**"Обмен ценных бумаг" - Petrobras Global Finance B.V. 5.999 27/01/28 (облигация ISIN US71647NAY58)**

Текст сообщения от Euroclear Bank S.A./N.V.:

-------------------- Message МТ564 --------------------
NOTE/NO LEGAL DOCUMENTATION TO BE
COMPLETED

CAED/PRIORITY 6
-------------------- Message МТ568 --------------------

--------------- EVENT DETAILS -------------------
UPDATE 10/09/2019: ACTIONS TO BE TAKEN HAVE BEEN CONFIRMED
.
END OF UPDATE
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INFORMATION SOURCE: INFORMATION AGENT:
GLOBAL BONDHOLDER SERVICES CORPORATION
.
BY REGULAR, REGISTERED OR CERTIFIED MAIL, HAND OR OVERNIGHT
DELIVERY:
GLOBAL BONDHOLDER SERVICES CORPORATION, 65 BROADWAY SUITE 404,
NEW YORK, NEW YORK 10006
ATTENTION: CORPORATE ACTIONS
BY ELECTRONIC MAIL: EMAIL: CONTACT(AT)GBSC-USA.COM
BY FACSIMILE TRANSMISSION: (212) 430-3775 (FOR ELIGIBLE
INSTITUTIONS ONLY)
TO CONFIRM RECEIPT OF FACSIMILE BY TELEPHONE: (212) 430-3774
BANKS AND BROKERS CALL: (212) 430-3774
TOLL-FREE: (866) 470-3800
INTERNATIONAL CALL: 001-212-430-3774
.
GENERAL INFORMATION
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THE PURPOSE OF THE EXCHANGE OFFERS AND CONCURRENT CASH OFFERS IS
TO REDUCE INDEBTEDNESS AND EXTEND THE MATURITY OF THE DEBT
OBLIGATIONS ASSOCIATED WITH THE OLD NOTES DURING A TIME OF
FAVOURABLE MARKET CONDITIONS.
.
ELIGIBLE HOLDERS:
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IF YOU ARE ELIGIBLE TO PARTICIPATE IN THESE EXCHANGE OFFERS, YOU
ARE NOT ELIGIBLE TO PARTICIPATE IN THE CASH OFFERS
.
1. EXCHANGE AND CONSENT: NOT APPLICABLE
.
2. CONDITIONS AND RESTRICTIONS: CERTAIN RESTRICTIONS APPLY FOR
THE EUROPEAN ECONOMIC AREA AND FOR THE FOLLOWING COUNTRIES:
UNITED KINGDOM, FRANCE, ITALY, BELGIUM, IRELAND, SWITZERLAND,
GRAND DUCHY OF LUXEMBOURG, HONG KONG, THE NETHERLANDS
.
THESE RESTRICTIONS APPLY TO BENEFICIAL OWNERS.
.
THE OFFER IS SUBJECT TO, AMONG OTHER THINGS, THE:
. CASH OFFER COMPLETION CONDITION:
THE COMPANYS OBLIGATION TO COMPLETE AN EXCHANGE OFFER WITH
RESPECT TO A PARTICULAR SERIES OF OLD NOTES IS CONDITIONED ON THE
TIMELY SATISFACTION OR WAIVER OF ALL OF THE CONDITIONS PRECEDENT
TO THE COMPLETION OF THE CORRESPONDING CASH OFFER FOR SUCH SERIES
OF OLD NOTES
. COMPLETE EXCHANGE CONDITION
THE COMPANY'S OBLIGATION TO COMPLETE AN EXCHANGE OFFER WITH
RESPECT TO A PARTICULAR SERIES OF OLD NOTES IS CONDITIONED ON THE
AGGREGATE CASH AMOUNT PAYABLE FOR ALL OLD NOTES VALIDLY TENDERED
IN THE EXCHANGE OFFERS NOT EXCEEDING THE MAXIMUM CASH AMOUNT, AND
ON THE MAXIMUM CASH AMOUNT BEING SUFFICIENT TO PAY THE AGGREGATE
CASH AMOUNT FOR ALL VALIDLY TENDERED OLD NOTES OF SUCH SERIES
(AFTER PAYING THE APPLICABLE CASH AMOUNT FOR ALL VALIDLY TENDERED
OLD NOTES HAVING A HIGHER ACCEPTANCE PRIORITY LEVEL).
.
ALL OLD NOTES OF A SERIES VALIDLY TENDERED HAVING A HIGHER
ACCEPTANCE
PRIORITY LEVEL WILL BE ACCEPTED BEFORE ANY OLD NOTES HAVING A
LOWER ACCEPTANCE PRIORITY LEVEL ARE ACCEPTED.
.
IF THE COMPLETE EXCHANGE CONDITION IS NOT SATISFIED FOR
(I) A SERIES OF OLD NOTES (THE FIRST NON-COVERED OLD NOTES)
(II) ALL SERIES OF OLD NOTES WITH AN ACCEPTANCE PRIORITY LEVEL
LOWER THAN THE FIRST NON-COVERED OLD NOTES (TOGETHER WITH THE
FIRST NON-COVERED NOTES, THE NON-COVERED NOTES),
THE COMPANY MAY:
. TERMINATE AN EXCHANGE OFFER WITH RESPECT TO ONE OR MORE SERIES
OF NON-COVERED NOTES, OR
. WAIVE THE COMPLETE EXCHANGE CONDITION WITH RESPECT TO ONE OR
MORE SERIES OF NON-COVERED OLD NOTES AND ACCEPT ALL OLD NOTES OF
SUCH SERIES VALIDLY TENDERED.
.
IF THE COMPLETE EXCHANGE CONDITION IS NOT SATISFIED WITH RESPECT
TO A SERIES OF OLD NOTES, THE COMPANY MAY TERMINATE THE EXCHANGE
OFFER OR WAIVE THE COMPLETE EXCHANGE CONDITION WITH RESPECT TO
SUCH SERIES OF NON-COVERED OLD NOTES ONLY IF IT ALSO TERMINATES
THE EXCHANGE OFFER OR WAIVES THE COMPLETE EXCHANGE CONDITION FOR
EACH SERIES OF NON-COVERED OLD NOTES HAVING A LOWER ACCEPTANCE
PRIORITY LEVEL.
.
REFER TO THE OFFER DOCUMENTATION FOR THE COMPLETE CONDITIONS AND
RESTRICTIONS OF THIS OFFER.
.
TIMETABLE
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. PRICE DETERMINATION DATE: 14:00 NEW YORK TIME ON 13/09/2019
. SETTLEMENT DATE: EXPECTED TO BE THE THIRD BUSINESS DAY AFTER
THE EXPIRATION DATE
.
ENTITLEMENT
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1. EXCHANGE CONSIDERATION:
THE PRICE FOR EACH USD 1,000 PRINCIPAL AMOUNT OF EACH SERIES OF
OLD NOTES WILL BE DETERMINED IN ACCORDANCE WITH STANDARD MARKET
PRACTICE, USING THE APPLICABLE YIELD TO MATURITY, WHICH WILL BE
EQUAL TO THE SUM OF

(I) THE APPLICABLE YIELD WHICH SHALL BE BASED ON THE BID-SIDE
PRICE OF THE APPLICABLE REFERENCE U.S. TREASURY SECURITY,
(II) THE APPLICABLE FIXED SPREAD
.
REFERENCE U.S. TREASURY SECURITY: 1.625 PER CENT DUE 15/08/2029
.
FIXED SPREAD: PLUS 269 BPS
.
IMPORTANT INFORMATION:
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THE APPLICABLE EXCHANGE CONSIDERATION WILL CONSIST OF A CASH
AMOUNT AND NEW NOTES:
. WITH RESPECT TO EACH SERIES OF OLD NOTES IN ACCEPTANCE PRIORITY
LEVELS 1 THROUGH 5, THE CASH AMOUNT PAYABLE AS PART OF THE
APPLICABLE EXCHANGE CONSIDERATION WILL BE EQUAL TO 50 PER CENT OF
THE APPLICABLE EXCHANGE CONSIDERATION,
. WITH RESPECT TO EACH SERIES OF OLD NOTES IN ACCEPTANCE PRIORITY
LEVELS 6 AND 7, THE CASH AMOUNT WILL BE EQUAL TO 30 PER CENT OF
THE APPLICABLE EXCHANGE CONSIDERATION.
.
2. MINIMUM EXERCISE AMOUNT: PLEASE ENSURE THAT YOUR INSTRUCTED
AMOUNT:
. IS AT LEAST THE MINIMUM EXERCISABLE AMOUNT OF THE NOTE
. CORRESPONDS TO THE MULTIPLE EXERCISABLE AMOUNT OF THE NOTE -
WILL YIELD AT LEAST THE MINIMUM AMOUNT OF ENTITLEMENT
.
THE DETERMINATION OF YOUR INSTRUCTED AMOUNT IS SOLELY YOUR
RESPONSIBILITY. IF YOUR INSTRUCTED AMOUNT WILL RESULT IN LESS
THAN THE MINIMUM AMOUNT OF ENTITLED NOTES, YOUR INSTRUCTION WILL
BE CANCELLED AND YOUR ORIGINAL NOTES RETURNED TO YOU
.
FOR DETAILS ON THE CALCULATION METHOD AND THE MINIMUM AMOUNT TO
RECEIVE, PLEASE REFER TO THE OFFER DOCUMENTATION
.
3. ACCRUED AND UNPAID INTEREST: WILL BE PAID UP TO, BUT NOT
INCLUDING, THE SETTLEMENT DATE.
.
4. MINIMUM AGGREGATE ACCEPTANCE AMOUNT/ MINIMUM ISSUE REQUIREMENT:
THE COMPANY WILL NOT COMPLETE THE EXCHANGE OFFERS IF THE
AGGREGATE PRINCIPAL AMOUNT OF NEW NOTES TO BE ISSUED IN THE
EXCHANGE OFFERS WOULD BE LESS THAN USD 1.0 BILLION
.
5. EXCHANGE CAP/MAXIMUM CASH AMOUNT: AGGREGATE CASH AMOUNT
PAYABLE FOR ALL OLD NOTES VALIDLY TENDERED IN THE EXCHANGE OFFERS
NOT EXCEEDING USD 3.0 BILLION
.
6. PRORATION: NOT APPLICABLE
IF ANY OLD NOTES OF A SERIES ARE ACCEPTED FOR EXCHANGE PURSUANT
TO THE EXCHANGE OFFERS, ALL VALIDLY TENDERED OLD NOTES OF THAT
SERIES WILL BE ACCEPTED FOR EXCHANGE
NO SERIES OF OLD NOTES WILL BE SUBJECT TO PRORATION PURSUANT TO
THE EXCHANGE OFFERS.
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7. POOLFACTOR: NOT APPLICABLE.
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8. CASH FRACTIONS: FRACTIONAL ENTITLEMENT WILL BE COMPENSATED IN
CASH.
.
FOR THE CALCULATION METHOD PLEASE REFER TO THE DOCUMENTATION
.
9. NEW NOTES
.
WE EXPECT THAT THE NEW ISIN WILL BE:
RESTRICTED GLOBAL NOTE: US71647NBF50
REGULATION S GLOBAL NOTE: USN6945AAL19
.
THE MATURITY DATE SHOULD BE 15/01/2030
.
THE NEW NOTES WILL BEAR INTEREST FROM THE SETTLEMENT DATE AT THE
RATE PER ANNUM TO BE DETERMINED ON THE PRICE DETERMINATION DATE,
PAYABLE SEMI-ANNUALLY IN ARREARS ON EACH INTEREST PAYMENT DATE
.
THIS SECURITY IS EXPECTED TO BE ELIGIBLE IN EUROCLEAR BANK
.
.
THIS CORPORATE ACTION NOTIFICATION DOES NOT CONSTITUTE AN OFFER
TO SELL OR THE SOLICITATION OF AN OFFER TO BUY ANY SECURITIES BY
ANYONE IN ANY JURISDICTION
IT IS NOT, AND SHOULD NOT BE CONSTRUED OR TREATED AS, INVESTMENT
OR FINANCIAL ADVICE. IN PROVIDING THIS INFORMATION, EUROCLEAR
BANK IS NOT ACTING AS AGENT OF THE ISSUER.
BY SENDING AN INSTRUCTION TO EUROCLEAR BANK, YOU CONFIRM THAT YOU
(AND ANY BENEFICIAL OWNER(S) FOR WHOM YOU ACT) COMPLY WITH THE
TERMS AND CONDITIONS OF THE CORPORATE EVENT AND COMPLY WITH
APPLICABLE LOCAL LAWS OR REQUIREMENTS, INCLUDING BUT NOT LIMITED
TO HOLDING AND TRANSFER RESTRICTIONS.
IF HOLDING AND TRANSFER RESTRICTIONS WOULD PROHIBIT YOU (AND ANY
BENEFICIAL OWNER(S) FOR WHOM YOU ACT) TO HOLD THE PROCEEDS OF A
CORPORATE EVENT IN YOUR ACCOUNT IN EUROCLEAR BANK, YOU (AND ANY
BENEFICIAL OWNER(S) FOR WHOM YOU ACT) MUST ENSURE TO SEND AN
-------------------------------------------------------
INSTRUCTION TO ALLOW THE TRANSFER OF THESE PROCEEDS TO AN ACCOUNT
OUTSIDE THE EUROCLEAR SYSTEM.
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--------------- ACTION TO BE TAKEN -------------------
BENEFICIAL OWNERSHIP:
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A SEPARATE INSTRUCTION PER BO IS NOT REQUIRED
.
YOU ARE SOLELY RESPONSIBLE TO DETERMINE WHETHER TO SEND ONE
INSTRUCTION PER BO OR NOT. WE CANNOT PROVIDE ANY GUIDANCE ON THIS
REQUIREMENT. WE WILL FORWARD BUT NOT VALIDATE ANY INSTRUCTION
RECEIVED REGARDLESS IF YOU INSTRUCTED AT BENEFICIAL OWNER OR NOT
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ELECTRONIC INSTRUCTIONS:
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1. FREE FORMAT MT 599/MT 568 USERS: YOUR DEADLINE IS 10:00
(BRUSSELS TIME) ON THE BUSINESS DAY BEFORE THE DEADLINE DATE.
.
2. EASYWAY USERS:
A. QIBS: TO EXCHANGE THE OLD NOTES AND RECEIVE THE EXCHANGE
CONSIDERATION, CHOOSE OPTION 001
B. NON U.S.: TO EXCHANGE THE OLD NOTES AND RECEIVE THE EXCHANGE
CONSIDERATION, CHOOSE OPTION 002
.
. MENTION IN FIELD 'NARRATIVE TO EUROCLEAR BANK': YOUR CONTACT
NAME AND PHONE NUMBER PRECEDED BY 'INX CONTACT DETAILS'
.
3. EUCLID USERS:
A. QIBS: TO EXCHANGE THE OLD NOTES AND RECEIVE THE EXCHANGE
CONSIDERATION, SEND AN INSTRUCTION TYPE '54' WITH SUBTYPE 'CSE1'
B. NON U.S.: TO EXCHANGE THE OLD NOTES AND RECEIVE THE EXCHANGE
CONSIDERATION, SEND AN INSTRUCTION TYPE '54' WITH SUBTYPE 'CSE2'
C. TO TAKE NO ACTION, SEND AN INSTRUCTION TYPE '54' SUBTYPE
'NOAC'. MENTION THE EVENT NUMBER IN FIELD 72 AS FOLLOWS: 'EVNB
CA00000XXXXXXX' (WHERE XXXXXXX IS THE EVENT NUMBER)
.
ALWAYS MENTION IN FIELD:
. 72: YOUR CONTACT NAME AND PHONE NUMBER PRECEDED BY 'INX CONTACT
DETAILS'
.
4. SWIFT MT565 USERS:
A. QIBS: TO EXCHANGE THE OLD NOTES AND RECEIVE THE EXCHANGE
CONSIDERATION, USE CAON 001 CAOP CASE
B. NON U.S.: TO EXCHANGE THE OLD NOTES AND RECEIVE THE EXCHANGE
CONSIDERATION, USE CAON 002 CAOP CASE
.
ALWAYS MENTION IN FIELD:
. 70E:INST: YOUR CONTACT NAME AND PHONE NUMBER PRECEDED BY 'INX
CONTACT DETAILS'
.
PAPER FORM:
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NO LEGAL DOCUMENTATION TO BE COMPLETED
.
DOCUMENTATION
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ELIGIBILITY LETTER:
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TO RECEIVE THE OFFER MEMORANDUM, YOU NEED TO COMPLETE AN
ELIGIBILITY LETTER AT:
HTTPS://GBSC-USA.COM/ELIGIBILITY/PETROBRAS/
NOTE: THE LINK IS CASE SENSITIVE AND SHOULD BE USED IN LOWER
CASES, EXCEPT FOR THE LETTER P IN THE COMPANYS NAME
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YOU MAY REQUEST OTHER CORPORATE ACTION DOCUMENT(S) EITHER VIA
E-MAIL OR VIA THE WEBSITE:
.
A. E-MAIL: SEND AN E-MAIL TO CADOCS(AT)EUROCLEAR.COM
INDICATE IN THE SUBJECT OF YOUR E-MAIL THE FOLLOWING REFERENCE
6317870-220
.
NOTE: IN THE RARE CASE THAT THE SIZE OF THE CA DOCUMENT
EXCEEDS 10 MB, IT WILL NOT BE POSSIBLE TO SEND IT VIA E-MAIL.
YOU WILL RECEIVE AN E-MAIL INFORMING YOU THAT THE DOCUMENT WILL
BE AVAILABLE ONLY VIA THE WEBSITE.
.
B. THE EUROCLEAR WEBSITE (MY.EUROCLEAR.COM): TO ACCESS THE
DOCUMENTATION, LOG IN OR GO THROUGH TO MYEUROCLEAR AS A GUEST.
YOU CAN DOWNLOAD THE DOCUMENT(S) BY ENTERING THE CORPORATE ACTION
NOTIFICATION NUMBER 6317870 IN THE SEARCH BOX ON MY.EUROCLEAR.COM
MY APPS CORPORATE ACTIONS
.
REVOCABILITY
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INSTRUCTIONS MAY BE WITHDRAWN PURSUANT TO THE OFFER DOCUMENTATION
AND UPON AGENTS FINAL AGREEMENT.
.
FREE TEXT LIMITATIONS APPLICABLE IN THE FOLLOWING FIELDS (IF
REQUIRED):
. 4 X 35 CHARACTERS IN FIELD: 88D
. 10 X 35 CHARACTERS IN FIELDS 72, 70E:INST, 80B, 95V:OWND
.
WE WILL FORWARD BUT NOT VALIDATE ANY OF THE INFORMATION IN THESE
FIELDS.
.
NOTE:
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PLEASE REFER TO THE CORPORATE ACTIONS FAQ SECTION ON
MY.EUROCLEAR.COM FOR MORE INFORMATION WITH REGARDS TO THE
APPLICABLE PROCESS TO CANCEL AND REPLACE YOUR INSTRUCTION