

# SECURITIES AND EXCHANGE COMMISSION

## FORM N-30D

Initial annual and semi-annual reports mailed to investment company shareholders pursuant to Rule 30e-1 (other than those required to be submitted as part of Form NCSR)

Filing Date: **1995-01-11** | Period of Report: **1994-10-31**  
SEC Accession No. **0000878535-95-00001**

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### FILER

#### **PRUDENTIAL PACIFIC GROWTH FUND INC**

CIK: **878535** | IRS No.: **133632826** | State of Incorporation: **MD** | Fiscal Year End: **1031**  
Type: **N-30D** | Act: **40** | File No.: **811-06391** | Film No.: **95500981**

Business Address  
**ONE SEAPORT PLAZA**  
**NEW YORK NY 10292**  
**2122141250**

Prudential  
Pacific Growth Fund, Inc.

(ICON)

(LOGO)

Letter to Shareholders

December 15, 1994

Dear Shareholder:

International investors have enjoyed moderate returns from Pacific Basin stocks this year as most of the region's economies began to profit from the global economic recovery. Of course, growth has been accompanied by generally rising rates around the world. This held back stock returns in the U.S., which in turn dampened stock market activity on most of Asia's financial exchanges. We're pleased to report that the Prudential Pacific Growth Fund, Inc. has achieved modest gains this year.

#### FUND PERFORMANCE

<TABLE>

<CAPTION>

	Cumulative Total Returns As of 10/31/94		Average Annual Returns <sup>1</sup> As of 9/30/94	
	1-Yr. <C>	Since Incep.* <C>	1-Yr. <C>	Since Incep. <C>
<S> Class A	6.7%	72.0%	5.4%	25.0%
Class B	5.8	68.9	5.0	25.9
Class C	N/A	-0.4%	N/A	N/A
Lipper Avg.2	9.3	63.3 (D)	N/A	N/A

</TABLE>

Past performance is not indicative of future results. Principal and investment return will fluctuate so that an investor's shares, when redeemed, may be worth more or less than their original cost.

<sup>1</sup> Source: Prudential Mutual Fund Management Inc. Cumulative total returns do not take into account sales charges. Average annual returns do take into account applicable sales charges. The Fund charges a maximum front-end sales load of 5.0% for Class A shares and a contingent deferred sales charge of 5%, 4%, 3%, 2%, 1% and 1% for six years, for Class B shares. Beginning in February 1995, Class B shares will automatically convert to Class A shares approximately seven years after purchase. Class C shares are subject to a one-year contingent deferred sales charge of 1%. Class C average annual total returns are not reported since the share class has only been in existence since August.

<sup>2</sup> These are the average returns of 36 funds in the Pacific region fund category for one year and 33 since inception of the Class A and B shares, as determined by Lipper Analytical Services, Inc.

\*Inception dates: 7/24/92 Class A; 7/24/92 Class B; 8/1/94 Class C.

(D) Since 7/24/92

The Fund's Objective

The Prudential Pacific Growth Fund seeks long-term capital growth from a diversified portfolio of Pacific Basin stocks, as well as bonds. The Fund is not intended to be a complete investment program, and it is considered speculative in nature. Since it invests globally, it is subject to the risks associated with foreign investing, including currency, political and social risks. The Fund occasionally uses derivatives like options and futures, but did not during the most recent reporting period.

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## The Market

Against a backdrop of largely expanding global economies, 1994 marks what appears to be a lull in one of the strongest U.S. bull stock markets in many decades. And Wall Street's woes have led to jittery equity markets in Asia. Still, there's an underlying tone of confidence in global earnings and growth and it's reflected in returns: the S&P 500 is up a meager 3.6% through the end of October 1994, while the Morgan Stanley Capital International index is up 9.3% in the same time.

Why are Asian stock market returns uneven while the U.S. economy is thriving? The U.S. Federal Reserve, with one eye on growing gross domestic product and the other on rising commodities prices (a historical precursor to inflation), began in February to dampen growth by raising short-term interest rates. But around the world, investors are not so much afraid of resurging inflation as concerned the move to stave it off may also crush the global economic recovery. The U.S. stock market slumped on the news and many Asian exchanges followed suit.

What we did well...

In general, our growth investing style would not lend itself to spectacular returns when interest rates are rising, but we made three good moves in Asia.

- - The global recovery and deregulation have spurred demand for technology and many Asian companies have profited. The U.S. embraced the technological revolution five years ago, but the industrialized and developing countries of the world have a long way to go before there's a computer in every office, much less every kitchen. And even in the U.S. we see room for growth since ever-falling prices are stimulating demand beyond what was predicted even two years ago. For instance, in Malaysia we purchased Technology Resources, which operates data communications systems.
- - Korea was one of our favorite places to invest, and Samsung is one of our better purchases. Once again, the boom in electronic demand is behind this semi-conductor manufacturer's good performance. We also continue to look in Korea for companies that will profit from ties to China--a market we believe may open up tremendously. But that's still in the future, and hasn't been one of our real growth themes this year.

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## Looking for the Basics

The global recovery has been accompanied by a growing demand for basic materials, or commodities. For our Pacific Basin investments, we shifted a portion of the portfolio that way earlier this year into companies like Fletcher Challenge, a forest products and paper producer in New Zealand, and Western Mining, a nickel mine in Australia. These have already begun to show results as the world's manufacturers step up their demand for raw materials.

Interest rates are the barometer

Looking into the next 12 months, we plan to keep our eye on U.S. interest rates. The Pacific Basin's stock markets probably won't start producing healthy returns until interest rates settle in to a comfortable new trading range. In the meantime, we'll keep looking for basic goods producers and hope that interest rates don't rise so high they choke off the global recovery. If interest rates spike another percentage point higher, you can expect us to buy much more defensive stocks. But with growth continuing at a moderate pace, we also feel confident that technology stocks will be good performers for the foreseeable future, so they are likely to form a big part of our strategy this year.

In closing, we are optimistic, but realistic. Despite weak performance throughout much of this year, we believe there is an underlying tone of confidence in the stock markets. The transition from a disinflationary economy to one that is more inflationary is bound to make the stock markets jumpy, but with strong earnings growth, we expect to find more stability around the bend. We're pleased you've chosen to weather this transition with us.

Sincerely,

Lawrence C. McQuade  
President

Daniel J. Duane  
Portfolio Manager

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PRUDENTIAL PACIFIC GROWTH FUND, INC.                      Portfolio of Investments  
October 31, 1994

<TABLE>  
<CAPTION>

Shares	Description	Value (Note 1)
<C>	<S>	<C>
	LONG-TERM INVESTMENTS--97.2%	
	Common Stocks--90.8%	
	Australia--12.7%	
3,655,000	AAPC, Ltd. ....	\$ 2,605,459
	(Lodging)	
2,246,799	Australian National Industries, Ltd.	2,419,124
	(Multi-industry)	
950,574	Bank of Melbourne, Ltd. ..	3,063,384
	(Financial services)	
297,000	Brambles Industries, Ltd..	2,972,845
	(Business & public services)	
787,000	Broken Hill Proprietary Co., Ltd. ....	12,073,438
	(Energy sources)	
3,687,673	BTR Nylex, Ltd. ....	6,544,495
	(Industrial components)	
1,483,913	Coca Cola Amatil, Ltd. ...	9,365,981
	(Food & household products)	
1,635,000	Nine Network Australia, Ltd. ....	4,929,123
	(Broadcasting & publishing)	
3,800,500	Sea World Property Trust, Ltd. ....	2,963,162
	(Leisure & tourism)	
1,498,500	West Australia Newspaper, Ltd. ....	3,916,745

	(Publishing)	
3,234,000	Western Mining Corp. Holdings, Ltd. (Non-ferrous metals)	20,147,810 ----- 71,001,566 -----
	Hong Kong--10.7%	
2,771,000	Amy Properties, Ltd. ... (Real estate)	3,442,679
1,914,000	CITIC Pacific, Ltd. .... (Transportation)	5,759,090
2,504,800	Consolidated Electric Power ..... (Utilities - electric & gas)	5,851,123
2,340,600	Guoco Group, Ltd. .... (Financial services)	11,056,283
495,604	HSBC Holdings, PLC ..... (Financial services)	\$ 5,868,741
12,167,000	Hung Hing Printing Group, Ltd. .... (General manufacturing)	2,629,593
1,982,000	Hutchison Whampoa, Ltd.... (Multi-industry)	9,157,163
707,000	Jardine Matheson Holdings, Ltd. .... (General trading)	5,878,704
319,300	Liu Chong Hing Bank (New)* (Financial services)	417,358
3,193,000	Liu Chong Hing Investment, Ltd..... (Real estate)	3,904,988
1,000,000	New World Development Co., Ltd. .... (Real estate)	3,190,112
18,350,000	Techtronic Industries, Ltd. .... (Machinery & engineering)	2,588,506 ----- 59,744,340 -----
	India--0.4%	
685,000	Indo Gulf Fertilizer Industries ..... (Basic industries)	2,157,750 -----
	Indonesia--0.5%	
1,863,600	Kabel Metal Industries, Ltd. .... (Wire & cable)	2,682,363 -----
	Japan--36.3%	
218,000	Acom Co., Ltd. .... (Financial services)	8,009,082
392,000	Aiwa Co. .... (Consumer electronics)	10,679,876
58,300	Autobacs Seven Co. .... (Merchandising)	7,340,144
920	DDI Corp. .... (Telecommunications)	8,336,017
693,000	Hino Motors, Ltd. .... (Automotive)	6,829,876
31,000	Hirose Electric Co., Ltd.. (Electronics components and instruments)	1,839,525

</TABLE>

## PRUDENTIAL PACIFIC GROWTH FUND, INC.

<TABLE>  
<CAPTION>

Shares	Description	Value (Note 1)
<C>	<S>	<C>
	Japan--(cont'd.)	
62,400	Japan Associates Finance Co. ....	\$ 9,208,669
	(Financial services)	
785,000	Kamigumi Co., Ltd. ....	8,587,203
	(Transportation & warehousing)	
211,000	Kato Denki Co. ....	5,770,382
	(Merchandising)	
87,000	Keyence Corp. ....	10,504,644
	(Electronics)	
43,200	Koei Co. ....	1,783,282
	(Recreation & other consumer goods)	
291,000	Kokusai Securities Co., Ltd. ....	4,834,984
	(Financial services)	
150,000	Kyocera Corp. ....	11,424,149
	(Public works - electronics)	
1,017,000	Minebea Co. ....	8,826,594
	(Industrial components)	
195,100	Murata Manufacturing Co., Ltd. ....	7,973,127
	(Electronics)	
188,600	Nichiei Co. ....	12,164,603
	(Financial services)	
242,400	Nissen Co., Ltd. ....	9,906,130
	(Merchandising)	
1,153,000	Nisshin Steel Co. ....	6,056,521
	(Metals)	
257,000	Rohm Co., Ltd. ....	11,271,930
	(Financial services)	
106,000	Secom Co., Ltd. ....	7,022,910
	(Security/investigation services)	
440,000	Shin-Etsu Chemical Co., Ltd. ....	9,353,973
	(Chemicals)	
151,500	Sony Corp. ....	8,583,436
	(Entertainment)	
1,100,000	Sumitomo Chemical, Co. ...	6,493,291
	(Chemicals)	
285,000	Suzuki Motor Corp., Ltd...	3,617,647
	(Automotive)	
342,000	Tokyo Electronic Co., Ltd.	\$ 11,435,294
	(Electronics)	
55,000	Tsutsumi Jewelry Co., Ltd.	5,199,174
	(Merchandising)	-----
		203,052,463
		-----
	Korea--4.6%	
60,160	Daewoo Securities Co., Ltd. ....	2,679,144
	(Financial services)	
15,405	Daishin Securities Co. ...	343,987
	(Financial services)	
37,600	Dong Ah Construction Industry Co., Ltd. ....	1,410,324
	(Construction & housing)	

119,814	Hanjin Heavy Industries*.. (Shipbuilding)	1,893,817
46,000	Hanyang Chemical, Corp.... (Chemicals)	1,304,146
37,400	Lucky Co., Ltd.* .....	1,252,688
	(Chemicals)	
3,000	Mando Machinery Corp.* ... (Automotive parts)	195,697
9,500	Pohang Iron & Steel Co., Ltd.* .....	899,768
	(Metals)	
3,673	Samsung Electronics Co. (New)*	615,123
	(Electronics)	
69,673	Samsung Electronics Co. ..	11,904,237
	(Electronics)	
5,860	Shinsegae, Co.* .....	707,184
	(Merchandising)	
44,540	Shinwon Corp.* .....	2,307,598
	(Textiles & apparel)	
4,602	Shinyoung Wacoal* .....	147,213
	(Financial services)	-----
		25,660,926
		-----

</TABLE>

-5- See Notes to Financial Statements.

PRUDENTIAL PACIFIC GROWTH FUND, INC.

<TABLE>

<CAPTION>

Shares	Description	Value (Note 1)
<C>	<S>	<C>
	Malaysia--9.6%	
350,000	Berjaya South Island Berhad* .....	\$ 3,834,866
	(Textiles and apparel)	
1,000	Dunlop Estates Berhad ...	3,267
	(Miscellaneous services)	
643,000	Genting Berhad .....	5,912,933
	(Financial services)	
478,000	Hong Leong Industries Berhad .....	2,562,551
	(Building & related industries)	
1,000	Kedah Cement Holdings Berhad .....	1,503
	(Building materials)	
892,400	Malaysian Helicopter, Co..	2,200,007
	(Transportation)	
368,000	Pacific Chemical Berhad ..	2,232,048
	(Chemicals)	
1,500	Pilecon Engineering Berhad	2,489
	(Machinery & engineering)	
7,771,000	Renong Berhad .....	12,163,566
	(Infrastructure)	
2,048,000	Resorts World Holdings ...	12,982,821
	(Leisure & tourism)	
2,454,000	Technology Resources Industries Berhad* ....	9,554,801
	(Data processing & reproduction)	
810,000	Time Engineering Berhad	2,408,921

	.....	-----
	(Engineering)	53,859,773
		-----
	New Zealand--2.5%	
4,720,500	Fletcher Challenge, Ltd...	12,733,199
	(Forest products & paper)	
1,100,000	Fletcher Forestry, Ltd.	1,456,487
	.....	-----
	(Forest products & paper)	14,189,686
		-----
	Singapore--12.2%	
1,123,750	First Capital Corp. ....	4,439,883
	(Construction)	
316,000	Fraser & Neave, Ltd. ....	\$ 3,745,504
	(Beverages & tobacco)	
1,587,000	Hong Leong Finance, Ltd...	6,053,950
	(Financial services)	
183,000	Kim Eng Holdings, Ltd. ...	228,127
	(Financial services)	
1,265,000	Overseas Union Bank .....	7,238,419
	(Financial services)	
1,329,750	Sembawang Maritime, Ltd...	6,386,060
	(Transportation)	
943,000	Singapore Airlines, Ltd...	9,057,424
	(Transportation)	
1,209,000	United Overseas Bank, Ltd.	13,259,468
	(Financial services)	
970,000	Van Der Horst, Ltd.* ....	4,361,035
	(Machinery & engineering)	
6,618,000	Wing Tai Holdings .....	13,524,518
	(Conglomerates)	-----
		68,294,388
		-----
	Thailand--1.3%	
157,801	Land & House Public Co., Ltd. ....	3,241,749
	(Construction & housing)	
1,370,000	Sahavirya Steel Industry*	3,435,581
	(Metals)	
103,400	Srithai Superware Co. ...	576,680
	(Food & household products)	-----
		7,254,010
		-----
	Total common stocks	
	(cost \$444,134,703).....	507,897,265
		-----
	Preferred Stocks--1.4%	
	Australia--0.1%	
63,635	Bank of Melbourne, Ltd.	595,378
	.....	-----
	(Financial services)	

</TABLE>

-6- See Notes to Financial Statements.

PRUDENTIAL PACIFIC GROWTH FUND, INC.

<TABLE>

<CAPTION>

Shares	Description	Value (Note 1)
--------	-------------	-------------------

<C>	<S>	<C>
	Preferred Stocks--(cont'd.)	
	Korea--1.3%	
76,530	Daewoo Securities Co., Ltd. ....	\$ 1,948,892
	(Financial services)	
106,890	Daishin Securities Co. ...	1,542,037
	(Financial services)	
30,450	Mando Machinery Corp. ...	1,145,957
	(Automotive)	
28,354	Samsung Electronics Co. .....	2,667,691
	(Electronics)	-----
		7,304,577
		-----
	Total preferred stocks (cost \$9,019,435).....	7,899,955
		-----
	Depository Receipts--1.3%	
	Indonesia--0.5%	
67,200	PT Indonesia Satellite* ..	2,637,600
	(Telecommunications)	
	Korea--0.8%	
145,400	Pohang Iron & Steel Co., Ltd.* .....	4,780,025
	(Metals)	-----
	Total depository receipts (cost \$7,463,672).....	7,417,625
		-----
	Convertible Loan Stocks--1.3%	
	Malaysia--1.1%	
1,809,000	IJM Corp. Berhad .....	5,220,651
	(Construction & housing)	
239,000	Time Engineering Berhad .....	710,781
	(Engineering)	-----
		5,931,432
		-----
	Singapore--0.2%	
329,800	Kim Eng Holdings Ltd.* ..	207,810
	(Financial services)	
631,000	Sembawang Maritime, Ltd. .....	988,624
	(Transportation)	-----
		1,196,434
		-----
	Total convertible loan stocks (cost \$3,731,237).....	\$ 7,127,866
		-----
	Warrants*--0.9%	
	Australia--.01%	
	West Australian Newspaper, Ltd.	
214,071	expiring June '99 @ A\$5.00 .....	79,479
	(Publishing)	-----
	Japan--0.6%	
	Autobacs Seven Co. expiring Feb. '95 @ (YEN) 7,345.....	648,750
150	expiring Mar. '96 @ (YEN) 7,483 .....	605,625
150	(Merchandising)	
	Kamigumi Co., Ltd. expiring Sept. '96 @ (YEN) 896 .....	54,250
300	(Transportation)	

493	Nissen Co., Ltd. expiring Nov. '96 @ (YEN)1,385 ..... (Merchandising)	655,520
10,250	Nitori Co. expiring Feb. '98 @ (YEN)3,268 ..... (Merchandising)	1,608,003 ----- 3,572,148 -----
187,000	Malaysia--0.1% Multi-Purpose Holdings Berhad expiring May '99 @ MYR4.00 (Consumer goods)	172,694
944,832	Pilecon Engineering Berhad expiring July '99 @ MYR4.22 ..... (Machinery & engineering)	628,532 ----- 801,226 -----
190,200	Singapore--0.1% Hong Leong Finance, Ltd. expiring Nov. '98 @ SGD3.25 (Financial services)	243,580

</TABLE>

-7- See Notes to Financial Statements.

PRUDENTIAL PACIFIC GROWTH FUND, INC.

<TABLE>  
<CAPTION>

Warrants	Description	Value (Note 1)
<C>	<S>	<C>
392,400	Singapore-- (cont'd.) Kim Eng Holdings, Ltd.* expiring Feb. '97 @ SGD1.00 (Financial services)	\$ 227,207
144,300	Singapore Finance expiring June '99 @ SGD1.50 (Financial services)	143,514 ----- 614,301 -----
	Total warrants (cost \$3,353,163) .....	5,067,154 -----

<CAPTION>  
Principal  
Amount  
(000)

-----	Convertible Bonds--1.5%	
<C>	<S>	<C>
US\$ 3,000	India--1.0% Gujarat Ambuja Cement 3.50%, 6/30/99 ..... (Building materials)	5,355,000 -----
3,864	Thailand--0.5% MDX Public Co. 4.75%, 9/17/03 .....	3,178,140

	(Real estate)	-----
	Total convertible bonds	
	(cost \$8,407,590).....	8,533,140
		-----
	Total long-term	
	investments	
	(cost \$476,109,800).....	543,943,005
		-----
	SHORT-TERM INVESTMENTS--1.5%	
	Repurchase Agreement	
8,450	Joint Repurchase Agreement Account,	
	4.77%, 11/1/94 (Note 5)	
	(cost \$8,450,000).....	8,450,000
		-----
	Total Investments--98.7%	
	(cost \$484,559,800; Note	
	4).....	552,393,005
	Other assets in excess of	
	liabilities--1.3%.....	7,194,839
		-----
	Net Assets--100%.....	\$559,587,844
		-----
		-----

</TABLE>

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\* Non-income producing security.

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PRUDENTIAL PACIFIC GROWTH FUND, INC.  
Statement of Assets and Liabilities

<TABLE>  
<CAPTION>

		October 31, 1994
	Assets	-----
<S>	Investments, at value (cost \$484,559,800).....	\$552,393,005
	Foreign currency (cost \$11,186,851).....	11,205,084
	Receivable for investments sold.....	11,500,469
	Receivable for Fund shares sold.....	1,453,155
	Dividends and interest receivable.....	439,061
	Deferred expenses and other assets.....	114,060
		-----
	Total assets.....	577,104,834
		-----
	Liabilities	
	Payable for investments purchased.....	10,141,883
	Payable for Fund shares reacquired.....	4,914,400
	Forward contracts--amount payable to counterparty.....	1,069,235
	Accrued expenses and other liabilities.....	479,799
	Distribution fee payable.....	408,492
	Management fee payable.....	352,871
	Deferred Thailand capital gains tax liability.....	150,310
		-----
	Total liabilities.....	17,516,990
		-----
	Net Assets.....	\$559,587,844
		-----
		-----
	Net assets were comprised of:	
	Common stock, at par.....	\$ 33,570
	Paid-in capital in excess of par.....	488,364,012
		-----
		488,397,582
	Accumulated net realized gain on investments and foreign currency transactions.....	4,566,897

Net unrealized appreciation on investments and foreign currencies.....	66,623,365
	-----
Net assets, October 31 ,1994.....	\$559,587,844
	-----
Class A:	
Net asset value and redemption price per share	
(\$98,920,598 / 5,854,538 shares of common stock issued and outstanding).....	\$16.90
Maximum sales charge (5% of offering price).....	.89
	-----
Maximum offering price to public.....	\$17.79
	-----
Class B:	
Net asset value, offering price and redemption price per share	
(\$459,949,480 / 27,672,102 shares of common stock issued and outstanding).....	\$16.62
	-----
Class C:	
Net asset value, offering price and redemption price per share	
(\$717,766 / 43,185 shares of common stock issued and outstanding).....	\$16.62
	-----

</TABLE>

See Notes to Financial Statements.

PRUDENTIAL PACIFIC GROWTH FUND, INC.  
Statement of Operations

<TABLE>  
<CAPTION>

	Year Ended October 31, 1994
	-----
Net Investment Income	1994
	-----
<S>	<C>
Income	
Dividends (net of foreign withholding taxes of \$576,714).....	\$ 4,835,029
Interest (net of foreign withholding taxes of \$1,868)....	433,687
	-----
Total income.....	5,268,716
	-----
Expenses	
Management fee.....	3,726,394
Distribution fee--Class A.....	224,701
Distribution fee--Class B.....	4,045,063
Distribution fee--Class C.....	1,128
Custodian's fees and expenses.....	1,357,000
Transfer agent's fees and expenses.....	787,000
Reports to shareholders.....	292,000
Registration fees.....	267,000
Directors' fees.....	42,000
Amortization of organization expense.....	40,000
Legal fees.....	40,000
Audit fee.....	38,000
Miscellaneous.....	30,541
	-----
Total expenses.....	10,890,827
	-----
Net investment loss.....	(5,622,111)
	-----

Realized and Unrealized Gain (Loss) on Investment and Foreign Currency Transactions	
Net realized gain (loss) on:	
Investment transactions (net of Thailand capital gains tax of \$303,601).....	3,587,932
Foreign currency transactions.....	(595,516)
	-----
	2,992,416
	-----
Net change in unrealized appreciation/depreciation on:	
Investments (net of deferred Thailand capital gains tax of \$150,310).....	25,885,899
Foreign currencies.....	(1,856,866)
	-----
	24,029,033
	-----
Net gain on investments and foreign currencies.....	27,021,449
	-----
Net Increase in Net Assets Resulting from Operations.....	\$ 21,399,338
	-----
	-----

</TABLE>

PRUDENTIAL PACIFIC GROWTH FUND, INC.  
Statement of Changes in Net Assets

<TABLE>  
<CAPTION>

Increase (Decrease) in Net Assets	Year Ended October 31,	
	1994	1993
	-----	-----
<S> Operations	<C>	<C>
Net investment loss...	\$ (5,622,111)	\$ (633,024)
Net realized gain on investment and foreign currency transactions.....	2,992,416	5,416,787
Net change in unrealized appreciation on investments and foreign currencies.....	24,029,033	40,695,258
	-----	-----
Net increase in net assets resulting from operations.....	21,399,338	45,479,021
	-----	-----
Distributions in excess of net investment income (Note 1)		
Class A.....	(293,320)	(19,787)
Class B.....	(658,425)	(31,474)
	-----	-----
	(951,745)	(51,261)
	-----	-----
Distributions to shareholders from net realized gains		
Class A.....	(944,124)	--
Class B.....	(3,989,283)	--

	(4,933,407)	--
Fund share transactions (Note 6)		
Net proceeds from shares sold.....	520,354,132	270,394,550
Net asset value of shares issued to shareholders in reinvestment of distributions.....	5,612,542	47,105
Cost of shares reacquired.....	(297,243,493)	(34,486,434)
Net increase in net assets from Fund share transactions.....	228,723,181	235,955,221
Total increase.....	244,237,367	281,382,981
Net Assets Beginning of year.....	315,350,477	33,967,496
End of year.....	\$ 559,587,844	\$ 315,350,477

</TABLE>

See Notes to Financial Statements.

See Notes to Financial Statements.

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PRUDENTIAL PACIFIC GROWTH FUND, INC.  
Notes to Financial Statements

Prudential Pacific Growth Fund, Inc. (the ``Fund'') is registered under the Investment Company Act of 1940 as a diversified, open-end management investment company. The Fund was incorporated in Maryland on August 14, 1991 and had no operations other than the issuance of 5,000 shares each of Class A and Class B common stock for \$100,000 on May 6, 1992 to Prudential Mutual Fund Management, Inc. (``PMF''). The Fund commenced investment operations on July 24, 1992. The investment objective of the Fund is to seek long-term capital growth by investing primarily in common stocks, common stock equivalents and other securities of companies doing business in or domiciled in the Pacific Basin region.

Note 1. Accounting  
Policies

The following is a summary  
of significant accounting poli-  
cies followed by the Fund in the preparation of

its financial statements.

Securities Valuation: Securities traded on an exchange (whether domestic or foreign) are valued at the last reported sales price on the primary exchange on which they are traded. Securities traded in the over-the-counter market (including securities listed on exchanges for which a last sales price is not available) are valued at the average of the last reported bid and asked prices. Any securities or other assets for which current market quotations are not readily available are valued at fair value as determined in good faith under procedures established by and under the general supervision and responsibility of the Fund's Board of Directors. No such securities were held by the Fund at October 31, 1994.

Short-term securities which mature in more than 60 days are valued at current market quotations. Short-term securities which mature in 60 days or less are valued at amortized cost.

In connection with transactions in repurchase agreements with U.S. financial institutions, it is the Fund's policy that its custodian or designated

subcustodians, as the case may be under triparty repurchase agreements, takes possession of the underlying collateral securities, the value of which exceeds the principal amount of the repurchase transaction including accrued interest. If the seller defaults and the value of the collateral declines or if bankruptcy proceedings are commenced with respect to the seller of the security, realization of the collateral by the Fund may be delayed or limited.

Foreign Currency Translation: The books and records of the Fund 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 closing rates of exchange;

(ii) purchases and sales of investment securities, income and expenses--at the rate of exchange prevailing on the respective dates of such transactions.

Although the net assets of the Fund are presented at the foreign exchange rates and market values at the close of the fiscal year, the Fund 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 securities held at the end of the fiscal year. Similarly, the Fund does not isolate the effect of changes in foreign exchange rates from the fluctuations arising from changes in the market prices of long-term debt securities sold during the fiscal year. Accordingly, realized foreign currency gains (losses) are included in the reported net realized gains on investment transactions.

Net realized losses on foreign currency transactions of \$595,516 represent net foreign exchange losses from forward currency contracts, disposition of foreign currencies, currency gains or losses realized between the trade and settlement dates on security transactions, and the difference between the amounts of interest, dividends and foreign taxes recorded on the Fund's books and the U.S. dollar equivalent amounts actually received or paid. Net currency gains and losses from valuing foreign currency denominated assets and liabilities at fiscal year end exchange rates are reflected as a component of unrealized appreciation on investments and foreign currencies.

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 and the level of governmental supervision and regulation of foreign securities markets.

Forward Currency Contracts: The Fund enters into forward currency contracts in order to hedge its exposure to changes in foreign currency exchange rates on its foreign portfolio holdings. A forward contract is a commitment to purchase or sell a foreign currency at a future date at a negotiated forward rate. The gain or loss arising from the difference between the settlement value of the original and renegotiated forward contract, if any, is isolated and is

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included in net realized gains from foreign currency transactions. Risks may arise upon entering into these contracts from the potential inability of the counterparties to meet the terms of their contracts.

Securities Transactions and Investment Income: Securities transactions are recorded on the trade date. Realized gains and losses from investment and foreign currency transactions are calculated on the identified cost basis. Dividend income is recorded on the ex-dividend date and interest income is recorded on an accrual basis.

Net investment income or loss (other than distribution fees) and unrealized and realized gains or losses are allocated daily to each class of shares of the Fund based upon the relative proportion of net assets of each class at the beginning of the day.

Dividends and Distributions: The Fund expects to pay dividends of net investment income and distributions of net realized capital and currency gains, if any, annually. Dividends and distributions are recorded on the ex-dividend date.

Income distributions and capital gain distributions are determined in accordance with income tax regulations which may differ from generally accepted accounting principles due to timing differences concerning recognition of income.

Taxes: It is the Fund's policy to meet the requirements of the Internal Revenue Code applicable to regulated investment companies and to distribute all of its taxable income to shareholders. Therefore, no federal income tax provision is required.

Withholding taxes on foreign dividends, interest and capital gains have been provided for in accordance with the Fund's understanding of the applicable country's tax rules and rates.

Deferred Organization Expenses: Approximately \$200,000 of organization and initial registration costs have been deferred and are being amortized over the period of benefit not to exceed 60 months from the date the Fund commenced investment operations.

Reclassification of Capital Accounts: The Fund accounts for and reports distributions to shareholders in accordance with the A.I.C.P.A.'s Statement of Position 93-2: Determination, Disclosure, and Financial Statement Presentation of Income, Capital Gain, and Return of Capital Distributions by Investment Companies. As a result of this statement, the Fund changed the classification of distributions to shareholders to better disclose the differences between financial statement amounts and distributions determined in accordance with income tax regulations. The effect caused by applying this statement was to decrease accumulated net investment loss by \$6,573,856 for current fiscal year net operating losses and distributions in excess of book basis net investment income and to increase accumulated net realized gain on investments and foreign currency transactions by \$1,768,094 for certain items which are classified differently for book and tax purposes and to decrease paid-in capital in excess of par by \$8,341,950 with respect to amounts reported through October 31, 1994. Net investment income, net realized gains and net assets were not affected by this change.

#### Note 2. Agreements

The Fund has a management agreement with PMF. Pursuant to this agreement, PMF has responsibility for all investment advisory services and supervises the subadviser's performance of such services. PMF has entered into a subadvisory agreement with The Prudential Investment Corporation ('`PIC'); PIC furnishes investment advisory services in connection with the management of the Fund. PMF pays for the cost of the subadviser's services, the compensation of officers of the Fund, occupancy and certain clerical and bookkeeping costs of the Fund. The Fund bears all other costs and expenses.

The management fee paid PMF is computed daily and payable monthly at an annual rate of .75 of 1% of the average daily net assets of the Fund.

The Fund has distribution agreements with Prudential Mutual Fund Distributors, Inc. ('`PMFD'), which acts as the distributor of the Class A shares of the Fund, and Prudential Securities Incorporated ('`PSI'), which acts as distributor of the Class B shares and Class C shares of the Fund (collectively the ``Distributors'). The Fund compensates the Distributors for distributing and servicing the Fund's Class A, Class B and Class C shares, pursuant to plans of distribution, (the ``Class A, B and C Plans') regardless of expenses actually incurred by them. The distribution fees are accrued daily and payable monthly.

On July 19, 1994, shareholders of the Fund approved amendments to the Class A and Class B Plans under which the distribution plans became compensation plans, effective August 1, 1994. Prior thereto, the distribution plans were reimbursement plans, under which PMFD and PSI were reimbursed for expenses actually incurred by them up to the amount permitted under the Class A and Class B Plans, respectively. The Fund is not obligated to pay any prior or future excess distribution costs (costs incurred by the Distributors in excess of distribution fees paid by the Fund or contingent deferred sales charges received by the Distributors). The rate of the distribution fees charged to Class A and Class B shares of the Fund did not change under the amended plans of distribution. The Fund began offering Class C shares on August 1, 1994.

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Pursuant to the Class A, B and C Plans, the Fund compensates the Distributors for distribution-related activities at an annual rate of up to .30 of 1%, 1% and 1%, of the average daily net assets of the Class A, B and C shares, respectively. Such expenses under the Class A plan were assessed at an average rate of .24 of 1% of the average daily net assets of the Class A shares for the fiscal year ended October 31, 1994. Currently, the Class A Plan distribution expenses are .25 of 1% of the average daily net assets. Such expenses under the Class B and Class C Plans were 1% of the average daily net assets of both the Class B and Class C shares for the fiscal year ended October 31, 1994.

PMFD has advised the Fund that it has received approximately \$1,380,600 in front-end sales charges resulting from sales of Class A shares during the fiscal

year ended October 31, 1994. From these fees, PMFD paid such sales charges to PSI and Pruco Securities Corporation, affiliated broker-dealers, which in turn paid commissions to salespersons and incurred other distribution costs.

PSI has advised the Fund that for the fiscal year ended October 31, 1994, it received approximately \$1,080,500 in contingent deferred sales charges imposed upon certain redemptions by Class B shareholders.

PMFD is a wholly-owned subsidiary of PMF; PSI, PMF and PIC are (indirect) wholly-owned subsidiaries of The Prudential Insurance Company of America ('Prudential').

Note 3. Other Transactions With Affiliates Prudential Mutual Fund Services, Inc. ('PMFS'), a wholly owned subsidiary of PMF, serves as the Fund's transfer agent. During the year ended October 31, 1994, the Fund incurred fees of approximately \$669,000 for the services of PMFS. As of October 31, 1994, approximately \$64,000 of such fees were due to PMFS. Transfer agent fees and expenses in the statement of operations include certain out-of-pocket expenses paid to non-affiliates.

Note 4. Portfolio Securities Purchases and sales of investment securities, other than short-term investments, for the year ended October 31, 1994 were \$488,590,939 and \$261,235,158, respectively.

The United States federal income tax basis of the Fund's investments at October 31, 1994 was \$490,115,443 and accordingly, net unrealized appreciation for federal income tax purposes was \$62,277,562 (gross unrealized appreciation--\$82,287,284; gross unrealized depreciation--\$20,009,722).

At October 31, 1994, the Fund had an outstanding forward currency contracts to sell foreign currencies as follows:

<TABLE>  
<CAPTION>

Foreign Currency Sale Contract	Value at Settlement Date Receivable	Current Value	Depreciation
<S>	<C>	<C>	<C>
Japanese Yen, expiring 2/16/95...	\$ 20,000,000	\$21,069,235	\$ 1,069,235

</TABLE>

Note 5. Joint Repurchase Agreement Account The Fund, along with other affiliated registered investment companies, transfers uninvested cash balances into a single joint account, the daily aggregate balance of which is invested in one or more repurchase agreements collateralized by U.S. Treasury or federal agency obligations. At October 31, 1994, the Fund had a .94% undivided interest in the repurchase agreements in the joint account. The undivided interest for the Fund represented \$8,450,000 in principal amount. As of such date, each repurchase agreement in the joint account and the value of the collateral therefor were as follows:

Smith Barney, Inc., 4.80%, in the principal amount of \$260,000,000, repurchase price \$260,034,667, due 11/1/94. The value of the collateral including accrued interest is \$265,200,122.

Nomura Securities International, Inc., 4.77%, in the principal amount of \$100,000,000, repurchase price \$100,013,250, due 11/1/94. The value of the collateral including accrued interest is \$102,000,391.

Goldman, Sachs & Co., 4.75%, in the principal amount of \$275,000,000, repurchase price \$275,036,285, due 11/1/94. The value of the collateral including accrued interest is \$280,500,611.

CS First Boston Corp., 4.75%, in the principal amount of \$265,000,000, repurchase price \$265,034,965, due 11/1/94. The value of the collateral including accrued interest is \$271,053,272.

Note 6. Capital The Fund offers Class A,

Class B and Class C shares. Class A shares are sold with a front-end sales charge of up to 5%. Class B shares are sold with a contingent deferred sales charge which declines from 5% to zero depending on the period of time the shares are held. Class C shares are sold with a contingent deferred sales charge of 1% during the first year. Class B shares will automatically convert to Class A shares on a quarterly basis approximately seven years after purchase commencing on or about February 1995.

The Fund has authorized 2 billion shares of common stock at \$.001 par value per share equally divided into three classes, designated Class A, Class B and Class C common

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stock. Of the 33,569,825 shares of common stock issued and outstanding at October 1994, PMF owned 5,000 Class A shares and 5,000 Class B shares and Prudential owned 210,522 Class A shares.

Transactions in shares of common stock for the years ended October 31, 1994 and 1993 were as follows:

<TABLE>  
<CAPTION>

Class A	Shares	Amount
<S>	<C>	<C>
Year ended October 31, 1994:		
Shares sold.....	8,481,016	\$ 142,276,687
Shares issued in reinvestment of distributions.....	68,502	1,139,181
Shares reacquired.....	(6,691,379)	(112,537,168)
Net increase in shares outstanding.....	1,858,139	\$ 30,878,700
Year ended October 31, 1993:		
Shares sold.....	3,564,128	\$ 51,357,221
Shares issued in reinvestment of distributions.....	1,727	17,942
Shares reacquired.....	(876,093)	(12,582,153)
Net increase in shares outstanding.....	2,689,762	\$ 38,793,010

<CAPTION>

Class B	Shares	Amount
<S>	<C>	<C>
Year ended October 31, 1994:		
Shares sold.....	22,664,100	\$ 375,017,028
Shares issued in reinvestment of distributions.....	271,772	4,473,361
Shares reacquired.....	(11,011,611)	(182,353,187)
Net increase in shares outstanding.....	11,924,261	\$ 197,137,202
Year ended October 31, 1993:		
Shares sold.....	15,458,343	\$ 219,037,329
Shares issued in reinvestment of distributions.....	2,818	29,163
Shares reacquired.....	(1,599,655)	(21,904,281)
Net increase in shares outstanding.....	13,861,506	\$ 197,162,211

<CAPTION>

Class C

	<C>	<C>
<S>		
August 1, 1994 through October 31, 1994*		
Shares sold.....	183,643	\$ 3,060,417
Shares reacquired.....	(140,458)	(2,353,138)
	-----	-----
Net increase in shares outstanding.....	43,185	\$ 707,279
	-----	-----

</TABLE>

\* Commencement of offering of Class C shares.

Note 7. Capital Gain Distribution

On December 1, 1994, the Board of Directors of the Fund announced a distribution of long-term capital gains of \$.1025 per share payable to Class A, B and C shares on December 15, 1994 to shareholders of record on December 8, 1994.

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PRUDENTIAL PACIFIC GROWTH FUND, INC.  
Financial Highlights

<TABLE>  
<CAPTION>

	Class C	Class A			Class B		
				July 24,			July
24,	August 1,			1992*			
1992*	1994@						
Through	Through	Year Ended October 31,		Through	Year Ended October 31,		
October 31,	October 31,	-----		October 31,	-----		
1992	1994 (D)	1994 (D)	1993 (D)	1992	1994 (D)	1993 (D)	
		-----	-----	-----	-----	-----	
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
PER SHARE OPERATING PERFORMANCE:							
Net asset value, beginning of period.....							
\$ 10.00	\$ 16.68	\$ 16.10	\$ 10.65	\$ 10.00	\$ 15.94	\$ 10.63	
		-----	-----	-----	-----	-----	
Income from investment operations							
Net investment loss.....							
(.04)	(.06)	(.08)	(.01)	(.02)	(.21)	(.10)	
Net realized and unrealized gains on investment and foreign currency transactions.....							
		1.15	5.48	.67	1.13	5.43	

.67	--					
-----						
Total from investment operations.....	1.07	5.47	.65	.92	5.33	
.63	(.06)					
-----						
Less distributions						
Distributions in excess of net investment income.....						
	(.06)	(.02)	--	(.03)	(.02)	
--	--					
Distributions from net realized gains.....						
	(.21)	--	--	(.21)	--	
--	--					
-----						
Total distributions....	(.27)	(.02)	--	(.24)	(.02)	
--	--					
-----						
Net asset value, end of period.....	\$ 16.90	\$ 16.10	\$ 10.65	\$ 16.62	\$ 15.94	
\$ 10.63	\$ 16.62					
-----						
-----						
TOTAL RETURN#.....	6.67%	51.39%	6.50%	5.79%	50.17%	
6.30%	(.36)%					
RATIOS/SUPPLEMENTAL DATA:						
Net assets, end of period (000).....						
\$ 20,050	\$ 718	\$ 98,921	\$ 64,353	\$ 13,918	\$ 459,949	\$ 250,997
Average net assets (000).....						
\$ 16,025	\$ 458	\$ 92,233	\$ 26,264	\$ 12,884	\$ 404,506	\$ 74,590
Ratios to average net assets:##						
Expenses, including distribution fees.....						
3.52%**	3.00%**	1.57%	1.63%	2.72%**	2.33%	2.37%
Expenses, excluding distribution fees.....						
2.52%**	2.00%**	1.33%	1.43%	2.52%**	1.33%	1.37%
Net investment loss.....						
(1.55)%**	(1.64)%**	(.50)%	(.04)%	(.75)%**	(1.27)%	(.83)%
Portfolio turnover...						
%0	56%	56%	44%	%0	56%	44%

</TABLE>

\* Commencement of investment operations.

\*\* Annualized.

@ Commencement of offering of Class C shares.

# Total return does not consider the effects of sales loads. Total return is calculated assuming a purchase of shares on the first day and a sale on the last day of each period reported and includes reinvestment of dividends and distributions. Total returns for periods of less than a full year are not annualized.

- ## Because of the event referred to in @ and the timing of such, the ratios for Class C shares are not necessarily comparable to that of Class A or Class B shares and are not necessarily indicative of future ratios.
- (D) Calculated based upon weighted average shares outstanding during the period.

See Notes to Financial Statements.

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#### INDEPENDENT AUDITORS' REPORT

The Shareholders and Board of Directors  
Prudential Pacific Growth Fund, Inc.

We have audited the accompanying statement of assets and liabilities of Prudential Pacific Growth Fund, Inc., including the portfolio of investments, as of October 31, 1994, the related statements of operations for the year then ended and of changes in net assets for each of the two years in the period then ended, and the financial highlights for each of the two years in the period then ended and the period July 24, 1992 (commencement of investment operations) to October 31, 1992. These financial statements and financial highlights are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements and financial highlights based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. 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 the securities owned as of October 31, 1994 by correspondence with the custodian and brokers; where replies were not received from brokers, we performed other auditing procedures. 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, such financial statements and financial highlights present fairly, in all material respects, the financial position of Prudential Pacific Growth Fund, Inc. as of October 31, 1994, the results of its operations, the changes in its net assets, and its financial highlights for the respective stated periods, in conformity with generally accepted accounting principles.

Deloitte & Touche LLP  
New York, New York  
December 16, 1994

#### FEDERAL INCOME TAX INFORMATION

We are required by the Internal Revenue Code to advise you within 60 days of the Fund's fiscal year end (October 31, 1994) as to the federal income tax status of dividends paid by the Fund during such fiscal year. Accordingly, we are advising you that in the fiscal year ended October 31, 1994, dividends were paid from ordinary income totalling \$.064 per Class A share and \$.034 per Class B share. In addition, the Fund paid a short-term capital gain distribution of \$.174 per share (Class A and Class B) which is taxable as ordinary income and a long-term capital gain distribution of \$.032 per share (Class A and Class B) which is taxable as such.

In January 1995, you will be advised on IRS Form 1099, DIV or substitute Form 1099, as to the federal tax status of the distributions received by you in calendar 1994.

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Past performance is not predictive of future performance and an investor's shares may be worth more or less than their original cost.

These graphs are furnished to you in accordance with SEC regulations. They compare a \$10,000 investment in Prudential Pacific Growth Fund (Class A, Class

B, and Class C) with a similar investment in the Morgan Stanley Capital International ``Pacific'' Index (Pacific Index) by portraying the initial account values at the commencement of operations of each class and subsequent account values at the end of each fiscal year (October 31), as measured on a quarterly basis, beginning in 1992 for Class A and Class B shares and 1994 for Class C shares. For purposes of the graphs and, unless otherwise indicated, the accompanying tables, it has been assumed that (a) the maximum sales charge was deducted from the initial \$10,000 investment in Class A shares; (b) the maximum applicable contingent deferred sales charge was deducted from the value of the investment in Class B shares and Class C shares assuming full redemption on October 31, 1994; (c) all recurring fees (including management fees) were deducted; and (d) all dividends and distributions were reinvested. Class B shares will automatically convert to Class A shares on a quarterly basis approximately five years after purchase. This conversion feature is expected to be implemented on or about February 1995 and is not reflected in the graph.

The Pacific Index is a weighted index comprised of approximately 416 companies listed in the stock markets of Japan, Hong Kong, Singapore/Malaysia, Australia, and New Zealand. The Pacific Index is an unmanaged index and includes the reinvestment of all dividends, but does not reflect the payment of transaction costs and advisory fees associated with an investment in the Fund. The securities which comprise the Pacific Index may differ substantially from the securities in the Fund's portfolio. The Pacific Index is not the only index which may be used to characterize performance of Pacific region funds and other indexes may portray different comparative performance.

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#### Directors

Stephen C. Eyre  
Delayne Dedrick Gold  
Don G. Hoff  
Harry A. Jacobs, Jr.  
Sidney R. Knafel  
Robert E. La Blanc  
Lawrence C. McQuade  
Thomas A. Owens, Jr.  
Richard A. Redeker  
Clay T. Whitehead

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Robert F. Gunia, Vice President  
Susan C. Cote, Treasurer  
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