

Discover Financial Services
 Form 424B2
 March 12, 2018

CALCULATION OF REGISTRATION FEE

| Title of Each Class of Securities Offered | Maximum Aggregate Offering Price | Amount of Registration Fee ⁽¹⁾ |
|---|-------------------------------------|--|
| 4.000 % Discover Financial Services InterNotes Due March 15, 2026 | \$1,482,000 | 184.51 |

(1) Calculated in accordance with Rule 457(r) under the Securities Act of 1933, as amended.
 Pricing Supplement dated March 12, 2018

Filed under Rule 424(b)(2), Registration Statement No. 333-205280

Pricing Supplement No. 64 - Dated Monday, March 12, 2018 (to: Prospectus dated June 26, 2015 and Prospectus Supplement Dated July 31, 2017)

| Selling Price | Gross Concession ⁽¹⁾ | Net Proceeds | Coupon Type | Coupon Rate | Coupon Frequency | Day Count Basis | Maturity Date | 1st Coupon Date | 1st Coupon Amount | Survivor Option |
|---------------|---------------------------------|----------------|-------------|-------------|------------------|-----------------|---------------|-----------------|-------------------|-----------------|
| 100.00 % | 1.550 % | \$1,459,029.00 | Fixed | 4.000 % | Semi-Annual | 30/360 | 03/15/2026 | 9/15/2018 | \$20.00 | Yes |

on of up to 1.0500 % that will be paid to certain securities dealers (the Selected Dealers).

on. Except for Notes sold to level-fee accounts, Notes offered to the public will be offered at the selling price set forth in this Pricing Supplement. Notes sold to level-fee accounts will be sold at the selling price. Notes purchased by Selected Dealers for their own account may be purchased at a discount to the selling price as set forth in Note (1) above. Notes purchased by Selected Dealers on behalf of level-fee accounts may be sold to such accounts at the selling price less a commission. Selected Dealers will not retain any portion of the selling price as compensation.

Callable in whole or in part, at any time on or after 3/15/2019.

Discover Financial Services may, at its option, at any time on or after 03/15/2019, redeem these Discover Financial Services InterNotes in whole or in part. Notice of redemption will be delivered to the holders of these Discover Financial Services InterNotes. These Discover Financial Services InterNotes will be redeemed at the face amount of the notes to be redeemed, plus accrued and unpaid interest. If fewer than all of these Discover Financial Services InterNotes are to be redeemed, the redemption will be made on a pro rata basis, by lot or by such other method in accordance with the DTC's procedures. These Discover Financial Services InterNotes are redeemable in integral multiples of \$1,000 in excess thereof. If these Discover Financial Services InterNotes are to be redeemed in part only, the notice of redemption will be delivered to the holders of the Discover Financial Services InterNotes. In the event of a Discover Financial Services default in payment of the redemption price, on and after the redemption date, interest will cease to accrue on the Discover Financial Services InterNotes.

ons of these Discover Financial Services InterNotes called for redemption.

| | |
|---|---|
| Trade Date: Monday, March 12, 2018 @ 12:00 PM ET | Discover Financial Services |
| Settlement Date: Thursday, March 15, 2018 | Discover Financial Services InterNotes |
| Minimum Denomination/Increments: \$1,000.00/\$1,000.00 | Pricing Supplement No. 64 - Dated Monday, March 12, 2018 |
| Initial trades settle flat and clear SDFS: DTC Book Entry only | (to: Prospectus dated June 26, 2015 and Prospectus Supplement Dated July 31, 2017) |
| Lead Manager: Incapital LLC | |

Agents: BofA Merrill Lynch, Morgan
Stanley, RBC Capital Markets, Wells
Fargo Advisors, Citigroup

Legal Matters

In the opinion of Sidley Austin LLP, as
counsel to Discover Financial Services
(the Company), when the notes offered by
this pricing supplement have been
executed and issued by the Company and
authenticated by the trustee pursuant to the
indenture, and delivered against payment
as contemplated herein, such notes will be
valid and binding obligations of the
Company, enforceable in accordance with
their terms, subject to applicable
bankruptcy, insolvency and similar laws
affecting creditors' rights generally,
concepts of reasonableness and equitable
principles of general applicability
(including, without limitation, concepts of
good faith, fair dealing and the lack of bad
faith), provided that such counsel
expresses no opinion as to the effect of
fraudulent conveyance, fraudulent transfer
or similar provision of applicable law on
the conclusions expressed above. This
opinion is given as of the date hereof and
is limited to the laws of the State of New

York and the General Corporation Law of the State of Delaware as in effect on the date hereof. In addition, this opinion is subject to customary assumptions about the trustee's authorization, execution and delivery of the indenture and the genuineness of signatures and certain factual matters, all as stated in the letter of such counsel dated September 8, 2015, which has been filed as an exhibit to a Current Report on Form 8-K filed by the Company on September 8, 2015.

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