

Edgar Filing: APPLE INC - Form FWP

APPLE INC  
Form FWP  
May 01, 2013

*Filed Pursuant to Rule 433*

*Registration No.333-188191*

*Issuer Free Writing Prospectus dated April 30, 2013*

*Relating to Preliminary Prospectus Supplement dated April 30, 2013*

APPLE INC.

FINAL PRICING TERM SHEET

0.45% Notes due 2016 ( 2016 Fixed Rate Notes )

|                               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
|-------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Issuer:                       | Apple Inc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| Principal Amount:             | \$1,500,000,000                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| Maturity:                     | May 3, 2016                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Coupon:                       | 0.45%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Price to Public:              | 99.819%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| Interest Payment Dates:       | May 3 and November 3, commencing November 3, 2013                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Day Count Convention:         | 30/360                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Benchmark Treasury:           | 0.25% due April 15, 2016                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| Benchmark Treasury Yield:     | 0.311%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Spread to Benchmark Treasury: | + 20 basis points                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Yield:                        | 0.511%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Redemption:                   | The 2016 Fixed Rate Notes will be redeemable, in whole or in part at any time, at Apple Inc.'s option, at a redemption price calculated by Apple Inc. equal to the greater of (i) 100% of the principal amount of the 2016 Fixed Rate Notes being redeemed or (ii) the sum of the present values of the remaining scheduled payments of principal and interest on the notes to be redeemed (exclusive of interest accrued to the date of redemption) discounted to the date of redemption on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) at a rate equal to the sum of the applicable Treasury Rate (as defined in the 2016 Fixed Rate Notes) plus 5 basis points, plus, in each case, accrued and unpaid interest thereon to the date of redemption. |
| Trade Date:                   | April 30, 2013                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Settlement Date:              | May 3, 2013 (T+3)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Denominations:                | \$2,000 and any integral multiple of \$1,000 in excess thereof                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Ratings: *                    | Aa1 (stable) by Moody's Investors Service, Inc.<br>AA+ (stable) by Standard & Poor's Ratings Services                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| CUSIP/ISIN:                   | 037833 AH3 / US037833AH30                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| Underwriters:                 | Goldman, Sachs & Co.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Joint Book-Running Managers:  | Deutsche Bank Securities Inc.<br>Citigroup Global Markets Inc.<br>J.P. Morgan Securities LLC<br>Merrill Lynch, Pierce, Fenner & Smith                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Co-Managers:                  | Incorporated<br>Barclays Capital Inc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |



Floating Rate Notes due 2016

|                              |                                                                                                                    |
|------------------------------|--------------------------------------------------------------------------------------------------------------------|
| Issuer:                      | Apple Inc.                                                                                                         |
| Principal Amount:            | \$1,000,000,000                                                                                                    |
| Maturity:                    | May 3, 2016                                                                                                        |
| Spread to LIBOR:             | + 5 basis points                                                                                                   |
| Designated LIBOR Page:       | Reuters Page LIBOR 01                                                                                              |
| Index Maturity:              | 3 Months                                                                                                           |
| Interest Reset Period:       | Quarterly                                                                                                          |
| Initial Interest Rate:       | Three month LIBOR plus 5 bps, determined on the second London business day preceding to the scheduled closing date |
| Price to Public:             | 100.00%                                                                                                            |
| Interest Payment Dates:      | February 3, May 3, August 3, November 3, commencing August 3, 2013                                                 |
| Day Count Convention:        | The actual number of days in an interest period and a 360-day year                                                 |
| Trade Date:                  | April 30, 2013                                                                                                     |
| Settlement Date:             | May 3, 2013 (T+3)                                                                                                  |
| Denominations:               | \$2,000 and any integral multiple of \$1,000 in excess thereof                                                     |
| Ratings: *                   | Aa1 (stable) by Moody's Investors Service, Inc.<br>AA+ (stable) by Standard & Poor's Ratings Services              |
| CUSIP/ISIN:                  | 037833 AF7 / US037833AF73                                                                                          |
| Underwriters:                | Goldman, Sachs & Co.                                                                                               |
| Joint Book-Running Managers: | Deutsche Bank Securities Inc.                                                                                      |
|                              | Citigroup Global Markets Inc.                                                                                      |
|                              | J.P. Morgan Securities LLC                                                                                         |
|                              | Merrill Lynch, Pierce, Fenner & Smith                                                                              |
|                              | Incorporated                                                                                                       |
|                              | Barclays Capital Inc.                                                                                              |
|                              | Standard Chartered Bank                                                                                            |

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## 1.00% Notes due 2018 ( 2018 Fixed Rate Notes )

|                               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|-------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Issuer:                       | Apple Inc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| Principal Amount:             | \$4,000,000,000                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Maturity:                     | May 3, 2018                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| Coupon:                       | 1.00%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Price to Public:              | 99.631%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Interest Payment Dates:       | May 3 and November 3, commencing November 3, 2013                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Day Count Convention:         | 30/360                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Benchmark Treasury:           | 0.625% due April 30, 2018                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| Benchmark Treasury Yield:     | 0.676%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Spread to Benchmark Treasury: | + 40 basis points                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Yield:                        | 1.076%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Redemption:                   | The 2018 Fixed Rate Notes will be redeemable, in whole or in part at any time, at Apple Inc.'s option, at a redemption price calculated by Apple Inc. equal to the greater of (i) 100% of the principal amount of the 2018 Fixed Rate Notes being redeemed or (ii) the sum of the present values of the remaining scheduled payments of principal and interest on the notes to be redeemed (exclusive of interest accrued to the date of redemption) discounted to the date of redemption on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) at a rate equal to the sum of the applicable Treasury Rate (as defined in the 2018 Fixed Rate Notes) plus 10 basis points, plus, in each case, accrued and unpaid interest thereon to the date of redemption. |
| Trade Date:                   | April 30, 2013                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| Settlement Date:              | May 3, 2013 (T+3)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Denominations:                | \$2,000 and any integral multiple of \$1,000 in excess thereof                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| Ratings: *                    | Aa1 (stable) by Moody's Investors Service, Inc.<br>AA+ (stable) by Standard & Poor's Ratings Services                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| CUSIP/ISIN:                   | 037833 AJ9 / US037833AJ95                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| Underwriters:                 | Goldman, Sachs & Co.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| Joint Book-Running Managers:  | Deutsche Bank Securities Inc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|                               | Citigroup Global Markets Inc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|                               | J.P. Morgan Securities LLC                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
|                               | Merrill Lynch, Pierce, Fenner & Smith                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Co-Managers:                  | Incorporated<br>Barclays Capital Inc.<br>Standard Chartered Bank                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |

Floating Rate Notes due 2018

|                              |                                                                                                                     |
|------------------------------|---------------------------------------------------------------------------------------------------------------------|
| Issuer:                      | Apple Inc.                                                                                                          |
| Principal Amount:            | \$2,000,000,000                                                                                                     |
| Maturity:                    | May 3, 2018                                                                                                         |
| Spread to LIBOR:             | + 25 basis points                                                                                                   |
| Designated LIBOR Page:       | Reuters Page LIBOR 01                                                                                               |
| Index Maturity:              | 3 Months                                                                                                            |
| Interest Reset Period:       | Quarterly                                                                                                           |
| Initial Interest Rate:       | Three month LIBOR plus 25 bps, determined on the second London business day preceding to the scheduled closing date |
| Price to Public:             | 100.00%                                                                                                             |
| Interest Payment Dates:      | February 3, May 3, August 3, November 3, commencing August 3, 2013                                                  |
| Day Count Convention:        | The actual number of days in an interest period and a 360-day year                                                  |
| Trade Date:                  | April 30, 2013                                                                                                      |
| Settlement Date:             | May 3, 2013 (T+3)                                                                                                   |
| Denominations:               | \$2,000 and any integral multiple of \$1,000 in excess thereof                                                      |
| Ratings: *                   | Aa1 (stable) by Moody's Investors Service, Inc.<br>AA+ (stable) by Standard & Poor's Ratings Services               |
| CUSIP/ISIN:                  | 037833 AG5 / US037833AG56                                                                                           |
| Underwriters:                | Goldman, Sachs & Co.                                                                                                |
| Joint Book-Running Managers: | Deutsche Bank Securities Inc.                                                                                       |
|                              | Citigroup Global Markets Inc.                                                                                       |
|                              | J.P. Morgan Securities LLC                                                                                          |
|                              | Merrill Lynch, Pierce, Fenner & Smith                                                                               |
| Co-Managers:                 | Incorporated<br>Barclays Capital Inc.<br>Standard Chartered Bank                                                    |

2.40% Notes due 2023 ( 2023 Notes )

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| Issuer:                       | Apple Inc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| Principal Amount:             | \$5,500,000,000                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| Maturity:                     | May 3, 2023                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Coupon:                       | 2.40%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Price to Public:              | 99.867%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| Interest Payment Dates:       | May 3 and November 3, commencing November 3, 2013                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Day Count Convention:         | 30/360                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Benchmark Treasury:           | 2.00% due February 15, 2023                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Benchmark Treasury Yield:     | 1.665%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Spread to Benchmark Treasury: | + 75 basis points                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Yield:                        | 2.415%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Redemption:                   | The 2023 Notes will be redeemable, in whole or in part at any time, at Apple Inc.'s option, at a redemption price calculated by Apple Inc. equal to the greater of (i) 100% of the principal amount of the 2023 Notes being redeemed or (ii) the sum of the present values of the remaining scheduled payments of principal and interest on the notes to be redeemed (exclusive of interest accrued to the date of redemption) discounted to the date of redemption on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) at a rate equal to the sum of the applicable Treasury Rate (as defined in the 2023 Notes) plus 15 basis points, plus, in each case, accrued and unpaid interest thereon to the date of redemption. |
| Trade Date:                   | April 30, 2013                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Settlement Date:              | May 3, 2013 (T+3)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Denominations:                | \$2,000 and any integral multiple of \$1,000 in excess thereof                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Ratings: *                    | Aa1 (stable) by Moody's Investors Service, Inc.<br>AA+ (stable) by Standard & Poor's Ratings Services                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| CUSIP/ISIN:                   | 037833 AK6 / US037833AK68                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| Underwriters:                 | Goldman, Sachs & Co.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Joint Book-Running Managers:  | Deutsche Bank Securities Inc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|                               | Citigroup Global Markets Inc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|                               | J.P. Morgan Securities LLC                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|                               | Merrill Lynch, Pierce, Fenner & Smith                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Co-Managers:                  | Incorporated<br>Barclays Capital Inc.<br>Standard Chartered Bank                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |

3.85% Notes due 2043 ( 2043 Notes )

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|-------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Issuer:                       | Apple Inc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| Principal Amount:             | \$3,000,000,000                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| Maturity:                     | May 4, 2043                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Coupon:                       | 3.85%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Price to Public:              | 99.418%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| Interest Payment Dates:       | May 4 and November 4, commencing November 4, 2013                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Day Count Convention:         | 30/360                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Benchmark Treasury:           | 2.75% due November 15, 2042                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Benchmark Treasury Yield:     | 2.883%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Spread to Benchmark Treasury: | + 100 basis points                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| Yield:                        | 3.883%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Redemption:                   | The 2043 Notes will be redeemable, in whole or in part at any time, at Apple Inc.'s option, at a redemption price calculated by Apple Inc. equal to the greater of (i) 100% of the principal amount of the 2043 Notes being redeemed or (ii) the sum of the present values of the remaining scheduled payments of principal and interest on the notes to be redeemed (exclusive of interest accrued to the date of redemption) discounted to the date of redemption on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) at a rate equal to the sum of the applicable Treasury Rate (as defined in the 2043 Notes) plus 15 basis points, plus, in each case, accrued and unpaid interest thereon to the date of redemption. |
| Trade Date:                   | April 30, 2013                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Settlement Date:              | May 3, 2013 (T+3)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Denominations:                | \$2,000 and any integral multiple of \$1,000 in excess thereof                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Ratings: *                    | Aa1 (stable) by Moody's Investors Service, Inc.<br>AA+ (stable) by Standard & Poor's Ratings Services                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| CUSIP/ISIN:                   | 037833 AL4 / US037833AL42                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| Underwriters:                 | Goldman, Sachs & Co.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Joint Book-Running Managers:  | Deutsche Bank Securities Inc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|                               | Citigroup Global Markets Inc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|                               | J.P. Morgan Securities LLC                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|                               | Merrill Lynch, Pierce, Fenner & Smith                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Co-Managers:                  | Incorporated<br>Barclays Capital Inc.<br>Standard Chartered Bank                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |

\* 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) and a prospectus supplement with the Securities and Exchange Commission ( SEC ) for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement, the prospectus supplement 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 and prospectus supplement if you request it by calling Goldman, Sachs & Co. toll free at 1-866-471-2526, Deutsche Bank Securities Inc. toll free at 1-800-503-4611, or by contacting Apple Inc.'s Investor Relations at <http://investor.apple.com/contactUs.cfm>.

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