

AMERISOURCEBERGEN CORP  
Form FWP  
November 08, 2011

Filed Pursuant to Rule 433

Registration Statement No. 333-162227

November 8, 2011

**AmerisourceBergen Corporation**

**3.500% Senior Notes Due 2021**

**Pricing Term Sheet**

<b>Issuer:</b>	AmerisourceBergen Corporation
<b>Security Description:</b>	3.500% Senior Notes due 2021
<b>Format:</b>	SEC Registered
<b>Principal Amount:</b>	\$500,000,000
<b>Coupon:</b>	3.500%
<b>Maturity:</b>	November 15, 2021
<b>Offering Price:</b>	99.858%
<b>Yield to Maturity:</b>	3.517%
<b>Spread to Treasury:</b>	+ 150 basis points
<b>Benchmark Treasury Issue:</b>	2.125% due 8/15/2021
<b>Benchmark Treasury Price:</b>	100-30+
<b>Benchmark Treasury Yield:</b>	2.017%
<b>Ratings:</b>	Baa2 (Moody s) / A- (S&P)
<b>Interest Pay Dates:</b>	May 15 and November 15
<b>Beginning:</b>	May 15, 2012
<b>Optional Redemption:</b>	Make-whole call at T+25 basis points
	Par call on or after August 15, 2021
<b>Change of Control Triggering Event Put:</b>	101% of principal amount plus accrued interest to the date of purchase
<b>Trade Date:</b>	November 8, 2011
<b>Settlement Date:</b>	November 14, 2011 (T+3)
<b>CUSIP:</b>	03073EAJ4
<b>ISIN:</b>	US03073EAJ47
<b>Joint Book-Running Managers:</b>	J.P. Morgan Securities LLC
	Merrill Lynch, Pierce, Fenner & Smith Incorporated
	Wells Fargo Securities, LLC

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**Co-Managers:**

Mitsubishi UFJ Securities (USA), Inc.

Scotia Capital (USA) Inc.

U.S. Bancorp Investments, Inc.

Deutsche Bank Securities Inc.

Goldman, Sachs & Co.

Mizuho Securities USA Inc.

PNC Capital Markets LLC

**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 dated September 30, 2009 (Registration Statement No. 333-162227), and a preliminary prospectus supplement dated November 8, 2011 with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement, the preliminary 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 if you request it by calling J.P. Morgan Securities LLC collect at 1-212-834-4533, Merrill Lynch, Pierce, Fenner & Smith Incorporated toll-free at 1-800-294-1322 or Wells Fargo Securities, LLC toll-free at 1-800-326-5897**