

WADDELL & REED FINANCIAL INC  
Form FWP  
January 11, 2006

Filed pursuant to Rule 433

Registration No. 333-43862

**WADDELL & REED FINANCIAL, INC.**

**5.60% NOTES DUE 2011**

**FINAL TERM SHEET**

Dated January 10, 2006

Issuer:	Waddell & Reed Financial, Inc.
Size:	\$200,000,000
Maturity:	January 15, 2011
Coupon (Interest Rate):	5.60% per year
Price to public:	99.965% of principal amount
Yield to maturity:	5.608%
Spread to Benchmark Treasury:	1.25% (125 basis points)
Benchmark Treasury:	US Treasury 4.375% due December 15, 2010
Benchmark Treasury Price and Yield:	100 - 02.25; 4.358%
Interest Payment Dates:	January 15 and July 15, commencing on July 15, 2006
Redemption Provisions:	Make-whole call at any time based on US Treasury plus 20 basis points
Settlement:	T+3; January 13, 2006
Format:	SEC Registered (No. 333-43862)
Ratings:	Moody's, Baa2; S&P, BBB

**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.

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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 toll-free 1-800-532-2757.

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