, precious metals and forest products) and other basic commodities.

AST Templeton Global Bond Portfolio ("Templeton Global Bond"): Current income with capital appreciation and growth of income.

AST Wellington Management Hedged Equity Portfolio ("Wellington Management Hedged Equity"): To outperform a mix of 50% Russell 3000 Index, 20% MSCI EAFE Index, and 30% Treasury Bill Index over a full market cycle by preserving capital in adverse markets utilizing an options strategy while maintaining equity exposure to benefit from up markets through investments in Wellington Management's equity investment strategies.

2. Accounting Policies

The Trust follows investment company accounting and reporting guidance of the Financial Accounting Standards Board (FASB) Accounting Standard Codification Topic 946 Financial Services-*Investment Companies*. The following accounting policies conform to U.S. generally accepted accounting principles. The Trust and the Portfolios consistently follow such policies in the preparation of their financial statements.

Security Valuation: Each Portfolio holds securities and other assets that are fair valued at the close of each day the New York Stock Exchange ("NYSE") is open for trading. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants on the measurement date. The Board of Trustees (the "Board") has adopted Valuation Procedures for security valuation under which fair valuation responsibilities have been delegated to AST Investment Services, Inc., with the exception of AQR Emerging Markets Equity and Prudential Investments LLC ("PI"), the co-managers of the Trust (together the "Investment Manager"). PI is the sole Investment Manager of AQR Emerging Markets Equity. Under the current Valuation Procedures, the established Valuation Committee is responsible for supervising the valuation of portfolio securities and other assets. The Valuation Procedures permit a Portfolio to utilize independent pricing vendor services, quotations from market makers, and alternative valuation methods when market quotations are either not readily available or not deemed representative of fair value. A record of the Valuation Committee's actions is subject to the Board's review, approval, and ratification at its next regularly-scheduled quarterly meeting.

Various inputs determine how each Portfolio's investments are valued, all of which are categorized according to the three broad levels (Level 1, 2, or 3) detailed in the table following the Schedule of Investments.

Common and preferred stocks, exchange-traded funds, and derivative instruments such as futures or options that are traded on a national securities exchange are valued at the last sale price as of the close of trading on the applicable exchange where the security principally trades. Securities traded via NASDAQ are valued at the NASDAQ official closing price. To the extent these securities are valued at the last sale price or NASDAQ official closing price, they are classified as Level 1 in the fair value hierarchy.

In the event that no sale or official closing price on valuation date exists, these securities are generally valued at the mean between the last reported bid and asked prices, or at the last bid price in the absence of an asked price. These securities are classified as Level 2 in the fair value hierarchy, as the inputs are observable and considered to be significant to the valuation.

Common and preferred stocks traded on foreign securities exchanges are valued using pricing vendor services that provide model prices derived using adjustment factors based on information such as local closing price, relevant general and sector indices, currency fluctuations, depositary receipts, and futures, as applicable. Securities valued using such model prices are classified as Level 2 in the fair value hierarchy, as the adjustment factors are observable and considered to be significant to the valuation. Such securities are valued using model prices to the extent that the valuation meets the established confidence level for each security. If the confidence level is not met or the vendor does not provide a model price, securities are valued in accordance with exchange-traded common and preferred stocks discussed above.

Investments in open-end, non-exchange-traded mutual funds are valued at their net asset values as of the close of the NYSE on the date of valuation. These securities are classified as Level 1 in the fair value hierarchy since they may be purchased or sold at their net asset values on the date of valuation.

Fixed income securities traded in the over-the-counter market are generally valued at prices provided by approved independent pricing vendors. The pricing vendors provide these prices after evaluating observable inputs including, but not limited to yield curves, yield spreads, credit ratings, deal terms, tranche level attributes, default rates, cash flows, prepayment speeds, broker/dealer quotations, and reported trades. Securities valued using such vendor prices are classified as Level 2 in the fair value hierarchy.

Over-the-counter derivative instruments are generally valued using pricing vendor services, which derive the valuation based on inputs such as underlying asset prices, indices, spreads, interest rates, and exchange rates. These instruments are categorized as Level 2 in the fair value hierarchy.

Centrally cleared swaps listed or traded on a multilateral or trade facility platform, such as a registered exchange, are valued at the daily settlement price determined by the respective exchange. These securities are classified as Level 2 in the fair value heirarchy, as the daily settlement price is not public.

Portfolio securities and other assets that cannot be priced according to the methods described above are valued based on pricing methodologies approved by the Board. In the event that significant unobservable inputs are used when determining such valuations, the securities will be classified as Level 3 in the fair value hierarchy.

When determining the fair value of securities, some of the factors influencing the valuation include: the nature of any restrictions on disposition of the securities; assessment of the general liquidity of the securities; the issuer's financial condition and the markets in which it does business; the cost of the investment; the size of the holding and the capitalization of the issuer; the prices of any recent transactions or bids/offers for such securities or any comparable securities; any available analyst media or other reports or information deemed reliable by the investment adviser regarding the issuer or the markets or industry in which it operates. Using fair value to price securities may result in a value that is different from a security's most recent closing price and from the price used by other mutual funds to calculate their net asset values.

Restricted and Illiquid Securities: Subject to guidelines adopted by the Board, each Portfolio may invest up to 15% of its net assets in illiquid securities, including those which are restricted as to disposition under securities law ("restricted securities"). Restricted securities are valued pursuant to the valuation procedures noted above. Illiquid securities are those that, because of the absence of a readily available market or due to legal or contractual restrictions on resale, cannot be sold within seven days in the ordinary course of business at approximately the amount at which the Portfolio has valued the investment. Therefore, a Portfolio may find it difficult to sell illiquid securities at the time considered most advantageous by its Subadviser and may incur expenses that would not be incurred in the sale of securities that were freely marketable. Certain securities that would otherwise be considered illiquid because of legal restrictions on resale to the general public may be traded among qualified institutional buyers under Rule 144A of the Securities Act of 1933. These Rule 144A securities, as well as commercial paper that is sold in private placements under Section 4(2) of the Securities Act, may be deemed liquid by the Portfolio's Subadviser under the guidelines adopted by the Trustees of the Trust. However, the liquidity of a Portfolio's investments in Rule 144A securities could be impaired if trading does not develop or declines.

Foreign Currency Translation: The books and records of the Portfolio are maintained in U.S. dollars. Foreign currency amounts are translated into U.S. dollars on the following basis:

(i) market value of investment securities, other assets and liabilities — at the current daily rates of exchange.

(ii) purchases and sales of investment securities, income and expenses — at the rates of exchange prevailing on the respective dates of such transactions.

Although the net assets of the Portfolio are presented at the foreign exchange rates and market values at the close of the period, the Portfolio does not isolate that portion of the results of operations arising as a result of

changes in the foreign exchange rates from the fluctuations arising from changes in the market prices of long-term portfolio securities held at the end of the period. Similarly, the Portfolio does not isolate the effect of changes in foreign exchange rates from the fluctuations arising from changes in the market prices of long-term portfolio securities sold during the period. Accordingly, these realized foreign currency gains (losses) are included in the reported net realized gains (losses) on investment transactions.

Net realized gains or losses on foreign currency transactions represent net foreign exchange gains or losses from holdings of foreign currencies, forward currency contracts, disposition of foreign currencies, currency gains or losses realized between the trade and settlement dates on securities transactions, and the difference between the amounts of interest, dividends and foreign withholding taxes recorded on the Portfolio's books and the U.S. dollar equivalent amounts actually received or paid. Net unrealized currency gains or losses from valuing foreign currency denominated assets and liabilities (other than investments) at period end exchange rates are reflected as a component of net unrealized appreciation (depreciation) on foreign currencies.

Forward Currency Contracts: A forward currency contract is a commitment to purchase or sell a foreign currency at a future date at a negotiated forward rate. Certain Portfolios, as defined in the prospectus, entered into forward currency contracts in order to hedge their exposure to changes in foreign currency exchange rates on their foreign portfolio holdings or on specific receivables and payables denominated in a foreign currency and to gain exposures to certain currencies. The contracts are valued daily at current forward exchange rates and any unrealized gain or loss is included in net unrealized appreciation or depreciation on investments and foreign currencies. Gain or loss is realized on the settlement date of the contract equal to the difference between the settlement value of the original and negotiated forward contracts. This gain or loss, if any, is included in net realized gain or loss on foreign currency transactions. Upon entering into these contracts, risks may arise from the potential inability of the counterparties to meet the terms of their contracts. Forward currency contracts involve risks from currency exchange rate and credit risk in excess of the amounts reflected on the Statement of Assets and Liabilities. A Portfolio's maximum risk of loss from counterparty credit risk is the net value of the cash flows to be received from the counterparty at the end of the contract's life

Cross Currency Exchange Contracts: A cross currency contract is a forward contract where a specified amount of one foreign currency will be exchanged for a specified amount of another foreign currency.

Options: Certain Portfolios either purchased or wrote options in order to hedge against adverse market movements or fluctuations in value caused by changes in prevailing interest rates, value of equities or foreign currency exchange rates with respect to securities or financial instruments which the Portfolio currently owns or intends to purchase. The Portfolio's principal reason for writing options is to realize, through receipt of premiums, a greater current return than would be realized on the underlying security alone. When the Portfolio purchases an option, it pays a premium and an amount equal to that premium is recorded as an asset. When the Portfolio writes an option, it receives a premium and an amount equal to that premium is recorded as a liability. The asset or liability is adjusted daily to reflect the current market value of the option.

If an option expires unexercised, the Portfolio realizes a gain or loss to the extent of the premium received or paid. If an option is exercised, the premium received or paid is recorded as an adjustment to the proceeds from the sale or the cost basis of the purchase. The difference between the premium and the amount received or paid on effecting a closing purchase or sale transaction is also treated as a realized gain or loss. Gain or loss on purchased options is included in net realized gain or loss on investment transactions. Gain or loss on written options is presented separately as net realized gain or loss on written options transactions.

The Portfolio, as writer of an option, may have no control over whether the underlying securities or financial instruments may be sold (called) or purchased (put). As a result, the Portfolio bears the market risk of an unfavorable change in the price of the security or financial instrument underlying the written option. Over-the-counter options involve the risk of the potential inability of the counterparties to meet the terms of their contracts. With exchange-traded options contracts, there is minimal counterparty credit risk to the Portfolio since the exchanges' clearinghouse acts as counterparty to all exchange-traded options and guarantees the options contracts against default.

When a Portfolio writes an option on a swap, an amount equal to any premium received by the Portfolio is recorded as a liability and is subsequently adjusted to the current market value of the written option on the swap. If a call option on a swap is exercised, the Portfolio becomes obligated to pay a fixed interest rate (noted as the strike price) and receive a variable interest rate on a notional amount. If a put option on a swap is exercised, the Portfolio becomes obligated to pay a variable interest rate and receive a fixed interest rate (noted as the strike price) on a notional amount. Premiums received from writing options on swaps that expire or are exercised are treated as realized gains upon the expiration or exercise of such options on swaps. The risk associated with writing put and call options on swaps is that the Portfolio will be obligated to be party to a swap agreement if an option on a swap is exercised.

Financial Futures Contracts: A financial futures contract is an agreement to purchase (long) or sell (short) an agreed amount of securities at a set price for delivery on a future date. Upon entering into a financial futures contract, the Portfolio is required to pledge to the broker an amount of cash and/or other assets equal to a certain percentage of the contract amount. This amount is known as the "initial margin." Subsequent payments known as "variation margin," are made or received by the Portfolio each day, depending on the daily fluctuations in the value of the underlying security. Such variation margin is recorded for financial statement purposes on a daily basis as unrealized gain or loss. When the contract expires or is closed, the gain or loss is realized and is presented in the Statement of Operations as net realized gain or loss on financial futures contracts.

Certain Portfolios invested in financial futures contracts in order to hedge their existing portfolio securities, or securities the Portfolios intend to purchase, against fluctuations in value caused by changes in prevailing interest rates, value of equities or foreign currency exchange rates. Portfolios may also use futures to gain additional market exposure. Should interest rates move unexpectedly, the Portfolio may not achieve the anticipated benefits of the financial futures contracts and may realize a loss. The use of futures transactions involves the risk of imperfect correlation in movements in the price of futures contracts, interest rates and the underlying hedged assets. Financial futures contracts involve elements of risk in excess of the amounts reflected on the Statement of Assets and Liabilities. With exchange-traded futures contracts, there is minimal counterparty credit risk to the Portfolios since the exchanges' clearing house acts as counterparty to all exchange-traded futures and guarantees the futures contracts against default.

Loan Participations: Certain Portfolios may invest in loan participations. When the Portfolio purchases a loan participation, the Portfolio typically enters into a contractual relationship with the lender or third party selling such participations ("Selling Participant"), but not the borrower. As a result, the Portfolio assumes the credit risk of the borrower, the Selling Participant and any other persons interpositioned between the Portfolio and the borrower. The Portfolio may not directly benefit from the collateral supporting the senior loan in which it has purchased the loan participation.

Swap Agreements: Certain Portfolios may enter into credit default, interest rate, total return and other forms of swap agreements. A swap agreement is an agreement to exchange the return generated by one instrument for the return generated by another instrument. Swap agreements are negotiated in the over-the-counter market and may be executed in either directly with a counterparty ("OTC-traded") or through a central clearing facility, such as a registered commodities exchange ("Exchange-traded"). Swap agreements are valued daily at current market value and any change in value is included in the net unrealized appreciation or depreciation on investments. Exchange-traded swaps pay or receive an amount, known as "variation margin", based on daily changes in the valuation of the swap contract. Payments received or paid by the Portfolio are recorded as realized gains or losses upon termination or maturity of the swap. Risk of loss may exceed amounts recognized on the Statements of Assets and Liabilities. Swap agreements outstanding at period end, if any, are listed on the Schedule of Investments.

Interest Rate Swaps: Interest rate swaps represent agreements between counterparties to exchange cash flows based on the difference between two interest rates, applied to a notional principal amount for a specified period. Certain Portfolios are subject to interest rate risk exposure in the normal course of pursuing their investment objectives. Certain Portfolios used interest rate swaps to either maintain their ability to generate steady cash flow by receiving a stream of fixed rate payments or to increase exposure to prevailing market rates by receiving floating rate payments using interest rate swap contracts. A Portfolio's maximum risk of loss from counterparty credit risk is the discounted net value of the cash flows to be received from the counterparty over the contract's remaining life.

Credit Default Swaps: Credit default swaps ("CDS") involve one party (the protection buyer) making a stream of payments to another party (the protection seller) in exchange for the right to receive a specified payment in the event of a default or as a result of a default (collectively a "credit event") for the referenced entity (typically corporate issues or sovereign issues of an emerging country) on its obligation; or in the event of a write-down, principal shortfall, interest shortfall or default of all or part of the referenced entities comprising a credit index.

Certain Portfolios are subject to credit risk in the normal course of pursuing their investment objectives. Certain Portfolios may enter into credit default swaps to provide a measure of protection against defaults or take an active long or short position with respect to the likelihood of a particular issuer's default or the reference entity's credit soundness. CDS contracts generally trade based on a spread which represents the cost a protection buyer has to pay the protection seller. The protection buyer is said to be short the credit as the value of the contract rises the more the credit deteriorates. The value of the CDS contract increases for the protection buyer

if the spread increases. A Portfolio's maximum risk of loss from counterparty credit risk for purchased credit default swaps is the inability of the counterparty to honor the contract up to the notional value based on a credit event.

As a seller of protection on credit default swap agreements, the Portfolio generally receives an agreed upon payment from the buyer of protection throughout the term of the swap, provided no credit event occurs. As the seller, the Portfolio effectively increases its investment risk because, in addition to its total net assets, the Portfolio may be subject to investment exposure on the notional amount of the swap.

The maximum amount of the payment that the Portfolio, as a seller of protection, could be required to make under a credit default swap agreement would be equal to the notional amount of the underlying security or index contract as a result of a credit event. This potential amount will be partially offset by any recovery values of the respective referenced obligations, or net amounts received from the settlement of buy protection credit default swap agreements which the Portfolio entered into for the same referenced entity or index. As a buyer of protection, the Portfolio generally receives an amount up to the notional value of the swap if a credit event occurs.

Implied credit spreads, represented in absolute terms, utilized in determining the market value of credit default swap agreements on corporate or sovereign issues of an emerging country as of period end are disclosed in the footnotes to the Schedule of Investments, if applicable. These spreads serve as indicators of the current status of the payment/performance risk and represent the likelihood of default risk for the credit derivative. The implied credit spread of a particular referenced entity reflects the cost of buying/selling protection and may include upfront payments required to enter into the agreement. For credit default swap agreements on asset-backed securities and credit indices, the quoted market prices and resulting values serve as indicators of the current status of the payment/performance risk. Wider credit spreads and increased market value in absolute terms, when compared to the notional amount of the swap, represent a deterioration of the referenced entity's credit soundness and a greater likelihood of risk of default or other credit event occurring as defined under the terms of the agreement.

Total Return Swaps: In a total return swap, one party would receive payments based on the market value of the security or the commodity involved, or total return of a specific referenced asset, such as an equity, index or bond, and in return pay a fixed amount. Certain Portfolios are subject to risk exposures associated with the referenced asset in the normal course of pursuing their investment objectives. Certain Portfolios entered into total return swaps to manage their exposure to a security or an index. A Portfolio's maximum risk of loss from counterparty credit risk is the change in the value of the security, in favor of the Portfolio, from the point of entering into the contract.

Master Netting Arrangements: Certain Portfolios are subject to various Master Agreements, or netting arrangements, with select counterparties. These are agreements which a sub-adviser may have negotiated and entered into on behalf of the Portfolio. For multi-sleeve Portfolios, different sub-advisers who manage their respective sleeve, may enter into such agreements with the same counterparty and are disclosed separately for each sleeve when presenting information about offsetting and related netting arrangements for OTC derivatives under the FASB Accounting Standards Update ("ASU") 2013-01 disclosure. A master netting arrangement between the Portfolio and the counterparty permits the Portfolio to offset amounts payable by the Portfolio to the same counterparty against amounts to be received; and by the receipt of collateral from the counterparty by the Portfolio to cover the Portfolio's exposure to the counterparty. However, there is no assurance that such mitigating factors are easily enforceable. The right to set-off exists when all the conditions are met such that each of the parties owes the other determinable amounts, the reporting party has the right to set-off the amount owed with the amount owed by the other party, the reporting party intends to set-off, and the right of set-off is enforceable by law. During the reporting period, there were no instances where the right to set-off existed and management has not elected to offset.

Certain Portfolios are parties to ISDA (International Swaps and Derivatives Association, Inc.) Master Agreements with certain counterparties that govern over-the-counter derivative and foreign exchange contracts entered into from time to time. The Master Agreements may contain provisions regarding, among other things, the parties' general obligations, representations, agreements, collateral requirements, events of default and early termination. With respect to certain counterparties, in accordance with the terms of the Master Agreements, collateral posted to the Portfolio is held in a segregated account by the Portfolio's custodian and with respect to those amounts which can be sold or re-pledged, are presented in the Schedule of Investments. Collateral pledged by the Portfolio is segregated by the Portfolio's custodian and identified in the Schedule of Investments. Collateral can be in the form of cash or debt securities issued by the U.S. Government or related agencies or other securities as agreed to by the Portfolio and the applicable counterparty. Collateral requirements are determined based

on the Portfolio's net position with each counterparty. Termination events applicable to the Portfolio may occur upon a decline in the Portfolio's net assets below a specified threshold over a certain period of time. Termination events applicable to counterparties may occur upon a decline in the counterparty's long-term and short-term credit ratings below a specified level. In each case, upon occurrence, the other party may elect to terminate early and cause settlement of all derivative and foreign exchange contracts outstanding, including the payment of any losses and costs resulting from such early termination, as reasonably determined by the terminating party. Any decision by one or more of the Portfolio's counterparties to elect early termination could impact the Portfolio's future derivative activity.

In addition to each instrument's primary underlying risk exposure (e.g. interest rate, credit, equity or foreign exchange, etc.), swap agreements involve, to varying degrees, elements of credit, market and documentation risk. Such risks involve the possibility that no liquid market for these agreements will exist, the counterparty to the agreement may default on its obligation to perform or disagree on the contractual terms of the agreement, and changes in net interest rates will be unfavorable. In connection with these agreements, securities in the portfolio may be identified or received as collateral from the counterparty in accordance with the terms of the respective swap agreements to provide or receive assets of value and to serve as recourse in the event of default or bankruptcy/insolvency of either party. Such over-the-counter derivative agreements include conditions which, when materialized, give the counterparty the right to cause an early termination of the transactions under those agreements. Any election by the counterparty for early termination of the contract(s) may impact the amounts reported on financial statements.

As of December 31, 2014, the Portfolios have not met conditions under such agreements which give the counterparty the right to call for an early termination.

Forward currency contracts, written options, swaps and financial futures contracts involve elements of both market and credit risk in excess of the amounts reflected on the Statement of Assets and Liabilities. Such risks may be mitigated by engaging in master netting arrangements.

Warrants and Rights: Certain Portfolios of the Trust may hold warrants and rights acquired either through a direct purchase, included as part of a private placement, or pursuant to corporate actions. Warrants and rights entitle the holder to buy a proportionate amount of common stock, or such other security that the issuer may specify, at a specific price and time through the expiration dates. The Portfolio holds such warrants and rights as long positions by the Portfolio until exercised, sold or expired. Warrants and rights are valued at fair value in accordance with the Board approved fair valuation procedures.

Payment in kind securities: Certain fixed income Portfolios may invest in open market or receive pursuant to debt restructuring, securities that pay in kind (PIK) the interest due on such debt instruments. The PIK interest, computed at the contractual rate specified, is added to the existing principal balance of the debt when issued bonds have the same terms as the bond or recorded as a separate bond when terms are different from the existing debt, and is recorded as interest income. The interest rate on PIK debt is paid out over time.

Delayed-Delivery Transactions: Certain Portfolios may purchase or sell securities on a when-issued or delayed-delivery basis. These transactions involve a commitment by the Portfolio to purchase or sell securities for a predetermined price or yield, with payment and delivery taking place beyond the customary settlement period. When delayed-delivery purchases are outstanding, the Portfolio will set aside and maintain an amount of liquid assets sufficient to meet the purchase price in a segregated account until the settlement date. When purchasing a security on a delayed-delivery basis, the Portfolio assumes the rights and risks of ownership of the security, including the risk of price and yield fluctuations, and takes such fluctuations into account when determining its net asset value. The Portfolio may dispose of or renegotiate a delayed-delivery transaction subsequent to establishment, and may sell when-issued securities before they are delivered, which may result in a capital gain or loss. When selling a security on a delayed-delivery basis, the Portfolio forfeits its eligibility to realize future gains and losses with respect to the security.

Securities Lending: The Portfolios may lend their portfolio securities to banks and broker-dealers. The loans are secured by collateral at least equal to the market value of the securities loaned. Collateral pledged by each borrower is invested in a highly liquid short-term money market fund and is marked to market daily, based on the previous day's market value, such that the value of the collateral exceeds the value of the loaned securities. Loans are subject to termination at the option of the borrower or the Portfolio. Upon termination of the loan, the borrower will return to the Portfolio securities identical to the loaned securities. Should the borrower of the securities fail financially, the Portfolio has the right to repurchase the securities in the open market using the collateral. The Portfolio recognizes income, net of any rebate and securities lending agent fees, for lending its securities, and any interest on the investment of cash received as collateral. The Portfolio also continues to

receive interest and dividends or amounts equivalent thereto, on the securities loaned and recognizes any unrealized gain or loss in the market price of the securities loaned that may occur during the term of the loan.

Dollar Rolls: The Portfolios enter into mortgage dollar rolls in which the Portfolios sell mortgage securities for delivery in the current month, realizing a gain (loss), and simultaneously enter into contracts to repurchase somewhat similar (same type, coupon and maturity) securities on a specified future date. During the roll period, the Portfolios forgo principal and interest paid on the securities. The Portfolios are compensated by the interest earned on the cash proceeds of the initial sale and by the lower repurchase price at the future date. The difference between the sale proceeds and the lower repurchase price is recorded as a realized gain. The Portfolios maintain a segregated account, the dollar value of which is at least equal to its obligations, with respect to dollar rolls.

Concentration of Risk: The ability of debt securities issuers (other than those issued or guaranteed by the U.S. Government) held by the Portfolios to meet their obligations may be affected by the economic or political developments in a specific industry, region or country. Foreign security and currency transactions may involve certain considerations and risks not typically associated with those of domestic origin as a result of, among other factors, the possibility of political and economic instability or the level of the governmental supervision and regulation of foreign securities markets.

Securities Transactions and Net Investment Income: Securities transactions are recorded on the trade date. Realized and unrealized gains or losses from security and currency transactions are calculated on the identified cost basis. Dividend income is recorded on the ex-dividend date. Interest income, including amortization of premium and accretion of discount on debt securities, as required, is recorded on the accrual basis. Expenses are recorded on the accrual basis which may require the use of certain estimates by management, that may differ from actual.

REITs: Certain Portfolios invest in real estate investment trusts, ("REITs"), which report information on the source of their distributions annually. Based on current and historical information, a portion of distributions received from REITs during the period is estimated to be dividend income, capital gain or return of capital and recorded accordingly. These estimates are adjusted periodically when the actual source of distributions is disclosed by the REITs.

Taxes: For federal income tax purposes, each Portfolio in the Trust is treated as a separate taxpaying entity. The Portfolios are treated as partnerships for tax purposes. No provision has been made in the financial statements for U.S. Federal, state, or local taxes, as any tax liability arising from operations of the Portfolios is the responsibility of the Portfolios' shareholders (Participating Insurance Companies). The Portfolios are not generally subject to entity-level taxation. Shareholders of each Portfolio are subject to taxes on their distributive share of partnership items.

Withholding taxes on foreign dividends and interest and foreign capital gains tax are accrued in accordance with the Trust's understanding of the applicable country's tax rules and rates. Such taxes are accrued net of reclaimable amounts, at the time the related income/gain is recorded.

Distributions: Distributions from each Portfolio are made in cash and automatically reinvested in additional shares of the Portfolio. Distributions are recorded on the ex-dividend date.

Estimates: The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts and disclosures in the financial statements. Actual results could differ from those estimates.

3. Agreements

The Portfolios have entered into investment management agreements with the Investment Manager which provide that the Investment Manager will furnish each Portfolio with investment advice, investment management and administrative services. At December 31, 2014, the Investment Manager has engaged the following firms as Sub-advisers for their respective Portfolios:

AQR Capital Management, LLC / CNH Partners, LLC for AQR Emerging Markets Equity;

BlackRock Investment Management, LLC for BlackRock iShares ETF;

Boston Partners Financial Group LLC, for Boston Partners Large-Cap Value effective November 24, 2014;

Cohen & Steers Capital Management, Inc. for Cohen & Steers Realty;

ClearBridge Investments, LLC for a portion of Small-Cap Value;

Eagle Asset Management, Inc. for a portion of Small-Cap Growth;

EARNEST Partners LLC for a portion of Mid-Cap Value;

Emerald Mutual Fund Advisers Trust for a portion of Small-Cap Growth;

Federated Equity Management Company of Pennsylvania for Federated Aggressive Growth through November 24, 2014;

Franklin Advisers, Inc. for Templeton Global Bond;

Goldman Sachs Asset Management, L.P. for Goldman Sachs Large-Cap Value, Goldman Sachs Small-Cap Value and Goldman Sachs Mid-Cap Growth;

Herndon Capital Management, LLC for Herndon Large-Cap Value;

Hotchkis and Wiley Capital Management, LLC for Large-Cap Value;

Jennison Associates, LLC for Jennison Large-Cap Growth, Boston Partners Large-Cap Value (formerly Jennison Large-Cap Value) through November 24, 2014 and a portion of International Growth;

J.P. Morgan Investment Management, Inc. for J.P. Morgan International Equity and a portion of Small-Cap Value;

Lazard Asset Management, LLC for a portion of International Value effective November 24, 2014;

Lee Munder Capital Group, LLC for a portion of Small-Cap Value;

Loomis, Sayles & Company, L.P. for Loomis Sayles Large-Cap Growth;

LSV Asset Management for a portion of International Value and a portion of Neuberger Berman/LSV Mid-Cap Value;

Massachusetts Financial Services Company ("MFS") for MFS Growth, MFS Global Equity and MFS Large-Cap Value;

Neuberger Berman Management, LLC for a portion of Neuberger Berman/LSV Mid-Cap Value, a portion of International Growth and Neuberger Berman Mid-Cap Growth;

Parametric Portfolio Associates LLC for Parametric Emerging Markets Equity;

Quantitative Management Associates LLC ("QMA") for QMA Emerging Markets Equity and QMA Large-Cap;

RS Investment Management Company, LLC for a portion of Small-Cap Growth Opportunities effective November 24, 2014;

Thornburg Investment Management, Inc. for a portion of International Value through November 24, 2014;

T. Rowe Price Associates, Inc. for T. Rowe Price Equity Income, T. Rowe Price Large-Cap Growth and T. Rowe Price Natural Resources;

WEDGE Capital Management, LLP for a portion of Mid-Cap Value;

Wellington Management Company, LLP for Wellington Management Hedged Equity and a portion of Small-Cap Growth Opportunities effective November 24, 2014;

William Blair & Company LLC for a portion of International Growth.

Advisory Fees and Expense Limitations: The Investment Manager receives an advisory fee, accrued daily and payable monthly, based on the annual rates specified below, using the value of each Portfolio's average daily net assets, at the respective annual rate specified below. The Investment Manager pays each Subadviser a fee as compensation for advisory services provided to the Portfolios. All amounts paid or payable by the Portfolios to the Investment Manager, under the agreement, are reflected in the Statements of Operations. The Investment Manager has agreed to waive a portion of their management fee and/or reimburse certain Portfolios an amount equal to the amount that the aggregate annual ordinary operating expenses (excluding interest, taxes, and brokerage commissions) exceed the percentage stated below, of the Portfolio's average daily net assets unless otherwise noted. Each voluntary waiver/reimbursement may be modified or terminated by the investment manager at any time without notice.

	Advisory Fees at December 31, 2014	Effective Advisory Fees
AQR Emerging Markets Equity	1.09% first $300 million; 1.08% on next $200 million; 1.07% on next $250 million; 1.06% on next $2.5 billion; 1.05% on next $2.75 billion; 1.02% on next $4 billion; 1.00% in excess of $10 billion	1.09%
BlackRock iShares ETF	0.89% first $300 million; 0.88% on next $200 million; 0.87% on next $250 million; 0.86% on next $2.5 billion; 0.85% on next $2.75 billion; 0.82% on next $4 billion; 0.80% in excess of $10 billion	0.64%*
Boston Partners Large-Cap Value	0.74% first $300 million; 0.73% on next $200 million; 0.72% on next $250 million; 0.71% on next $2.5 billion; 0.70% on next $2.75 billion; 0.67% on next $4 billion; 0.65% in excess of $10 billion	0.68%
Cohen & Steers Realty	0.99% first $300 million; 0.98% on next $200 million; 0.97% on next $250 million; 0.96% on next $2.5 billion; 0.95% on next $2.75 billion; 0.92% on next $4 billion; 0.90% in excess of $10 billion	0.88%
Goldman Sachs Large-Cap Value	0.74% first $300 million; 0.73% on next $200 million; 0.72% on next $250 million; 0.71% on next $2.5 billion; 0.70% on next $2.75 billion; 0.67% on next $4 billion; 0.65% in excess of $10 billion	0.71%
Goldman Sachs Mid-Cap Growth	0.99% first $300 million; 0.98% on next $200 million; 0.97% on next $250 million; 0.96% on next $2.5 billion; 0.95% on next $2.75 billion; 0.92% on next $4 billion; 0.90% in excess of $10 billion	0.90%
Goldman Sachs Small-Cap Value	0.94% first $300 million; 0.93% on next $200 million; 0.92% on next $250 million; 0.91% on next $2.5 billion; 0.90% on next $2.75 billion; 0.87% on next $4 billion; 0.85% in excess of $10 billion	0.92%
Herndon Large-Cap Value	0.84% first $300 million; 0.83% on next $200 million; 0.82% on next $250 million; 0.81% on next $2.5 billion; 0.80% on next $2.75 billion; 0.77% on next $4 billion; 0.75% in excess of $10 billion	0.73%
International Growth	0.99% first $300 million; 0.98% on next $200 million; 0.97% on next $250 million; 0.96% on next $2.5 billion; 0.95% on next $2.75 billion; 0.92% on next $4 billion; 0.90% in excess of $10 billion	0.95%
International Value	0.99% first $300 million; 0.98% on next $200 million; 0.97% on next $250 million; 0.96% on next $2.5 billion; 0.95% on next $2.75 billion; 0.92% on next $4 billion; 0.90% in excess of $10 billion	0.97%

	Advisory Fees at December 31, 2014	Effective Advisory Fees
J.P. Morgan International Equity	0.99% first $75 million; 0.84% on next $225 million; 0.83% on next $200 million; 0.82% on next $250 million; 0.81% on next $2.5 billion; 0.80% on next $2.75 billion; 0.77% on next $4 billion; 0.75% in excess of $10 billion	0.86%
Jennison Large-Cap Growth	0.89% first $300 million; 0.88% on next $200 million; 0.87% on next $250 million; 0.86% on next $2.5 billion; 0.85% on next $2.75 billion; 0.82% on next $4 billion; 0.80% in excess of $10 billion	0.88%
Large-Cap Value	0.74% first $300 million; 0.73% on next $200 million; 0.72% on next $250 million; 0.71% on next $2.5 billion; 0.70% on next $2.75 billion; 0.67% on next $4 billion; 0.65% in excess of $10 billion	0.72%
Loomis Sayles Large-Cap Growth	0.89% first $300 million; 0.88% on next $200 million; 0.87% on next $250 million; 0.86% on next $2.5 billion; 0.85% on next $2.75 billion; 0.82% on next $4 billion; 0.80% in excess of $10 billion	0.81%
MFS Global Equity	0.99% first $300 million; 0.98% on next $200 million; 0.97% on next $250 million; 0.96% on next $2.5 billion; 0.95% on next $2.75 billion; 0.92% on next $4 billion; 0.90% in excess of $10 billion	0.98%
MFS Growth	0.89% first $300 million; 0.88% on next $200 million; 0.87% on next $250 million; 0.86% on next $2.5 billion; 0.85% on next $2.75 billion; 0.82% on next $4 billion; 0.80% in excess of $10 billion	0.87%
MFS Large-Cap Value	0.84% first $300 million; 0.83% on next $200 million; 0.82% on next $250 million; 0.81% on next $2.5 billion; 0.80% on next $2.75 billion; 0.77% on next $4 billion; 0.75% in excess of $10 billion	0.83%
Mid-Cap Value	0.94% first $300 million; 0.93% on next $200 million; 0.92% on next $250 million; 0.91% on next $2.5 billion; 0.90% on next $2.75 billion; 0.87% on next $4 billion; 0.85% in excess of $10 billion	0.94%
Neuberger Berman Mid-Cap Growth	0.89% first $300 million; 0.88% on next $200 million; 0.87% on next $250 million; 0.86% on next $250 million; 0.81% on next $2.25 billion; 0.80% on next $2.75 billion; 0.77% on next $4 billion; 0.75% in excess of $10 billion	0.88%

	Advisory Fees at December 31, 2014	Effective Advisory Fees
Neuberger Berman/LSV Mid-Cap Value	0.89% first $300 million; 0.88% on next $200 million; 0.87% on next $250 million; 0.86% on next $250 million; 0.81% on next $2.25 billion; 0.80% on next $2.75 billion; 0.77% on next $4 billion; 0.75% in excess of $10 billion	0.87%
Parametric Emerging Markets Equity	1.09% first $300 million; 1.08% on next $200 million; 1.07% on next $250 million; 1.06% on next $2.5 billion; 1.05% on next $2.75 billion; 1.02% on next $4 billion; 1.00% in excess of $10 billion	1.08%
QMA Emerging Markets Equity	1.09% first $300 million; 1.08% on next $200 million; 1.07% on next $250 million; 1.06% on next $2.5 billion; 1.05% on next $2.75 billion; 1.02% on next $4 billion; 1.00% in excess of $10 billion	1.09%
QMA Large-Cap	0.74% first $300 million; 0.73% on next $200 million; 0.72% on next $250 million; 0.71% on next $2.5 billion; 0.70% on next $2.75 billion; 0.67% on next $4 billion; 0.65% in excess of $10 billion	0.70%**
Small-Cap Growth	0.89% first $300 million; 0.88% on next $200 million; 0.87% on next $250 million; 0.86% on next $2.5 billion; 0.85% on next $2.75 billion; 0.82% on next $4 billion; 0.80% in excess of $10 billion	0.88%
Small-Cap Growth Opportunities	0.94% first $300 million; 0.93% on next $200 million; 0.92% on next $250 million; 0.91% on next $2.5 billion; 0.90% on next $2.75 billion; 0.87% on next $4 billion; 0.85% in excess of $10 billion	0.93%
Small-Cap Value	0.89% first $300 million; 0.88% on next $200 million; 0.87% on next $250 million; 0.86% on next $2.5 billion; 0.85% on next $2.75 billion; 0.82% on next $4 billion; 0.80% in excess of $10 billion	0.87%
T. Rowe Price Equity Income	0.74% first $300 million; 0.73% on next $200 million; 0.72% on next $250 million; 0.71% on next $2.5 billion; 0.70% on next $2.75 billion; 0.67% on next $4 billion; 0.65% in excess of $10 billion	0.72%
T. Rowe Price Large-Cap Growth	0.89% first $300 million; 0.88% on next $200 million; 0.87% on next $250 million; 0.86% on next $250 million; 0.81% on next $2.25 billion; 0.80% on next $2.75 billion; 0.77% on next $4 billion; 0.75% in excess of $10 billion	0.83%***
T. Rowe Price Natural Resources	0.89% first $300 million; 0.88% on next $200 million; 0.87% on next $250 million; 0.86% on next $2.5 billion; 0.85% on next $2.75 billion; 0.82% on next $4 billion; 0.80% in excess of $10 billion	0.88%

	Advisory Fees at December 31, 2014	Effective Advisory Fees
Templeton Global Bond	0.79% first $300 million; 0.78% on next $200 million; 0.77% on next $250 million; 0.76% on next $2.5 billion; 0.75% on next $2.75 billion; 0.72% on next $4 billion; 0.70% in excess of $10 billion	0.77%
Wellington Management Hedged Equity	0.99% first $300 million; 0.98% on next $200 million; 0.97% on next $250 million; 0.96% on next $2.5 billion; 0.95% on next $2.75 billion; 0.92% on next $4 billion; 0.90% in excess of $10 billion	0.86%

	Fee Waivers and/or Expense Limitations through June 30, 2014	Fee Waivers and/or Expense Limitations effective July 1, 2014
BlackRock iShares ETF	*	*
Boston Partners Large-Cap Value	contractually waive 0.05% through June 30, 2014, voluntarily limit expense to 0.80%	voluntarily limit expense to 0.80% through November 23, 2014, voluntarily limit expense to 0.85% effective November 24, 2014
Cohen & Steers Realty	voluntarily limit expense to 0.97%	contractually waive 0.07% through June 30, 2015
Goldman Sachs Large-Cap Value	contractually waive 0.013% through May 1, 2015(1)	contractually waive 0.013% through May 1, 2015
Goldman Sachs Mid-Cap Growth	contractually waive 0.10% through June 30, 2014, contractually waive 0.013% through May 1, 2015(1)	contractually waive 0.053% through June 30, 2015
Goldman Sachs Small-Cap Value	contractually waive 0.013% through May 1, 2015(1)	contractually waive 0.013% through May 1, 2015
Herndon Large-Cap Value	contractually waive 0.04% through June 30, 2014	contractually waive 0.15% through June 30, 2015
International Growth	contractually waive 0.01% through June 30, 2014, contractually waive 0.003% through May 1, 2015(2)	contractually waive 0.01% through June 30, 2015 contractually waive 0.003% through May 1, 2015
Loomis Sayles Large-Cap Growth	contractually waive 0.06% through June 30, 2015	contractually waive 0.06% through June 30, 2015
Neuberger Berman Mid-Cap Growth	contractually waive 0.005% through May 1, 2015(2)	contractually waive 0.005% through May 1, 2015
Neuberger Berman/LSV Mid-Cap Value	contractually waive 0.003% through May 1, 2015(2)	contractually waive 0.003% through May 1, 2015
Templeton Global Bond	voluntarily limit expense to 0.93%	N/A
Wellington Management Hedged Equity	voluntarily limit expense to 0.87%	N/A

* The Investment Manager has contractually agreed to waive a portion of the investment management fee equal to the acquired fund fees and expenses due to investments in iShares ETFs. In addition, the Investment Manager has contractually agreed to waive a portion of the investment management fee and/or reimburse certain expenses for the Portfolio so that the Portfolio's investment management fee (after the waiver described above) and other expenses (including distribution fees, acquired fund fees and expenses, and other expenses excluding taxes, interest and brokerage commissions) do not exceed 1.02% of the Portfolio's average daily net assets through June 30, 2015. This arrangement may not be terminated or modified prior to June 30, 2015, and may be discontinued or modified thereafter.

** The manager has voluntarily agreed to waive two-thirds of the incremental increase in their net management fee as a result of the underlying voluntary subadvisor fee discount. For the year ended December 31, 2014 the manager waived 0.02%.

*** The manager has voluntarily agreed to waive two-thirds of the incremental increase in their net management fee as a result of the underlying voluntary subadvisor fee discount. For the year ended December 31, 2014 the manager waived 0.02%.

(1) Effective May 1, 2014.

(2) Effective April 1, 2014.

AST Investment Services, Inc., Jennison, PI, PIM and QMA are indirect, wholly-owned subsidiaries of Prudential Financial, Inc. ("Prudential").

The Portfolios have entered into a brokerage commission recapture agreement with certain registered broker-dealers. Under the brokerage commission recapture program, a portion of the commission is returned to the Portfolio on whose behalf the trades were made. Commission recapture is paid solely to those Portfolios generating the applicable trades. Such amounts are included within realized gain or loss on investment transactions presented in the Statement of Operations. For the year ended December 31, 2014, brokerage commission recaptured under these agreements was as follows:

	Amount
Boston Partners Large-Cap Value	$ 66,384
Cohen & Steers Realty	24,907
Goldman Sachs Large-Cap Value	88,856
Goldman Sachs Mid-Cap Growth	32,100
Goldman Sachs Small-Cap Value	60,221
Herndon Large-Cap Value	18,764
International Growth	75,446
International Value	82,882
Jennison Large-Cap Growth	46,221
Loomis Sayles Large-Cap Growth	46,353
MFS Global Equity	2,670
MFS Growth	33,050
MFS Large-Cap Value	13,626
Mid-Cap Value	13,945
Neuberger Berman Mid-Cap Growth	173,217
Neuberger Berman/LSV Mid-Cap Value	86,669
Small-Cap Growth	41,729
Small-Cap Growth Opportunities	11,191
Small-Cap Value	61,069
T. Rowe Price Equity Income	6,552
T. Rowe Price Large-Cap Growth	21,312
T. Rowe Price Natural Resources	24,094
Wellington Management Hedged Equity	17,179

4. Other Transactions with Affiliates

The Trust has entered into an agreement with Prudential Annuities Distributors, Inc. ("PAD"), an indirect, wholly-owned subsidiary of Prudential Financial, Inc. PAD serves as the distributor for the shares of each Portfolio of the Trust. Each class of shares is offered and redeemed at its net asset value without any sales load. The Trust has adopted a Shareholder Services and Distribution Plan pursuant to Rule 12b-1 under the 1940 Act (the 12b-1 Plan) for the shares of each Portfolio of the Trust. Under the 12b-1 Plan, the shares of each covered Portfolio are charged an annual fee to compensate PAD and its affiliates for providing various administrative and distribution services to each covered Portfolio. The annual shareholder services and distribution (12b-1) fee for each covered Portfolio's shares is 0.10% of the average daily net assets of each Portfolio.

Prudential Mutual Fund Services LLC ("PMFS"), an affiliate of PI and an indirect, wholly-owned subsidiary of Prudential, serves as the transfer agent of the Portfolios. Transfer agent's fees and expenses in the Statement of Operations include certain out-of-pocket expenses paid to non-affiliates, where applicable.

Certain officers and Trustees of the Trust are officers, employees or directors of the Investment Manager. The Trust pays no compensation directly to its officers, employees or interested Trustees. The Investment Manager also pays for occupancy and certain clerical and administrative expenses. The Trust bears all other costs and expenses.

The Trust invests in the Prudential Core Taxable Money Market Fund (the "Core Fund"), a portfolio of Prudential Investment Portfolios 2, registered under the 1940 Act and managed by PI. Earnings from the Core Fund are disclosed on the Statement of Operations as affiliated dividend income.

PIM, an indirect, wholly-owned subsidiary of Prudential, acts as the Trust's securities lending agent. For the year ended December 31, 2014, PIM was compensated as follows for these services:

	Amount
AQR Emerging Markets Equity	$ 6,233
BlackRock iShares ETF	71,882
Boston Partners Large-Cap Value	11,315
Cohen & Steers Realty	23,291
Goldman Sachs Large-Cap Value	33,400
Goldman Sachs Mid-Cap Growth	30,518
Goldman Sachs Small-Cap Value	77,724
Herndon Large-Cap Value	230,915
International Growth	109,895
International Value	92,749
J.P. Morgan International Equity	762
Jennison Large-Cap Growth	51,582
Large-Cap Value	33,178
Loomis Sayles Large-Cap Growth	65,774
MFS Global Equity	7,512
MFS Growth	32,235
MFS Large-Cap Value	4,593
Mid-Cap Value	10,030
Neuberger Berman Mid-Cap Growth	69,974
Neuberger Berman/LSV Mid-Cap Value	110,133
Parametric Emerging Markets Equity	33,212
QMA Emerging Markets Equity	4,938
QMA Large-Cap	28,931
Small-Cap Growth	403,932
Small-Cap Growth Opportunities	869,377
Small-Cap Value	162,110
T. Rowe Price Equity Income	160,226
T. Rowe Price Large-Cap Growth	51,492
T. Rowe Price Natural Resources	24,245
Wellington Management Hedged Equity	47,662

5. Portfolio Securities

Purchases and sales of portfolio securities, other than short-term investments and U.S. Government securities, for the year ended December 31, 2014, were as follows:

	Cost of Purchases	Proceeds from Sales
AQR Emerging Markets Equity	$ 243,021,603	$ 159,764,808
BlackRock iShares ETF	182,343,581	67,345,771
Boston Partners Large-Cap Value	743,281,777	777,412,049
Cohen & Steers Realty	368,569,483	383,843,187
Goldman Sachs Large-Cap Value	1,234,920,964	1,345,414,459
Goldman Sachs Mid-Cap Growth	482,633,958	489,168,853
Goldman Sachs Small-Cap Value	416,693,717	437,231,191
Herndon Large-Cap Value	516,352,538	563,544,235
International Growth	1,553,006,685	1,517,313,160
International Value	2,060,555,332	1,934,384,591
J.P. Morgan International Equity	54,470,203	51,786,021
Jennison Large-Cap Growth	254,279,141	423,629,623
Large-Cap Value	567,446,481	622,030,671
Loomis Sayles Large-Cap Growth	1,011,779,156	1,007,255,717
MFS Global Equity	100,143,491	66,759,588
MFS Growth	497,502,338	580,400,527
MFS Large-Cap Value	97,648,251	80,615,853
Mid-Cap Value	92,105,086	125,030,277

	Cost of Purchases	Proceeds from Sales
Neuberger Berman Mid-Cap Growth	$ 473,535,591	$ 607,004,397
Neuberger Berman/LSV Mid-Cap Value	192,747,127	251,202,629
Parametric Emerging Markets Equity	56,203,440	119,528,743
QMA Emerging Markets Equity	189,463,764	250,336,136
QMA Large-Cap	2,366,316,664	2,560,843,647
Small-Cap Growth	742,524,997	807,232,090
Small-Cap Growth Opportunities	1,413,527,331	1,454,326,237
Small-Cap Value	416,559,955	529,472,579
T. Rowe Price Equity Income	145,928,601	202,086,373
T. Rowe Price Large-Cap Growth	949,082,155	1,189,964,812
T. Rowe Price Natural Resources	450,879,247	486,714,005
Templeton Global Bond	345,597,015	256,435,359
Wellington Management Hedged Equity	1,750,906,646	1,420,805,173

Written options transactions, during the year ended December 31, 2014, were as follows:

	Wellington Management Hedged Equity	
	Number of Contracts/ Notional Amount	Premium
Balance at beginning of year	380,000	$ 6,068,457
Written options	2,432,500	81,248,824
Expired options	—	—
Closed options	(2,010,000)	(64,737,912)
Balance at end of year	802,500	$ 22,579,369

6. Tax Information

All Portfolios are treated as partnerships for tax purposes. The character of the cash distributions, if any, made by the partnerships is generally classified as return of capital nontaxable distributions. After each fiscal year each shareholder of record will receive information regarding their distributive allocable share of the partnership's income, gains, losses and deductions.

With respect to the Portfolios, book cost of assets differs from tax cost of assets as a result of each Portfolio's adoption of a mark to market method of accounting for tax purposes. Under this method, tax cost of assets will approximate fair market value. The Portfolios generally attempt to manage their diversification in a manner that supports the diversification requirements of the underlying separate accounts.

Management has analyzed the Portfolios′ tax positions taken on federal, state and local income tax returns for all open tax years and has concluded that no provisions for income tax are required in the Portfolios′ financial statements for the current reporting period. The Portfolios′ federal, state and local income tax returns for tax years for which the applicable statutes of limitations have not expired are subject to examination by the Internal Revenue Service and state departments of revenue.

7. Line of Credit

The Portfolios, along with other affiliated registered investment companies (the "Funds"), were parties to a Syndicated Credit Agreement ("SCA") with a group of banks. The purpose of the SCA was to provide an alternative source of temporary funding for capital share redemptions. The SCA provides for a commitment of $900 million for the period October 9, 2014 through October 8, 2015. The Funds pay an annualized commitment fee of 0.075% on the unused portion of the SCA. Prior to October 9, 2014, the Funds had another SCA that provided a commitment of $900 million and the Funds paid an annualized commitment fee of 0.08% of the unused portion of the SCA. Interest on any borrowings under the SCA is paid at contracted market rates. The commitment fee for the unused amount is accrued daily and paid quarterly.

	Average Advances Outstanding During the Period	Average Interest Rate	Number of Days Advances Outstanding During the Period	Maximum Advance Outstanding During the Period	Outstanding Borrowings at December 31, 2014
Cohen & Steers Realty	$4,327,000	1.40%	10	$10,808,000	—
Boston Partners Large-Cap Value	609,625	1.40%	8	1,699,000	—
Goldman Sachs Large-Cap Value	3,021,000	1.41%	1	3,021,000	—
Goldman Sachs Mid-Cap Growth	1,683,500	1.41%	6	3,370,000	—
Herndon Large-Cap Value	2,086,000	1.41%	5	6,900,000	—
International Growth	432,800	1.40%	5	1,362,000	—
International Value	2,887,453	1.40%	53	11,260,000	—
Jennison Large-Cap Growth	1,104,643	1.40%	14	2,574,000	—
J.P. Morgan International Equity	1,171,450	1.41%	20	4,601,000	—
Large-Cap Value	809,000	1.40%	1	809,000	—
Loomis Sayles Large-Cap Growth	1,293,000	1.40%	1	1,293,000	—
MFS Global Equity	2,514,714	1.40%	7	6,517,000	—
MFS Large-Cap Value	331,600	1.41%	5	858,000	—
Mid-Cap Value	1,107,750	1.41%	20	2,548,000	—
Neuberger Berman Mid-Cap Growth	1,925,000	1.40%	2	2,641,000	—
Neuberger Berman/LSV Mid-Cap Value	1,212,094	1.41%	32	5,580,000	$241,000
Parametric Emerging Markets Equity	3,461,100	1.41%	60	14,948,000	—
QMA Emerging Markets	1,738,000	1.40%	1	1,738,000	—
QMA Large-Cap	6,081,000	1.40%	1	6,081,000	—
Small-Cap Growth	1,158,000	1.40%	41	3,994,000	700,000
Small-Cap Growth Opportunities	2,102,615	1.40%	13	3,347,000	—
Small-Cap Value	637,400	1.41%	5	686,000	501,000
T. Rowe Price Large-Cap Growth	2,785,909	1.41%	11	10,298,000	—
T. Rowe Price Natural Resources	2,102,300	1.40%	10	8,725,000	—

8. Capital

The Declaration of Trust permits the Trust's Board of Trustees to issue multiple classes of shares, and within each class, an unlimited number of shares of beneficial interest with a par value of $.001 per share.

9. Reorganization

On September 11, 2013, the Board of Trustees of the Trust approved an Agreement and Plan of Reorganization (the "Plan") which provided for the transfer of all the assets of the following Portfolio for shares of the acquiring Portfolio and the assumption of the liabilities of the Portfolio. Shareholders approved the Plan at a meeting on January 15, 2014 and the reorganization took place on February 7, 2014.

The purpose of the transaction was to combine two Portfolios with substantially similar investment objectives and policies. The Acquiring Portfolio has the same contractual investment management fee and lower annualized operating expenses as well as stronger historical investment performance.

The acquisition was accomplished by a tax-free exchange of the following shares on February 7, 2014:

Merged Portfolio	Shares	Acquiring Portfolio	Shares	Value
AST Goldman Sachs Concentrated Growth Portfolio	12,306,593	AST Loomis Sayles Large-Cap Growth Portfolio	17,243,698	$493,120,872

For financial reporting purposes, assets received and shares issued by AST Loomis Sayles Large-Cap Growth Portfolio were recorded at fair value; however, the cost basis of the investments received from AST Goldman Sachs Concentrated Growth Portfolio was carried forward to reflect the tax-free status of the acquisition.

The net assets and net unrealized appreciation immediately before the acquisition:

Merged Portfolio	Net Assets	Unrealized Appreciation	Acquiring Portfolio	Net Assets
AST Goldman Sachs Concentrated Growth Portfolio	$493,120,872	$64,868,546	AST Loomis Sayles Large-Cap Growth Portfolio	$2,082,393,988

Assuming the acquisition had been completed on January 1, 2014, AST Loomis Sayles Large-Cap Growth Portfolio's results of operations for the year ended December 31, 2014 were as follows:

Net investment income	$ 14,512,214(a)
Net realized and unrealized gain (loss) on investments	278,695,178(b)
Net increase (decrease) in net assets resulting from operations	$293,207,392

(a) $14,607,906, as reported in Statement of Operations, plus $(95,692) Net Investment Loss from AST Goldman Sachs Concentrated Growth Portfolio pre-merger.

(b) $286,092,739, as reported in the Statement of Operations, plus $(7,397,561) Net Realized and Unrealized Gain (Loss) on Investments from AST Goldman Sachs Concentrated Growth Portfolio pre-merger.

Because both AST Goldman Sachs Concentrated Growth Portfolio and AST Loomis Sayles Large-Cap Growth Portfolio sold and redeemed shares throughout the period, it is not practicable to provide pro-forma information on a per-share basis.

Because the combined investment portfolios have been managed as a single integrated portfolio since the acquisition was completed, it is also not practicable to separate the amounts of revenue and earnings of AST Goldman Sachs Concentrated Growth Portfolio that have been included in AST Loomis Sayles Large-Cap Growth Portfolio's Statement of Operations since February 7, 2014.

10. Ownership

As of December 31, 2014, substantially all shares of the Portfolios were owned of record by the following affiliates of the Trust: Prudential Annuities Life Assurance Corporation ("PALAC"), Pruco Life Insurance Company of New Jersey ("PLNJ"), Pruco Life Insurance Company ("PLAZ") and Prudential Insurance Company of America ("PICA") on behalf of the owners of the variable insurance products issued by each of these entities; and by other Portfolios of the Advanced Series Trust as part of their investments.

Financial Highlights

	AST AQR Emerging Markets Equity Portfolio	
	Year Ended December 31, 2014(d)	February 25, 2013(c) through December 31, 2013
Per Share Operating Performance:		
Net Asset Value, beginning of period	$10.24	$10.00
Income (Loss) From Investment Operations:		
Net investment income	0.12	0.13
Net realized and unrealized gain (loss) on investments	(0.44)	0.11
Total from investment operations	(0.32)	0.24
Net Asset Value, end of period	$ 9.92	$10.24
Total Return(a)	(3.13)%	2.40%
Ratios/Supplemental Data:		
Net assets, end of period (in millions)	$263.8	$174.7
Ratios to average net assets(b):		
Expenses After Waivers and/or Expense Reimbursement	1.35%	1.40%(e)
Expenses Before Waivers and/or Expense Reimbursement	1.35%	1.40%(e)
Net investment income	1.16%	1.31%(e)
Portfolio turnover rate	69%	109%(f)

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each period reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles. Total returns for periods of less than one year are not annualized.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Commencement of operations.
(d) Calculated based on average shares outstanding during the year.
(e) Annualized.
(f) Not annualized.

	AST BlackRock iShares ETF Portfolio	
	Year Ended December 31, 2014(d)	April 29, 2013(c) through December 31, 2013(d)
Per Share Operating Performance:		
Net Asset Value, beginning of period	$10.62	$10.00
Income (Loss) From Investment Operations:		
Net investment income	0.18	0.14
Net realized and unrealized gain (loss) on investments	0.20	0.48
Total from investment operations	0.38	0.62
Net Asset Value, end of period	$11.00	$10.62
Total Return(a)	3.58%	6.20%
Ratios/Supplemental Data:		
Net assets, end of period (in millions)	$232.9	$114.6
Ratios to average net assets(b):		
Expenses After Waivers and/or Expense Reimbursement	0.81%	0.84%(e)
Expenses Before Waivers and/or Expense Reimbursement	1.06%	1.26%(e)
Net investment income	1.63%	1.99%(e)
Portfolio turnover rate	40%	36%(f)

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each period reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles. Total returns for periods of less than one year are not annualized.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Commencement of operations.
(d) Calculated based on average shares outstanding during the period.
(e) Annualized.
(f) Not annualized.

SEE NOTES TO FINANCIAL STATEMENTS.

Financial Highlights

	AST Boston Partners Large-Cap Value Portfolio				
	Year Ended December 31,				
	2014(c)	2013(c)	2012	2011	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$16.56	$12.60	$ 11.19	$11.96	$10.55
Income (Loss) From Investment Operations:					
Net investment income	0.12	0.09	0.09	0.05	0.05
Net realized and unrealized gain (loss) on investments	1.58	3.87	1.38	(0.75)	1.39
Total from investment operations	1.70	3.96	1.47	(0.70)	1.44
Less Distributions:	—	—	(0.06)	(0.07)	(0.03)
Net Asset Value, end of year	$18.26	$16.56	$ 12.60	$11.19	$11.96
Total Return(a)	10.27%	31.43%	13.24%	(5.87)%	13.72%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$696.1	$658.6	$1,437.8	$783.5	$864.0
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	0.81%	0.83%	0.85%	0.86%	0.87%
Expenses Before Waivers and/or Expense Reimbursement	0.86%	0.85%	0.87%	0.87%	0.87%
Net investment income	0.72%	0.65%	0.99%	0.49%	0.55%
Portfolio turnover rate	112%	47%	49%	107%	52%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total returns for all years shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

	AST Cohen & Steers Realty Portfolio				
	Year Ended December 31,				
	2014	2013	2012	2011	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$ 7.57	$ 7.34	$ 6.46	$ 6.10	$ 4.82
Income (Loss) From Investment Operations:					
Net investment income	0.14	0.03	0.02	0.09	0.05
Net realized and unrealized gain (loss) on investments	2.20	0.20	0.97	0.31	1.32
Total from investment operations	2.34	0.23	0.99	0.40	1.37
Less Distributions:	—	—	(0.11)	(0.04)	(0.09)
Capital Contributions(c):	—	—	—	— (d)	—
Net Asset Value, end of year	$ 9.91	$ 7.57	$ 7.34	$ 6.46	$ 6.10
Total Return(a)	30.91%	3.13%	15.35%	6.59%	28.69%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$857.4	$677.5	$632.9	$531.6	$549.6
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.00%	1.04%	1.12%	1.13%	1.14%
Expenses Before Waivers and/or Expense Reimbursement	1.11%	1.11%	1.13%	1.14%	1.14%
Net investment income	1.46%	0.45%	0.13%	1.39%	0.95%
Portfolio turnover rate	48%	77%	103%	119%	111%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) The Portfolio received payments related to a former affiliate's settlement of regulatory proceedings involving allegations of improper trading in Portfolio shares during the fiscal year ended December 31, 2011. The Portfolio was not involved in the proceedings or in the calculation of the amount of settlement.

(d) Less than $0.005 per share.

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Financial Highlights

	AST Goldman Sachs Large-Cap Value Portfolio				
	Year Ended December 31,				
	2014(c)	2013	2012	2011	2010(c)
Per Share Operating Performance:					
Net Asset Value, beginning of year	$ 23.53	$ 17.62	$ 14.91	$ 15.93	$14.35
Income (Loss) From Investment Operations:					
Net investment income	0.27	0.24	0.19	0.20	0.14
Net realized and unrealized gain (loss) on investments	2.82	5.67	2.72	(1.07)	1.67
Total from investment operations	3.09	5.91	2.91	(0.87)	1.81
Less Distributions:	—	—	(0.20)	(0.15)	(0.23)
Net Asset Value, end of year	$ 26.62	$ 23.53	$ 17.62	$ 14.91	$15.93
Total Return(a)	13.13%	33.54%	19.67%	(5.52)%	12.89%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$1,732.7	$1,652.2	$1,455.3	$1,185.3	$894.8
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	0.83%	0.84%	0.84%	0.86%	0.87%
Expenses Before Waivers and/or Expense Reimbursement	0.84%	0.85%	0.87%	0.87%	0.88%
Net investment income	1.09%	1.05%	1.13%	1.38%	0.99%
Portfolio turnover rate	74%	111%	136%	188%	71%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

	AST Goldman Sachs Mid-Cap Growth Portfolio				
	Year Ended December 31,				
	2014	2013	2012(c)	2011(c)	2010(c)
Per Share Operating Performance:					
Net Asset Value, beginning of year	$ 6.94	$ 5.25	$ 5.01	$ 5.44	$ 4.54
Income (Loss) From Investment Operations:					
Net investment loss	(0.02)	(0.03)	(0.01)	(0.01)	(0.02)
Net realized and unrealized gain (loss) on investments	0.82	1.72	0.93	(0.14)	0.92
Total from investment operations	0.80	1.69	0.92	(0.15)	0.90
Less Distributions:	—	—	(0.68)	(0.28)	—
Net Asset Value, end of year	$ 7.74	$ 6.94	$ 5.25	$ 5.01	$ 5.44
Total Return(a)	11.53%	32.19%	19.62%	(2.98)%	19.82%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$712.6	$638.2	$563.0	$411.8	$659.7
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.03%	1.07%	1.12%	1.13%	1.14%
Expenses Before Waivers and/or Expense Reimbursement	1.11%	1.12%	1.13%	1.13%	1.14%
Net investment loss	(0.25)%	(0.24)%	(0.10)%	(0.25)%	(0.48)%
Portfolio turnover rate	71%	51%	78%	85%	73%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

SEE NOTES TO FINANCIAL STATEMENTS.

Financial Highlights

	AST Goldman Sachs Small-Cap Value Portfolio				
	Year Ended December 31,				
	2014	2013	2012(c)	2011	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$16.81	$12.11	$10.53	$10.44	$ 8.28
Income From Investment Operations:					
Net investment income	0.10	0.08	0.17	0.05	0.07
Net realized and unrealized gain on investments	1.11	4.62	1.47	0.08	2.14
Total from investment operations	1.21	4.70	1.64	0.13	2.21
Less Distributions:	—	—	(0.06)	(0.05)	(0.05)
Capital Contributions(d):	—	—	—	0.01	—
Net Asset Value, end of year	$18.02	$16.81	$12.11	$10.53	$10.44
Total Return(a)	7.20%	38.81%	15.69%	1.30%	26.77%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$924.0	$877.5	$590.9	$357.1	$272.8
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.05%	1.06%	1.08%	1.10%	1.13%
Expenses Before Waivers and/or Expense Reimbursement	1.05%	1.06%	1.09%	1.10%	1.13%
Net investment income	0.55%	0.64%	1.47%	0.69%	0.98%
Portfolio turnover rate	48%	75%	87%	105%	78%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

(d) The Portfolio received payments related to a former affiliate's settlement of regulatory proceedings involving allegations of improper trading in Portfolio shares during the fiscal year ended December 31, 2011. The Portfolio was not involved in the proceedings or in the calculation of the amount of settlement.

	AST Herndon Large-Cap Value Portfolio				
	Year Ended December 31,				
	2014(c)	2013(c)	2012(c)	2011	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$12.83	$ 9.53	$ 8.51	$ 8.61	$ 7.78
Income (Loss) From Investment Operations:					
Net investment income	0.16	0.13	0.12	0.10	0.09
Net realized and unrealized gain (loss) on investments	0.04	3.17	1.01	(0.14)	0.86
Total from investment operations	0.20	3.30	1.13	(0.04)	0.95
Less Distributions:	—	—	(0.11)	(0.06)	(0.12)
Net Asset Value, end of year	$13.03	$12.83	$ 9.53	$ 8.51	$ 8.61
Total Return(a)	1.56%	34.63%	13.40%	(0.49)%	12.44%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$827.4	$855.6	$936.1	$1,694.2	$1,537.6
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	0.86%	0.94%	0.94%	0.95%	0.96%
Expenses Before Waivers and/or Expense Reimbursement	0.95%	0.97%	0.97%	0.97%	0.97%
Net investment income	1.22%	1.18%	1.34%	1.22%	1.11%
Portfolio turnover rate	62%	138%	123%	124%	208%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

SEE NOTES TO FINANCIAL STATEMENTS.

Financial Highlights

	AST International Growth Portfolio				
	Year Ended December 31,				
	2014	2013	2012	2011	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$ 14.12	$ 11.86	$ 9.98	$ 11.53	$ 10.11
Income (Loss) From Investment Operations:					
Net investment income	0.09	0.07	0.14	0.11	0.08
Net realized and unrealized gain (loss) on investments	(0.87)	2.19	1.86	(1.59)	1.38
Total from investment operations	(0.78)	2.26	2.00	(1.48)	1.46
Less Distributions:	—	—	(0.13)	(0.07)	(0.04)
Capital Contributions(c):	—	—	0.01	— (d)	—
Net Asset Value, end of year	$ 13.34	$ 14.12	$ 11.86	$ 9.98	$ 11.53
Total Return(a)	(5.52)%	19.06%	20.37%	(12.92)%	14.50%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$2,721.7	$2,857.8	$2,545.7	$2,237.2	$2,777.0
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.08%	1.11%	1.06%	1.03%	1.09%
Expenses Before Waivers and/or Expense Reimbursement	1.10%	1.12%	1.16%	1.15%	1.14%
Net investment income	0.66%	0.52%	1.19%	1.01%	0.72%
Portfolio turnover rate	56%	115%	136%	151%	147%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) The Portfolio received payments related to a former affiliate's settlement of regulatory proceedings involving allegations of improper trading in Portfolio shares during the fiscal years ended December 31, 2011 and 2012. The Portfolio was not involved in the proceedings or in the calculation of the amount of settlement.

(d) Less than $0.005 per share.

	AST International Value Portfolio				
	Year Ended December 31,				
	2014	2013(c)	2012(c)	2011(c)	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$ 18.35	$ 15.36	$ 13.54	$ 15.68	$ 14.25
Income (Loss) From Investment Operations:					
Net investment income	0.36	0.29	0.33	0.36	0.20
Net realized and unrealized gain (loss) on investments	(1.59)	2.70	1.86	(2.30)	1.35
Total from investment operations	(1.23)	2.99	2.19	(1.94)	1.55
Less Distributions:	—	—	(0.37)	(0.20)	(0.12)
Capital Contributions(d):	—	—	— (e)	—	—
Net Asset Value, end of year	$ 17.12	$ 18.35	$ 15.36	$ 13.54	$ 15.68
Total Return(a)	(6.70)%	19.47%	16.68%	(12.55)%	11.08%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$2,436.4	$2,544.4	$2,239.6	$1,648.5	$2,166.1
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.10%	1.11%	1.13%	1.12%	1.12%
Expenses Before Waivers and/or Expense Reimbursement	1.10%	1.11%	1.16%	1.15%	1.14%
Net investment income	2.10%	1.76%	2.28%	2.35%	1.60%
Portfolio turnover rate	79%	39%	31%	40%	28%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

(d) The Portfolio received payments related to a former affiliate's settlement of regulatory proceedings involving allegations of improper trading in Portfolio shares during the fiscal year ended December 31, 2012. The Portfolio was not involved in the proceedings or in the calculation of the amount of settlement.

(e) Less than $0.005 per share.

SEE NOTES TO FINANCIAL STATEMENTS.

Financial Highlights

	AST J.P. Morgan International Equity Portfolio				
	Year Ended December 31,				
	2014(c)	2013(c)	2012(c)	2011(c)	2010(c)
Per Share Operating Performance:					
Net Asset Value, beginning of year	$25.61	$22.20	$18.61	$20.73	$19.59
Income (Loss) From Investment Operations:					
Net investment income	0.72	0.38	0.41	0.35	0.29
Net realized and unrealized gain (loss) on investments	(2.35)	3.03	3.50	(2.22)	1.07
Total from investment operations	(1.63)	3.41	3.91	(1.87)	1.36
Less Distributions:	—	—	(0.40)	(0.25)	(0.22)
Capital Contributions(d):	—	—	0.08	—	—
Net Asset Value, end of year	$23.98	$25.61	$22.20	$18.61	$20.73
Total Return(a)	(6.36)%	15.36%	21.91%	(9.15)%	7.17%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$427.7	$467.2	$392.3	$278.7	$364.4
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.02%	1.03%	1.07%	1.05%	1.04%
Expenses Before Waivers and/or Expense Reimbursement	1.02%	1.03%	1.07%	1.05%	1.04%
Net investment income	2.84%	1.60%	2.04%	1.73%	1.52%
Portfolio turnover rate	12%	15%	21%	43%	18%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

(d) The Portfolio received payments related to a former affiliate's settlement of regulatory proceedings involving allegations of improper trading in Portfolio shares during the fiscal year ended December 31, 2012. The Portfolio was not involved in the proceedings or in the calculation of the amount of settlement.

	AST Jennison Large-Cap Growth Portfolio				
	Year Ended December 31,				
	2014(c)	2013(c)	2012(c)	2011	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$19.15	$14.03	$ 12.18	$ 12.10	$10.87
Income (Loss) From Investment Operations:					
Net investment income (loss)	(0.05)	(0.03)	— (d)	(0.01)	(0.01)
Net realized and unrealized gain on investments	1.87	5.15	1.85	0.09	1.24
Total from investment operations	1.82	5.12	1.85	0.08	1.23
Net Asset Value, end of year	$20.97	$19.15	$ 14.03	$ 12.18	$12.10
Total Return(a)	9.50%	36.49%	15.19%	0.66%	11.32%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$711.3	$815.3	$1,348.1	$1,483.2	$937.6
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.00%	1.00%	0.99%	1.00%	1.02%
Expenses Before Waivers and/or Expense Reimbursement	1.00%	1.01%	1.02%	1.02%	1.02%
Net investment income (loss)	(0.24)%	(0.19)%	0.01%	(0.17)%	(0.09)%
Portfolio turnover rate	34%	46%	66%	85%	66%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total returns for all years shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

(d) Less than $0.005 per share.

SEE NOTES TO FINANCIAL STATEMENTS.

Financial Highlights

	AST Large-Cap Value Portfolio				
	Year Ended December 31,				
	2014(c)	2013(c)	2012(c)	2011(c)	2010(c)
Per Share Operating Performance:					
Net Asset Value, beginning of year	$ 19.86	$ 14.20	$ 12.60	$ 13.32	$ 11.90
Income (Loss) From Investment Operations:					
Net investment income	0.62	0.27	0.25	0.22	0.16
Net realized and unrealized gain (loss) on investments	2.11	5.39	1.82	(0.77)	1.39
Total from investment operations	2.73	5.66	2.07	(0.55)	1.55
Less Distributions:	—	—	(0.47)	(0.17)	(0.13)
Capital Contributions(d):	—	—	—	— (e)	—
Net Asset Value, end of year	$ 22.59	$ 19.86	$ 14.20	$ 12.60	$ 13.32
Total Return(a)	13.75%	39.86%	16.89%	(4.19)%	13.16%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$1,402.8	$1,309.7	$1,867.9	$2,620.4	$3,863.8
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	0.84%	0.79%	0.77%	0.82%	0.84%
Expenses Before Waivers and/or Expense Reimbursement	0.84%	0.84%	0.87%	0.87%	0.87%
Net investment income	2.95%	1.59%	1.89%	1.69%	1.34%
Portfolio turnover rate	43%	36%	113%	71%	38%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Calculated based on average shares outstanding during the year.
(d) The Portfolio received payments related to a former affiliate's settlement of regulatory proceedings involving allegations of improper trading in Portfolio shares during the fiscal year ended December 31, 2011. The Portfolio was not involved in the proceedings or in the calculation of the amount of settlement.
(e) Less than $0.005 per share.

	AST Loomis Sayles Large-Cap Growth Portfolio				
	Year Ended December 31,				
	2014(c)	2013(c)	2012(c)	2011	2010(c)
Per Share Operating Performance:					
Net Asset Value, beginning of year	$ 29.18	$ 21.36	$ 19.11	$ 19.34	$ 16.27
Income (Loss) From Investment Operations:					
Net investment income	0.16	0.01	0.15	0.08	0.05
Net realized and unrealized gain (loss) on investments	2.93	7.81	2.19	(0.26)	3.14
Total from investment operations	3.09	7.82	2.34	(0.18)	3.19
Less Distributions:	—	—	(0.09)	(0.05)	(0.12)
Net Asset Value, end of year	$ 32.27	$ 29.18	$ 21.36	$ 19.11	$ 19.34
Total Return(a)	10.59%	36.61%	12.27%	(0.92)%	19.75%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$2,957.4	$2,156.9	$2,392.7	$2,374.0	$2,547.4
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	0.92%	0.96%	0.98%	0.96%	0.97%
Expenses Before Waivers and/or Expense Reimbursement	0.98%	0.99%	1.02%	1.02%	1.02%
Net investment income	0.53%	0.05%	0.73%	0.40%	0.32%
Portfolio turnover rate	37%	146%	87%	80%	73%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Calculated based on average shares outstanding during the year.

SEE NOTES TO FINANCIAL STATEMENTS.

Financial Highlights

	AST MFS Global Equity Portfolio				
	Year Ended December 31,				
	2014	2013(c)	2012(c)	2011	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$15.15	$11.87	$ 9.77	$10.13	$ 9.09
Income (Loss) From Investment Operations:					
Net investment income	0.14	0.11	0.12	0.14	0.05
Net realized and unrealized gain (loss) on investments	0.41	3.17	2.11	(0.45)	1.04
Total from investment operations	0.55	3.28	2.23	(0.31)	1.09
Less Distributions:	—	—	(0.13)	(0.05)	(0.05)
Capital Contributions(d):	—	—	—	— (e)	—
Net Asset Value, end of year	$15.70	$15.15	$11.87	$ 9.77	$10.13
Total Return(a)	3.63%	27.63%	23.08%	(3.13)%	12.05%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$643.9	$594.2	$364.0	$214.5	$225.8
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.13%	1.14%	1.21%	1.20%	1.25%
Expenses Before Waivers and/or Expense Reimbursement	1.13%	1.14%	1.21%	1.20%	1.25%
Net investment income	0.96%	0.80%	1.09%	1.32%	0.69%
Portfolio turnover rate	11%	13%	27%	69%	26%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

(d) The Portfolio received payments related to a former affiliate's settlement of regulatory proceedings involving allegations of improper trading in Portfolio shares during the fiscal year ended December 31, 2011. The Portfolio was not involved in the proceedings or in the calculation of the amount of settlement.

(e) Less than $0.005 per share.

	AST MFS Growth Portfolio				
	Year Ended December 31,				
	2014	2013(c)	2012	2011	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$ 15.27	$ 11.17	$ 9.54	$ 9.63	$ 8.55
Income (Loss) From Investment Operations:					
Net investment income (loss)	(0.01)	— (d)	0.04	— (d)	0.03
Net realized and unrealized gain (loss) on investments	1.33	4.10	1.59	(0.06)	1.06
Total from investment operations	1.32	4.10	1.63	(0.06)	1.09
Less Distributions:	—	—	—	(0.03)	(0.01)
Net Asset Value, end of year	$ 16.59	$ 15.27	$ 11.17	$ 9.54	$ 9.63
Total Return(a)	8.64%	36.71%	17.09%	(0.60)%	12.78%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$1,417.5	$1,371.6	$1,703.1	$1,107.4	$1,797.0
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	0.99%	0.89%	0.84%	0.95%	1.01%
Expenses Before Waivers and/or Expense Reimbursement	0.99%	1.00%	1.02%	1.03%	1.02%
Net investment income (loss)	(0.08)%	(0.02)%	0.45%	(0.05)%	0.26%
Portfolio turnover rate	37%	42%	67%	103%	273%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

(d) Less than $0.005 per share.

SEE NOTES TO FINANCIAL STATEMENTS.

Financial Highlights

	AST MFS Large-Cap Value Portfolio		
	Year Ended December 31,		August 20, 2012(c) through December 31,
	2014	2013(d)	2012
Per Share Operating Performance:			
Net Asset Value, beginning of period	$13.80	$10.26	$10.00
Income (Loss) From Investment Operations:			
Net investment income	0.28	0.17	0.07
Net realized and unrealized gain (loss) on investments	1.13	3.37	0.19
Total from investment operations	1.41	3.54	0.26
Net Asset Value, end of period	$15.21	$13.80	$10.26
Total Return(a)	10.22%	34.50%	2.60%
Ratios/Supplemental Data:			
Net assets, end of period (in millions)	$626.4	$559.7	$664.5
Ratios to average net assets(b):			
Expenses After Waivers and/or Expense Reimbursement	0.97%	0.97%	0.99%(e)
Expenses Before Waivers and/or Expense Reimbursement	0.97%	0.98%	1.00%(e)
Net investment income	2.01%	1.45%	2.09%(e)
Portfolio turnover rate	14%	50%	7%(f)

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each period reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles. Total returns for periods of less than one year are not annualized.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Commencement of operations.
(d) Calculated based on average shares outstanding during the year.
(e) Annualized.
(f) Not annualized.

	AST Mid-Cap Value Portfolio				
	Year Ended December 31,				
	2014(c)	2013(c)	2012(c)	2011	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$17.77	$13.41	$11.45	$11.93	$ 9.71
Income (Loss) From Investment Operations:					
Net investment income	0.11	0.13	0.24	0.08	0.07
Net realized and unrealized gain (loss) on investments	2.55	4.23	1.84	(0.49)	2.21
Total from investment operations	2.66	4.36	2.08	(0.41)	2.28
Less Distributions:	—	—	(0.12)	(0.07)	(0.06)
Capital Contributions(d):	—	—	—	— (e)	—
Net Asset Value, end of year	$20.43	$17.77	$13.41	$11.45	$11.93
Total Return(a)	14.97%	32.51%	18.32%	(3.45)%	23.61%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$459.3	$436.3	$674.8	$360.8	$427.5
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.08%	1.07%	1.07%	1.09%	1.10%
Expenses Before Waivers and/or Expense Reimbursement	1.08%	1.07%	1.08%	1.09%	1.10%
Net investment income	0.56%	0.87%	1.88%	0.66%	0.85%
Portfolio turnover rate	21%	21%	29%	56%	18%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Calculated based on average shares outstanding during the year.
(d) The Portfolio received payments related to a former affiliate's settlement of regulatory proceedings involving allegations of improper trading in Portfolio shares during the fiscal year ended December 31, 2011. The Portfolio was not involved in the proceedings or in the calculation of the amount of settlement.
(e) Less than $0.005 per share.

SEE NOTES TO FINANCIAL STATEMENTS.

Financial Highlights

	AST Neuberger Berman Mid-Cap Growth Portfolio				
	Year Ended December 31,				
	2014(c)	2013(c)	2012(c)	2011(c)	2010(c)
Per Share Operating Performance:					
Net Asset Value, beginning of year	$32.37	$24.41	$21.72	$21.36	$16.60
Income (Loss) From Investment Operations:					
Net investment loss	(0.19)	(0.14)	(0.08)	(0.13)	(0.06)
Net realized and unrealized gain (loss) on investments	2.76	8.10	2.77	0.48	4.82
Total from investment operations	2.57	7.96	2.69	0.35	4.76
Capital Contributions(d):	—	—	—	0.01	—
Net Asset Value, end of year	$34.94	$32.37	$24.41	$21.72	$21.36
Total Return(a)	7.94%	32.61%	12.39%	1.68%	28.67%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$791.3	$865.9	$677.9	$562.7	$699.2
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.00%	1.01%	1.02%	1.03%	1.04%
Expenses Before Waivers and/or Expense Reimbursement	1.01%	1.01%	1.03%	1.03%	1.04%
Net investment loss	(0.58)%	(0.51)%	(0.33)%	(0.58)%	(0.31)%
Portfolio turnover rate	59%	47%	55%	57%	47%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

(d) The Portfolio received payments related to a former affiliate's settlement of regulatory proceedings involving allegations of improper trading in Portfolio shares during the fiscal year ended December 31, 2011. The Portfolio was not involved in the proceedings or in the calculation of the amount of settlement.

	AST Neuberger Berman/LSV Mid-Cap Value Portfolio				
	Year Ended December 31,				
	2014(c)	2013(c)	2012	2011	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$24.07	$16.95	$14.64	$15.14	$12.42
Income (Loss) From Investment Operations:					
Net investment income	0.27	0.31	0.28	0.17	0.14
Net realized and unrealized gain (loss) on investments	3.16	6.81	2.20	(0.56)	2.74
Total from investment operations	3.43	7.12	2.48	(0.39)	2.88
Less Distributions:	—	—	(0.17)	(0.13)	(0.16)
Capital Contributions(d):	—	—	—	0.02	—
Net Asset Value, end of year	$27.50	$24.07	$16.95	$14.64	$15.14
Total Return(a)	14.25%	42.01%	17.13%	(2.49)%	23.43%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$993.2	$945.6	$494.8	$422.6	$531.1
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.00%	1.01%	1.03%	1.03%	1.04%
Expenses Before Waivers and/or Expense Reimbursement	1.00%	1.01%	1.04%	1.04%	1.04%
Net investment income	1.04%	1.47%	1.67%	0.96%	0.99%
Portfolio turnover rate	20%	29%	34%	67%	38%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

(d) The Portfolio received payments related to a former affiliate's settlement of regulatory proceedings involving allegations of improper trading in Portfolio shares during the fiscal year ended December 31, 2011. The Portfolio was not involved in the proceedings or in the calculation of the amount of settlement.

SEE NOTES TO FINANCIAL STATEMENTS.

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	AST Parametric Emerging Markets Equity Portfolio				
	Year Ended December 31,				
	2014(c)	2013(c)	2012(c)	2011(c)	2010(c)
Per Share Operating Performance:					
Net Asset Value, beginning of year	$ 8.97	$ 8.95	$ 7.85	$ 9.92	$ 8.14
Income (Loss) From Investment Operations:					
Net investment income	0.12	0.10	0.12	0.12	0.08
Net realized and unrealized gain (loss) on investments	(0.54)	(0.08)	1.25	(2.12)	1.74
Total from investment operations	(0.42)	0.02	1.37	(2.00)	1.82
Less Distributions:	—	—	(0.27)	(0.07)	(0.04)
Net Asset Value, end of year	$ 8.55	$ 8.97	$ 8.95	$ 7.85	$ 9.92
Total Return(a)	(4.68)%	0.22%	17.93%	(20.27)%	22.42%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$583.9	$682.4	$1,356.6	$ 881.0	$1,271.6
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.42%	1.41%	1.41%	1.43%(d)	1.40%
Expenses Before Waivers and/or Expense Reimbursement	1.42%	1.42%	1.43%	1.44%(d)	1.41%
Net investment income	1.31%	1.16%	1.43%	1.34%	0.90%
Portfolio turnover rate	9%	28%	20%	67%	20%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Calculated based on average shares outstanding during the year.
(d) Includes 0.01% of loan interest expense.

	AST QMA Emerging Markets Equity Portfolio	
	Year Ended December 31, 2014(d)	February 25, 2013(c) through December 31, 2013
Per Share Operating Performance:		
Net Asset Value, beginning of period	$ 9.74	$10.00
Income (Loss) From Investment Operations:		
Net investment income	0.12	0.17
Net realized and unrealized loss on investments	(0.36)	(0.43)
Total from investment operations	(0.24)	(0.26)
Net Asset Value, end of period	$ 9.50	$ 9.74
Total Return(a)	(2.46)%	(2.60)%
Ratios/Supplemental Data:		
Net assets, end of period (in millions)	$167.8	$238.1
Ratios to average net assets(b):		
Expenses After Waivers and/or Expense Reimbursement	1.43%	1.43%(e)
Expenses Before Waivers and/or Expense Reimbursement	1.43%	1.43%(e)
Net investment income	1.22%	1.87%(e)
Portfolio turnover rate	100%	198%(f)

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each period reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles. Total returns for periods of less than one year are not annualized.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Commencement of operations.
(d) Calculated based on average shares outstanding during the period.
(e) Annualized.
(f) Not annualized.

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Financial Highlights

	AST QMA Large-Cap Portfolio	
	Year Ended December 31, 2014	April 29, 2013(c) through December 31, 2013
Per Share Operating Performance:		
Net Asset Value, beginning of period	$ 11.81	$ 10.00
Income (Loss) From Investment Operations:		
Net investment income	0.16	0.10
Net realized and unrealized gain (loss) on investments	1.64	1.71
Total from investment operations	1.80	1.81
Net Asset Value, end of period	$ 13.61	$ 11.81
Total Return(a)	15.24%	18.10%
Ratios/Supplemental Data:		
Net assets, end of period (in millions)	$2,791.5	$2,622.8
Ratios to average net assets(b):		
Expenses After Waivers and/or Expense Reimbursement	0.81%	0.82%(d)
Expenses Before Waivers and/or Expense Reimbursement	0.83%	0.83%(d)
Net investment income	1.19%	1.34%(d)
Portfolio turnover rate	89%	77%(e)

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each period reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles. Total returns for periods of less than one year are not annualized.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Commencement of operations.
(d) Annualized.
(e) Not annualized.

	AST Small-Cap Growth Portfolio				
	Year Ended December 31,				
	2014(c)	2013	2012	2011(c)	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$30.63	$22.66	$20.20	$20.40	$14.99
Income (Loss) From Investment Operations:					
Net investment loss	(0.16)	(0.07)	— (d)	(0.12)	(0.03)
Net realized and unrealized gain (loss) on investments	1.33	8.04	2.44	(0.08)	5.48
Total from investment operations	1.17	7.97	2.44	(0.20)	5.45
Less Distributions:	—	—	—	—	(0.04)
Capital Contributions(e):	—	—	0.02	—	—
Net Asset Value, end of year	$31.80	$30.63	$22.66	$20.20	$20.40
Total Return(a)	3.82%	35.17%	12.18%	(0.98)%	36.42%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$866.6	$894.6	$639.4	$517.2	$639.8
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.01%	1.01%	1.02%	1.03%	1.04%
Expenses Before Waivers and/or Expense Reimbursement	1.01%	1.01%	1.03%	1.04%	1.04%
Net investment loss	(0.52)%	(0.29)%	(0.09)%	(0.56)%	(0.28)%
Portfolio turnover rate	87%	63%	112%	66%	57%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Calculated based on average shares outstanding during the year.
(d) Less than $0.005 per share.
(e) The Portfolio received payments related to a former affiliate's settlement of regulatory proceedings involving allegations of improper trading in Portfolio shares during the fiscal year ended December 31, 2012. The Portfolio was not involved in the proceedings or in the calculation of the amount of settlement.

SEE NOTES TO FINANCIAL STATEMENTS.

Financial Highlights

	AST Small-Cap Growth Opportunities Portfolio				
	Year Ended December 31,				
	2014	2013(c)	2012	2011(c)	2010(c)
Per Share Operating Performance:					
Net Asset Value, beginning of year	$13.56	$ 9.63	$ 8.02	$ 9.26	$ 6.99
Income (Loss) From Investment Operations:					
Net investment income (loss)	(0.03)	(0.05)	— (d)	(0.03)	0.04
Net realized and unrealized gain (loss) on investments	0.70	3.98	1.61	(1.18)	2.23
Total from investment operations	0.67	3.93	1.61	(1.21)	2.27
Less Distributions:	—	—	—	(0.03)	— (d)
Net Asset Value, end of year	$14.23	$13.56	$ 9.63	$ 8.02	$ 9.26
Total Return(a)	4.94%	40.81%	20.08%	(13.11)%	32.54%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$801.8	$827.1	$649.7	$ 521.1	$648.1
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.07%	1.08%	1.09%	1.11%	1.11%
Expenses Before Waivers and/or Expense Reimbursement	1.07%	1.09%	1.10%	1.12%	1.12%
Net investment income (loss)	(0.12)%	(0.44)%	(0.01)%	(0.38)%	0.51%
Portfolio turnover rate	184%	84%	84%	85%	73%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Calculated based on average shares outstanding during the year.
(d) Less than $0.005 per share.

	AST Small-Cap Value Portfolio				
	Year Ended December 31,				
	2014(c)	2013	2012	2011(c)	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$ 20.50	$ 14.92	$12.69	$13.57	$ 10.81
Income (Loss) From Investment Operations:					
Net investment income	0.12	0.14	0.15	0.06	0.06
Net realized and unrealized gain (loss) on investments	0.96	5.44	2.15	(0.88)	2.75
Total from investment operations	1.08	5.58	2.30	(0.82)	2.81
Less Distributions:	—	—	(0.07)	(0.07)	(0.05)
Capital Contributions(d):	—	—	—	0.01	—
Net Asset Value, end of year	$ 21.58	$ 20.50	$14.92	$12.69	$ 13.57
Total Return(a)	5.27%	37.40%	18.16%	(5.98)%	26.11%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$1,156.7	$1,220.2	$907.8	$616.7	$1,055.9
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.00%	1.00%	1.02%	1.03%	1.03%
Expenses Before Waivers and/or Expense Reimbursement	1.00%	1.01%	1.04%	1.04%	1.03%
Net investment income	0.57%	0.73%	1.17%	0.46%	0.56%
Portfolio turnover rate	36%	65%	53%	53%	46%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Calculated based on average shares outstanding during the year.
(d) The Portfolio received payments related to a former affiliate's settlement of regulatory proceedings involving allegations of improper trading in Portfolio shares during the fiscal year ended December 31, 2011. The Portfolio was not involved in the proceedings or in the calculation of the amount of settlement.

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Financial Highlights

	AST T. Rowe Price Equity Income Portfolio				
	Year Ended December 31,				
	2014(c)	2013(c)	2012(c)	2011	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$ 12.32	$ 9.50	$ 8.12	$ 8.34	$ 7.47
Income (Loss) From Investment Operations:					
Net investment income	0.22	0.17	0.19	0.14	0.09
Net realized and unrealized gain (loss) on investments	0.70	2.65	1.21	(0.27)	0.89
Total from investment operations	0.92	2.82	1.40	(0.13)	0.98
Less Distributions:	—	—	(0.02)	(0.09)	(0.11)
Capital Contributions(d):	—	—	—	— (e)	—
Net Asset Value, end of year	$ 13.24	$ 12.32	$ 9.50	$ 8.12	$ 8.34
Total Return(a)	7.47%	29.68%	17.25%	(1.64)%	13.24%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$1,345.0	$1,326.5	$2,427.8	$200.9	$233.8
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	0.84%	0.84%	0.84%	0.88%	0.88%
Expenses Before Waivers and/or Expense Reimbursement	0.84%	0.84%	0.87%	0.91%	0.92%
Net investment income	1.74%	1.61%	2.15%	1.57%	1.21%
Portfolio turnover rate	12%	15%	40%	136%	72%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

(d) The Portfolio received payments related to a former affiliate's settlement of regulatory proceedings involving allegations of improper trading in Portfolio shares during the fiscal year ended December 31, 2011. The Portfolio was not involved in the proceedings or in the calculation of the amount of settlement.

(e) Less than $0.005 per share.

	AST T. Rowe Price Large-Cap Growth Portfolio				
	Year Ended December 31,				
	2014(c)	2013(c)	2012	2011	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$ 20.61	$ 14.31	$ 12.17	$ 12.38	$ 10.69
Income (Loss) From Investment Operations:					
Net investment loss	(0.07)	(0.05)	(0.01)	(0.01)	(0.01)
Net realized and unrealized gain (loss) on investments	1.79	6.35	2.15	(0.20)	1.70
Total from investment operations	1.72	6.30	2.14	(0.21)	1.69
Net Asset Value, end of year	$ 22.33	$ 20.61	$ 14.31	$ 12.17	$ 12.38
Total Return(a)	8.35%	44.03%	17.58%	(1.70)%	15.81%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$1,796.0	$1,884.7	$2,042.0	$1,967.9	$1,557.6
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	0.95%	0.95%	0.95%	0.98%	1.01%
Expenses Before Waivers and/or Expense Reimbursement	0.97%	0.97%	0.99%	1.00%	1.02%
Net investment income (loss)	(0.34)%	(0.29)%	0.01%	(0.19)%	(0.21)%
Portfolio turnover rate	52%	44%	63%	93%	65%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

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	AST T. Rowe Price Natural Resources Portfolio				
	Year Ended December 31,				
	2014	2013(c)	2012	2011(c)	2010(c)
Per Share Operating Performance:					
Net Asset Value, beginning of year	$22.73	$19.70	$19.11	$ 22.58	$18.84
Income (Loss) From Investment Operations:					
Net investment income	0.15	0.11	0.16	0.08	0.12
Net realized and unrealized gain (loss) on investments	(2.05)	2.92	0.52	(3.43)	3.71
Total from investment operations	(1.90)	3.03	0.68	(3.35)	3.83
Less Distributions:	—	—	(0.09)	(0.12)	(0.09)
Net Asset Value, end of year	$20.83	$22.73	$19.70	$ 19.11	$22.58
Total Return(a)	(8.36)%	15.38%	3.62%	(14.92)%	20.45%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$579.4	$665.9	$750.3	$ 608.9	$988.4
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	1.02%	1.02%	1.02%	1.03%	1.03%
Expenses Before Waivers and/or Expense Reimbursement	1.02%	1.02%	1.03%	1.04%	1.04%
Net investment income	0.55%	0.51%	0.90%	0.34%	0.65%
Portfolio turnover rate	68%	65%	58%	61%	38%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Calculated based on average shares outstanding during the year.

	AST Templeton Global Bond Portfolio				
	Year Ended December 31,				
	2014(c)	2013	2012	2011	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$10.77	$11.19	$11.11	$11.03	$10.82
Income (Loss) From Investment Operations:					
Net investment income	0.18	0.15	0.22	0.30	0.34
Net realized and unrealized gain (loss) on investments	(0.12)	(0.57)	0.34	0.16	0.25
Total from investment operations	0.06	(0.42)	0.56	0.46	0.59
Less Distributions:	—	—	(0.48)	(0.38)	(0.38)
Net Asset Value, end of year	$10.83	$10.77	$11.19	$11.11	$11.03
Total Return(a)	0.56%	(3.75)%	5.23%	4.12%	5.74%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$661.2	$578.3	$484.1	$405.1	$421.5
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	0.96%	0.95%	0.95%	0.95%	0.98%
Expenses Before Waivers and/or Expense Reimbursement	0.97%	0.98%	0.98%	0.98%	0.98%
Net investment income	1.62%	1.58%	1.97%	2.64%	2.89%
Portfolio turnover rate	54%	139%	62%	88%	97%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.
(b) Does not include expenses of the underlying funds in which the Portfolio invests.
(c) Calculated based on average shares outstanding during the year.

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	AST Wellington Management Hedged Equity Portfolio				
	Year Ended December 31,				
	2014(c)	2013(c)	2012	2011(c)	2010
Per Share Operating Performance:					
Net Asset Value, beginning of year	$ 11.99	$ 9.95	$ 8.99	$ 9.34	$ 8.19
Income (Loss) From Investment Operations:					
Net investment income	0.11	0.08	0.09	0.04	0.03
Net realized and unrealized gain (loss) on investments	0.55	1.96	0.90	(0.36)	1.16
Total from investment operations	0.66	2.04	0.99	(0.32)	1.19
Less Distributions:	—	—	(0.03)	(0.03)	(0.04)
Net Asset Value, end of year	$ 12.65	$ 11.99	$ 9.95	$ 8.99	$ 9.34
Total Return(a)	5.50%	20.50%	11.01%	(3.46)%	14.63%
Ratios/Supplemental Data:					
Net assets, end of year (in millions)	$2,228.3	$1,843.2	$971.7	$547.7	$482.5
Ratios to average net assets(b):					
Expenses After Waivers and/or Expense Reimbursement	0.99%	0.97%	1.12%	0.87%	0.18%
Expenses Before Waivers and/or Expense Reimbursement	1.10%	1.12%	1.14%	0.87%	0.18%
Net investment income	0.90%	0.74%	1.15%	0.43%	0.34%
Portfolio turnover rate	76%	56%	54%	193%	48%

(a) Total return is calculated assuming a purchase of a share on the first day and a sale on the last day of each year reported and includes reinvestment of distributions and does not reflect the effect of insurance contract charges. Total return does not reflect expenses associated with the separate account such as administrative fees, account charges and surrender charges which, if reflected, would reduce the total return for all periods shown. Performance figures may reflect fee waivers and/or expense reimbursements. In the absence of fee waivers and/or expense reimbursements, the total return would be lower. Past performance is no guarantee of future results. Total returns may reflect adjustments to conform to generally accepted accounting principles.

(b) Does not include expenses of the underlying funds in which the Portfolio invests.

(c) Calculated based on average shares outstanding during the year.

SEE NOTES TO FINANCIAL STATEMENTS.

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

THE BOARD OF TRUSTEES AND SHAREHOLDERS
ADVANCED SERIES TRUST:

We have audited the accompanying statements of assets and liabilities of AST AQR Emerging Markets Equity Portfolio, AST BlackRock iShares ETF Portfolio, AST Boston Partners Large-Cap Value Portfolio (formerly AST Jennison Large-Cap Value Portfolio), AST Cohen & Steers Realty Portfolio, AST Goldman Sachs Large-Cap Value Portfolio, AST Goldman Sachs Mid-Cap Growth Portfolio, AST Goldman Sachs Small-Cap Value Portfolio, AST Herndon Large-Cap Value Portfolio, AST International Growth Portfolio, AST International Value Portfolio, AST J.P. Morgan International Equity Portfolio, AST Jennison Large-Cap Growth Portfolio, AST Large-Cap Value Portfolio, AST Loomis Sayles Large-Cap Growth Portfolio, AST MFS Global Equity Portfolio, AST MFS Growth Portfolio, AST MFS Large-Cap Value Portfolio, AST Mid-Cap Value Portfolio, AST Neuberger Berman Mid-Cap Growth Portfolio, AST Neuberger Berman/LSV Mid-Cap Value Portfolio, AST Parametric Emerging Markets Equity Portfolio, AST QMA Emerging Markets Equity Portfolio, AST QMA Large-Cap Portfolio, AST Small-Cap Growth Portfolio, AST Small-Cap Growth Opportunities Portfolio (formerly AST Federated Aggressive Growth Portfolio), AST Small-Cap Value Portfolio, AST T. Rowe Price Equity Income Portfolio, AST T. Rowe Price Large-Cap Growth Portfolio, AST T. Rowe Price Natural Resources Portfolio, AST Templeton Global Bond Portfolio and AST Wellington Management Hedged Equity Portfolio (hereafter referred to as the "Portfolios"), each a portfolio of the Advanced Series Trust, including the schedules of investments, as of December 31, 2014, and the related statements of operations for the year then ended, the statements of changes in net assets for each of the years or periods in the two-year period then ended, and the financial highlights for each of the years or periods in the five-year period then ended. These financial statements and financial highlights are the responsibility of the Portfolios' management. Our responsibility is to express an opinion on these financial statements and the financial highlights based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and financial highlights are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. Our procedures included confirmation of securities owned as of December 31, 2014, by correspondence with the custodian, transfer agent and brokers or by other appropriate auditing procedures when replies from brokers were not received. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements and financial highlights referred to above present fairly, in all material respects, the financial position of the Portfolios as of December 31, 2014, and the results of their operations, the changes in their net assets and the financial highlights for the periods described in the first paragraph above, in conformity with U.S. generally accepted accounting principles.

KPMG LLP

New York, New York
February 17, 2015

INFORMATION ABOUT TRUSTEES AND OFFICERS (Unaudited)

Information about the Trustees and the Officers of the Trust is set forth below. Trustees who are not deemed to be "interested persons" of the Trust, as defined in the Investment Company Act of 1940, are referred to as "Independent Trustees." Trustees who are deemed to be "interested persons" of the Trust are referred to as "Interested Trustees." The Trustees are responsible for the overall supervision of the operations of the Trust and perform the various duties imposed on the directors of investment companies by the Investment Company Act of 1940.

Independent Trustees		
Name, Address, Age No. of Portfolios Overseen	**Principal Occupation(s) During Past 5 Years**	**Other Directorships Held by Trustee****
Susan Davenport Austin* (Age: 47) Trustee Since 2011 Number of Portfolios in Fund Complex† Overseen by Trustee: 111	Senior Managing Director of Brock Capital (Since 2014); Vice Chairman (Since 2013), Senior Vice President and Chief Financial Officer (2007-2012) and Vice President of Strategic Planning and Treasurer (2002-2007) of Sheridan Broadcasting Corporation; Formerly President of Sheridan Gospel Network (2004-2014); Vice President, Goldman, Sachs & Co. (2000-2001); Associate Director, Bear, Stearns & Co. Inc. (1997-2000); Vice President, Salomon Brothers Inc. (1993-1997); President of the Board, The MacDowell Colony (Since 2010); Presiding Director (Since 2014) and Chairman (2011-2014) of the Board of Directors, Broadcast Music, Inc.; Member of the Board of Directors, Hubbard Radio, LLC (Since 2011); President, Candide Business Advisors, Inc. (Since 2011); formerly Member of the Board of Directors, National Association of Broadcasters (2004-2010).	None
Sherry S. Barrat* (Age: 65) Trustee Since 2013 Number of Portfolios in Fund Complex† Overseen by Trustee: 111	Formerly, Vice Chairman of Northern Trust Corporation (financial services and banking institution) (2011-June 2012); formerly, President, Personal Financial Services, Northern Trust Corporation (2006-2010); formerly, Chairman & CEO, Western US Region, Northern Trust Corporation (1999-2005); formerly, President & CEO, Palm Beach/Martin County Region, Northern Trust.	Director of NextEra Energy, Inc. (formerly, FPL Group, Inc.) (1998-Present); Director of Arthur J. Gallagher & Company (Since July 2013).
Jessica M. Bibliowicz* (Age: 55) Trustee Since 2014 Number of Portfolios in Fund Complex† Overseen by Trustee: 92	Senior Adviser (Since 2013) of Bridge Growth Partners (private equity firm); formerly Chief Executive Officer (1999-2013) of National Financial Partners (independent distributor of financial services products).	Director (since 2013) of Realogy Holdings Corp. (residential real estate services); The Asia-Pacific Fund, Inc. (since 2006); Sotheby's (since 2014) (auction house and art-related finance).
Kay Ryan Booth* (Age: 64) Trustee Since 2013 Number of Portfolios in Fund Complex† Overseen by Trustee: 111	Partner of Trinity Private Equity Group (Since September 2014); formerly, Managing Director of Cappello Waterfield & Co. LLC (2011-May 2014); formerly, Vice Chair, Global Research, J.P. Morgan (financial services and investment banking institution) (June 2008-January 2009); formerly, Global Director of Equity Research, Bear Stearns & Co., Inc. (financial services and investment banking institution) (1995-2008); formerly, Associate Director of Equity Research, Bear Stearns & Co., Inc. (1987-1995).	None
Delayne Dedrick Gold* (Age: 76) Trustee Since 2003 Number of Portfolios in Fund Complex† Overseen by Trustee: 111	Marketing Consultant (1982-present); formerly Senior Vice President and Member of the Board of Directors, Prudential Bache Securities, Inc.	None
Robert F. Gunia* (Age: 68) Trustee Since 2003 Number of Portfolios in Fund Complex† Overseen by Trustee: 111	Independent Consultant (Since October 2009); formerly Chief Administrative Officer (September 1999-September 2009) and Executive Vice President (December 1996-September 2009) of Prudential Investments LLC; formerly Executive Vice President (March 1999-September 2009) and Treasurer (May 2000-September 2009) of Prudential Mutual Fund Services LLC; formerly President (April 1999-December 2008) and Executive Vice President and Chief Operating Officer (December 2008-December 2009) of Prudential Investment Management Services LLC; formerly Chief Administrative Officer, Executive Vice President and Director (May 2003-September 2009) of AST Investment Services, Inc.	Director (Since May 1989) of The Asia-Pacific Fund, Inc.
W. Scott McDonald, Jr., PhD* (Age: 77) Trustee Since 2003 Number of Portfolios in Fund Complex† Overseen by Trustee: 111	Formerly Management Consultant (1997-2004) and of Counsel (2004-2005) at Kaludis Consulting Group, Inc. (company serving higher education); formerly principal (1995-1997), Scott McDonald Associates; Chief Operating Officer (1991-1995), Fairleigh Dickinson University; Executive Vice President and Chief Operating Officer (1975-1991), Drew University; interim President (1988-1990), Drew University; formerly Director of School, College and University Underwriters Ltd.	None

Independent Trustees		
Name, Address, Age No. of Portfolios Overseen	**Principal Occupation(s) During Past 5 Years**	**Other Directorships Held by Trustee****
Thomas T. Mooney* (Age: 73) Trustee Since 2003 Independent Chair Since 2003 Number of Portfolios in Fund Complex† Overseen by Trustee: 111	Formerly Chief Executive Officer, Excell Partners, Inc. (2005-2007); founding partner of High Technology of Rochester and the Lennox Technology Center; formerly President of the Greater Rochester Metro Chamber of Commerce (1976-2004) formerly Rochester City Manager (1973); formerly Deputy Monroe County Executive (1974-1976).	None
Thomas M. O'Brien* (Age: 64) Trustee Since 2003 Number of Portfolios in Fund Complex† Overseen by Trustee: 111	Director, Sun Bancorp, Inc. (NASDAQ: SNBC) and Sun National Bank (Since July 2014); Consultant, Valley National Bancorp, Inc. and Valley National Bank (January 2012-June 2012); Formerly President and COO (November 2006-December 2011) and CEO (April 2007-December 2011) of State Bancorp, Inc. and State Bank; formerly Vice Chairman (January 1997-April 2000) of North Fork Bank; formerly President and Chief Executive Officer (December 1984-December 1996) of North Side Savings Bank; formerly President and Chief Executive Officer (May 2000-June 2006) Atlantic Bank of New York.	Formerly Director, BankUnited, Inc. and BankUnited N.A. (NYSE: BKU) (May 2012-April 2014); formerly Director (April 2008-January 2012) of Federal Home Loan Bank of New York; formerly Director (December 1996-May 2000) of North Fork Bancorporation, Inc.; formerly Director (May 2000-April 2006) of Atlantic Bank of New York; Director (November 2006-January 2012) of State Bancorp, Inc. (NASDAQ: STBC) and State Bank of Long Island.
Interested Trustees		
Robert F. O'Donnell* (Age: 46) Trustee & President Since 2012 Number of Portfolios in Fund Complex† Overseen by Trustee: 111	President of Prudential Annuities (Since April 2012); Senior Vice President, Head of Product, Investment Management & Marketing for Prudential Annuities (October 2008-April 2012); Senior Vice President, Head of Product (July 2004-October 2008).	None
Timothy S. Cronin* (Age: 49) Trustee & Vice President Since 2009 Number of Portfolios in Fund Complex† Overseen by Trustee: 111	Chief Investment Officer and Strategist of Prudential Annuities (Since January 2004); Director of Investment & Research Strategy (Since February 1998); President of AST Investment Services, Inc. (Since June 2005).	None
Bruce W. Ferris* (Age: 59) Trustee Since 2013 Number of Portfolios in Fund Complex† Overseen by Trustee: 111	Senior Vice President, Sales and Distribution, Product, Marketing, Prudential Annuities (Since May 2006); Vice President-Sales, The Hartford Insurance Company (October 1994-April 2005); Sales Manager, Aetna Investment Services (October 1993-September 1994).	None

* The address of each Trustee is c/o Prudential Investments LLC, Gateway Center Three, 100 Mulberry Street, Newark, New Jersey 07102.

** Includes only directorships of companies required to register or file reports with the Securities and Exchange Commission (SEC) under the Securities Exchange Act of 1934 (that is, "public companies") or other investment companies registered under the Investment Company Act of 1940.

† The Fund Complex consists of all investment companies managed by PI. The Funds for which PI serves as manager include the Prudential Investments Mutual Funds, Target Mutual Funds, The Prudential Variable Contract Accounts 2, 10 and 11, Prudential Short Duration High Yield Fund, Inc., Prudential Global Short Duration High Yield Fund, Inc., The Prudential Series Fund, Advanced Series Trust, and Prudential's Gibraltar Fund, Inc.

Trust Officers[1]	
Name, Address and Age Position with the Fund	**Principal Occupation(s) During Past 5 Years**
Raymond A. O'Hara* (59) Chief Legal Officer Since 2012	Vice President and Corporate Counsel (since July 2010) of Prudential Insurance Company of America (Prudential); Vice President (March 2011-Present) of Pruco Life Insurance Company and Pruco Life Insurance Company of New Jersey; Vice President and Corporate Counsel (March 2011-Present) of Prudential Annuities Life Assurance Corporation; Chief Legal Officer of Prudential Investments LLC (since June 2012); Chief Legal Officer of Prudential Mutual Fund Services LLC (since June 2012) and Corporate Counsel of AST Investment Services, Inc. (since June 2012); formerly Assistant Vice President and Corporate Counsel (September 2008-July 2010) of The Hartford Financial Services Group, Inc.; formerly Associate (September 1980-December 1987) and Partner (January 1988-August 2008) of Blazzard & Hasenauer, P.C. (formerly, Blazzard, Grodd & Hasenauer, P.C.).
Chad A. Earnst* (39) Chief Compliance Officer Since 2014	Chief Compliance Officer (September 2014-Present) of Prudential Investments LLC; Chief Compliance Officer (September 2014-Present) of the Prudential Investments Funds, Target Funds, Advanced Series Trust, The Prudential Series Fund, Prudential's Gibraltar Fund, Inc., Prudential Global Short Duration High Yield Income Fund, Inc., Prudential Short Duration High Yield Fund, Inc. and Prudential Jennison MLP Income Fund, Inc.; formerly Assistant Director (March 2010-August 2014) of the Asset Management Unit, Division of Enforcement, U.S. Securities & Exchange Commission; Assistant Regional Director (January 2010-August 2014), Branch Chief (June 2006-December 2009) and Senior Counsel (April 2003-May 2006) of the Miami Regional Office, Division of Enforcement, U.S. Securities & Exchange Commission.
Bradley C. Tobin* (40) Vice President Since 2014	Vice President of Prudential Annuities (since March 2012), Vice President of AST Investment Services, Inc. (since April 2011).
Deborah A. Docs* (56) Secretary Since 2005	Vice President and Corporate Counsel (since January 2001) of Prudential; Vice President (since December 1996) and Assistant Secretary (since March 1999) of Prudential Investments LLC; formerly Vice President and Assistant Secretary (May 2003-June 2005) of AST Investment Services, Inc.

Trust Officers[1]	
Name, Address and Age Position with the Fund	**Principal Occupation(s) During Past 5 Years**
Jonathan D. Shain* (56) Assistant Secretary Since 2005	Vice President and Corporate Counsel (since August 1998) of Prudential; Vice President and Assistant Secretary (since May 2001) of Prudential Investments LLC; Vice President and Assistant Secretary (since February 2001) of Prudential Mutual Fund Services LLC; formerly Vice President and Assistant Secretary (May 2003-June 2005) of AST Investment Services, Inc.
Claudia DiGiacomo* (40) Assistant Secretary Since 2005	Vice President and Corporate Counsel (since January 2005) of Prudential; Vice President and Assistant Secretary of Prudential Investments LLC (since December 2005); Associate at Sidley Austin Brown & Wood LLP (1999-2004).
Andrew R. French* (52) Assistant Secretary Since 2006	Vice President and Corporate Counsel (since February 2010) of Prudential; formerly Director and Corporate Counsel (2006-2010) of Prudential; Vice President and Assistant Secretary (since January 2007) of Prudential Investments LLC; Vice President and Assistant Secretary (since January 2007) of Prudential Mutual Fund Services LLC.
Amanda S. Ryan (36) Assistant Secretary Since 2012	Director and Corporate Counsel (since March 2012) of Prudential; Director and Assistant Secretary (since June 2012) of Prudential Investments LLC; Associate at Ropes & Gray LLP (2008-2012).
Kathleen DeNicholas* (40) Assistant Secretary Since 2013	Vice President and Corporate Counsel (since May 2013) of Prudential; Managing Counsel at The Bank of New York Mellon Corporation (2011-2013); formerly Senior Counsel (2007-2011) and Assistant General Counsel (2001-2007) of The Dreyfus Corporation; Chief Legal Officer and Secretary of MBSC Securities Corporation (2011-2013); Vice President and Assistant Secretary of The Dreyfus Family of Funds (2010-2012).
M. Sadiq Peshimam* (50) Treasurer and Principal Financial & Accounting Officer Since 2014	Assistant Treasurer of funds in the Prudential Mutual Fund Complex (2006-2014); Vice President (since 2005) of Prudential Investments LLC.
Peter Parrella* (56) Assistant Treasurer Since 2007	Vice President (since 2007) and Director (2004-2007) within Prudential Mutual Fund Administration; formerly Tax Manager at SSB Citi Fund Management LLC (1997-2004).
Lana Lomuti* (47) Assistant Treasurer Since 2014	Vice President (since 2007) and Director (2005-2007), within Prudential Mutual Fund Administration; formerly Assistant Treasurer (December 2007-February 2014) of The Greater China Fund, Inc.
Linda McMullin* (53) Assistant Treasurer Since 2014	Vice President (since 2011) and Director (2008-2011) within Prudential Mutual Fund Administration.
Alan Fu* (58) Assistant Treasurer Since 2006	Vice President and Corporate Counsel — Tax, Prudential Financial, Inc. (since October 2003).
Theresa C. Thompson* (52) Deputy Chief Compliance Officer Since 2008	Vice President, Compliance, Prudential Investments LLC (since April 2004); and Director, Compliance, Prudential Investments LLC (2001-2004).
Richard W. Kinville* (46) Anti-Money Laundering Compliance Officer Since 2011	Vice President, Corporate Compliance, Anti-Money Laundering Unit (since January 2005) of Prudential; committee member of the American Council of Life Insurers Anti-Money Laundering and Critical Infrastructure Committee (since January 2007); formerly Investigator and Supervisor in the Special Investigations Unit for the New York Central Mutual Fire Insurance Company (August 1994-January 1999); Investigator in AXA Financial's Internal Audit Department and Manager in AXA's Anti-Money Laundering Office (January 1999-January 2005); first chair of the American Council of Life Insurers Anti-Money Laundering and Critical Infrastructure Committee (June 2007-December 2009).

* The address for each officer is c/o Prudential Investments LLC, 100 Mulberry Street, Gateway Center Three, Newark, New Jersey 07102.

[1] Excludes Messrs. O'Donnell and Cronin, interested Trustees who serve as President and Vice President, respectively. Biographical and other information with respect to Messrs. O'Donnell and Cronin appears under "Interested Trustees," above.

Board Approval of New Subadvisory Agreements: AST Boston Partners Large-Cap Value Portfolio

Approval of a New Subadvisory Agreement

As required by the Investment Company Act of 1940, as amended (the 1940 Act), the Board of Trustees (the Board) of the Advanced Series Trust (AST) considered a proposed subadvisory agreement among Prudential Investments LLC (PI), AST Investment Services, Inc. (ASTIS, and together with PI, the Manager) and Robeco Investment Management, Inc., d/b/a Boston Partners (Robeco) for the AST Jennison Large-Cap Value Portfolio (the Portfolio). The subadvisory agreement with Robeco (the Subadvisory Agreement) relates to the appointment of Robeco to replace Jennison Associates LLC (Jennison) as the new subadviser for the Portfolio. The Board, including all of the trustees who were not parties to the Subadvisory Agreement and were not interested persons of those parties, as defined in the 1940 Act (the Independent Trustees), met on June 18-19, 2014 (the Meeting) and approved the Subadvisory Agreement for an initial two year period and changing the name of the Portfolio to the AST Boston Partners Large-Cap Value Portfolio, after concluding that approval of the Subadvisory Agreement was in the best interests of the Portfolio and its beneficial shareholders.

In advance of the Meeting, the Board requested and received materials relating to the Subadvisory Agreement, and had the opportunity to ask questions and request further information in connection with its consideration.

In approving the Subadvisory Agreement, the Board, including the Independent Trustees advised by independent legal counsel, considered the factors it deemed relevant, including the nature, quality and extent of services to be provided to the Portfolio by Robeco; comparable performance information; the fees paid by the Manager to Robeco; the potential for economies of scale that may be shared with the Portfolio and its shareholders; and other benefits to Robeco. In connection with its deliberations, the Board considered information provided by the Manager and Robeco at or in advance of the Meeting. In its deliberations, the Board did not identify any single factor which alone was responsible for the Board's decision to approve the Subadvisory Agreement with respect to the Portfolio.

The Board determined that the overall arrangements between the Manager and Robeco are appropriate in light of the services to be performed and the fee arrangement under the Subadvisory Agreement and such other matters as the Board considered relevant in the exercise of its business judgment.

The material factors and conclusions that formed the basis for the Board's reaching its determinations to approve the Subadvisory Agreement are separately discussed below.

Nature, Quality and Extent of Services

The Board received and considered information regarding the nature and extent of services provided to the Portfolio by Jennison under the current subadvisory agreement and those that would be provided by Robeco under the proposed Subadvisory Agreement, noting that the nature and extent of services under the existing and new agreements were generally similar in that Jennison and Robeco were each required to provide day-to-day portfolio management services and comply with all Portfolio policies and applicable rules and regulations.

With respect to the quality of services, the Board considered, among other things, the background and experience of the portfolio managers of Robeco. The Board was also provided with information pertaining to the organizational structure, senior management, investment operations, and other relevant information pertaining to Robeco. The Board noted that it received a favorable compliance report from AST's Chief Compliance Officer as to Robeco.

The Board concluded that, based on the nature of the proposed services to be rendered and the background information that it reviewed about Robeco, it was reasonable to expect that it would be satisfied with the nature, extent and quality of investment subadvisory services to be provided to the Portfolio by Robeco.

Performance

The Board received and considered information regarding the investment performance of other accounts managed by Robeco utilizing an investment strategy similar to the strategy proposed for the Portfolio. The Board concluded that it was satisfied with the performance of Robeco.

Fee Rates

The Board considered the proposed contractual and effective subadvisory fee rates payable from the Manager to Robeco under the Subadvisory Agreement. The Board considered that, based on the net assets of the Portfolio as of May 15, 2014, the effective

subadvisory fee rate that would be paid to Robeco under the Subadvisory Agreement is higher than the effective subadvisory fee rate paid to Jennison under the current subadvisory arrangement. The Board noted that the subadvisory fees are paid by the Manager to the relevant subadviser(s) for a Portfolio, and therefore any change in the subadvisory fee rate will not change the investment management fee paid by the Portfolio or its shareholders. Instead, the increase in the effective subadvisory fee rate for the Portfolio will decrease the net investment management fee retained by the Manager.

The Board also noted that it would review the management fee paid to the Manager by the Portfolio in connection with future annual reviews of advisory agreements. The Board concluded that the proposed subadvisory fee was reasonable.

Profitability

Because the engagement of Robeco is new, there is no historical profitability information with respect to the proposed subadvisory arrangement for the Portfolio. As a result, the Board did not consider this factor. The Board noted that it would consider profitability information as part of future annual reviews of advisory agreements.

Economies of Scale

The Board noted that the proposed subadvisory fee schedule for the Portfolio contained breakpoints that reduced the fee rate on assets above specified levels. The Board noted that it would consider economies of scale in connection with the annual reviews of advisory agreements.

Other Benefits to Robeco

The Board considered potential "fall-out" or ancillary benefits anticipated to be received by Robeco in connection with the Portfolio. The Board concluded that any potential benefits to be derived by Robeco were consistent with those generally derived by other subadvisers to other portfolios of AST, and that those benefits are reviewed on an annual basis. The Board concluded that any potential benefits to be derived by Robeco included potential access to additional research resources, larger assets under management and reputational benefits, which were consistent with those generally derived by subadvisers to mutual funds. The Board noted that it would review ancillary benefits in connection with future annual reviews of advisory agreements.

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After full consideration of these factors, the Board concluded that approving the Subadvisory Agreement was in the best interests of the Portfolio and its beneficial shareholders.

Board Approval of New Subadvisory Agreement: AST Small-Cap Growth Opportunities Portfolio

Approval of a New Subadvisory Agreement

As required by the 1940 Act, the Board of AST considered (i) a proposed subadvisory agreement among PI, ASTIS and Wellington Management Company, LLP (Wellington) for the AST Federated Aggressive Growth Portfolio (the Portfolio); and (ii) a proposed subadvisory agreement between the Manager and RS Investment Management Co. LLC (RS, and together with Wellington, the New Subadvisers) for the Portfolio. The subadvisory agreements with the New Subadvisers (the Subadvisory Agreements) relate to the appointment of the New Subadvisers to replace Federated Equity Management Company of Pennsylvania/Federated Global Investment Management Corp. (Federated) as the new subadvisers to the Portfolio. The Board, including all of the Independent Trustees, met on June 18-19, 2014 (the Meeting) and approved the Subadvisory Agreements for an initial two year period and changing the name of the Portfolio to the AST Small-Cap Growth Opportunities Portfolio, after concluding that approval of the Subadvisory Agreements was in the best interests of the Portfolio and its beneficial shareholders.

In advance of the Meeting, the Board requested and received materials relating to the Subadvisory Agreements, and had the opportunity to ask questions and request further information in connection with its consideration.

In approving the Subadvisory Agreements, the Board, including the Independent Trustees advised by independent legal counsel, considered the factors it deemed relevant, including the nature, quality and extent of services to be provided to the Portfolio by the New Subadvisers; comparable performance information; the fees paid by the Manager to the New Subadvisers; the potential for economies of scale that may be shared with the Portfolio and its shareholders; and other benefits to the New Subadvisers. In connection with its deliberations, the Board considered information provided by the Manager and the New Subadvisers at or in advance of the Meeting. In its deliberations, the Board did not identify any single factor which alone was responsible for the Board's decision to approve the Subadvisory Agreements with respect to the Portfolio.

The Board determined that the overall arrangements among the Manager and the New Subadvisers are appropriate in light of the services to be performed and the fee arrangements under the Subadvisory Agreements and such other matters as the Board considered relevant in the exercise of its business judgment.

The material factors and conclusions that formed the basis for the Board's reaching its determinations to approve the Subadvisory Agreements are separately discussed below.

Nature, Quality and Extent of Services

The Board received and considered information regarding the nature and extent of services provided to the Portfolio by Federated under the current subadvisory agreement and those that would be provided by the New Subadvisers under the proposed Subadvisory Agreements, noting that the nature and extent of services under the existing and new agreements were generally similar in that Federated and the New Subadvisers were each required to provide day-to-day portfolio management services and comply with all Portfolio policies and applicable rules and regulations.

With respect to the quality of services, the Board considered, among other things, the background and experience of the portfolio managers of the New Subadvisers. The Board was also provided with information pertaining to the organizational structure, senior management, investment operations, and other relevant information pertaining to the New Subadvisers. The Board noted that it received favorable compliance reports from AST's Chief Compliance Officer as to the New Subadvisers. The Board also noted that Wellington provides subadvisory services to other AST portfolios.

The Board concluded that, based on the nature of the proposed services to be rendered, the background information that it reviewed about the New Subadvisers, and its experience with Wellington with respect to other AST portfolios, it was reasonable to expect that it would be satisfied with the nature, extent and quality of investment subadvisory services to be provided to the Portfolio by the New Subadvisers.

Performance

The Board received and considered information regarding simulated returns based on the strategy proposed to be implemented by the New Subadvisers for the Portfolio. The Board concluded that it was satisfied with the performance of the New Subadvisers.

Fee Rates

The Board considered the proposed contractual and effective subadvisory fee rates payable from the Manager to the New Subadvisers under the Subadvisory Agreements. The Board considered that, based on the net assets of the Portfolio as of May 14, 2014, the effective subadvisory fee rate that would be paid to the New Subadvisers under the Subadvisory Agreement is higher than the effective subadvisory fee rate paid to Federated under the current subadvisory arrangement. The Board noted that the subadvisory fees are paid by the Manager to the relevant subadviser(s) for a Portfolio, and therefore any change in the subadvisory fee rate will not change the investment management fee paid by the Portfolio or its shareholders. Instead, the increase in the effective subadvisory fee rate for the Portfolio will decrease the net investment management fee retained by the Manager.

The Board noted that it would review the management fee paid to the Manager by the Portfolio in connection with future annual reviews of advisory agreements. The Board concluded that the proposed subadvisory fee was reasonable.

Profitability

Because the engagement of the New Subadvisers is new, there is no historical profitability information with respect to the proposed subadvisory arrangements for the Portfolio. As a result, the Board did not consider this factor. The Board noted that it would consider profitability information as part of future annual reviews of advisory agreements.

Economies of Scale

The Board noted that the RS's proposed subadvisory fee schedule for the Portfolio contained breakpoints that reduced the fee rate on assets above specified levels, while Wellington's proposed subadvisory fee schedule for the Portfolio did not contain breakpoints. The Board noted that it would consider economies of scale in connection with the annual reviews of advisory agreements.

Other Benefits to the New Subadvisers

The Board considered potential "fall-out" or ancillary benefits anticipated to be received by the New Subadvisers in connection with the Portfolio. The Board concluded that any potential benefits to be derived by Wellington were similar to benefits derived by Wellington in connection with its management of the other AST portfolios, which are reviewed on an annual basis. The Board also concluded that any potential benefits to be derived by the New Subadvisers were consistent with those generally derived by other subadvisers to other portfolios of AST, and that those benefits are reviewed on an annual basis. The Board noted that it also considered these factors in connection with the renewal of the advisory agreements for the other AST portfolios for which Wellington provides subadvisory services at the Meeting. The Board concluded that any potential benefits to be derived by the New Subadvisers included potential access to additional research resources, larger assets under management and reputational benefits, which were consistent with those generally derived by subadvisers to mutual funds. The Board noted that it would review ancillary benefits in connection with future annual reviews of advisory agreements.

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After full consideration of these factors, the Board concluded that approving the Subadvisory Agreements was in the best interests of the Portfolio and its beneficial shareholders.

Board Approval of New Subadvisory Agreement: AST International Value Portfolio

Approval of a New Subadvisory Agreement

As required by the 1940 Act, the Board of AST considered a proposed subadvisory agreement (the Subadvisory Agreement) among PI, ASTIS and Lazard Asset Management LLC (Lazard) for the AST International Value Portfolio (the Portfolio); The Subadvisory Agreement relates to the appointment of Lazard to replace Thornburg Investment Management, Inc. (Thornburg) as a subadviser for the Portfolio. The Independent Trustees met on September 17-18, 2014 (the Board Meeting) and approved the Subadvisory Agreement for an initial two year period, after concluding that approval of the Subadvisory Agreement was in the best interests of the Portfolio and its beneficial shareholders.

In advance of the Board Meeting, the Board requested and received materials relating to the Subadvisory Agreement, and had the opportunity to ask questions and request further information in connection with its consideration.

In approving the Subadvisory Agreement, the Board, including the Independent Trustees advised by independent legal counsel, considered the factors it deemed relevant, including the nature, quality and extent of services to be provided to the Portfolio by Lazard; comparable performance information; the fees paid by the Manager to Lazard; the potential for economies of scale that may be shared with the Portfolio and its shareholders; and other benefits to Lazard. In connection with its deliberations, the Board considered information provided by the Manager and Lazard at or in advance of the Board Meeting. In its deliberations, the Board did not identify any single factor which alone was responsible for the Board's decision to approve the Subadvisory Agreement with respect to the Portfolio.

The Board determined that the overall arrangements between the Manager and Lazard are appropriate in light of the services to be performed and the fee arrangement under the Subadvisory Agreement and such other matters as the Board considered relevant in the exercise of its business judgment.

The material factors and conclusions that formed the basis for the Board's reaching its determinations to approve the Subadvisory Agreement are separately discussed below.

Nature, Quality and Extent of Services

The Board received and considered information regarding the nature and extent of services provided to the Portfolio by Thornburg and those that would be provided by Lazard under the proposed Subadvisory Agreement, noting that the nature and extent of services under the existing and new subadvisory agreements were generally similar in that Thornburg and Lazard were each required to provide day-to-day portfolio management services and comply with all portfolio policies and applicable rules and regulations.

With respect to the quality of services, the Board considered, among other things, the background and experience of the portfolio managers of Lazard. The Board was also provided with information pertaining to the organizational structure, senior management, investment operations, and other relevant information pertaining to Lazard. The Board noted that it received a favorable compliance report from AST's Chief Compliance Officer as to Lazard.

The Board concluded that, based on the nature of the proposed services to be rendered, the background information that it reviewed about Lazard, it was reasonable to expect that it would be satisfied with the nature, extent and quality of investment subadvisory services to be provided to the Portfolio by Lazard.

Performance

The Board received and considered information regarding the investment performance of other accounts managed by Lazard utilizing an investment strategy similar to the strategy proposed for the Portfolio. The Board concluded that it was satisfied with the performance of Lazard.

Fee Rates

The Board considered the proposed contractual and effective subadvisory fee rates to be paid by the Manager to Lazard under the Subadvisory Agreement. The Board considered that based on the portion of the net assets managed by Thornburg as of August 14, 2014, the effective subadvisory fee rate that would have been paid to the Lazard under the Subadvisory Agreement (i.e., 0.311%) was higher than the effective subadvisory fee rate paid to Thornburg under the current subadvisory arrangements (i.e., 0.304%).

The Board noted that the subadvisory fees are paid by the Manager to the relevant subadviser(s) for a portfolio, and therefore any change in the subadvisory fee rate for the Portfolio will not change the investment management fee paid by the Portfolio or its shareholders. Instead, the increase in the effective subadvisory fee rate for the Portfolio will decrease the net investment management fee retained by the Manager. The Board also noted that it would review the management fee paid to the Manager by the Portfolio in connection with future annual reviews of advisory agreements. The Board concluded that the proposed subadvisory fees were reasonable.

Profitability

Because the engagement of Lazard is new, there was no historical profitability information with respect to the proposed subadvisory arrangement for the Portfolio. As a result, the Board did not consider this factor. The Board noted that it would consider profitability information as part of future annual reviews of advisory agreements.

Economies of Scale

The Board noted that the proposed subadvisory fee schedules for the Portfolio contained breakpoints that reduced the fee rates on assets above specified levels. The Board noted that it would consider economies of scale in connection with the annual reviews of advisory agreements.

Other Benefits to Lazard

The Board considered potential "fall-out" or ancillary benefits anticipated to be received by Lazard in connection with the Portfolio. The Board concluded that any potential benefits to be derived by Lazard were consistent with those generally derived by other subadvisers to other portfolios of AST, and that those benefits are reviewed on an annual basis. The Board concluded that any potential benefits to be derived by Lazard included potential access to additional research resources, larger assets under management and reputational benefits, which were consistent with those generally derived by subadvisers to mutual funds. The Board noted that it would review ancillary benefits in connection with future annual reviews of advisory agreements.

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After full consideration of these factors, the Board concluded that approving the Subadvisory Agreement was in the best interests of the Portfolio and its beneficial shareholders.

This report must be preceded or accompanied by the current prospectuses for the Advanced Series Trust portfolios and the applicable variable annuity or variable life contract. The prospectuses contain information on the contract and the investment objectives, risks, charges and expenses of the portfolios, and should be read carefully.

A description of the Trust's proxy voting policies and procedures is available, without charge, upon request by calling the appropriate phone number listed below. Information regarding how the Trust voted proxies relating to portfolio securities during the most recent 12-month period ended June 30 is available on the website of the Securities and Exchange Commission (the Commission) at **www.sec.gov** and on the Fund's website at **www.prudential.com/variableinsuranceportfolios.**

The Trust files with the Commission a complete listing of portfolio holdings as of its first and third quarter-end on Form N-Q. Form N-Q is available on the Commission's website at **www.sec.gov** or by visiting the Commission's Public Reference Room. For more information on the Commission's Public Reference Room, please visit the Commission's website or call (800)SEC-0330. Form N-Q is also available on the Trust's website or by calling the telephone number referenced below.

The Trust's Statement of Additional Information contains additional information about the Trust's Trustees and is available without charge upon request by calling the appropriate phone number listed below.

This report may include financial information pertaining to certain portfolios that are not available through the variable annuity contract or the variable life insurance policy that you have chosen. Please refer to your variable product prospectus to determine which portfolios are available to you.

To contact your client services representative, please call the phone number listed below. Thank you.

Owners of Individual Annuity contracts should call (888) 778-2888.
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