

PETROBRAS - PETROLEO BRASILEIRO SA
Form 6-K
February 04, 2019

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934
For the month of February, 2019
Commission File Number 1-15106

PETRÓLEO BRASILEIRO S.A. PETROBRAS
(Exact name of registrant as specified in its charter)
Brazilian Petroleum Corporation PETROBRAS
(Translation of Registrant's name into English)

Avenida República do Chile, 65

20031-912 - Rio de Janeiro, RJ

Federative Republic of Brazil

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F

Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes

No

Public Offering of Debentures - Completion of the Bookbuilding Process

Rio de Janeiro, February 1, 2019 - Petróleo Brasileiro S.A. - Following the Material Facts disclosed on December 26 and 28, 2018 and January 8, 2019, Petrobras informs that the bookbuilding of the sixth (6th) issuance of simple, non-convertible, unsecured debentures of the Company (Issuing and Debentures), for placement under best efforts, pursuant to CVM Instruction 400 of December 29, 2003 (CVM Instruction 400), considering the procedure indicated for issuers with large exposure to the market, in accordance with Articles 6-A and 6-B of said instruction (Offer), resulted in a total value of three billion and six hundred million reais (R\$ 3,600,000,000.00).

The table below shows a summary including the final conditions obtained and the allocation of Debentures across the series of the Issuing:

| Series | 1st Series | 2nd Series | 3rd Series |
|------------------------------------|--|--|-------------------------------|
| Type | Incentive Debenture | Incentive Debenture | Non-Incentive Debenture |
| Maturity | Thursday, January 15, 2026 | Monday, January 15, 2029 | Thursday, January 15, 2026 |
| Final Rate (after Bookbuilding) | IPCA + 4.0460% pa (equivalent to Tesouro IPCA+2026 - 0.20% pa) | IPCA + 4.2186% p.a. (equivalent to Tesouro IPCA+2028 - 0.10% pa) | 106.25% of CDI |
| Volume Allocated (R\$) | 898,397,000 | 1,694,089,000 | 1,007,514,000 |

www.petrobras.com.br/ir

Contacts:

PETRÓLEO BRASILEIRO S.A. | PETROBRAS | Investor Relations Department | e-mail:
petroinvest@petrobras.com.br

Av. República do Chile, 65 | 10th floor, 1002 | 20031-912 | Rio de Janeiro, RJ | Phone: 55 (21) 3224-1510 / 3224-9947

FORWARD-LOOKING STATEMENTS

This release includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, that are subject to risks and uncertainties. The forward-looking statements, which address the Company's expected business and financial performance, among other matters, contain words such as believe, expect, estimate, anticipate, optimistic, intend, plan, aim, will, may, should, could, would, likely, and similar expressions cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date on which they are made. There is no assurance that the expected events, trends or results will actually occur. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information or future events or for any other reason.

The Company's actual results could differ materially from those expressed or forecast in any forward-looking statements as a result of a variety of assumptions and factors. These factors include, but are not limited to, the following: (i) failure to comply with laws or regulations, including fraudulent activity, corruption, and bribery; (ii) the outcome of ongoing corruption investigations and any new facts or information that may arise in relation to the Lava Jato Operation; (iii) the effectiveness of the Company's risk management policies and procedures, including operational risk; and (iv) litigation, such as class actions or proceedings brought by governmental and regulatory agencies. A description of other factors can be found in the Company's Annual Report on Form 20-F for the year ended December 31, 2017, and the Company's other filings with the U.S. Securities and Exchange Commission.

The Offer will start only after (i) the fulfillment of the requirements set forth in the Offer documents; (ii) the granting of registration of the Offer by CVM; (iii) the deposit of the Debentures with B3 S.A. - Brasil, Bolsa, Balcão e/ou B3 - Segment CETIP UTVM for distribution and trading; (iv) disclosure of the notice of commencement; and (v) the definitive prospectus made available to investors, pursuant to CVM Instruction 400.

The final settlement of the transaction is scheduled for February 12, 2019, in accordance with the schedule set forth in the Offer documents.

This market communication is for information purposes only, in accordance with the legislation in force, and should not be interpreted or considered, for all legal purposes and effects, as a material for the sale and/or disclosure of the Debentures and/or the Offer.

www.petrobras.com.br/ir

Contacts:

PETRÓLEO BRASILEIRO S.A. PETROBRAS | Investor Relations Department | e-mail:
petroinvest@petrobras.com.br

Av. República do Chile, 65 10th floor, 1002 20031-912 Rio de Janeiro, RJ | Phone: 55 (21) 3224-1510 / 3224-9947

FORWARD-LOOKING STATEMENTS

This release includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, that are subject to risks and uncertainties. The forward-looking statements, which address the Company's expected business and financial performance, among other matters, contain words such as believe, expect, estimate, anticipate, optimistic, intend, plan, aim, will, may, should, could, would, likely, and similar expressions cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date on which they are made. There is no assurance that the expected events, trends or results will actually occur. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information or future events or for any other reason.

The Company's actual results could differ materially from those expressed or forecast in any forward-looking statements as a result of a variety of assumptions and factors. These factors include, but are not limited to, the following: (i) failure to comply with laws or regulations, including fraudulent activity, corruption, and bribery; (ii) the outcome of ongoing corruption investigations and any new facts or information that may arise in relation to the Lava Jato Operation; (iii) the effectiveness of the Company's risk management policies and procedures, including operational risk; and (iv) litigation, such as class actions or proceedings brought by governmental and regulatory agencies. A description of other factors can be found in the Company's Annual Report on Form 20-F for the year ended December 31, 2017, and the Company's other filings with the U.S. Securities and Exchange Commission.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: February 1, 2019.

PETRÓLEO BRASILEIRO S.A PETROBRAS

By: /s/ Rafael Salvador Grisolia
Rafael Salvador Grisolia
Chief Financial Officer and Investor Relations
Officer