

US BANCORP \DE\  
Form 424B2  
November 05, 2013

Filed Pursuant to Rule 424(b)(2)

Registration No. 333-173636

**CALCULATION OF REGISTRATION FEE**

<b><u>Title of Each Class of Securities Offered</u></b>	<b><u>Maximum Aggregate Offering Price</u></b>	<b><u>Amount of Registration Fee(1)</u></b>
Senior Notes	\$1,000,000,000	\$128,800

(1) Calculated in accordance with Rule 457(r) of the Securities Act of 1933.

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PRICING SUPPLEMENT TO PROSPECTUS DATED APRIL 21, 2011, AS SUPPLEMENTED BY  
 PROSPECTUS SUPPLEMENT DATED APRIL 21, 2011, AND  
 SUPPLEMENTAL TO THE OFFICERS' CERTIFICATE AND COMPANY ORDER DATED APRIL 21, 2011

NO. 6 DATED NOVEMBER 4, 2013

**U.S. BANCORP**  
**Medium-Term Notes, Series T (Senior)**  
**Medium-Term Notes, Series U (Subordinated)**

CUSIP No.:	<b>91159HHE3</b>	Issue Price (Dollar Amount and Percentage of Principal Amount):	
Series:		Amount:	<b>\$998,760,000 / 99.876%</b>
<input checked="" type="checkbox"/> Series T (Senior)		Proceeds to the Company:	<b>\$997,340,000</b>
<input type="checkbox"/> Series U (Subordinated)			
Form of Note:		Interest Rate/Initial Interest Rate:	<b>1.95%</b>
		Interest Payment Dates:	<b>May 15 and November 15, beginning May 15, 2014</b>
<input checked="" type="checkbox"/> Book-Entry			
<input type="checkbox"/> Certificated			
Principal Amount:	<b>\$1,000,000,000</b>	Regular Record Dates:	<b>15 Calendar Days prior to each Interest Payment Date</b>
Trade Date:	<b>November 4, 2013</b>	Interest Determination Dates:	
Original Issue Date:	<b>November 7, 2013</b>	Interest Reset Dates:	
Maturity Date:	<b>November 15, 2018</b>	Index Source:	
Base Rate (and, if applicable, related Interest Periods):		Index Maturity:	
<input checked="" type="checkbox"/> Fixed Rate Note		Spread:	
<input type="checkbox"/> Commercial Paper Note		Spread Multiplier:	
<input type="checkbox"/> Federal Funds Note		Maximum Interest Rate:	
<input type="checkbox"/> Federal Funds (Effective) Rate		Day Count:	<b>30/360</b>
<input type="checkbox"/> Federal Funds Open Rate		Minimum Interest Rate:	
<input type="checkbox"/> Federal Funds Target Rate		<u>For Original Issue Discount Notes:</u>	
<input type="checkbox"/> LIBOR Note		Original Issue Discount %:	
<input type="checkbox"/> EURIBOR Note		Yield to Maturity:	
<input type="checkbox"/> Prime Rate Note		Original Issue Discount Notes:	
<input type="checkbox"/> CD Rate Note		<input type="checkbox"/> Subject to special provisions set forth therein with respect to the principal amount thereof payable upon any redemption or acceleration of the maturity thereof.	
<input type="checkbox"/> Treasury Rate Note		<input type="checkbox"/> For Federal income tax purposes only.	
<input type="checkbox"/> CMT Rate Note			
<input type="checkbox"/> Reuters Page FRBCMT			
<input type="checkbox"/> Reuters Page FEDCMT			
<input type="checkbox"/> One-Week <input type="checkbox"/> One-Month			
<input type="checkbox"/> Other Base Rate (as described below)			
<input type="checkbox"/> Zero Coupon Note			
Agent's Commission:	<b>\$1,420,000</b>		
Redemption Date:	<b>October 15, 2018</b>		

Redemption Terms: Redeemable in whole or in part on or after the  
 Redemption Date at 100% of the principal amount of the notes (par), plus  
 accrued and unpaid interest thereon to the date of redemption. U.S. Bancorp  
 shall provide 10 to 60 calendar days notice of redemption to the registered  
 holder of the note.

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	<u>Price to Public</u>	<u>Agents</u> <u>Commissions or Discount</u>	<u>Proceeds to U.S. Bancorp</u>
Per Note	99.876%	0.142%	99.734%
Total	\$998,760,000	\$1,420,000	\$997,340,000

<u>Agent</u>	<u>Principal Amount</u>	
Morgan Stanley & Co. LLC	\$333,333,000	<u>/s/ John C. Stern</u> (authorized officer)
Deutsche Bank Securities Inc.	\$333,333,000	
U.S. Bancorp Investments, Inc.	<u>\$333,334,000</u>	<u>/s/ Joseph M. Tessmer</u> (authorized officer)
Total	\$1,000,000,000	

Delivery Instructions: DTC # 0280

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**Conflicts of Interest.** The issuer's affiliate, U.S. Bancorp Investments, Inc., will be participating in sales of the notes. As such, the offering is being conducted in compliance with the applicable requirements of FINRA Rule 5121.

**Notice to Canadian Investors.** The notes are unsecured and are not and will not be savings accounts, deposits, obligations of, or otherwise guaranteed by, U.S. Bank National Association or any other bank. The Notes do not evidence deposits of U.S. Bank National Association or any other banking affiliate of the Issuer. The notes are not insured by the Federal Deposit Insurance Corporation, the Canada Deposit Insurance Corporation or any other insurer or governmental agency or instrumentality. U.S. Bancorp is not regulated as a financial institution in Canada. However, U.S. Bank National Association's Canada branch is listed on Schedule III to the *Bank Act* (Canada) and is subject to regulation by the Office of the Superintendent of Financial Institutions (Canada). The notes may be sold only to purchasers purchasing as principal that are both accredited investors as defined in National Instrument 45-106 *Prospectus and Registration Exemptions* and permitted clients as defined in National Instrument 31-103 *Registration Requirements, Exemptions and Ongoing Registrant Obligations*. Any resale of the notes must be made in accordance with an exemption from the prospectus requirements and in compliance with the registration requirements of applicable securities laws.

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