

Edgar Filing: ORIX CORP - Form FWP

ORIX CORP  
Form FWP  
January 05, 2011  
FINAL PRICING TERM SHEET

Filed Pursuant to Rule 433

Registration Statement 333-160410

FINAL PRICING DETAILS:

|                               |   |
|-------------------------------|---|
| Issuer:                       | ORIX Corporation  |
| Ratings:*                     | Moody s: A3 (negative)  |
|                               | S&P: A- (negative)  |
| Format:                       | SEC Registered  |
| Security Type:                | Senior Debt Securities  |
| Ranking:                      | Direct, unsecured and unsubordinated general obligations of the issuer  |
| Currency:                     | USD   |
| Size:                         | US\$400,000,000   |
| Coupon:                       | 5.00%, Fixed Rate   |
| Net Proceeds before Expenses: | US\$397,864,000   |
| Trade Date:                   | January 5, 2011   |
| Settlement Date:              | January 12, 2011  |
| Maturity:                     | January 12, 2016  |
| Coupon Payment Dates:         | January 12 and July 12 of each year, beginning July 12, 2011  |
| Pricing Benchmark:            | 2.125% due December 31, 2015  |
| Benchmark Spot (Price/Yield): | 99-29+ / 2.142%   |
| Spread to Benchmark:          | 5T+290bps   |
| Issue Price:                  | 99.816% of the principal amount, plus accrued interest from January 12, 2011 if settlement occurs after that date |
| Day Count:                    | 30/360  |
| Business Days:                | New York, Tokyo   |
| Minimum Denominations:        | US\$2,000 and integral multiples of US\$1,000 in excess thereof   |
| Listing:                      | None  |
| Billing & Delivering:         | UBS Securities LLC  |

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Active Joint Bookrunners: UBS Securities LLC

Morgan Stanley & Co. Incorporated

Nomura Securities International, Inc.

Citigroup Global Markets Inc.

Passive Bookrunner: Merrill Lynch, Pierce, Fenner & Smith  
Incorporated

Co-Lead Managers: BNP Paribas Securities Corp., Daiwa Capital Markets America Inc. and Mizuho Securities USA Inc.

Co-Managers: ANZ Securities, Inc., Cr dit Agricole Securities (USA) Inc., Scotia Capital (USA) Inc., Standard Chartered Bank, China International Capital Corporation Hong Kong Securities Limited, Deutsche Bank Securities Inc., Goldman, Sachs & Co., Houlihan Lokey Capital, Inc., ING Bank N.V. London Branch, Mitsubishi UFJ Securities (USA), Inc., SMBC Nikko Capital Markets Limited

CUSIP: 686330 AF8

ISIN: US686330AF83

**\* Note: A security rating is not a recommendation to buy, sell or hold securities and may be subject to revision, suspension or withdrawal at any time by the assigning rating agencies.**

**This communication is intended for the sole use of the person to whom it is provided by us.**

**The issuer has filed a registration statement (including a base prospectus) and a prospectus supplement (together with the base prospectus, the prospectus ) with the U.S. Securities and Exchange Commission, or SEC, to which this communication relates. Before you invest, you should read the prospectus and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may obtain 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 UBS Securities LLC toll-free at 1-877-827-6444, ext. 561-3884, Morgan Stanley & Co. Incorporated toll-free at 1-866-718-1649, Nomura Securities International, Inc. toll-free at 1-800-638-2268, or Citigroup Global Markets Inc. toll-free at 1-877-858-5407.**

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