Edgar Filing: NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORP /DC/ - Form 424B3

NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORP /DC/ Form 424B3

January 13, 2014

Principal Amount:

Rule 424 (b) (3) Registration No. 333-177949

CALCULATION OF REGISTRATION FEE

Title of Each Class of Maximum Aggregate Amount of Securities Offered Offering Price Registration Fee(1)(2) **Subordinated Debt Securities** \$644.00 \$5,000,000.00

- (1) Calculated in accordance with Rule 457(r) of the Securities Act of 1933.
- The amount in this column has been transmitted to the SEC in connection with the securities offered by (2) means of this pricing supplement.

TRADE DATE: January 13, 2014 PRICING SUPPLEMENT NO. 443 DATED January 13, 2014 TO PROSPECTUS SUPPLEMENT DATED October 8, 2013 AND PROSPECTUS DATED November 14, 2011

NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION ("National Rural")

MEMBER CAPITAL SECURITIES

\$5,000,000.00

Issue Price: 100% of Principal Amount 1/16/2014 Original Issue Date: 1/16/2044 Maturity Date: **Interest Rate:** 5.00% Regular Record Dates: Each March 15 and September 15 **Interest Payment Dates:** Each April 1 and October 1 04/01/2014 First Coupon Date:

Product Ranking: Subordinate to all existing and future senior indebtedness of

National Rural and all existing and future subordinated indebtedness of National Rural that is held by or transferrable by non-members of National Rural.

Optimal Redemption Redeemable at the option of National Rural, in whole or in

part, at any time after January 16, 2024 at a redemption

Edgar Filing: NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORP /DC/ - Form 424B3

price equal to 100% of the principal amount to be redeemed together with accrued and unpaid interest, if any, to the

redemption date.

Option to Extend Interest Payment Period: National Rural will have the right to extend the interest

payment period to a period not exceeding 10 consecutive semi-annual interest payment periods. At the end of a deferral period, National Rural must pay all interest then accrued and unpaid together with interest thereon at the

same rate as specified for the securities.

Restrictions on Transfer: The securities can only be sold or transferred to

other National Rural voting members upon the

written consent of National Rural.

Agent's Commission: None

Form of Note: Certificated

(Book-Entry or Certificated)

Denominations / Multiples: \$25,000 / \$5,000

Listing: None

Member Capital Securities may be issued by National Rural in an unlimited aggregate principal amount.