

SECURITIES AND EXCHANGE COMMISSION

FORM 485APOS

Post-effective amendments [Rule 485(a)]

Filing Date: **1994-07-08**
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FILER

PRUDENTIAL INTERMEDIATE GLOBAL INCOME FUND INC

CIK: **831015** | IRS No.: **133463360** | State of Incorporation: **MD** | Fiscal Year End: **1231**
Type: **485APOS** | Act: **33** | File No.: **033-42093** | Film No.: **94538334**

Mailing Address
*ONE SEAPORT PLZ
NEW YORK NY 10292*

Business Address
*199 WATER ST
NEW YORK NY 10292
2122141250*

Registration Statement No. 33-42093

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM N-1A

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933 [X]
PRE-EFFECTIVE AMENDMENT NO. []
POST-EFFECTIVE AMENDMENT NO. 6 [X]
AND/OR
REGISTRATION STATEMENT UNDER THE
INVESTMENT COMPANY ACT OF 1940
AMENDMENT NO. 10 [X]
(Check appropriate box or boxes)

PRUDENTIAL INTERMEDIATE GLOBAL INCOME FUND, INC.
(Formerly The Prudential Intermediate Income Fund, Inc.)
(Exact name of registrant as specified in charter)

ONE SEAPORT PLAZA
NEW YORK, NEW YORK 10292
(Address of Principal Executive Offices) (Zip Code)

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE: (212) 214-1250
S. JANE ROSE, ESQ.
ONE SEAPORT PLAZA
NEW YORK, NEW YORK 10292
(NAME AND ADDRESS OF AGENT FOR SERVICE OF PROCESS)

APPROXIMATE DATE OF PROPOSED PUBLIC OFFERING:
AS SOON AS PRACTICABLE AFTER THE EFFECTIVE
DATE OF THE REGISTRATION STATEMENT.

IT IS PROPOSED THAT THIS FILING WILL BECOME EFFECTIVE
(CHECK APPROPRIATE BOX):

- immediately upon filing pursuant to paragraph (b)
- 60 days after filing pursuant to paragraph (a)
- on (date) pursuant to paragraph (b)
- on (date), ____ pursuant to paragraph (a), of Rule 485

Registrant has registered an indefinite number of shares under the Securities Act of 1933 pursuant to Rule 24f-2 under the Investment Company Act of 1940. The Rule 24f-2 Notice for the Registrant's most recent fiscal year ended December 31, 1993 was filed on February 28, 1994.

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<CAPTION>

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(as required by Rule 495)

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Item 2. Synopsis	Fund Expenses; Fund Highlights
Item 3. Condensed Financial Information.	Fund Expenses; Financial Highlights; How the Fund Calculates Performance
Item 4. General Description of Registrant.	Cover Page; How the Fund Invests; General Information
Item 5. Management of Fund	Financial Highlights; How the Fund is Managed
Item 5A. Management's Discussion of Fund Performance	Not Applicable
Item 6. Capital Stock and Other Securities	Taxes, Dividends and Distributions; General Information
Item 7. Purchase of Securities Being Offered	Shareholder Guide; How the Fund Values Its Shares
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Item 9. Pending Legal Proceedings.	Not Applicable
Part B	
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Item 16. Investment Advisory and Other Services	Manager; Distributor; Custodian, Transfer and Dividend Disbursing Agent and Independent Accountants

Item 17.	Brokerage Allocation and Other Practices	Portfolio Transactions and Brokerage
Item 18.	Capital Stock and Other Securities	Not Applicable
Item 19.	Purchase, Redemption and Pricing of Securities Being Offered	Purchase and Redemption of Fund Shares; Shareholder Investment Account; Net Asset Value
Item 20.	Tax Status	Taxes
Item 21.	Underwriters	Distributor
Item 22.	Calculation of Performance Data.	Performance Information
Item 23.	Financial Statements	Financial Statements

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Part C

Information required to be included in Part C is set forth under the appropriate item, so numbered, in Part C to this Post-Effective Amendment to the Registration Statement.

The Prospectus and Statement of Additional Information are incorporated herein by reference in their entirety from Post-Effective Amendment No. 5 to Registrant's Registration Statement (File No. 33-42093) filed on May 10, 1994.

PART C

OTHER INFORMATION

Item 24. Financial Statements and Exhibits

(a) Financial Statements:

- (1) Financial Statements incorporated by reference in the Prospectus constituting Part A of this Registration Statement:

Financial highlights for the fiscal year ended December 31, 1993, ten month period ended December 31, 1992 and for each of the three years in the period ended February 29, 1992 and the period from May 26, 1988 through February 28, 1989 with respect to the Class A shares, and for the fiscal year ended December 31, 1993, ten month

period ended December 31, 1992 and from January 15, 1992 through February 29, 1992 with respect to the Class B shares.

- (2) Financial statements included in the Statement of Additional Information constituting Part B of this Registration Statement:

Portfolio of Investments at December 31, 1993.

Statement of Assets and Liabilities at December 31, 1993.

Statement of Operations for the Fiscal Year Ended December 31, 1993.

Statement of Changes in Net Assets for the Fiscal Year ended December 31, 1993 and the Ten Month Period Ended December 31, 1992.

Notes to Financial Statements.

Financial Highlights.

Report of Independent Accountants.

(b) Exhibits:

1. (a) Amended and Restated Articles of Incorporation of Registrant. (Incorporated by reference to Exhibit 1(b) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)

(b) Form of Amended Restated Articles of Incorporation. (Incorporated by reference to Exhibit 1(b) to Registration Statement on Form N-1A, File No. 33-42093, filed via EDGAR on May 10, 1994.)
2. Amended By-Laws of Registrant. (Incorporated by reference to Exhibit 2 (b) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)
3. Not Applicable.
4. (a) Specimen stock certificates for Class A and Class B shares. (Incorporated by reference to Exhibit 4 to Post-Effective Amendment No. 1 to Registration Statement on Form N-1A, File No. 33-42093.)

(b) Instruments Defining Rights of Shareholders. (Incorporated by reference to Exhibit 4(b) to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on March 2, 1994 (FileNo. 33-42093).)
5. (a) Management Agreement between the Registrant and Prudential Mutual Fund Management, Inc. (Incorporated by reference to Exhibit 6(a) of Amendment No. 1 to Registration Statement on Form N-2, File No. 2-82976.)

(b) Subadvisory Agreement between Prudential Mutual Fund Management, Inc. and The Prudential Investment Corporation. (Incorporated by reference to Exhibit 6(b) of Amendment No. 1 to Registration Statement on Form N-2, File No. 2-82976.)

(c) Management Agreement between Registrant and Prudential Mutual Fund Management, Inc. (Incorporated by reference to Exhibit 5(c) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)

(d) Subadvisory Agreement between Prudential Mutual Fund Management, Inc. and The Prudential Investment Corporation. (Incorporated by reference to Exhibit 5(d) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)

*Filed herewith.

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6. (a) Distribution Agreement between the Registrant and Prudential Mutual Fund Distributors, Inc. for Class A shares. (Incorporated by reference to Exhibit 6(a) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)

(b) Distribution Agreement between the Registrant and Prudential Securities Incorporated for Class B shares. (Incorporated by reference to Exhibit 6(b) to Post-Effective Amendment No. 1 to Registration Statement on Form N-1A, File No. 33-42093.)

(c) Selected Dealer Agreement. (Incorporated by reference to Exhibit 6(b) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)

(d) Amended and Restated Distribution Agreement with respect to Class A shares between the Registrant and Prudential Mutual Fund Distributors, Inc. (Incorporated by reference to Exhibit 6(d) to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on March 2, 1994 (File No. 33-42093).)

(e) Amended and Restated Distribution Agreement with respect to Class B shares between the Registrant and Prudential Securities Incorporated. (Incorporated by reference to Exhibit 6(e) to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on March 2, 1994 (File No. 33-42093).)

(f) Form of Distribution Agreement with respect to Class A shares between the Registrant and Prudential Mutual Fund Distributors. (Incorporated by reference to Exhibit 6(f) to Post-effective Amendment No. 5 to the Registration Statement on Form N-1A filed via EDGAR on May 10, 1994).

(g) Form of Distribution Agreement with respect to Class B shares between the Registrant and Prudential Securities Incorporated (Incorporated by reference to Exhibit 6(g) to Post-Effective Amendment No.5 to the Registration Statement on Form N-1A filed via EDGAR on May 10, 1994.)

(h) Form of Distribution Agreement with respect to Class C shares between the Registrant and Prudential Securities Incorporated (Incorporated by reference to Exhibit 6(h) to Post-Effective Amendment No.5 to the Registration Statement on Form N-1A filed via EDGAR on May 10, 1994.)
7. Not Applicable.
8. (a) Custodian Contract between the Registrant and State Street Bank and Trust Company. (Incorporated by reference to Exhibit 9 to Registration Statement on Form N-2, File No. 2-82976.)

(b) Custodian Contract between the Registrant and State Street Bank and Trust Company. (Incorporated by reference to Exhibit 8(b) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)
9. (a) Transfer Agency and Service Agreement between the Registrant and Prudential Mutual Fund Services, Inc. (Incorporated by reference to

Exhibit 10(a) of Amendment No. 2 to Registration Statement on Form N-2, File No. 2-82976.)

(b) Transfer Agency and Service Agreement between the Registrant and Prudential Mutual Fund Services, Inc. (Incorporated by reference to Exhibit 9(b) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)

10. Opinion of Shereff, Friedman, Hoffman & Goodman. (Incorporated by reference to Exhibit 10 to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on March 2, 1994 (File No. 33-42093).)
11. Consent of Independent Accountants.*
12. Not Applicable.
13. Subscription Agreement between the Registrant and Prudential Mutual Fund Management, Inc. (Incorporated by reference to Exhibit 14 to Pre-Effective Amendment No. 2 to Registration Statement on Form N-2, File No. 2-82976.)
14. Not Applicable.
15. (a) Plan of Distribution pursuant to Rule 12b-1 for Class A shares. (Incorporated by reference to Exhibit 15 to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)

(b) Form of Plan of Distribution pursuant to Rule 12b-1 for Class B shares. (Incorporated by reference to Exhibit 15(b) to Post-Effective Amendment No. 1 to Registration Statement on Form N-1A, File No. 33-42093.)

(c) Distribution and Service Plan with respect to Class A shares between the Registrant and Prudential Mutual Fund Distributors, Inc. (Incorporated by reference to Exhibit 15(c) to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on March 2, 1994 (File No. 33-42093).)

(d) Distribution and Service Plan with respect to Class B shares between the Registrant and Prudential Securities Incorporated. (Incorporated by reference to Exhibit 15(d) to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on March 2, 1994 (File No. 33-42093).)

Filed herewith.

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(e) Form of Distribution and Service Plan for Class A shares. (Incorporated by reference to Exhibit No. 15(e) to Post-Effective Amendment No. 5 to the Registration Statement on Form N-1A filed via EDGAR on May 10, 1994.)

(f) Form of Distribution and Service Plan for Class B shares. (Incorporated by reference to Exhibit No. 15(f) to Post-Effective Amendment No. 5 to the Registration Statement on Form N-1A filed via EDGAR on May 10, 1994.)

(g) Form of Distribution and Service Plan for Class C shares. (Incorporated by reference to Exhibit No. 15(g) Post-Effective Amendment No. 5 to the Registration Statement on Form N-1A filed via EDGAR on May 10, 1994.)

16. (a) Schedule of Computation of Performance Quotations. (Incorporated by reference to Exhibit 16 to Post-Effective Amendment No. 1 to Registration Statement on Form N-1A File No. 33-42093.)

(b) Schedule of Calculation of Aggregate Total Return for Class A and Class B shares. (Incorporated by reference to Exhibit 16(b) to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on March 2, 1994 (File No. 33-42093).)

Item 25. Persons Controlled by or under Common Control with Registrant

None.

Item 26. Number of Holders of Securities

As of June 15, 1994 there were 32,074 record holders of Class A and 2,191 record holders of Class B shares of common stock, \$.001 par value per share, of the Registrant.

Item 27. Indemnification

As permitted by Sections 17(h) and (i) of the Investment Company Act of 1940 (the 1940 Act) and pursuant to Article VII of the Fund's By-Laws (Exhibit 2 to the Registration Statement), officers, directors, employees and agents of the Registrant will not be liable to the Registrant, any stockholder, officer, director, employee, agent or other person for any action or failure to act, except for bad faith, willful misfeasance, gross negligence or reckless disregard of duties, and those individuals may be indemnified against liabilities in connection with the Registrant, subject to the same exceptions. Section 2-418 of Maryland General Corporation Law permits indemnification of directors who acted in good faith and reasonably believed that the conduct was in the best interests of the Registrant. As permitted by Section 17(i) of the 1940 Act, pursuant to Section 10 of each Distribution Agreement (Exhibits 6(a) and (b) to the Registration Statement), each Distributor of the Registrant may be indemnified against liabilities which it may incur, except liabilities arising from bad faith, gross negligence, willful misfeasance or reckless disregard of duties.

Insofar as indemnification for liabilities arising under the Securities Act of 1933 (Securities Act) may be permitted to directors, officers and controlling persons of the Registrant pursuant to the foregoing provisions or otherwise, the Registrant has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy as expressed in the 1940 Act and is, therefore, unenforceable. In the event that a claim for indemnification against such liabilities (other than the payment by the Registrant of expenses incurred or paid by a director, officer or controlling person of the Registrant in connection with the successful defense of any action, suit or proceeding) is asserted against the Registrant by such director, officer or controlling person in connection with the shares being registered, the Registrant will, unless in the opinion of its counsel the matter has been settled by controlling precedent, submit to a court of appropriate jurisdiction the question whether such indemnification by it is against public policy as expressed in the 1940 Act and will be governed by the final adjudication of such issue.

The Registrant has purchased an insurance policy insuring its officers and directors against liabilities, and certain costs of defending claims against such officers and directors, to the extent such officers and directors are not found to have committed conduct constituting willful misfeasance, bad

faith, gross negligence or reckless disregard in the performance of their duties. The insurance policy also insures the Registrant against the cost of indemnification payments to officers and directors under certain circumstances.

Section 9 of the Management Agreement (Exhibit 5(a) to the Registration Statement) and Section 4 of the Subadvisory Agreement (Exhibit 5(b) to the Registration Statement) limit the liability of Prudential Mutual Fund Management, Inc. (PMF) and The Prudential Investment Corporation (PIC), respectively, to liabilities arising from willful misfeasance, bad faith or gross negligence in the performance of their respective duties or from reckless disregard by them of their respective obligations and duties under the agreements.

The Registrant hereby undertakes that it will apply the indemnification provisions of its By-Laws and each Distribution Agreement in a manner consistent with Release No. 11330 of the Securities and Exchange Commission under the 1940 Act so long as the interpretation of Sections 17(h) and 17(i) of such Act remain in effect and are consistently applied.

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Item 28. Business and other Connections of Investment Adviser

(a) Prudential Mutual Fund Management, Inc.

See "How the Fund is Managed--Manager" in the Prospectus constituting Part A of this Registration Statement and "Manager" in the Statement of Additional Information constituting Part B of this Registration Statement.

The business and other connections of the officers of PMF are listed in Schedules A and D of Form ADV of PMF as currently on file with the Securities and Exchange Commission, the text of which is hereby incorporated by reference (File No. 801-31104, filed on March 30, 1994).

The business and other connections of PMF's directors and principal executive officers are set forth below. Except as otherwise indicated, the address of each person is One Seaport Plaza, New York, NY 10292.

<TABLE>

<CAPTION>

Name and Address	Position with PMF	Principal Occupations
-----	-----	-----
(a) Prudential Mutual Fund Management, Inc.		
<S> Brendan D. Boyle	<C> Executive Vice President and Director of Marketing	<C> Executive Vice President, PMF; Senior Vice President, Prudential Securities Incorporated (Prudential Securities)
John D. Brookmeyer, Jr. Two Gateway Center Newark, NJ 07102	Director	Senior Vice President, The Prudential Insurance Company of America (Prudential); Senior Vice President, PIC
Susan C. Cote	Senior Vice President	Senior Vice President, PMF; Senior Vice President, Prudential

		Securities
Fred A. Fiandaca Raritan Plaza One Edison, NJ 08847	Executive Vice President, Chief Operating Officer and Director	Executive Vice President, Chief Operating Officer and Director, PMF; Chairman, Chief Operating Officer and Director, Prudential Mutual Fund Services, Inc.
Stephen P. Fisher	Senior Vice President	Senior Vice President, PMF; Senior Vice President, Prudential Securities
Frank W. Giordano	Executive Vice President, General Counsel and Secretary	Executive Vice President, General Counsel and Secretary, PMF; Senior Vice President, Prudential Securities
Robert F. Gunia	Executive Vice President, Chief Financial and Administrative Officer, Treasurer and Director	Executive Vice President, Chief Financial and Administrative Officer, Treasurer and Director, PMF; Senior Vice President, Prudential Securities
Eugene B. Heimberg Prudential Plaza Newark, NJ 07102	Director	Senior Vice President, Prudential; President, Director and Chief Investment Officer, PIC
Lawrence C. McQuade	Vice Chairman	Vice Chairman, PMF
Leland B. Paton	Director	Executive Vice President, Director and Member of the Operating Committee, Prudential Securities; Director, Prudential Securities Group, Inc. (PSG)
Richard A. Redeker	President, Chief Executive Officer and Director	President, Chief Executive Officer and Director, PMF; Executive Vice President, Director and Member of Operating Committee, Prudential Securities; Director, PSG
S. Jane Rose	Senior Vice President, Senior Counsel and Assistant Secretary	Senior Vice President, Senior Counsel and Assistant Secretary, PMF; Senior Vice President and Senior Counsel, Prudential Securities
Donald G. Southwell 213 Washington Street Newark, NJ 07102	Director	Senior Vice President, Prudential; Director, PSG

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(b) Prudential Investment Corporation (PIC)

See "How the Fund is Managed--Subadvisor" in the Prospectus constituting Part A of this Registration Statement and "Subadvisor" in the Statement of

Additional Information constituting Part B of this Registration Statement.

The business and other connections of PIC's directors and executive officers are as set forth below. Except as otherwise indicated, the address of each person is Prudential Plaza, Newark, NJ 07101.

<TABLE>		
<CAPTION>		
Name and Address	Position with PIC	Principal Occupations
-----	-----	-----
<S>	<C>	<C>
Martin A. Berkowitz	Senior Vice President, Chief Financial Officer and Compliance Officer	Senior Vice President and Chief Financial and Compliance Officer, PIC; Vice President, Prudential
William M. Bethke Two Gateway Center Newark, NJ 07102	Senior Vice President	Senior Vice President, Prudential; Senior Vice President, PIC
John D. Brookmeyer, Jr. Two Gateway Center Newark, NJ 07102	Senior Vice President	Senior Vice President, Prudential; Senior Vice President, PIC
Eugene B. Heimberg	President, Director and Chief Investment Officer	President, Director and Chief Investment Officer, PIC; Senior Vice President, Prudential
Garnett L. Keith, Jr.	President and Director	Vice Chairman and Director, Prudential; Director, PIC
William P. Link Four Gateway Center Newark, NJ 07102	Senior Vice President	Executive Vice President, Prudential; Senior Vice President, PIC
James W. Stevens Four Gateway Center Newark, NJ 07102	Executive Vice President	Executive Vice President, Prudential; Executive Vice President, PIC; Director, PSG
Robert C. Winters	Director	Chairman of the Board and Chief Executive Officer, Prudential; Director, PIC; Chairman of the Board and Director, PSG
Claude J. Zinngrabe, Jr.	Executive Vice President	Vice President, Prudential; Executive Vice President, PIC

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Item 29. Principal Underwriters

(a) (i) Prudential Securities Incorporated

Prudential Securities Incorporated is distributor for Prudential Government

Securities Trust (Intermediate Term Series), The Target Portfolio Trust and for Class D shares of the Florida Series of the Prudential Municipal Series Fund and for Class B shares of Prudential Adjustable Rate Securities Fund, Inc., The BlackRock Government Income Trust, Prudential California Municipal Fund (California Income Series and California Series), Prudential Equity Fund, Inc., Prudential Equity Income Fund, Prudential FlexiFund, Prudential Global Fund, Inc., Prudential-Bache Global Genesis Fund, Inc. (d/b/a Prudential Global Genesis Fund), Prudential-Bache Global Natural Resources Fund, Inc. (d/b/a Prudential Global Natural Resources Fund), Prudential-Bache GNMA Fund, Inc. (d/b/a Prudential GNMA Fund), Prudential-Bache Government Plus Fund, Inc. (d/b/a Prudential Government Plus Fund), Prudential Growth Fund, Inc., Prudential-Bache Growth Opportunity Fund, Inc. (d/b/a Prudential Growth Opportunity Fund), Prudential-Bache High Yield Fund, Inc. (d/b/a Prudential High Yield Fund), Prudential IncomeVertible (R) Fund, Inc., Prudential Intermediate Global Income Fund, Inc., Prudential Multi-Sector Fund, Inc., Prudential Municipal Bond Fund, Prudential Municipal Series Fund (except Connecticut Money Market Series, Massachusetts Money Market Series, New York Money Market Series, New Jersey Money Market Series and Florida Series), Prudential-Bache National Municipals Fund, Inc. (d/b/a Prudential National Municipals Fund), Prudential Pacific Growth Fund, Inc., Prudential Short-Term Global Income Fund, Inc., Prudential-Bache Structured Maturity Fund, Inc. (d/b/a Prudential Structured Maturity Fund), Prudential U.S. Government Fund, Prudential-Bache Utility Fund, Inc. (d/b/a Prudential Utility Fund), The Global Utility Fund, Inc. and Nicholas-Applegate Fund, Inc. (Nicholas-Applegate Growth Equity Fund). Prudential Securities is also a depositor for the following unit investment trusts:

- The Corporate Income Fund
- Corporate Investment Trust Fund
- Equity Income Fund
- Government Securities Income Fund
- International Bond Fund
- Municipal Investment Trust
- Prudential Equity Trust Shares
- National Equity Trust
- Prudential Unit Trusts
- Government Securities Equity Trust
- National Municipal Trust

(ii) Prudential Mutual Fund Distributors, Inc.

Prudential Mutual Fund Distributors, Inc. is distributor for Command Government Fund, Command Money Fund, Command Tax-Free Fund, Prudential California Municipal Fund (California Money Market Series), Prudential Government Securities Trust (Money Market Series and U.S. Treasury Money Market Series), Prudential-Bache MoneyMart Assets (d/b/a Prudential MoneyMart Assets), Prudential Municipal Series Fund (Connecticut Money Market Series, Massachusetts Money Market Series, New York Money Market Series and New Jersey Money Market Series), Prudential Institutional Liquidity Portfolio, Inc., Prudential-Bache Special Money Market Fund, Inc. (d/b/a Prudential Special Money Market Fund), Prudential-Bache Tax-Free Money Fund, Inc. (d/b/a Prudential Tax-Free Money Fund), and for Class A shares of Prudential Adjustable Rate Securities Fund, Inc., The BlackRock Government Income Trust, Prudential California Municipal Fund (California Income Series and California Series), Prudential Equity Fund, Inc., Prudential Equity Income Fund, Prudential FlexiFund, Prudential Global Fund, Inc., Prudential-Bache Global Genesis Fund, Inc. (d/b/a Prudential Global Genesis Fund), Prudential-Bache Global Natural Resources Fund, Inc. (d/b/a Prudential Global Natural Resources Fund), Prudential-Bache GNMA Fund, Inc. (d/b/a Prudential GNMA Fund), Prudential-Bache Government Plus Fund, Inc. (d/b/a

Prudential Government Plus Fund), Prudential Growth Fund, Inc., Prudential-Bache Growth Opportunity Fund, Inc. (d/b/a Prudential Growth Opportunity Fund), Prudential-Bache High Yield Fund, Inc. (d/b/a Prudential High Yield Fund), Prudential IncomeVertible (R) Fund, Inc., Prudential Intermediate Global Income Fund, Inc., Prudential Multi-Sector Fund, Inc., Prudential Municipal Bond Fund, Prudential Municipal Series Fund (Arizona Series, Georgia Series, Maryland Series, Massachusetts Series, Michigan Series, Minnesota Series, New Jersey Series, North Carolina Series, Ohio Series and Pennsylvania Series), Prudential-Bache National Municipals Fund, Inc. (d/b/a Prudential National Municipals Fund), Prudential Pacific Growth Fund, Inc., Prudential Short-Term Global Income Fund, Inc., Prudential-Bache Structured Maturity Fund, Inc. (d/b/a Prudential Structured Maturity Fund), Prudential U.S. Government Fund and Prudential-Bache Utility Fund, Inc. (d/b/a Prudential Utility Fund), Global Utility Fund, Inc. and Nichols-Applegate Fund, Inc. (Nicholas-Applegate Growth Equity Fund).

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(b) (i) Information concerning the officers and directors of Prudential Securities Incorporated is set forth below.

<TABLE>
<CAPTION>

Name (1) - - - - -	Positions and Offices with Underwriter -----	Positions and Offices with Registrant -----
<S>	<C>	<C>
Alan D. Hogan . . .	Executive Vice President, Chief Administrative Officer and Director	None
Howard A. Knight .	Executive Vice President, Director, Corporate Strategy and New Business Development	None
George A. Murray .	Executive Vice President and Director	None
John P. Murray . .	Executive Vice President and Director of Risk Management	None
Leland B. Paton . .	Executive Vice President and Director	None
Richard A. Redeker	Director	Director
Hardwick Simmons .	Chief Executive Officer, President and Director	None
Lee Spencer	General Counsel, Executive Vice President and Director	None

</TABLE>

(ii) Information concerning the officers and directors of Prudential Mutual Fund Distributors, Inc. is set forth below.

<TABLE>
<CAPTION>

Name (1) - - - - -	Positions and Offices with Underwriter -----	Positions and Offices with Registrant -----
-----------------------	---	--

<code><S></code>	<code><C></code>	<code><C></code>
Joanne Accurso-Soto	Vice President	None
Dennis Annarumma .	Vice President, Assistant Treasurer and Assistant Comptroller	None
Phyllis J. Berman .	Vice President	None
Fred A. Fiandaca . Raritan Plaza One Edison, NJ 08847	President, Chief Executive Officer and Director	None
Stephen P. Fisher .	Vice President	None
Frank W. Giordano .	Executive Vice President, General Counsel, Secretary and Director	None
Robert F. Gunia . .	Executive Vice President, Director, Treasurer, Comptroller and Director	Vice President
Andrew J. Varley .	Vice President	None
Anita L. Whelan . . - - - - -	Vice President and Assistant Secretary	None

`<FN>`
(1) The address of each person named is One Seaport Plaza, New York, NY 10292 unless otherwise indicated.
`</FN>`
`</TABLE>`

(c) Registrant has no principal underwriter who is not an affiliated person of the Registrant.

Item 30. Location of Accounts and Records

All accounts, books and other documents required to be maintained by Section 31(a) of the 1940 Act and the Rules thereunder are maintained at the offices of State Street Bank and Trust Company, One Heritage Drive, North Quincy, Massachusetts 02171, The Prudential Investment Corporation, Prudential Plaza, 745 Broad Street, Newark, New Jersey, the Registrant, One Seaport Plaza, New York, New York, and Prudential Mutual Fund Services, Inc., Raritan Plaza One, Edison, New Jersey. Documents required by Rules 31a-1(b) (5), (6), (7), (9), (10) and (11) and 31a-1(f) will be kept at Three Gateway Center, documents required by Rules 31a-1(b) (4) and (11) and 31a-1(d) at One Seaport Plaza and the remaining accounts, books and other documents required by such other pertinent provisions of Section 31(a) and the Rules promulgated thereunder will be kept by State Street Bank and Trust Company and Prudential Mutual Fund Services, Inc.

Item 31. Management Services

Other than as set forth under the captions "How the Fund is Managed--Manager" and "How the Fund is Managed-- Distributor" in the Prospectus and the captions "Manager" and "Distributor" in the Statement of Additional Information, constituting Parts A and B, respectively, of this Registration Statement, Registrant is not a party to any management-related service contract.

Item 32. Undertakings

The Registrant hereby undertakes to furnish each person to whom a

Prospectus is delivered with a copy of the Registrant's latest annual report to shareholders, upon request and without charge.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933 and the Investment Company Act of 1940, the Registrant has duly caused this Post-Effective Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New York, and State of New York, on the 8th day of July, 1994.

PRUDENTIAL INTERMEDIATE GLOBAL INCOME
FUND, INC.

/s/ Lawrence C. McQuade

LAWRENCE C. MCQUADE, PRESIDENT

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statement has been signed below by the following persons in the capacities and on the dates indicated.

Signature -----	Title -----	Date -----
/s/ Lawrence C. McQuade ----- LAWRENCE C. MCQUADE	President and Director	July 8, 1994
/s/ John C. Davis ----- JOHN C. DAVIS	Director	July 8, 1994
/s/ Thomas A. Owens, Jr. ----- THOMAS A. OWENS, JR.	Director	July 8, 1994
/s/ Richard A. Redeker ----- RICHARD A. REDEKER	Director	July 8, 1994
/s/ Gerald A. Stahl ----- GERALD A. STAHL	Director	July 8, 1994
/s/ Stephen Stoneburn ----- STEPHEN STONEBURN	Director	July 8, 1994

/s/ Robert H. Wellington Director

July 8, 1994

ROBERT H. WELLINGTON

/s/ Susan C. Cote Principal Financial and
----- Accounting Officer

July 8, 1994

SUSAN C. COTE

INDEX TO EXHIBITS

Exhibit No.	Description	Sequentially Numbered Page
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1.	(a) Amended and Restated Articles of Incorporation of Registrant. (Incorporated by reference to Exhibit 1(b) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)	
	(b) Form of Amendment to Articles of Incorporation. (Incorporated by reference to Exhibit 1(b) to Registration Statement on Form N-1A, File No. 33-42093, filed via EDGAR on May 10, 1994.)	
2.	Amended By-Laws of Registrant. (Incorporated by reference to Exhibit 2 (b) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)	
3.	Not Applicable.	
4.	(a) Specimen stock certificates for Class A and Class B shares. (Incorporated by reference to Exhibit 4 to Post-Effective Amendment No. 1 to Registration Statement on Form N-1A, File No. 33-42093.)	
	(b) Instruments Defining Rights of Shareholders. (Incorporated by reference to Exhibit 4(b) to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on March 2, 1994 (File No. 33-42093).)	
5.	(a) Management Agreement between the Registrant and Prudential Mutual Fund Management, Inc. (Incorporated by reference to Exhibit 6(a) of Amendment No. 1 to Registration Statement on Form N-2, File No. 2-82976.)	
	(b) Subadvisory Agreement between Prudential Mutual Fund Management, Inc. and The Prudential Investment Corporation. (Incorporated by reference to Exhibit 6(b) of Amendment No. 1 to Registration Statement on Form N-2, File No. 2-82976.)	
	(c) Management Agreement between Registrant and Prudential Mutual Fund Management, Inc. (Incorporated by reference to Exhibit 5(c) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)	
	(d) Subadvisory Agreement between Prudential Mutual Fund Management, Inc. and The Prudential Investment	

Corporation. (Incorporated by reference to Exhibit 5(d) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)

6. (a) Distribution Agreement between the Registrant and Prudential Mutual Fund Distributors, Inc. for Class A shares. (Incorporated by reference to Exhibit 6(a) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)

(b) Distribution Agreement between the Registrant and Prudential Securities Incorporated for Class B shares. (Incorporated by reference to Exhibit 6(b) to Post-Effective Amendment No. 1 to Registration Statement on Form N-1A, File No. 33-42093.)

(c) Selected Dealer Agreement. (Incorporated by reference to Exhibit 6(b) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)

(d) Amended and Restated Distribution Agreement with respect to Class A shares between the Registrant and Prudential Mutual Fund Distributors, Inc. (Incorporated by reference to Exhibit 6(d) to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on March 2, 1994 (File No. 33-42093).)

(e) Amended and Restated Distribution Agreement with respect to Class B shares between the Registrant and Prudential Securities Incorporated. (Incorporated by reference to Exhibit 6(e) to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on March 2, 1994 (File No. 33-42093).)

(f) Form of Distribution Agreement with respect to Class A shares between the Registrant and Prudential Mutual Fund Distributors. (Incorporated by reference to Exhibit 6(f) to Post-Effective Amendment No.5 to the Registration Statement on Form N-1A filed via EDGAR on May 10, 1994.)

(g) Form of Distribution Agreement with respect to Class B shares between the Registrant and Prudential Securities Incorporated (Incorporated by reference to Exhibit 6(g) to Post-Effective Amendment No.5 to the Registration Statement on Form N-1A filed via EDGAR on May 10, 1994.)

(h) Form of Distribution Agreement with respect to Class C shares between the Registrant and Prudential Securities Incorporated (Incorporated by reference to Exhibit 6(h) to Post-Effective Amendment No. 5 to the Registration Statement on Form N-1A filed via EDGAR on May 10, 1994.)

*Filed herewith.

Exhibit No.

Description

Sequentially
Numbered
Page

7. Not Applicable.
8. (a) Custodian Contract between the Registrant and State Street Bank and Trust Company. (Incorporated by reference to Exhibit 9 to Registration Statement on Form N-2, File No. 2-82976.)
(b) Custodian Contract between the Registrant and State Street Bank and Trust Company. (Incorporated by reference to Exhibit 8(b) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)
9. (a) Transfer Agency and Service Agreement between the Registrant and Prudential Mutual Fund Services, Inc. (Incorporated by reference to Exhibit 10(a) of Amendment No. 2 to Registration Statement on Form N-2, File No. 2-82976.)

(b) Transfer Agency and Service Agreement between the Registrant and Prudential Mutual Fund Services, Inc. (Incorporated by reference to Exhibit 9(b) to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)
10. Opinion of Shereff, Friedman, Hoffman & Goodman. (Incorporated by reference to Exhibit 10 to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on March 2, 1994 (File No. 33-42093).)
11. Consent of Independent Accountants.*
12. Not Applicable.
13. Subscription Agreement between the Registrant and Prudential Mutual Fund Management, Inc. (Incorporated by reference to Exhibit 14 to Pre-Effective Amendment No. 2 to Registration Statement on Form N-2, File No. 2-82976.)
14. Not Applicable.
15. (a) Plan of Distribution pursuant to Rule 12b-1 for Class A shares. (Incorporated by reference to Exhibit 15 to Registration Statement on Form N-1A, File No. 33-42093, filed on August 13, 1991.)

(b) Form of Plan of Distribution pursuant to Rule 12b-1 for Class B shares. (Incorporated by reference to Exhibit 15(b) to Post-Effective Amendment No. 1 to Registration Statement on Form N-1A, File No. 33-42093.)

(c) Distribution and Service Plan with respect to Class A shares between the Registrant and Prudential Mutual Fund Distributors, Inc. (Incorporated by reference to Exhibit 15(c) to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on March 2, 1994 (File No. 33-42093).)

(d) Distribution and Service Plan with respect to Class B shares between the Registrant and Prudential Securities Incorporated. (Incorporated by reference to Exhibit 15(d) to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on

(e) Form of Distribution and Service Plan for Class A shares. (Incorporated by reference to Exhibit No. 15(e) to Post-Effective Amendment No. 5 to the Registration Statement on Form N-1A filed via EDGAR on May 10, 1994.)

(f) Form of Distribution and Service Plan for Class B shares. (Incorporated by reference to Exhibit No. 15(f) to Post-Effective Amendment No. 5 to the Registration Statement on Form N-1A filed via EDGAR on May 10, 1994.)

(g) Form of Distribution and Service Plan for Class C shares. (Incorporated by reference to Exhibit No. 15(g) to Post-Effective Amendment No. 5 to the Registration Statement on Form N-1A filed via EDGAR on May 10, 1994.)

16. (a) Schedule of Computation of Performance Quotations. (Incorporated by reference to Exhibit 16 to Post-Effective Amendment No. 1 to Registration Statement on Form N-1A File No. 33-42093.)

(b) Schedule of Calculation of Aggregate Total Return for Class A and Class B shares. (Incorporated by reference to Exhibit 16(b) to Post-Effective Amendment No. 4 to the Registration Statement on form N-1A filed via EDGAR on March 2, 1994 (File No. 33-42093).)

*Filed herewith.

CONSENT OF INDEPENDENT ACCOUNTANTS

We hereby consent to the use in the Statement of Additional Information and the incorporation by reference in the Prospectus constituting parts of Post-Effective Amendment No. 5 to the registration statement on Form N-1A ("Post-Effective Amendment No. 5), which are incorporated by reference in this Post-Effective Amendment No. 6 to the registration statement on Form N-1A (the "Registration Statement"), of our report dated February 11, 1994, relating to the financial statements and financial highlights of Prudential Intermediate Global Income Fund, Inc. (the "Fund"), which appears in such Fund's Statement of Additional Information in Post-Effective Amendment No. 5. We also consent to the incorporation by reference in the Registration Statement of the reference to us under the heading "Custodian and Transfer and Dividend Disbursing Agent and Independent Accountants" in the Statement of Additional Information and to the reference to us under the heading "Financial Highlights" in the Prospectus in Post-Effective Amendment No. 5.

PRICE WATERHOUSE

1177 Avenue of the Americas
New York, New York 10036
July 8, 1994