AMPHENOL CORP /DE/
Form FWP
October 30, 2009

Filed Pursuant to Rule 433

Registration No. 333-162722

October 29, 2009

AMPHENOL CORPORATION

Final Term Sheet

October 29, 2009

Issuer:	Amphenol Corporation
Size:	$600,000,000
Security Type:	Registered Senior Notes
Maturity:	November 15, 2014
Coupon (Interest Rate):	4.75%
Price to Public:	99.813%
Yield to Maturity:	4.792%
Spread to Benchmark Treasury:	237.5 bps
Benchmark Treasury:	2.375% due September 30, 2014
Benchmark Treasury Price and Yield:	99-25¾ and 2.417%
Interest Payment Dates:	May 15th and November 15th commencing May 15, 2010
Redemption Provision:	Treasury Rate plus 35 bps
Settlement Date:	November 5, 2009 (T+5)
CUSIP/ISIN:	032095AA9/ US032095AA98
Ratings*:	Baa3 (stable) / BBB- (stable)
Joint Bookrunners:	Banc of America Securities LLC, J.P. Morgan Securities Inc., Deutsche Bank Securities Inc., Wells Fargo Securities, LLC
Co-Managers:	Mitsubishi UFJ Securities (USA), Inc., Mizuho Securities USA Inc., RBS Securities Inc., TD Securities (USA) LLC

Pursuant to the provisions of the amendment to Amphenol s revolving credit facility described under Use of Proceeds in the prospectus to which this Final Term Sheet relates, the banks revolving credit commitment to the company will be reduced from $1 billion to approximately $750 million as a result of this offering.

***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. Alternatively, the issuer, any underwriter or dealer participating in the offering will arrange to send you the prospectus if you request it by calling toll-free or e-mailing Banc of America Securities LLC at 1-800-294-1322 or dg.prospectus_distribution@bofasecurities.com or by calling collect J.P. Morgan Securities Inc at 212-834-4533.