

MOLSON COORS BREWING CO
Form FWP
June 29, 2016

Filed Pursuant to Rule 433

Registration Statement No. 333-209123

Molson Coors Brewing Company

Pricing Term Sheet

800,000,000 1.250% Senior Notes due 2024

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|---------------------------------|---|
| Issuer: | Molson Coors Brewing Company (the Issuer) |
| Trade Date: | June 29, 2016 |
| Settlement Date: | T+6, July 7, 2016 |
| Expected Ratings*: | Baa3 (Moody s) / BBB- (S&P) |
| Security: | 1.250% Senior Notes due 2024 |
| Principal Amount: | 800,000,000 |
| Maturity Date: | July 15, 2024 |
| Coupon: | 1.250% |
| Benchmark Bund: | 1.750% due February 15, 2024 |
| Benchmark Bund Price and Yield: | 116.48 ; -0.376% |
| Spread to Benchmark Bund: | +165.9 bps |
| Spread to Mid-Swap: | +110 bps |
| Mid-Swap Yield: | 0.183% |
| Re-Offer Yield: | 1.283% |
| Public Offering Price: | 99.750% |
| Interest Payment Dates: | July 15 of each year, commencing on July 15, 2017 |
| Day Count Convention: | ACTUAL/ACTUAL (ICMA) |
| Redemption Provisions: | |
| Make-Whole Call: | Prior to April 15, 2024, at any time and from time to time in whole or in part, at a discount rate equal to the applicable Bund Rate (or, if greater than such Bund Rate, zero) plus 25 bps |
| Par Call: | At any time on or after April 15, 2024 |

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Special Mandatory Redemption: The notes will be redeemed in whole at a special mandatory redemption price equal to 101% of the aggregate principal amount of notes, plus accrued and unpaid interest on the principal amount of the notes to, but excluding the Special Mandatory Redemption Date, if (i) the closing of the Acquisition has not occurred on or prior to November 11, 2016 (or if, pursuant to Purchase Agreement, the Termination Date is automatically extended, the date (not later than 18 months after November 11, 2015) to which the Termination Date is so extended), or (ii) if, prior to such date, the Issuer notifies the Trustee in writing that it will not pursue the Acquisition.

Common Code / ISIN / CUSIP: 144097653 / XS1440976535 / 60871R AJ9

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Listing: The Issuer intends to apply to list the notes on the New York Stock Exchange

Denominations: 100,000 x 1,000

Joint Book-Running Managers: Merrill Lynch International
Citigroup Global Markets Limited
UBS Limited
Bank of Montreal, London Branch
Mitsubishi UFJ Securities International plc
RBC Europe Limited
Wells Fargo Securities International Limited

Co-Managers: Lloyds Bank plc
The Williams Capital Group, L.P.

Capitalized terms used but not defined herein shall have the meanings ascribed thereto in the Issuer's preliminary prospectus supplement, dated June 29, 2016, to the Issuer's base prospectus, dated January 26, 2016 (collectively, the prospectus).

It is expected that delivery of the notes will be made against payment therefor on or about July 7, 2016, which is the sixth business day following the date hereof (such settlement cycle being referred to as T+6). Under Rule 15c6-1 under the Exchange Act, trades in the secondary market generally are required to settle in three business days unless the parties to any such trade expressly agree otherwise. Accordingly, purchasers who wish to trade the notes on the date of pricing or the next two succeeding business days will be required, by virtue of the fact that the notes initially will settle in T+6, to specify an alternative settlement cycle at the time of any such trade to prevent failed settlement. Purchasers of the notes who wish to trade the notes on the date of pricing or the next two succeeding business days should consult their own advisors.

***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. 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 Merrill Lynch International toll-free at 1-800-294-1322, Citigroup Global Markets Limited toll-free at 1-800-831-9146 or UBS Limited at (+44) 20 7567 2477.

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