

CNA FINANCIAL CORP  
Form FWP  
February 19, 2016

Filed Pursuant to Rule 433

Registration Statement No. 333-187773

Dated February 19, 2016

**CNA Financial Corporation**

**\$400,000,000**

**4.500% Notes Due 2026**

<b>Issuer:</b>	CNA Financial Corporation
<b>Expected Ratings (Moody's / S&amp;P / Fitch / A.M. Best)*:</b>	Baa2 (Stable) / BBB (Stable) / BBB (Stable) / bbb (Stable)
<b>Format:</b>	SEC Registered
<b>Securities:</b>	4.500% Notes due 2026
<b>Security Type:</b>	Senior Unsecured Fixed Rate Notes
<b>Trade Date:</b>	February 19, 2016
<b>Settlement Date:</b>	February 24, 2016 (T + 3)
<b>Maturity Date:</b>	March 1, 2026
<b>Interest Payment Dates:</b>	Semi-annually on March 1 and September 1, commencing on September 1, 2016
<b>Principal Amount:</b>	\$400,000,000
<b>Treasury Benchmark:</b>	UST 1.625% due February 15, 2026
<b>Treasury Benchmark Yield:</b>	1.753%
<b>Spread to Treasury Benchmark:</b>	T + 275 basis points
<b>Yield to Maturity:</b>	4.503%
<b>Coupon:</b>	4.500%
<b>Price to Public:</b>	99.975% of principal amount
<b>Optional Redemption:</b>	At any time prior to December 1, 2025 at a discount rate of US Treasury + 45 basis points or on or after December 1, 2025 at par
<b>CUSIP / ISIN:</b>	126117 AT7 / US126117AT75
<b>Joint Book-Running Managers:</b>	Citigroup Global Markets Inc. J.P. Morgan Securities LLC U.S. Bancorp Investments, Inc. Barclays Capital Inc. Merrill Lynch, Pierce, Fenner & Smith Incorporated Wells Fargo Securities, LLC The Williams Capital Group, L.P.
<b>Co-Manager:</b>	

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\* 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.

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 Joint Book-Running Managers in the offering will arrange to send you the prospectus if you request it by

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calling Citigroup Global Markets Inc. at 1-800-831-9146, J.P. Morgan Securities LLC collect at 212-834-4533, or U.S. Bancorp Investments, Inc. at 1-877-558-2607.

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