

ABB LTD
Form FWP
May 04, 2012

Filed Pursuant to Rule 433

Registration No. 333-180922 and 333-180922 -01

Free Writing Prospectus relating to

Prospectus dated April 25, 2012 and

Preliminary Prospectus Supplement dated May 3, 2012

ABB Finance (USA) Inc.

2.875% Notes due 2022

Guaranteed as to the Payment of Principal, Premium, if any, and Interest by

ABB Ltd

Pricing Term Sheet

May 3, 2012

| | |
|---|---|
| Issuer: | ABB Finance (USA) Inc. |
| Guarantor: | ABB Ltd |
| Security: | 2.875% Notes due 2022 (the Notes) |
| Size: | \$1,250,000,000 |
| Maturity Date: | May 8, 2022 |
| Coupon (Interest Rate): | 2.875% per annum |
| Interest Payment Dates: | Semi-annually in arrears on May 8 and November 8 of each year, commencing on November 8, 2012. |
| Yield to Maturity: | 3.129% |
| Benchmark Treasury: | 2.000% 02/2022 |
| Benchmark Treasury Price and Yield: | 100-20; 1.929% |
| Spread to Benchmark Treasury: | 1.200% (120 basis points) |
| Optional Make-Whole Redemption Provision: | Make-whole redemption at any time based on discount rate of U.S. Treasury yield plus 0.200% (20 basis points), as further described under Description of Notes and Guarantee Optional Make-Whole Redemption in the prospectus supplement. |
| Tax Redemption Provision: | Applicable as described under Description of Notes and Guarantee Tax Redemption in the prospectus supplement. |
| Price to Public: | 97.833% |
| Expected Settlement Date: | May 8, 2012 (T+3) |
| Expected Ratings*: | A2 / A (both stable) (Moody s / S&P) |
| Denominations: | \$2,000 and integral multiples of \$1,000 in excess thereof. |
| CUSIP/ISIN: | 00037B AB8/US00037BAB80 |
| Clearing and Settlement: | DTC, including Euroclear/Clearstream participants |
| Listing: | None |
| Joint Bookrunners: | Merrill Lynch, Pierce, Fenner & Smith Incorporated |

Co-Managers:

Goldman, Sachs & Co.
Morgan Stanley & Co. LLC
Barclays Capital Inc.
BNP Paribas Securities Corp.
Citigroup Global Markets Inc.
Credit Suisse Securities (USA) LLC.
HSBC Securities (USA) Inc.
J.P. Morgan Securities LLC
Nordea Bank Danmark A/S
UBS Securities LLC
Skandinaviska Enskilda Banken AB (publ)
Svenska Handelsbanken AB (publ)
SG Americas Securities, LLC
Credit Agricole Securities (USA) Inc.
RBS Securities Inc.

***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 and the Guarantor have filed a registration statement (including a prospectus) and a preliminary prospectus supplement with the Securities and Exchange Commission (the SEC) for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and the related preliminary prospectus supplement and any other documents the Issuer and the Guarantor have filed with the SEC for more complete information about the Issuer, the Guarantor and this offering. You may get these documents for free by visiting EDGAR on the SEC's web site at www.sec.gov. Alternatively, the Issuer, the Guarantor, any underwriter or any dealer participating in the offering will arrange to send you the prospectus and the prospectus supplement if you request it by calling toll-free Merrill Lynch, Pierce, Fenner & Smith Incorporated at 1-800-294-1322; Goldman, Sachs & Co. at 1-866-471-2526; or Morgan Stanley & Co. LLC at 1-866-718-1649.
