



## Prospective Purchasers Requirements

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1. In order to participate in this Process, the prospective purchaser must meet the following requirements:

- The prospective purchaser is, or has been, an Oil and Gas Exploration and Production Concessionaire at Amazonas and/or Solimões Basin in Brazil; or
- The prospective purchaser holds an installed capacity, on operation, to produce at least 200 Mwh of thermoelectricity in Brazil.

2. Besides, neither prospective purchaser nor any of its affiliates can:

(A) be owned or controlled by a person or entity subject to any economic, financial or trade (i) sanctions, (ii) regulations, (iii) embargoes or (iv) restrictive measures, all related to E&P activities on onshore fields (Sanctioned Person), and that were administered, enacted, imposed or enforced by the World Bank, the United Nations Security Council, the United States of America, the United Kingdom, the European Union, France, Italy, Austria, the Netherlands, Brazil, and the respective governmental institutions and agencies of any of the foregoing.

(B) be located, incorporated, organized, or resident in a country subject to any economic, financial or trade (i) sanctions, (ii) regulations, (iii) embargoes or (iv) restrictive measures, all related to E&P activities on onshore fields (Sanctioned Country) and that were administered, enacted, imposed or enforced by the World Bank, the United Nations Security Council, the United States of America, the United Kingdom, the European Union, France, Italy, Austria, the Netherlands, Brazil and the respective governmental institutions and agencies of any of the foregoing.

(C) have any business affiliation or commercial dealings with, or investments in, any Sanctioned Country or Sanctioned Person.

3. In addition, the prospective purchaser should not be included in the following restrictive lists:

(A) “*Cadastro Nacional de Empresas Inidôneas, Suspensas e Punidas*” (Available at: <http://www.portaldatransparencia.gov.br/ceis>);

(B) “*Empresas impedidas de transacionar com a PETROBRAS*”. (Available at: <http://transparencia.petrobras.com.br/licitacoes-contratos>).

4. The subsequent fitting of prospective purchaser, or any of its affiliates, in the abovementioned hypotheses will result in its elimination from the Process.

5. Furthermore, by participating in this Process, the prospective purchaser shall undertake not to take any action, or omit to take any action that would violate any applicable law related to business ethics, including but not limited to the US Foreign Corrupt Practices Act, the UK Bribery Act, Brazilian anti-bribery laws (specially the Brazilian Federal Act n. 12.846/2013) and the principles described in the Organization for Economic Co-operation and

Development (OECD) Convention on Combating Bribery of Foreign Public Officials in International Business Transactions (hereinafter “Anti-Bribery Law”).

6. To participate in the Process and comply with the requirements set forth in item 2 above, prospective purchasers shall sign a Compliance Certificate and indicate, if applicable, whether it is subject to any kind of sanction, even if it considers that the sanction does not prevent its participation in the Process. In case prospective purchaser is subject to sanctions, it must describe in the Compliance Certificate the nature and details of the sanction, as well as indicate the restrictions arising therefrom.

6.1. The accuracy of this statement and the fulfillment of the requirements above will be verified by PETROBRAS after the assumption of the confidentiality obligations required to participate in this Process.

7. All qualifications for the assignment of Concession Contract with ANP are the sole responsibility of prospective purchaser.

8. Prospective purchaser will not be allowed to form a consortium with any party or parties to participate in this Process.

## The Process

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PETROBRAS is inviting selected companies to enter this Process. By receiving this Teaser the invited companies and other prospective purchasers that fulfill all the requirements established in this Teaser, should express its interest up to June 2<sup>nd</sup>, 2017. You will then undertake certain confidential obligations with PETROBRAS in order to have access to relevant technical, legal and financial information, including a process letter and information concerning the bidding Process. The deadline to sign a Confidentiality Agreement is June 16<sup>th</sup>, 2017.

Access to Physical and Virtual Data Room can only be granted after you have undertaken confidential and compliance obligations and sign a Compliance Certificate.

PETROBRAS reserves the right to amend the Process as it may judge appropriate, provided any change is equally informed to all participants.

Petrobras may, during the competitive Process, perform preventive risk analysis, in compliance with Anti-Bribery Law and the Petrobras Program for Preventing Corruption - PPPC, and may ask any participant to fill out a detailed questionnaire to verify the compliance of its practices and conducts with the Anti-Bribery Law.

## Contact Information

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Queries from the prospective purchasers which meet the abovementioned requirements should be addressed exclusively to the e-mail address set forth below. You should not contact any PETROBRAS personnel.

Project e-mail: [campodejurua@petrobras.com.br](mailto:campodejurua@petrobras.com.br)

This e-mail should be used only for the purposes of the Potential Transaction. Any general question or inquiries not specific and directly related to the Potential Transaction should be addressed to the following site: <http://transparencia.petrobras.com.br/>.

## Disclaimer

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This Teaser is being furnished to prospective purchasers and published in Petrobras site ([www.investidorpetrobras.com.br](http://www.investidorpetrobras.com.br)) with the purpose to present the Potential Transaction.

This document is being provided only with the purpose of verifying the interest of the market in the opportunity and therefore do not oblige PETROBRAS to start or to conclude the Process for the sale of its assets.

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