

Edgar Filing: Duke Energy CORP - Form FWP

Duke Energy CORP  
Form FWP  
January 09, 2013

*Filed pursuant to Rule 433*

*January 9, 2013*

*Relating to*

*Preliminary Prospectus Supplement dated January 9, 2013 to*

*Prospectus dated September 29, 2010*

*Registration Statement No. 333-169633*

**Duke Energy Corporation**  
**\$500,000,000 5.125% Junior Subordinated Debentures due 2073**

Pricing Term Sheet

Issuer:	Duke Energy Corporation
Registration Format:	SEC Registered
Listing:	Intend to apply to list on the New York Stock Exchange, Inc. under the symbol <b>DUKH</b> ; if approved for listing, trading is expected to begin within 30 days of issuance.
Trade Date:	January 9, 2013
Settlement Date:	January 14, 2013 (T+3)
Interest Payment Dates:	Quarterly on January 15, April 15, July 15 and October 15 of each year, commencing April 15, 2013
Security Description:	5.125% Junior Subordinated Debentures due 2073
Principal Amount:	\$500,000,000
Maturity:	January 15, 2073
Coupon Rate:	5.125%
Denominations:	\$25.00 and integral multiples thereof
Initial Price to Public:	\$25.00 per Debenture
Purchase Prices:	\$24.2125 per Debenture (for sales to non-institutions)

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\$24.50 per Debenture (for sales to institutions)

Over-allotment Option:

None

Optional Deferral:

Up to 40 consecutive quarterly periods per deferral; deferred interest will accrue and compound quarterly at an annual rate of 5.125%, as permitted by law.

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Make-Whole Call/Optional Redemption Provisions:	Redeemable at any time before January 15, 2018, at 100% of the principal amount plus accrued and unpaid interest plus a make-whole premium at a discount rate equal to the Treasury Rate plus 30 basis points; redeemable at any time on or after January 15, 2018, at 100% of the principal amount plus accrued and unpaid interest.
Call for Tax Event:	Prior to January 15, 2018, at any time at 100% of the principal amount plus accrued and unpaid interest.
Call for Rating Agency Event:	Prior to January 15, 2018, at any time at 102% of the principal amount plus accrued and unpaid interest.
Expected Credit Ratings: (Moody s/S&P/Fitch)	Baa3/BBB-/BBB-
	A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.
CUSIP / ISIN:	26441C 303 / US26441C3034
Joint Book-Running Managers:	Citigroup Global Markets Inc.  Merrill Lynch, Pierce, Fenner & Smith Incorporated  Morgan Stanley & Co. LLC  UBS Securities LLC  Wells Fargo Securities, LLC
Co-Managers:	J.P. Morgan Securities LLC RBC Capital Markets, LLC

The terms Rating Agency Event, Tax Event and Treasury Rate have the same meanings ascribed to those terms in the Issuer's Preliminary Prospectus Supplement dated January 9, 2013.

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](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 Citigroup Global Markets Inc. at (800) 831-9146, Merrill Lynch, Pierce, Fenner & Smith Incorporated at (800) 294-1322, Morgan Stanley & Co. LLC at (800) 584-6837, UBS Securities LLC at (877) 827-6444, ext. 561-3884 or Wells Fargo Securities, LLC at (800) 326-5897.