

GLAXOSMITHKLINE PLC  
Form FWP  
March 14, 2013

Filed Pursuant to Rule 433

Registration Nos. 333-172621 and 333-172621-02

March 13, 2013

**PRICING TERM SHEET**

**GlaxoSmithKline Capital Inc.**

0.700% Notes due 2016

2.800% Notes due 2023

4.200% Notes due 2043

*Fully and unconditionally guaranteed by*

**GlaxoSmithKline plc**

<b>Issuer:</b>	GlaxoSmithKline Capital Inc.
<b>Guarantor:</b>	GlaxoSmithKline plc
<b>0.700% Notes due 2016:</b>	
<b>Principal Amount:</b>	\$1,250,000,000
<b>Maturity Date:</b>	March 18, 2016
<b>Coupon:</b>	0.700% per annum
<b>Interest Payment Dates:</b>	Semi-annually on March 18 and September 18, commencing September 18, 2013
<b>Day Count Fraction:</b>	30/360
<b>Price to Public:</b>	99.870%
<b>Gross Proceeds to Issuer:</b>	\$1,248,375,000
<b>Underwriting Discount and Commissions:</b>	0.250%
<b>Net Proceeds to Issuer:</b>	\$1,245,250,000
<b>Benchmark Treasury:</b>	0.375% due February 15, 2016
<b>Benchmark Treasury Yield:</b>	0.394%

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<b>Spread to Benchmark Treasury:</b>	+ 35bp
<b>Yield to Maturity:</b>	0.744%
<b>Make-Whole Call:</b>	Treasury Rate (as defined in the preliminary prospectus supplement) plus 0.050%
<b>CUSIP:</b>	377372AG2
<b>ISIN:</b>	US377372AG20
<b>2.800% Notes due 2023:</b>	
<b>Principal Amount:</b>	\$1,250,000,000
<b>Maturity Date:</b>	March 18, 2023
<b>Coupon:</b>	2.800% per annum
<b>Interest Payment Dates:</b>	Semi-annually on March 18 and September 18, commencing September 18, 2013
<b>Day Count Fraction:</b>	30/360
<b>Price to Public:</b>	98.992%
<b>Gross Proceeds to Issuer:</b>	\$1,237,400,000
<b>Underwriting Discount and Commissions:</b>	0.450%
<b>Net Proceeds to Issuer:</b>	\$1,231,775,000
<b>Benchmark Treasury:</b>	2.000% due February 15, 2023
<b>Benchmark Treasury Yield:</b>	2.017%
<b>Spread to Benchmark Treasury:</b>	+ 90bp
<b>Yield to Maturity:</b>	2.917%
<b>Make-Whole Call:</b>	Treasury Rate (as defined in the preliminary prospectus supplement) plus 0.150%
<b>CUSIP:</b>	377372AH0

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<b>ISIN:</b>	US377372AH03
<b>4.200% Notes due 2043:</b>	
<b>Principal Amount:</b>	\$500,000,000
<b>Maturity Date:</b>	March 18, 2043
<b>Coupon:</b>	4.200% per annum
<b>Interest Payment Dates:</b>	Semi-annually on March 18 and September 18, commencing September 18, 2013
<b>Day Count Fraction:</b>	30/360
<b>Price to Public:</b>	98.672%
<b>Gross Proceeds to Issuer:</b>	\$493,360,000
<b>Underwriting Discount and Commissions:</b>	0.875%
<b>Net Proceeds to Issuer:</b>	\$488,985,000
<b>Benchmark Treasury:</b>	2.750% due November 15, 2042
<b>Benchmark Treasury Yield:</b>	3.229%
<b>Spread to Benchmark Treasury:</b>	+ 105bp
<b>Yield to Maturity:</b>	4.279%
<b>Make-Whole Call:</b>	Treasury Rate (as defined in the preliminary prospectus supplement) plus 0.175%
<b>CUSIP:</b>	377372AJ6
<b>ISIN:</b>	US377372AJ68
<b>Common Terms:</b>	
<b>Trade Date:</b>	March 13, 2013
<b>Expected Settlement Date:</b>	March 18, 2013 (T+3)
<b>Business Day:</b>	New York and London

<b>Expected Listing:</b>	New York Stock Exchange
<b>Denominations:</b>	\$2,000 × \$1,000
<b>Anticipated Ratings:</b>	A1 by Moody's Investors Service, Inc.  A+ by Standard & Poor's Ratings Services
<b>Joint Book-Running Managers:</b>	Deutsche Bank Securities Inc.  Goldman, Sachs & Co.  J.P. Morgan Securities LLC  UBS Securities LLC
<b>Co-Managers:</b>	Barclays Capital Inc.  Citigroup Global Markets Inc.  Credit Suisse Securities (USA) LLC  HSBC Securities (USA) Inc.  Mizuho Securities USA Inc.  Morgan Stanley & Co. LLC  RBS Securities Inc.  Standard Chartered Bank

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) and a preliminary prospectus supplement with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement, the preliminary prospectus supplement 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 and the preliminary prospectus supplement if you request it by calling Deutsche Bank Securities Inc. toll-free at 800-503-4611, Goldman, Sachs & Co. toll-free at 866-471-2526, J.P. Morgan Securities LLC collect at 212-834-4533 or UBS Securities LLC toll-free at 877-827-6444, ext. 561 3884.