

Edgar Filing: CANADIAN PACIFIC RAILWAY CO/NEW - Form FWP

CANADIAN PACIFIC RAILWAY CO/NEW  
Form FWP  
May 03, 2007

Filed Pursuant to Rule 433  
Registration No. 333-142347  
May 3, 2007

FINAL TERM SHEET

CANADIAN PACIFIC RAILWAY COMPANY  
5.950% NOTES DUE 2037

Issuer:	Canadian Pacific Railway Company
Trade Date:	May 3, 2007
Settlement Date:	May 8, 2007
Principal Amount:	\$450,000,000
Coupon:	5.950%
Maturity Date:	May 15, 2037
Public Offering Price:	98.309%
Benchmark:	UST 4.500% due February 15, 2036
Benchmark Yield:	4.873%
Spread:	+120 bps
Yield to Maturity:	6.073%
Optional Redemption:	Make whole call UST +20 bps
Interest Payment Dates:	May 15 and November 15, beginning November 15, 2007
CUSIP:	13645R AF1
ISIN:	US13645RAF10
Joint Bookrunning Managers:	Morgan Stanley & Co. Incorporated RBC Capital Markets Corporation
Co-Managers:	BMO Capital Markets Corp. Scotia Capital (USA) Inc. ABN AMRO Incorporated Banc of America Securities LLC CIBC World Markets Corp. J.P. Morgan Securities Inc. NBF Securities (USA) Corp. TD Securities (USA) LLC Wachovia Capital Markets, LLC

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THE ISSUER HAS FILED A REGISTRATION STATEMENT (INCLUDING A PROSPECTUS) WITH THE SEC FOR THE OFFERING TO WHICH THIS COMMUNICATION RELATES. BEFORE YOU INVEST,

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YOU SHOULD READ THE PROSPECTUS 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 [HTTP://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 TOLL-FREE MORGAN STANLEY & CO. INCORPORATED AT 1-866-718-1649 OR RBC CAPITAL MARKETS CORPORATION AT 1-866-375-6829.