

CARLISLE COMPANIES INC
Form FWP
December 06, 2010

*Free Writing Prospectus
Filed pursuant to Rule 433
December 6, 2010
Registration Statement No. 333-170980
Relating to
Preliminary Prospectus Supplement dated December 6, 2010 to
Prospectus dated December 6, 2010*

Carlisle Companies Incorporated

Final Term Sheet for \$250,000,000

\$250,000,000 5.125% Notes due 2020

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|---------------------------------|--|
| Issuer: | Carlisle Companies Incorporated |
| Size: | \$250,000,000 |
| Ratings*: | Baa2/BBB |
| Maturity: | December 15, 2020 |
| Coupon: | 5.125% |
| Yield to Maturity: | 5.183% |
| Trade Date: | December 6, 2010 |
| Settlement Date: | December 9, 2010 |
| CUSIP/ISIN: | 142339 AE0/US142339AE06 |
| Price to Public: | 99.550% of the principal amount of the Notes, plus accrued interest, if any, from December 9, 2010 |
| Purchase Price by Underwriters: | 98.900% of the principal amount of the Notes, plus accrued interest, if any, from December 9, 2010 |
| Interest Payment Dates: | Each December 15 and June 15, commencing June 15, 2011 |
| Benchmark Treasury: | 2.625% due November 15, 2020 |

Treasury Price:

97-11+

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|--|---|
| Treasury Yield: | 2.933% |
| Spread to Treasury: | +225 basis points |
| Optional Redemption: | <p>Prior to September 15, 2020, the Notes may be redeemed, at the option of the Company, at any time in whole or from time to time in part. The redemption price for the Notes will be equal to the greater of: 1) 100% of the principal amount of the Notes to be redeemed and 2) the sum of the present values of the remaining scheduled payments of principal and interest on the Notes being redeemed on the redemption date (not including any portion of such interest payments accrued as of the redemption date) discounted to the redemption date on a semi-annual basis (assuming a 360-day year consisting of twelve 30-day months) at the applicable treasury rate on such redemption date plus 35 basis points.</p> <p>At any time on or after September 15, 2020 (three months prior to the maturity date), the Notes will be redeemable as a whole or in part, at our option, at a redemption price equal to 100% of the principal amount of the Notes to be redeemed plus accrued and unpaid interest on the Notes to be redeemed to the date of redemption.</p> |
| Offer to Purchase Upon Change of Control Triggering Event: | <p>If a Change of Control Triggering Event (as defined in the prospectus supplement) occurs, the Company will be required to make an offer to repurchase the Notes at a price equal to 101% of their aggregate principal amount, plus accrued and unpaid interest to the date of repurchase.</p> |
| Joint Book-Running Managers: | <p>Citigroup Global Markets Inc. J.P. Morgan Securities LLC Merrill Lynch, Pierce, Fenner & Smith Incorporated Wells Fargo Securities, LLC</p> |
| Co-Managers: | <p>Mitsubishi UFJ Securities (USA), Inc. Mizuho Securities USA Inc. SunTrust Robinson Humphrey, Inc. BNP Paribas Securities Corp. Credit Agricole Securities (USA) Inc. PNC Capital Markets LLC</p> |

***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 and a preliminary prospectus supplement, with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus and the preliminary prospectus supplement 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 any dealer participating in the offering will arrange to send you the prospectus and the preliminary prospectus supplement (or, if available, the prospectus supplement) if you request it by calling Citigroup Global Markets Inc. at (877) 858-5407 or J.P. Morgan Securities LLC at (212) 834-4533 or Merrill Lynch, Pierce, Fenner & Smith Incorporated at (800) 294-1322.