

DIAGEO CAPITAL PLC  
Form FWP  
December 07, 2006

Free Writing Prospectus dated December 6, 2006

Filed Pursuant to Rule 433(d)  
Registration Statement No. 333 - 132732  
December 6, 2006

**Diageo Capital plc**

**US \$300,000,000 5.125% Notes due 2012**

**Guaranteed as to the payment of Principal and Interest by**

**Diageo plc**

**Final Term Sheet**

Issuer:	Diageo Capital plc
Guarantor:	Diageo plc
Security:	5.125% Notes due 2012
Format:	SEC Registered
Face Amount:	U.S.\$300,000,000
Net Proceeds:	U.S.\$299,208,000 plus accrued interest of \$3,117,708
Minimum Denomination:	U.S.\$1,000
Day Count:	30/360
Reoffer Price:	99.916%
Reoffer Yield:	5.134%
Coupon:	5.125%
Underlying Treasury:	4.500% UST due November 30, 2011
Treasury Yield:	4.434%
Spread:	0.70%
Settlement Date:	December 11, 2006
Maturity Date:	January 30, 2012
Interest Payment Dates:	January 30 and July 30, commencing on July 30, 2007
Business Days:	New York / London
Optional Make-Whole	
Redemption:	The greater of 100% of face amount or present value at a discount rate of Treasury plus 12.5 bps
Use of Proceeds:	Refinancing of existing debt
Bookrunner:	Goldman, Sachs & Co.
Expected Rating:	Moodys: A3 / S&P: A- / Fitch: A+
Expected Listing:	NYSE (expected within 30 days after Settlement Date)

This document includes disclosure about Diageo's debt rating. A security rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time by the assigning rating organisation. Each rating should be evaluated independently of any other rating.

Diageo 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 Diageo has filed with the SEC for more complete information about Diageo 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).

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Alternatively, Diageo, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Goldman, Sachs & Co. at 1-866-471-2526.

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