

TELEFLEX INC  
Form FWP  
November 16, 2017

Filed Pursuant to Rule 433

Registration Statement No. 333-211276

Issuer Free Writing Prospectus dated November 16, 2017

Relating to Preliminary Prospectus Supplement dated November 16, 2017

**PRICING TERM SHEET**

November 16, 2017

**Teleflex Incorporated**

**\$500,000,000**

**4.625% Senior Notes due 2027**

*Pricing Term Sheet dated November 16, 2017 to the Preliminary Prospectus dated November 16, 2017 of Teleflex Incorporated. The information in this Pricing Term Sheet supplements the Preliminary Prospectus, supersedes the information in the Preliminary Prospectus to the extent it is inconsistent with the information in the Preliminary Prospectus and is otherwise qualified in its entirety by reference to the Preliminary Prospectus. Capitalized terms used in this Pricing Term Sheet but not defined have the meanings given them in the Preliminary Prospectus.*

<b>Issuer:</b>	Teleflex Incorporated
<b>Securities Offered:</b>	4.625% Senior Notes due 2027 (the <b>Notes</b> )
<b>Aggregate Principal Amount:</b>	\$500,000,000
<b>Public Offering Price:</b>	100.000%
<b>Gross Proceeds:</b>	\$500,000,000
<b>Net Proceeds to Issuer (before expenses):</b>	\$493,700,000, after deducting the Underwriters' discount
<b>Maturity Date:</b>	November 15, 2027
<b>Coupon:</b>	4.625%
<b>Yield to Maturity:</b>	4.625%
<b>Spread to Treasury:</b>	227 bps
<b>Benchmark Treasury:</b>	UST 2.250% due November 15, 2027
<b>Interest Payment Dates:</b>	May 15 and November 15, commencing on May 15, 2018
<b>Interest Payment Record Dates:</b>	May 1 and November 1

<b>Equity Clawback:</b>	Prior to November 15, 2020, up to 40% may be redeemed at 104.625% plus accrued and unpaid interest
<b>Optional Redemption:</b>	On or after the dates set forth below at the prices set forth below plus accrued and unpaid interest:  November 15, 2022: 102.313%  November 15, 2023: 101.542%  November 15, 2024: 100.771%  November 15, 2025 and thereafter: 100.000%
<b>Make-whole Call:</b>	Prior to November 15, 2022, at a make-whole premium based on Treasury Rate plus 50 basis points
<b>Change of Control Triggering Event:</b>	Putable at 101% plus accrued and unpaid interest
<b>Joint Book-Running Managers:</b>	J.P. Morgan Securities LLC  Merrill Lynch, Pierce, Fenner & Smith  Incorporated
<b>Co-Managers</b>	PNC Capital Markets LLC  Citizens Capital Markets, Inc.  DNB Markets, Inc.  HSBC Securities (USA) Inc.  MUFG Securities Americas Inc.  SMBC Nikko Securities America, Inc.  Wells Fargo Securities, LLC  Capital One Securities, Inc.  Citigroup Global Markets Inc.  Fifth Third Securities, Inc.  U.S. Bancorp Investments, Inc.  Guggenheim Securities, LLC
<b>Trade Date:</b>	November 16, 2017
<b>Settlement Date:</b>	November 20, 2017 (T+2)

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**CUSIP / ISIN:** 879369 AF3 / US879369AF39  
**Ratings:\*** Ba3 / BB (Moody s / S&P)  
**Denominations:** \$2,000 and integral multiples of \$1,000 in excess of \$2,000

\* A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision, suspension or withdrawal at any time.

**This material is strictly confidential and has been prepared by the Issuer solely for use in connection with the proposed offering of the securities described in the Preliminary Prospectus. This material is personal to each offeree and does not constitute an offer to any other person or the public generally to subscribe for or otherwise acquire the securities. Please refer to the Preliminary Prospectus for a complete description.**

**The Issuer has filed a Registration Statement (including a Preliminary Prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the Preliminary Prospectus in that Registration Statement and other documents the Issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the Issuer, any Underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling J.P. Morgan toll-free at (866) 846-2874, or from Merrill Lynch, Pierce, Fenner & Smith Incorporated at 200 North College Street, 3rd Floor, Charlotte, NC 28255-0001 Attn: Prospectus Department or by e-mail at [dg.prospectus\\_requests@baml.com](mailto:dg.prospectus_requests@baml.com), or from PNC Capital Markets LLC at 225 Fifth Avenue, Three PNC Plaza, 10<sup>th</sup> Floor, Pittsburgh, PA 15222 or by calling (855) 881-0687.**

**This communication is not an offer to sell the securities and it is not a solicitation of an offer to buy the securities in any jurisdiction to any person to whom it is unlawful to make such offer or solicitation in such jurisdiction.**