

Delphi Automotive PLC  
Form FWP  
March 02, 2015

**Filed Pursuant to Rule 433**

**Registration Statement No. 333-185558**

**Pricing Term Sheet**

**March 2, 2015**

**Delphi Automotive PLC**

**Pricing Term Sheet**

<b>Issuer:</b>	Delphi Automotive PLC
<b>Guarantees:</b>	The notes will be guaranteed by certain of the Issuer's existing and future subsidiaries that are obligors under Delphi Corporation's outstanding notes and revolving credit facility.
<b>Security:</b>	1.500% Senior Notes due 2025
<b>Principal Amount:</b>	700,000,000
<b>Trade Date:</b>	March 2, 2015
<b>Settlement Date:</b>	T+6; March 10, 2015
<b>Maturity:</b>	March 10, 2025
<b>Interest Payment Dates:</b>	Annually on March 10, beginning on March 10, 2016
<b>Mid-Swap Yield:</b>	0.670%
<b>Spread to Mid-Swap Yield:</b>	+88 bps
<b>Re-offer Yield:</b>	1.550%
<b>Coupon (Interest Rate):</b>	1.500%
<b>Issue Price (Price to Public):</b>	99.540% of face amount
<b>Benchmark Bund:</b>	DBR 0.500% due February 15, 2025
<b>Benchmark Bund Yield:</b>	0.319%
<b>Spread to Benchmark Bund:</b>	+123.1 bps
<b>Gross Proceeds:</b>	696,780,000
<b>Fees:</b>	0.45%
<b>Net Proceeds before Estimated Expenses:</b>	693,630,000
<b>Day Count Fraction:</b>	Actual/Actual (ICMA)
<b>Denominations:</b>	100,000 and integral multiples of 1,000 in excess thereof
<b>Redemption Provisions:</b>	
<b>Make-Whole Call:</b>	Before the par call date at a discount rate of the applicable Comparable Government Bond Rate plus 20 basis points, plus accrued and unpaid interest, if any
<b>Par Call:</b>	Commencing December 10, 2024, plus accrued and unpaid interest, if any
<b>Use of Proceeds:</b>	General corporate purposes, including to repay Delphi Corporation's 6.125% Senior Notes due 2021 and to

**Clearing and Settlement:**  
**Stabilization:**

pay related premiums, fees and expenses  
Euroclear/Clearstream  
Stabilization/FCA

<b>CUSIP/ISIN/Common Code:</b>	G27823 AA4 / XS1197775692 / 119777569
<b>Listing:</b>	Application will be made to list the notes on the New York Stock Exchange
<b>Anticipated Ratings*:</b>	Baa3 (p) /BBB (s) /BBB (s)
<b>Joint Book-Running Managers:</b>	Deutsche Bank AG, London Branch
	Merrill Lynch International
<b>Co-Managers:</b>	J.P. Morgan Securities plc
	BNP Paribas
	Citigroup Global Markets Limited
	Goldman, Sachs & Co.
	Natixis

- \* **Note: A securities rating is not a recommendation to buy, sell or hold securities and may be revised or withdrawn at any time.**
- \*\* **It is expected that delivery of the notes will be made to investors on or about March 10, 2015, which will be the sixth business day following the date hereof (such settlement being referred to as T+6 ). Under Rule 15c6-1 under the Securities Exchange Act of 1934, trades in the secondary market are required to settle in three business days, unless the parties to any such trade expressly agree otherwise. Accordingly, purchasers who wish to trade the notes on the date of pricing or the next succeeding two business days will be required, by virtue of the fact that the notes initially settle in T+6, 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 on the date of pricing or the next succeeding two business days should consult their own advisors.**

The issuer has 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 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 [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 or emailing, as applicable, (1) Deutsche Bank AG, London Branch at [synops@list.db.com](mailto:synops@list.db.com), (2) Merrill Lynch International toll-free at 1-800-294-1322 or (3) J.P. Morgan Securities plc collect at +44-20-7134-2468.

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