

EVEREST REINSURANCE HOLDINGS INC  
Form FWP  
June 02, 2014

Filed Pursuant to Rule 433

June 2, 2014

Relating to

Preliminary Prospectus Supplement dated June 2, 2014

to Prospectus dated June 2, 2014

Registration Statement No. 333-177322

**FINAL TERM SHEET**

<b>Issuer:</b>	Everest Reinsurance Holdings, Inc. ( Issuer )
<b>Expected Ratings (Moody's / S&amp;P)*:</b>	Baa1 (stable) / A- (stable)
<b>Aggregate Principal Amount:</b>	\$400,000,000
<b>Security Type:</b>	4.868% Senior Notes due 2044
<b>Legal Format:</b>	SEC Registered
<b>Trade Date:</b>	June 2, 2014
<b>Settlement Date:</b>	June 5, 2014 (T+3)
<b>Interest Payment Dates:</b>	Semi-annually on June 1 and December 1, commencing December 1, 2014 (short first coupon)
<b>Maturity Date:</b>	June 1, 2044, or if such date is not a business day, the following business day
<b>Price to Public:</b>	100.000%
<b>Coupon:</b>	4.868% per annum
<b>Benchmark Treasury:</b>	3.625% due February 15, 2044
<b>Benchmark Treasury Yield:</b>	3.368%
<b>Spread to Benchmark Treasury:</b>	+150 basis points (1.50%)
<b>Yield to Maturity:</b>	4.868%
<b>Underwriting Discount:</b>	0.875% (\$3,500,000 in the aggregate)
<b>Net Proceeds to Issuer Before Expenses:</b>	\$396,500,000
<b>Optional Redemption:</b>	U.S. Treasury Rate + 25 basis points
<b>Denominations:</b>	\$2,000 and integral multiples of \$1,000 in excess thereof

**CUSIP/ISIN:** 299808 AF2 / US299808AF21

**Joint Book-Running Managers:** Wells Fargo Securities, LLC  
Citigroup Global Markets Inc.  
HSBC Securities (USA) Inc.

**Senior Co-Managers:** Barclays Capital Inc.  
Deutsche Bank Securities Inc.  
J.P. Morgan Securities LLC

**Co-Managers:** BNY Mellon Capital Markets, LLC  
ING Financial Markets LLC  
Lloyds Securities Inc.  
Merrill Lynch, Pierce, Fenner & Smith  
Incorporated

**\*None of these ratings is a recommendation to buy, hold or sell these Securities. Each rating may be subject to review, revision, suspension, reduction or withdrawal at any time and should be evaluated independently of any other rating.**

**Terms used but not defined in this term sheet have the meanings assigned to them in the preliminary prospectus supplement dated June 2, 2014.**

**The Issuer has filed a registration statement (including a prospectus) with the U.S. Securities and Exchange Commission (SEC) for the offering to which this communication relates. Before you invest, you should read the prospectus for this offering 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 website at [www.sec.gov](http://www.sec.gov). Alternatively, the Issuer, any underwriter or any dealer participating in this offering will arrange to send you the prospectus if you request it by calling: Wells Fargo Securities, LLC toll-free at 1-800-326-5897 or Citigroup Global Markets Inc. toll-free at 1-800-831-9146.**

**This communication should be read in conjunction with the preliminary prospectus supplement dated June 2, 2014 and the accompanying prospectus dated June 2, 2014.**