

MASTERCARD INC
Form FWP
March 26, 2014

Filed pursuant to Rule 433
Registration No. 333-183021
Issuer Free Writing Prospectus dated March 26, 2014
Relating to Preliminary Prospectus Supplement dated March 26, 2014

MasterCard Incorporated

\$1,500,000,000

\$500,000,000 2.000% Notes due 2019

\$1,000,000,000 3.375% Notes due 2024

Pricing Term Sheet

March 26, 2014

Issuer:	MasterCard Incorporated	
Security:	2.000% Notes due 2019	3.375% Notes due 2024
Size:	\$500,000,000	\$1,000,000,000
Maturity Date:	April 1, 2019	April 1, 2024
Coupon:	2.000%	3.375%
Interest Payment Dates:	Semi-annually on April 1 and October 1 of each year, commencing October 1, 2014	Semi-annually on April 1 and October 1 of each year, commencing October 1, 2014
Price to Public:	99.617%	99.571%
Benchmark Treasury:	1.500% due February 28, 2019	2.750% due February 15, 2024
Benchmark Treasury Price and Yield:	99-04 $\frac{3}{4}$; 1.681%	100-12; 2.706%
Spread to Benchmark Treasury:	+ 40 basis points	+ 72 basis points
Reoffer Yield:	2.081%	3.426%
Optional Redemption:	+10 bp	+15 bp
CUSIP / ISIN:	57636QAA2 / US57636QAA2	57636QAB0 / US57636QAB05
Denominations:	\$2,000 and integral multiples of \$1,000 in excess thereof	
Trade Date:	March 26, 2014	
Expected Settlement Date:	March 31, 2014 (T+3)	
Expected Ratings*:	A2 / A (stable / stable)	
Joint Book-Runners:	Citigroup Global Markets Inc.	

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Goldman, Sachs & Co.

Merrill Lynch, Pierce, Fenner & Smith

Incorporated

U.S. Bancorp Investments, Inc.

Barclays Capital Inc.

Deutsche Bank Securities Inc.

Lloyds Securities Inc.

RBS Securities Inc.

Senior Co-Managers:

BMO Capital Markets Corp.

Mitsubishi UFJ Securities (USA), Inc.

Morgan Stanley & Co. LLC

PNC Capital Markets LLC

Wells Fargo Securities, LLC

Co-Managers:

Apto Partners, LLC

CastleOak Securities, L.P.

C.L. King & Associates, Inc.

Drexel Hamilton, LLC

Guzman & Company

Kota Global Securities Inc.

Lebenthal & Co., LLC

Mischler Financial Group, Inc.

Muriel Siebert & Co., Inc.

The Williams Capital Group, L.P.

***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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