

ENBRIDGE INC  
Form FWP  
September 26, 2013

**Filed Pursuant to Rule 433 under the Securities Act of 1933**

**Registration Statement File No. 333-189157**

**September 25, 2013**

A final base shelf prospectus containing important information relating to the securities described in this document has been filed with the securities regulatory authority in each of the provinces of Canada. A copy of the final base shelf prospectus, any amendment to the final base shelf prospectus and any applicable shelf prospectus supplement that has been filed, is required to be delivered with this document.

This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the final base shelf prospectus, any amendment and any applicable shelf prospectus supplement for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.

**September 25, 2013**

**FINAL TERM SHEET**  
(4.00% Senior Notes due 2023)

<b>Issuer:</b>	Enbridge Inc.
<b>Issue of Securities:</b>	4.00% Senior Notes due 2023
<b>Principal Amount:</b>	US\$800,000,000
<b>Coupon:</b>	4.00%
<b>Interest Payment Dates:</b>	Semi-annually on April 1 and October 1, commencing on April 1, 2014
<b>Maturity:</b>	October 1, 2023
<b>Treasury Benchmark:</b>	2.50% due August 15, 2023
<b>U.S. Treasury Yield:</b>	2.623%

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<b>Spread to Treasury:</b>	+150 bps
<b>Re-offer Yield:</b>	4.123%
<b>Initial Price to Public:</b>	99.001%
<b>Minimum Denominations:</b>	US\$2,000 and integral multiples of \$1,000 in excess thereof
<b>Optional Redemption:</b>	On any date more than three months prior to the maturity date for an amount equal to the principal amount of the notes redeemed plus a make-whole premium and accrued but unpaid interest to the redemption date.

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On any date that is on or after the date that is three months prior to the maturity date for an amount equal to the principal amount of the notes redeemed plus accrued but unpaid interest to the redemption date.

**Make-Whole Premium:** U.S. Treasury + 25 bps

**Trade Date:** September 25, 2013

**Settlement Date:** October 2, 2013 (T+5)

**CUSIP:** 29250NAF2

**ISIN:** US29250NAF24

**Joint Book-Running Managers:** J.P. Morgan Securities LLC  
Merrill Lynch, Pierce, Fenner & Smith  
Incorporated  
Deutsche Bank Securities Inc.  
Morgan Stanley & Co. LLC  
Citigroup Global Markets Inc.  
HSBC Securities (USA) Inc.

**Co-Managers:** UBS Securities LLC  
Wells Fargo Securities, LLC  
BNP Paribas Securities Corp.  
RBS Securities Inc.  
SG Americas Securities, LLC  
Mizuho Securities USA Inc.  
SMBC Nikko Securities America, Inc.  
DNB Markets, Inc.  
Mitsubishi UFJ Securities (USA), Inc.  
Credit Agricole Securities (USA) Inc.

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U.S. Bancorp Investments, Inc.

**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**

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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 J.P. Morgan Securities LLC collect 212-834-4533.

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**September 25, 2013**

### **FINAL TERM SHEET** (Floating Rate Senior Notes due 2016)

<b>Issuer:</b>	Enbridge Inc.
<b>Issue of Securities:</b>	Floating Rate Senior Notes due 2016
<b>Principal Amount:</b>	US\$350,000,000
<b>Maturity:</b>	October 1, 2016
<b>Spread to LIBOR:</b>	+65 bps
<b>Designated LIBOR Page:</b>	Reuters Screen LIBOR01
<b>Interest Rate Basis:</b>	3-month US dollar LIBOR
<b>Interest Reset and Payment Dates:</b>	January 1, April 1, July 1 and October 1, commencing on January 1, 2014
<b>Interest Determination Dates:</b>	The second London Business Day preceding the first day of such interest period. The initial interest rate will be the 3-month US dollar LIBOR plus 65 bps, as determined on September 30, 2013.
<b>Day Count Basis:</b>	Actual/360
<b>Initial Price to Public:</b>	100%

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**Minimum Denominations:** US\$2,000 and integral multiples of US\$1,000 in excess thereof

**Optional Redemption:** None

**Trade Date:** September 25, 2013

**Settlement Date:** October 2, 2013 (T+5)

**CUSIP:** 29250NAG0

**ISIN:** US29250NAG07

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**Joint Book-Running Managers:**

J.P. Morgan Securities LLC  
Citigroup Global Markets Inc.  
HSBC Securities (USA) Inc.  
Merrill Lynch, Pierce, Fenner & Smith  
Incorporated  
Deutsche Bank Securities Inc.  
Morgan Stanley & Co. LLC

**Co-Managers:**

UBS Securities LLC  
Wells Fargo Securities, LLC  
BNP Paribas Securities Corp.  
RBS Securities Inc.  
SG Americas Securities, LLC  
Mizuho Securities USA Inc.  
SMBC Nikko Securities America, Inc.  
DNB Markets, Inc.  
Mitsubishi UFJ Securities (USA), Inc.  
Credit Agricole Securities (USA) Inc.  
U.S. Bancorp Investments, Inc.

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