

Spirit AeroSystems, Inc.  
Form FWP  
May 22, 2018

Filed pursuant to Rule 433  
Dated May 22, 2018

Relating to  
Preliminary Prospectus Supplement dated May 22, 2018 to  
Prospectus dated May 17, 2016  
Registration Statement No. 333-211423

**SPIRIT AEROSYSTEMS, INC.**

PRICING TERM SHEET

May 22, 2018

\$300,000,000 Senior Floating Rate Notes Due 2021

\$300,000,000 3.950% Senior Notes Due 2023

\$700,000,000 4.600% Senior Notes Due 2028

This pricing term sheet is qualified in its entirety by reference to the preliminary prospectus supplement dated May 22, 2018 (the "Preliminary Prospectus Supplement"), supplementing the base prospectus dated May 17, 2016 (the "Base Prospectus") included in the registration statement (File No. 333-211423) filed with the Securities and Exchange Commission (the "SEC"). The information in this pricing term sheet supplements the Preliminary Prospectus Supplement and updates and supersedes the information in the Preliminary Prospectus Supplement and Base Prospectus to the extent it is inconsistent with the information contained therein. Terms used and not defined herein have the meanings assigned in such Preliminary Prospectus Supplement.

<b>Issuer:</b>	Spirit AeroSystems, Inc.
<b>Guarantor:</b>	Spirit AeroSystems Holdings, Inc.
<b>Form of Offering:</b>	SEC Registered
<b>Current Ratings (Moody's / S&amp;P)*:</b>	Baa3 / BBB-
<b>Trade Date:</b>	May 22, 2018
<b>Settlement Date:</b>	May 30, 2018 (T+5). The Issuer expects that delivery of the notes will be made to investors on or about May 30, 2018, which will be the fifth

business day following the date hereof (such settlement being referred to as "T+5"). Under Rule 15c6-1 under the Securities Exchange Act of 1934, trades in the secondary market are required to settle in two business days, unless the parties to any such trade expressly agree otherwise. Accordingly, purchasers who wish to trade notes prior to the delivery of the notes hereunder will be required, by virtue of the fact that the notes initially settle in T+5, to specify an alternate settlement arrangement at the time of any such trade to prevent a failed settlement. Purchasers of the notes who wish to trade the notes prior to their date of delivery hereunder should consult their advisors.

**Terms Applicable to Floating Rate Notes**

<b>Title of Securities:</b>	Senior Floating Rate Notes Due 2021
<b>Final Maturity Date:</b>	June 15, 2021
<b>Principal Amount:</b>	\$300,000,000
<b>Price to Public:</b>	100.000%, plus accrued interest, if any, from May 30, 2018
<b>Initial Interest Rate:</b>	LIBOR on May 25, 2018, plus 80 basis points
<b>Spread to LIBOR:</b>	+80 basis points
<b>Index Maturity:</b>	Three months
<b>Optional Redemption:</b>	On and after May 31, 2019 at 100%, plus accrued and unpaid interest to, but excluding, the redemption date

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**Designated LIBOR Page:** Bloomberg L.P. page BBAM on that service or any successor service for the purpose of displaying London interbank offered rates for U.S. dollar deposits of major banks

**Interest Payment Dates:** March 15, June 15, September 15 and December 15, commencing September 15, 2018

**Record Dates:** March 1, June 1, September 1 and December 1

**CUSIP/ISIN Numbers:** CUSIP: 85205T AH3  
ISIN: US85205TAH32

**Terms Applicable to Fixed Rate Notes**

**Title of Securities:** 3.950% Senior Notes Due 2023 4.600% Senior Notes Due 2028

**Final Maturity Date:** June 15, 2023 June 15, 2028

**Principal Amount:** \$300,000,000 \$700,000,000

**Benchmark Treasury:** 2.750% due April 30, 2023 2.875% due May 15, 2028

**Benchmark Treasury Price and Yield:** 99-09+; 2.904% 98-11; 3.069%

**Spread to Benchmark Treasury:** +105 basis points +155 basis points

**Yield to Maturity:** 3.954% 4.619%

**Price to Public:** 99.980%, plus accrued interest, if any, from May 30, 2018 99.846%, plus accrued interest, if any, from May 30, 2018

**Coupon:** 3.950% 4.600%

**Interest Payment Dates:** June 15 and December 15, commencing December 15, 2018 June 15 and December 15, commencing December 15, 2018

**Record Dates:** June 1 and December 1 June 1 and December 1

**Optional Redemption:** T+20 basis points (prior to May 15, 2023); on and after May 15, 2023 at 100%, plus accrued and unpaid interest to, but excluding, the redemption date T+25 basis points (prior to March 15, 2028); on and after March 15, 2028 at 100%, plus accrued and unpaid interest to, but excluding, the redemption date

**CUSIP/ISIN Numbers:** CUSIP: 85205T AJ9 CUSIP: 85205T AK6  
ISIN: US85205TAJ97 ISIN: US85205TAK60

**Joint Book-Running Managers:** Merrill Lynch, Pierce, Fenner & Smith

Incorporated

Citigroup Global Markets Inc.

Morgan Stanley & Co. LLC

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Goldman Sachs & Co. LLC

Mizuho Securities USA LLC

RBC Capital Markets, LLC

**Senior Co-Manager:**

Scotia Capital (USA) Inc.

**Co-Managers:**

U.S. Bancorp Investments, Inc.

BBVA Securities, Inc.

PNC Capital Markets LLC

Wells Fargo Securities, LLC

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*\* 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 in that registration statement, the preliminary prospectus supplement 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*

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*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 and the prospectus supplement if you request them by calling Merrill Lynch, Pierce, Fenner & Smith Incorporated toll-free at 1-800-294-1322, Citigroup Global Markets Inc. toll-free at 1-800-831-9146, Goldman Sachs & Co. LLC toll-free at 1-866-471-2526 or Morgan Stanley & Co. LLC toll-free at 1-866-718-1689.*

*Any disclaimers or other notices that may appear below are not applicable to this communication and should be disregarded. Such disclaimers or other notices were automatically generated as a result of this communication being sent via Bloomberg or another e-mail system.*

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