

HARMAN INTERNATIONAL INDUSTRIES INC /DE/  
Form FWP  
May 20, 2015

**Filed Pursuant to Rule 433**

**Registration Statement Nos. 333-203760-01**

**333-203760**

**Pricing Term Sheet**

Harman Finance International, S.C.A.

fully and unconditionally guaranteed by

Harman International Industries, Incorporated

350,000,000 2.000% Senior Notes due 2022

Pricing Term Sheet

<b>Issuer:</b>	Harman Finance International, S.C.A.
<b>Guarantor:</b>	Harman International Industries, Incorporated
<b>Ratings (Moody's S&amp;P)*:</b>	Baa3/BBB-
<b>Format:</b>	SEC Registered
<b>Listing:</b>	The Issuer intends to apply to list the Notes on the New York Stock Exchange.
<b>Denomination:</b>	Denominations of 100,000 and integral multiples of 1,000 in excess thereof.
<b>Trade Date:</b>	May 20, 2015
<b>Settlement Date:</b>	May 27, 2015 (T+4)
<b>Principal Amount:</b>	350,000,000
<b>Net Proceeds to Issuer:</b>	We estimate that the net proceeds from the offering of the notes will be approximately 346,720,500 after deducting the underwriting discount, but before expenses.
<b>Maturity:</b>	May 27, 2022
<b>Interest Payment Dates:</b>	Annually on each May 27, commencing May 27, 2016
<b>Coupon:</b>	2.000%
<b>Spread to Mid-Swaps</b>	+145bps
<b>Mid-Swaps Yield</b>	0.610%

<b>Benchmark Security:</b>	DBR 2.000% due January 2022
<b>Benchmark Security Price/Yield:</b>	111.63/0.228%
<b>Spread to Benchmark Security:</b>	+183.2bps
<b>Yield to Maturity:</b>	2.060%
<b>Public Offering Price:</b>	99.613% of the principal amount
<b>Make-Whole Call:</b>	Make whole at B+30bps (before February 27, 2022 (three months prior to the Maturity Date)), plus accrued and unpaid interest, if any
<b>Par Call:</b>	At any time on or after February 27, 2022 (three months prior to the Maturity Date), the Notes will be redeemable in whole at any time or in part from time to time, at the Issuer's option, at a redemption price equal to 100% of the principal amount of the Notes to be redeemed plus accrued and unpaid interest thereon to the date of redemption.
<b>Joint Book-Running Managers:</b>	HSBC Bank plc  J.P. Morgan Securities plc  UniCredit Bank AG
<b>Co-Managers:</b>	Mitsubishi UFJ Securities International plc  The Royal Bank of Scotland plc  The Toronto-Dominion Bank

\* **Note:** A securities rating is not a recommendation to buy, sell or hold securities and may be revised or withdrawn at any time.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](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 HSBC Bank plc toll-free at (866) 811-8049, or by calling J.P. Morgan Securities plc at +44 207-134-2468 or by calling UniCredit Bank AG toll-free at 800 493-2203 or emailing: [uccm@unicredit.eu](mailto:uccm@unicredit.eu).**