

Edgar Filing: NORTHERN TRUST CORP - Form FWP

NORTHERN TRUST CORP  
Form FWP  
July 31, 2012

Filed Pursuant to Rule 433

Registration No. 333-175892

July 30, 2012

*Terms and Conditions 10 Year Fixed Rate Notes due 2022*

Issuer	Northern Trust Corporation
Note Type	Senior
Expected Ratings (Moody's/S&P/Fitch)	A1/A+/AA-
Principal Amount	\$500,000,000
Pricing Date	July 30, 2012
Settlement Date	August 2, 2012 (T+3)
Maturity Date	August 2, 2022
Coupon	2.375%
Re-offer Yield	2.407%
Re-offer Price	99.717%
Market Re-offer Spread	90 basis points
Pricing Benchmark	1.750% UST due May 15, 2022
Benchmark Yield	1.507%
Interest Payment Dates	Semi-annually on the 2 <sup>nd</sup> of February and August
First Coupon Date	February 2, 2013
Call Provisions	Non-callable
Day Count Basis	30/360
Proceeds to Company before Expenses	\$496,335,000
Minimum Denominations	US\$2,000 and integral multiples of US\$1,000 in excess of such amount
Joint Book-Running Managers	Merrill Lynch, Pierce, Fenner & Smith Incorporated Morgan Stanley & Co. LLC Goldman, Sachs & Co.
Co-Managers	Barclays Capital Inc. The Williams Capital Group, L.P.
CUSIP	665859AN4
ISIN	US665859AN47

*Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.*

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*that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling (i) Merrill Lynch, Pierce, Fenner & Smith Incorporated at 1-800-294-1322, or (ii) Morgan Stanley & Co. LLC at 1-866-718-1649.*

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