

AMERIPRISE FINANCIAL INC
Form FWP
August 08, 2016

ISSUER FREE WRITING PROSPECTUS
(RELATING TO THE PRELIMINARY PROSPECTUS
SUPPLEMENT DATED AUGUST 8, 2016 AND
THE PROSPECTUS DATED APRIL 24, 2015)
FILED PURSUANT TO RULE 433
REGISTRATION NO. 333-203606
AUGUST 8, 2016

AMERIPRISE FINANCIAL, INC.
\$500,000,000
2.875% SENIOR NOTES DUE 2026

FINAL TERM SHEET DATED AUGUST 8, 2016

| | |
|------------------------|------------------------------|
| Issuer: | Ameriprise Financial, Inc. |
| Security: | 2.875% Senior Notes due 2026 |
| Trade Date: | August 8, 2016 |
| Settlement Date (T+3): | August 11, 2016 |
| Maturity Date: | September 15, 2026 |
| Coupon: | 2.875% |
| Currency: | USD |
| Size: | \$500,000,000 |
| Security Type: | SEC Registered Senior Notes |

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| | |
|------------------------------------|---|
| Day Count Convention: | 30/360 |
| Benchmark Treasury: | UST 1.625% due May 15, 2026 |
| Spread to Benchmark Treasury: | +130 basis points |
| Benchmark Treasury Spot and Yield: | 100-11; 1.587% |
| Price to Public: | 99.893% of principal amount |
| Yield to Maturity: | 2.887% |
| Optional Redemption: | Prior to June 15, 2026, in full or in part on one or more occasions, make-whole call at a discount rate of Treasury plus 20 basis points or, if greater, 100% of the principal amount of notes to be redeemed, in each case plus accrued and unpaid interest to the date of redemption. |

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On or after June 15, 2026, in full or in part on one or more occasions, par call at 100% of the principal amount of notes to be redeemed, in each case plus accrued and unpaid interest to the date of redemption.

Proceeds (after underwriting discount and before expenses) to Issuer: \$496,215,000 (99.243% of principal amount)

Interest Payment Dates: Interest will accrue from August 11, 2016 and will be payable semi-annually in arrears on March 15 and September 15 of each year, commencing March 15, 2017.

Denomination: \$2,000 and integral multiples of \$1,000 in excess thereof

CUSIP/ISIN: 03076C AH9 / US03076CAH97

Expected Ratings* A3 (Moody s) / A (S&P) (Stable / Stable)

(Outlook):

Joint Book-Running Managers: Citigroup Global Markets Inc.

J.P. Morgan Securities LLC

Wells Fargo Securities, LLC

Co-Managers: Credit Suisse Securities (USA) LLC

Goldman, Sachs & Co.

Merrill Lynch, Pierce, Fenner & Smith

Incorporated

U.S. Bancorp Investments, Inc.

*Note: An explanation of the significance of ratings may be obtained from the rating agencies. Generally, rating agencies base their ratings on such material and information, and such of their own investigations, studies and assumptions, as they deem appropriate. The ratings of the notes should be evaluated independently from similar ratings of other securities. A credit rating of a security is not a recommendation to buy, sell or hold securities and may be subject to review, revision, suspension, reduction or withdrawal at any time by the assigning rating agency.

The issuer has filed a registration statement (including a prospectus and related preliminary prospectus supplement) with the U.S. Securities and Exchange Commission (SEC) for this offering. Before you invest, you should read the preliminary prospectus supplement and prospectus for this offering 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 EDGAR at the SEC web site at www.sec.gov. Alternatively, you may obtain a copy of the prospectus and related preliminary prospectus supplement by calling Citigroup Global Markets Inc. toll-free at 1-800-831-9146, J.P. Morgan Securities LLC collect at 1-212-834-4533 or Wells Fargo Securities, LLC toll-free at 1-800-645-3751.

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