

Edgar Filing: Enterprise Products Operating LLC - Form FWP

Enterprise Products Operating LLC  
Form FWP  
August 06, 2012

Filed Pursuant to Rule 433  
Registration No. 333-168049  
Registration No. 333-168049-01  
August 6, 2012

**\$650,000,000 1.250% Senior Notes due 2015**

**\$1,100,000,000 4.450% Senior Notes due 2043**

<b>Issuer:</b>	Enterprise Products Operating LLC
<b>Guarantee:</b>	Unconditionally guaranteed by Enterprise Products Partners L.P.
<b>Ratings*:</b>	Baa2 by Moody's Investors Service, Inc.  BBB by Standard & Poor's Ratings Services  BBB by Fitch Ratings
<b>Trade Date:</b>	August 6, 2012
<b>Expected Settlement Date:</b>	August 13, 2012 (T+5)
<b>Note Type:</b>	Senior Unsecured Notes
<b>Legal Format:</b>	SEC Registered
<b>Size:</b>	\$650,000,000 for the 2015 Notes  \$1,100,000,000 for the 2043 Notes
<b>Maturity Date:</b>	August 13, 2015 for the 2015 Notes  February 15, 2043 for the 2043 Notes
<b>Coupon:</b>	1.250% for the 2015 Notes  4.450% for the 2043 Notes
<b>Interest Payment Dates:</b>	February 13 and August 13, commencing February 13, 2013 for the 2015 Notes  February 15 and August 15, commencing February 15, 2013 for the 2043 Notes
<b>Price to Public:</b>	99.941% for the 2015 Notes  99.470% for the 2043 Notes
<b>Benchmark Treasury:</b>	0.250% due July 15, 2015 for the 2015 Notes  3.125% due February 15, 2042 for the 2043 Notes
<b>Benchmark Treasury Yield:</b>	0.320% for the 2015 Notes  2.632% for the 2043 Notes

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<b>Spread to Benchmark Treasury:</b>	+95 bps for the 2015 Notes
<b>Yield to Maturity:</b>	+185 bps for the 2043 Notes 1.270% for the 2015 Notes
<b>Make-Whole Call:</b>	4.482% for the 2043 Notes T+15 bps on the 2015 Notes
<b>Call at Par:</b>	T+30 bps on the 2043 Notes Not applicable for the 2015 Notes
<b>CUSIP/ISIN:</b>	On or after August 15, 2042 on the 2043 Notes 29379V AX1 / US29379VAX10 on the 2015 Notes
<b>Joint Book-Running Managers:</b>	29379V AY9 / US29379VAY92 on the 2043 Notes Citigroup Global Markets Inc.
<b>Co-Managers:</b>	Barclays Capital Inc.  Merrill Lynch, Pierce, Fenner & Smith Incorporated  Deutsche Bank Securities Inc.  Mizuho Securities USA Inc.  SunTrust Robinson Humphrey, Inc. DNB Markets, Inc.  RBS Securities Inc.  Scotia Capital (USA) Inc.  Wells Fargo Securities, LLC  Credit Suisse Securities (USA) LLC  Mitsubishi UFJ Securities (USA), Inc.  Morgan Stanley & Co. LLC  RBC Capital Markets, LLC  UBS Securities LLC  U.S. Bancorp Investments, 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 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 Citigroup Global Markets Inc. at 1-877-858-5407, Barclays Capital Inc. at 1-888-603-5847 and SunTrust Robinson Humphrey, Inc. at 1-800-685-4786.

