### Edgar Filing: DUN & BRADSTREET CORP/NW - Form FWP

## **DUN & BRADSTREET CORP/NW** Form FWP

November 28, 2012

Filed Pursuant to Rule 433 under the

Securities Act of 1933

Registration Statement No. 333-182222

**Issuer Free Writing Prospectus dated** 

November 28, 2012

#### TERM SHEET

\$450,000,000 3.250% SENIOR NOTES DUE 2017 ( 2017 NOTES )

\$300,000,000 4.375% SENIOR NOTES DUE 2022 ( 2022 NOTES )

Issuer: The Dun & Bradstreet Corporation

2017 Notes: \$450,000,000 Size:

2022 Notes: \$300,000,000

Security Type: Senior Notes

Coupon: 2017 Notes: 3.250%

2022 Notes: 4.375%

Maturity: 2017 Notes: December 1, 2017

2022 Notes: December 1, 2022

Trade Date November 28, 2012

> 2017 Notes: 99.991% 2022 Notes: 99.027%

Yield: 2017 Notes: 3.252%

2022 Notes: 4.497%

Spread: 2017 Notes: T + 262.5 bps

2022 Notes: T + 287.5 bps

Benchmark Treasury: 2017 Notes: 0.750% due October 31, 2017

2022 Notes: 1.625% due November 15, 2022

Benchmark Treasury Price and

Price to Public:

2017 Notes: 100-19; 0.627% Yield: 2022 Notes: 100-01; 1.622%

Coupon Dates: June 1 and December 1

June 1, 2013 First Coupon:

Settlement: December 3, 2012 (T+3), interest will accrue from

the settlement date

Make Whole Call: 2017 Notes: Callable at any time at the greater of par

and the make whole redemption price (Treasury plus

40 basis points)

2022 Notes: Callable at any time prior to September 1,

2022 at the greater of par and the make whole

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redemption price (Treasury plus 45 basis points); on

or after September 1, 2022, callable at any time at par

Anticipated Ratings: 2017 Notes: BBB+ (S&P) / BBB+ (Fitch)

2022 Notes: BBB+ (S&P) / BBB+ (Fitch)

CUSIP / ISIN: 2017 Notes: 26483E AF7 / US26483EAF79

2022 Notes: 26483E AG5 / US26483EAG52

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Joint Bookrunning Managers: Barclays Capital Inc.

J.P. Morgan Securities LLC HSBC Securities (USA) Inc.

Merrill Lynch, Pierce, Fenner & Smith Incorporated

Co-Managers: Mitsubishi UFJ Securities (USA), Inc.

RBS Securities Inc. Citigroup Global Markets Inc.

Wells Fargo Securities, LLC

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

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in 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. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by contacting Barclays Capital Inc. toll-free at (888) 603-5847; or J.P. Morgan Securities LLC collect at 212-834-4533.