

NOVARTIS AG  
Form FWP  
February 04, 2009

**Filed Pursuant to Rule 433**

**Registration No. 333-153696**

**February 4, 2009**

**PRICING TERM SHEET**

**Novartis Capital Corporation**

4.125% Notes due 2014

**Novartis Securities Investment Ltd.**

5.125% Notes due 2019

*Fully and unconditionally guaranteed by*

**Novartis AG**

**4.125% Notes due 2014:**

<b>Issuer:</b>	Novartis Capital Corporation
<b>Guarantor:</b>	Novartis AG
<b>Size:</b>	\$2,000,000,000
<b>Maturity Date:</b>	February 10, 2014
<b>Coupon:</b>	4.125%
<b>Interest Payment Dates:</b>	February 10 and August 10, commencing August 10, 2009

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<b>Price to Public:</b>	99.897%
<b>Benchmark Treasury:</b>	1.75% due January 31, 2014
<b>Benchmark Treasury Yield:</b>	1.898%
<b>Spread to Benchmark Treasury:</b>	+ 225 bp
<b>Yield:</b>	4.148%
<b>Make-Whole Call:</b>	Treasury Rate plus 0.40%
<b>CUSIP:</b>	66989HAA6
<b>ISIN:</b>	US66989HAA68
<b>Trade Date:</b>	February 4, 2009
<b>Expected Settlement Date:</b>	February 10, 2009 (T+4)
<b>Listing:</b>	None
<b>Anticipated Ratings:</b>	Aa2 by Moody's Investors Service, Inc. AA- by Standard & Poor's Ratings Services

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**Joint Book-Running Managers:**

J.P. Morgan Securities Inc.  
Banc of America Securities LLC  
Citigroup Global Markets Inc.  
Goldman, Sachs & Co.

**Co-Managers:**

Barclays Capital Inc.  
Credit Suisse Securities (USA) LLC  
Morgan Stanley & Co. Incorporated  
UBS Securities LLC

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**5.125% Notes due 2019:**

**Issuer:** Novartis Securities Investment Ltd.

**Guarantor:** Novartis AG

**Size:** \$3,000,000,000

**Maturity Date:** February 10, 2019

**Coupon:** 5.125%

**Interest Payment Dates:** February 10 and August 10, commencing August 10, 2009

**Price to Public:** 99.822%

**Benchmark Treasury:** 3.75% due November 15, 2018

**Benchmark Treasury Yield:** 2.898%

**Spread to Benchmark Treasury:** + 225 bp

**Yield:** 5.148%

**Make-Whole Call:** Treasury Rate plus 0.40%

**CUSIP:** 66989GAA8

**ISIN:** US66989GAA85

**Trade Date:** February 4, 2009

**Expected Settlement Date:** February 10, 2009 (T+4)

**Listing:** None

**Anticipated Ratings:** Aa2 by Moody's Investors Service, Inc.  
AA- by Standard & Poor's Ratings Services

**Joint Book-Running Managers:** J.P. Morgan Securities Inc.  
Banc of America Securities LLC  
Citigroup Global Markets Inc.  
Goldman, Sachs & Co.

**Co-Managers:** Barclays Capital Inc.  
Credit Suisse Securities (USA) LLC  
Morgan Stanley & Co. Incorporated  
UBS Securities LLC

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 and the guarantor have 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 and the guarantor have filed with the SEC for more complete information about the issuer, the guarantor 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 the offering will arrange to send you the prospectus if you request it by calling J.P. Morgan Securities Inc. collect at 1-212-834-4533, Banc of America Securities LLC at 1-800-294-1322, Citigroup Global Markets Inc. at 1-877-858-5407 or Goldman, Sachs & Co. at 1-212-902-1171.**