PETROBRAS - PETROLEO BRASILEIRO SA Form 6-K January 28, 2015

#### 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 January, 2015

**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-FX 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\_\_\_X\_\_\_

#### THIRD QUARTER OF 2014 RESULTS

#### **NOT REVIEWED BY INDEPENDENT AUDITORS**

Rio de Janeiro - January 27, 2015

Petrobras announces today its consolidated results, not reviewed by independent auditors, stated in millions of Reais, prepared in accordance with IAS 34, except with errors found in certain amounts of property, plant and equipment.

(A free translation from the original in Portuguese).

The disclosure of the financial statements of the 3Q-2014, not reviewed by independent auditors, aims to comply with covenant obligations in debt agreements and to provide information access to the stakeholders and to the market, with transparency related to recent events known by the public in the context of the "Lava Jato Operation".

The Company understands that it will be necessary to make adjustments at the financial statements to correct the values \( \subseteq \subseteq \) of fixed assets that may have been impacted by amounts related to misconducts made by suppliers, politicians, Petrobras employees and other groups in the context of the "Lava Jato Operation".

However, due to the fact that it is impracticable to measure in a correct, complete and definite manner such capitalized amounts on property, plant and equipment, the Company considered the adoption of alternative approaches to correct such amounts: (i) use of average percentage of improper payments, mentioned at the testimonies; (ii) fair value measurement of the assets whose constitution was made through agreements with supplier companies in the context of the "Lava Jato Operation". Such alternative approaches were inadequate to change the impracticable determination of overprice related to those improper payments.

To disclose the financial statements of the 3Q-2014, reviewed by independent auditors, the Company has been studying another methodology according to the rules of *Comissão de Valores Mobiliários* (CVM) and *Securities and Exchange Commission* (SEC).

#### **Key indicators**

3,087 4,959 (38) 3,395 **Consolidated net** 13,439 17,289 (22)

income attributable to the shareholders of Petrobras

2,746 2,600 6 2,522 **Total domestic and** 2,627 2,542 3

international crude oil and natural gas production (Mbbl/d)

11,735 16,246 (28) 13,091 **Adjusted EBITDA** 42,330 47,413 (11)

The Company reported 3Q-2014 earnings of R\$ 3,087 million and the following key events:

- Higher domestic crude oil and NGL production (a 6% increase, 118 thousand barrels/day) due to the production start-up and ramp-up of Production Stationary Units and FPSOs Cidade de São Paulo, Cidade de Itajaí, Cidade de Paraty, P-63, P-55, P-62 and P-58 and also to the start-up of Extended Well Tests (EWTs) of Iara Oeste and Tartaruga Verde.
- Higher crude oil exports (a 134% increase, 185 thousand barrels/day) due to increased production and to the sale of exports that were in progress in June 30 in Brazil.
- Higher oil product production (a 1% increase, 24 thousand barrels/day) generated by increased refining plants utilization factor (100%) and to the conversion of intermediate products.
- Recognition of the asset contingency (R\$ 820 million) and its monetary restatement (R\$ 1,357 million) related to the improper PIS and COFINS payments over finance income between February 1999 to December 2002.
- The Company increased the estimated useful life of equipment and other assets, decreasing the depreciation in R\$ 1,688 million.
- The amounts related to the construction of the refineries Premium I (R\$ 2,111 million) and Premium II (R\$ 596 million) were written-down due to the interruption of those projects.
- 11.3% depreciation of the Real against the U.S. Dollar on our net liabilities in U.S. Dollars, partially offset by the 7.7% appreciation of the U.S. dollar against the Euro and the 5.2% appreciation of the U.S. dollar against the Pound Sterling on net liabilities exposed to those currencies.

1

Com	ments	of the	CFO
$\sim$	111111111111111111111111111111111111111	OI LIIC	$\sim$ L $\circ$

Mrs. Maria das Graças Silva Foster

Dear Shareholders and Investors,

As is widely known, Petrobras is facing a unique moment in its history. In March 2014, the "Operation Lava Jato", triggered by the Brazilian Federal Police to investigate alleged money-laundering crimes, reached Petrobras through the arrest of the company's former Downstream Director, Paulo Roberto Costa, on charges of corruption, embezzlement, among other offenses.

On November 13th, 2014 as a result of the facts and proofs obtained in the "Operation Lava Jato" Petrobras decided to postpone the release of its third quarter 2014 financial results. In short, the testimonies examined by Petrobras have indicated the commission of unlawful acts, such as cartelization of suppliers and former employees taking bribes, indicating that the payments to such suppliers were improperly recognized as part of the cost of our fixed assets, therefore requiring adjustments.

Consequently we have concluded that it is impracticable to correctly quantify these improperly recognized values, since the payments were made by external suppliers and cannot be traced back to the company's accounting records.

Given the impracticality of identifying the improper payments correctly, completely and definitely, and the need to rectify this error, Petrobras considered two approaches: (1) the difference between the fair value of each asset appraised, and its book value; (2) the quantification of the price overrun related to illegal practices, using the information, numbers and dates revealed in the testimonials and plea bargaining of the "Operation Lava Jato".

The appraised assets represent R\$ 188.4 billion, or approximately 1/3 of the company's total fixed assets (R\$ 597.4 billion) and were based on contracts signed between Petrobras and the companies mentioned in "Operation Lava Jato" from 2004 to April 2012.

The evaluation was carried out by global firms internationally recognized as independent evaluators for 81% of the assets appraised. The analysis of the remaining 19% was conducted by the technical teams of Petrobras, employing full methodological consistency and the same assumptions as the work carried out by the independent evaluators.

However, the maturity acquired throughout this appraisal process demonstrated to us that this methodology was not an adequate proxy for the unlawful values paid, as this adjustment would also include amounts originated from different situations, which are impossible to be individually quantified, such as changes in the economic and financial variables (exchange rate, discount rate, risk metrics and cost of capital); changes in the estimates of prices and margins of the input; changes in the projections of prices, margins and demand for products sold; changes in equipment and input prices, wages and other correlated costs; as well as project planning deficiencies (engineering and supply).

The outcome of the appraisals indicated that the assets with fair value below the book value would total R\$ 88.6 billion of lower difference. The assets with higher fair value totaled R\$ 27.2 billion of higher difference than the book value.

So, we have decided not to use the methodology of determining the fair value as a "proxy" to adjust the company's fixed assets due to fraud and corruption, because this adjustment would include elements with no direct relation with the unlawful payments. We are going to further examine another methodology that takes into account values, deadlines and information from the "Operation Lava Jato" testimonials, in compliance with the requirements of the regulators (CVM and SEC), aimed at releasing the financial statements reviewed.

Turning now to our third quarter results, our operating profit in the third quarter of 2014 was R\$ 4.6 billion, down 48% from the second quarter (R\$ 8.8 billion). This drop is mainly due to costs related to the Collective Bargaining Agreement (R\$ 1.0 billion), to the payment of the agreement with Bolivia to import natural gas (R\$ 0.9 billion) and to the write-off of the projects Premium I and II (R\$ 2.7 billion). However, the increased oil output and the resultant growth in exports added R\$ 2.4 billion to third quarter operating profit when compared to the prior quarter.

Net income totaled R\$ 3.1 billion, down 38% from R\$ 5.0 billion in the second quarter, reflecting a lower operating profit.

As for projections regarding cash flow and liquidity, it is important to note that Petrobras's cash position or operating cash flow will not be affected by any adjustments arising from "Operation Lava Jato" or any other related to the amount of its assets.

We have been very diligent in taking actions that enable us to reiterate that we will not need to visit the debt markets in 2015 due to steps that will increase cash flow, as more fully described below.

First and foremost, Petrobras restates its commitment to uphold its diesel and gasoline pricing policy and its objective of not transferring international market volatility, which, in the current situation, is very favorable to our cash flow. Our current output of oil and oil products enables us to reach stable operating cash flow when Brent prices range from US\$ 50/bbl to US\$ 70/bbl.

We expect our 2015 domestic oil output to grow, with a target of 4.5% (+/-1 percentage point) above last year's production. 2015 will be an extension of our accomplishments in 2014, when we added four new platforms that are now ramping up and increased our PLSV fleet from 11 to 19 vessels. Therefore, output in 2015 will be sustained by the interconnection of 69 producing and injection wells, by the start-up of P-61/TAD (Papa-Terra field) in the first quarter and by the start-up of FPSO Cidade de Itaguaí (Iracema Norte field) in the fourth quarter.

2

Consequently, we expect to generate operating cash flow (after tax payments and before interest, dividends and amortizations) of between US\$ 28 billion and US\$ 32 billion in 2015, assuming a Brent price ranging from US\$ 50/bbl to US\$ 70/bbl and an exchange rate of R\$ 2.60/US\$ and R\$ 2.80/US\$. In addition, we considered to have at our disposal guarantees from the Brazilian Federal Government to the receivables of the electric sector which will allow us to negotiate these credits in the financial market.

With regards to capital expenditures, we are reducing the pace of some projects, particularly those with low contribution to cash flow over the next two years, so that our investments remain within US\$ 31 billion to US\$ 33 billion in 2015.

Our portfolio of assets also indicates divestment opportunities for 2015, with a potential contribution to cash flow equivalent to those achieved in 2014. The implementation of these divestments will depend on the development of the market conditions.

It is important to stress that our cash position has been favored by the strong Brent price decrease of the last three months and is comfortably positioned regarding the amounts that we consider sufficient to maintain our operations with the necessary liquidity throughout the year.

We continue to work closely with our external auditor (PwC) to prepare audited accounting statements as quickly as possible, not only in relation to the adjustments to the financial statements, but also in relation to the need to enhance internal controls.

I would like to highlight the nomination of our Governance, Risk and Compliance Officer João Adalberto Elek Júnior last January 19. João Elek was chosen among market professionals with a proven record of accomplishment in governance. He successfully completed the selection process conducted by Korn Ferry, specialized in the recruitment and placement of executives, was elected from a list of three candidates submitted to the Board of Directors of Petrobras and is to remain in the position for a three-year period, which may be renewable.

Therefore, at this time I would like to reaffirm our commitment to overcoming these obstacles. We are providing all the necessary conditions so that the ongoing investigations, whether they be internal or external, are conducted independently, without any restrictions. We are being transparent with you, our shareholders and investors. We are working diligently so that

in the future	our company	is recognized	for its metho	ds of governar	ce and internal	controls in
the same way	y it has been	recognized for	its technical	and operation	al capabilities.	

Maria das Graças Silva Foster

Chief Executive Officer

3

#### **FINANCIAL HIGHLIGHTS**

**Main Items and Consolidated Economic Indicators** 

88,377 82,298 7 77,700 **Sales revenues** 252,220 223,862 13

21,065 19,015 11 16,585 **Gross profit** 59,534 54,149 10

4,584 8,848 (48) 5,723 **Net income before** 21,009 27,327 (23)

financial results, share of earnings in equity-accounted investments, profit sharing and income taxes

(972) (940) (3) (1,020) **Net finance income** (2,086) (3,181) 34 **(expense)** 

3,087 4,959 (38) 3,395 **Consolidated net** 13,439 17,289 (22)

income attributable to the shareholders of Petrobras

0.24 0.38 (37) 0.26 **Basic and diluted** 1.03 1.33 (23) **earnings per share** <sup>1</sup>

229,723 217,725 6 229,078 **Market capitalization** 229,723 229,078 **— (Parent Company)** 

24 23 1 21 **Gross margin (%)** 24 24 –

5 11 (6) 7 **Operating margin (%)** 8 12 (4)

3 6 (3) 4 **Net margin (%)** 5 8 (3)

11,735 16,246 (28) 13,091 **Adjusted EBITDA - R\$** 42,330 47,413 (11) million <sup>3</sup>

Net income before financial results, share of earnings in equity-accounted investments, profit sharing and income taxes by business segment

. Exploration & Production 15,372 16,466 (7) 17,682 48,084 46,570 3

(7,957) (5,916) (34) (8,501) . Refining, (21,293) (18,629) (14) Transportation and Marketing

(484) 804 (160) (343) **. Gas & Power** 951 1,676 (43)

(66) (72) 8 (127) **. Biofuel** (204) (271) 25

(205) 737 (128) 462 **. Distribution** 1,289 2,256 (43)

Edgar Filing: PETROBRAS -	- PETROLEO BRASILEIRO SA - Form 6-K
	TETTIOLEO BITTOTELITO ON TOTTION

5 652 (99) 220 **. International** 1,111 3,627 (69)

(2,966) (2,696) (10) (2,825) **. Corporate** (9,041) (8,102) (12)

101.85 109.63 (7) 110.37 **Brent crude (US\$/bbl)** 106.57 108.45 (2)

2.27 2.23 2 2.29 Average commercial 2.29 2.12 8 selling rate for U.S. dollar (R\$)

2.45 2.20 11 2.23 **Period-end** 2.45 2.23 10 **commercial selling** rate for U.S. dollar (R\$)

11.3 (2.7) - 0.5 Variation period-end 4.6 9.1 commercial selling rate for U.S. dollar (%)

10.90 10.89 – 8.51 **Selic interest rate -** 10.74 7.74 3 average (%)

# Average price indicators

224.52 225.36 – 210.00 **Domestic basic oil** 225.74 207.04 9 **products price** (R\$/bbl)

# ${\bf Edgar\ Filing:\ PETROBRAS\ -\ PETROLEO\ BRASILEIRO\ SA\ -\ Form\ 6-K}$

# Sales price - Brazil

90.73 99.02 (8) 98.87 . Crude oil (U.S. 95.77 98.64 (3) dollars/bbl)  $^4$ 

49.28 49.58 (1) 46.35 . Natural gas (U.S. 48.76 48.51 1 dollars/bbl)

### Sales price -International

84.05 87.91 (4) 85.97 **. Crude oil (U.S.** 85.46 90.65 (6) **dollars/bbl)** 

19.16 20.36 (6) 18.38 . Natural gas (U.S. 20.83 20.88 - dollars/bbl)

- 1 Basic and diluted earnings per share calculated based on the weighted average number of shares.
- 2 Calculated based on net income before financial results, share of earnings in equity-accounted investments, profit sharing and income taxes.
- 3 EBITDA + share of earnings in equity-accounted investments and impairment.
- 4 Average between exports and the internal transfer prices from Exploration & Production to Refining, Transportation and Marketing.

4

#### **FINANCIAL HIGHLIGHTS**

#### **RESULTS OF OPERATIONS**

#### **3Q-2014** x **2Q-2014** Results:

#### **Gross Profit**

Gross profit increased by 11% (R\$ 2,050 million), mainly due to:

Ø Sales revenues of R\$ 88,377 million, 7% higher when compared to the 2Q-2014, attributable to increased crude oil exports and a higher domestic demand, mainly diesel, principally met by domestic output of oil products.

Ø Costs of sales of R\$ 67,312 million, 6% higher when compared to the 2Q-2014, due to an increase in crude oil import costs, resulting from the higher share of imports on feedstock processed and to higher crude oil production costs, besides the effect of foreign exchange depreciation on import costs and on production taxes and the recognition of the impacts of an agreement as to the performance of the Bolivian natural gas import contract (R\$ 996 million). These effects were partially offset by lower share of oil product imports on sales mix and by the decreased depreciation in R\$ 802 million, generated by the reviewed and increased estimated useful life of equipment and other assets made by the Company.

# Net income before financial results, share of earnings in equity-accounted investments, profit sharing and income taxes

Net income before financial results, share of earnings in equity-accounted investments, profit sharing and income taxes decreased by 48% (R\$ 4,264 million), due to the write-down of the amounts related to the construction of the refineries Premium I (R\$ 2,111 million) and Premium II (R\$ 596 million) generated by the interruption of those projects, to higher employee compensation costs arising from the 2014 Collective Bargaining Agreement and to higher sales expenses (R\$ 1,534 million), due to the registration of allowance for doubtful accounts over receivables of Independent Energy Producers. These effects were partially offset by the recognition of the asset contingency related to the improper PIS and COFINS payments (R\$ 820 million) over finance income, by the extraordinary gain (R\$ 506 million) from an out-of-court agreement regarding performance bonds of P-19 and P-31 platforms, by write-offs of areas occurred in the 2Q-2014 returned to the National Agency of Petroleum, Natural Gas and Biofuels – ANP in the amount of R\$ 434 million and higher gross profit.

#### **Net finance expense**

Net finance expense of R\$ 972 million, R\$ 32 million higher than in the 2Q-2014, resulting from the 11.3% depreciation of the Real against the U.S. Dollar on our net liabilities (foreign exchange appreciation of 2.7% in the 2Q-2014), offset by the 7.7% appreciation of the U.S. dollar against the Euro and the 5.2% appreciation of the U.S. dollar against the Pound Sterling on net liabilities exposed to those currencies and by the monetary restatement of the asset contingency related to the improper PIS and COFINS payments over finance income.

#### Net income attributable to the shareholders of Petrobras

Net income attributable to the shareholders of Petrobras reached R\$ 3,087 million, 38% lower when compared to the 2Q-2014, resulting from higher operating expenses mainly due to the write-down of the amounts related to the construction of the refineries Premium I and Premium II.

5

#### **FINANCIAL HIGHLIGHTS**

#### **RESULTS OF OPERATIONS**

#### Jan-Sep/2014 x Jan-Sep/2013 Results:

#### **Gross Profit**

Gross profit increased by 10%, mainly due to:

Ø Sales revenues of R\$ 252,220 million, 13% higher, when compared to Jan-Sep/2013, resulting from:

- Higher oil product prices in the domestic market attributable to diesel and gasoline adjustments in 2013 and to the impact of foreign currency depreciation (8%) over the price of oil products that are adjusted to reflect international prices and over export prices, as well as higher electricity and natural gas prices;
- A 3% increase in the domestic demand for oil products, mainly diesel (2%), gasoline (5%) and fuel oil (21%), and an increase in crude oil export volume (12%), partially offset by a decrease in oil product export volume (13%).

Ø Cost of sales of R\$ 192,686 million, 14% higher when compared to Jan-Sep/2013, due to:

- Higher import costs and production taxes attributable to foreign currency depreciation;
- Domestic oil products sales volumes were 3% higher and were partially met by imports. LNG import volumes were higher to meet the domestic demand;
- Crude oil production costs were higher, resulting from an increase in well interventions, from the start-up of new plants that are operating below full capacity and higher employee compensation costs arising from the 2013 and 2014 Collective Bargaining Agreement;
- Impact of an agreement signed as to the performance of the Bolivian natural gas import contract (R\$ 996 million);
- Decreased depreciation in R\$ 802 million, generated by the reviewed and increased estimated useful life of equipment and other assets made by the Company.

# Net income before financial results, share of earnings in equity-accounted investments, profit sharing and income taxes

Net income before financial results, share of earnings in equity-accounted investments, profit sharing and income taxes reached R\$ 21,009 million in Jan-Sep/2014, a 23% decrease when compared to Jan-Sep/2013. This result reflects the write-down of the amounts related to the construction of the refineries Premium I (R\$ 2,111 million) and Premium II (R\$ 596 million) generated by the interruption of those projects, the impact of our Voluntary Separation Incentive Plan - PIDV (R\$ 2,455 million), an increase in selling expenses (R\$ 2,094 million) mainly due to the to the registration of allowance for doubtful accounts over receivables of

Independent Energy Producers and higher write-offs of dry and/or sub-commercial wells (R\$ 1,347 million) and lower gains on disposal of assets (R\$ 897 million). These effects were partially offset by the recognition of the asset contingency related to the improper PIS and COFINS payments (R\$ 820 million) over finance income and by a higher gross profit.

#### **Net finance expense**

Net finance expense was R\$ 1,095 million lower, as a result of the monetary restatement of the asset contingency over improper payments of PIS and COFINS over finance income, of lower foreign exchange and inflation indexation charges, attributable to a lower period-end exchange rate variation (a 4.6% depreciation of the Real against the U.S. dollar from December 31, 2013 to September 30, 2014 against a 9.1% depreciation of the Real from December 31, 2012 to September 30, 2013) and also to the 8.3% appreciation of the U.S. dollar against the Euro and the 1.9% appreciation of the U.S. dollar against the Pound Sterling over net liability exposures on those currencies, partially offset by higher interest expenses resulting from an increase in our finance debt

#### Net income attributable to the shareholders of Petrobras

Net income attributable to the shareholders of Petrobras reached R\$ 13,439 million in Jan-Sep/2014, 22% lower than in Jan-Sep/2013, due to a decrease in the net income before financial results, share of earnings in equity-accounted investments, profit sharing and income taxes and higher net finance expense, partially offset by lower income tax charges.

6

#### **FINANCIAL HIGHLIGHTS**

#### **NET INCOME BY BUSINESS SEGMENT**

Petrobras is an integrated energy company and most of the crude oil and natural gas production from the Exploration & Production segment is transferred to other business segments of the Company.

Our results by business segment include transactions carried out with third parties, transactions between companies of Petrobras System and transfers between business segments calculated by internal transfer prices defined through methodologies based on market parameters.

#### **EXPLORATION & PRODUCTION**

Jan-Sep

10,131 10,793 (6) 11,613 **Net Income** 

31,578 30,480 4

(3Q-2014 x 2Q-2014): The increase in crude oil and NGL production (6%), the extraordinary gain from an out-of-court agreement regarding performance bonds of P-19 and P-31 platforms and the impact, in the 2Q-2014, of the write-offs of areas returned to the National Agency of Petroleum, Natural Gas and Biofuels – ANP partially offset the decrease in net income, generated by lower domestic crude oil sales/transfer prices adjusted to reflect international prices, by higher employee compensation costs resulting from the 2014 Collective Bargaining Agreement and by higher exploration costs.

The spread between the average domestic oil price (sale/transfer) and the average Brent price increased from U.S.\$ 10.61/bbl in the 2Q-2014 to U.S.\$ 11.12/bbl in the 3Q-2014.

(Jan-Sep/2014 x Jan-Sep/2013): Net income was 4% higher, resulting from an increase in crude oil and NGL production (4%) and higher domestic crude oil prices (sale/transfer prices), reflecting the depreciation of the Real against the U.S. dollar. These effects were partially offset by higher production taxes, increased well maintenance and interventions, higher equipment depreciation, higher costs from oil-platform chartering, higher employee compensation costs resulting from the 2013 and 2014 Collective Bargaining Agreements, the impact of our voluntary separation incentive plan (PIDV), write-offs of dry and/or sub-commercial wells and return of areas to the National Agency of Petroleum, Natural Gas and Biofuels - ANP.

The spread between the average domestic oil price (sale/transfer) and the average Brent price increased from US\$9.81/bbl in Jan-Sep/2013 to US\$ 10.80/bbl in Jan-Sep/2014.

Jan-Sep

Exploration & Production - Brazil (Mbbl/d)  $^{(*)}$ 

2,090 1,972 6 1,924 Crude oil and NGL 1,995 1,922 4

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-h	Form 6-K
---	----------

441 411 7 390 Natural gas <sup>5</sup> 418 392 7

**2,531 2,383** 6 **2,314 Total** 

**2,413 2,314** 4

(3Q-2014 x 2Q-2014): The 6% increase in crude oil and NGL production is attributable to the ramp-up of P-55 (Roncador), P-62 (Roncador), P-58 (Parque das Baleias) and FPSO Cidade de Paraty (Lula NE), besides the start-up of the extended well test of lara Oeste and of the Anticipated Production System of Tartaruga Verde.

Natural gas production increased by 7% due to a higher production in P-53 (Marlim Leste), P-54 (Roncador), P-55 (Roncador), P-62 (Roncador), P-58 (Parque das Baleias), FPSOs Cidade de Santos (Uruguá-Tambaú) and Cidade de Paraty (Lula NE). (Jan-Sep/2014 x Jan-Sep/2013): Crude oil and NGL production increased by 4% in Jan-Sep/2014 resulting from the start-up of Stationary Production Units P-63 (Papa-Terra), P-55 (Roncador), P-62 (Roncador) and P-58 (Parque das Baleias) and from the ramp-up of FPSO Cidade de Itajaí (Baúna), Cidade de Paraty (Lula NE) and Cidade de São Paulo (Sapinhoá). The natural decline of fields partially offset these effects.

The 7% increase in natural gas production is attributable to a higher production in Mexilhão, Parque das Baleias, Uruguá-Tambaú, Sapinhoá and Lula Nordeste fields.

7

<sup>(\*)</sup> Not reviewed by independent auditor.

<sup>5</sup> Does not include LNG. Includes gas reinjection.

#### **FINANCIAL HIGHLIGHTS**

Jan-Sep

### Lifting Cost - Brazil

15.33 14.57 5 14.96 Excluding production taxes 14.70 14.91 (1)

31.37 32.60 (4) 33.25 Including production taxes 32.28 32.95 (2)

35.18 32.30 9 34.28 Excluding production taxes 33.59 31.69 6

73.94 71.55 3 75.80 Including production taxes 74.09 70.28 5

#### Lifting Cost - Excluding production taxes - U.S.\$/barrel

(3Q-2014 x 2Q-2014): Lifting cost excluding production taxes in U.S.\$/barrel increased by 5%. Excluding the impact of foreign currency variation, it increased by 6%, mainly due to higher employee compensation costs, resulting from our 2014 Collective Bargaining Agreement and to the increase of anchorage, maintenance and submarine inspection costs, besides the higher initial unit costs of FPSOs Rio das Ostras (Tartaruga Verde) and Dynamic (lara Oeste).

(Jan-Sep/2014 x Jan-Sep/2013): Lifting cost excluding production taxes in U.S.\$/barrel decreased by 1% in Jan-Sep/2014, when compared to Jan-Sep/2013. Excluding the impact of foreign currency variation, it increased by 4% due to the start-up of the Stationary Production Units P-63 (Papa-Terra), P-55 (Roncador), P-62 (Roncador) and P-58 (Parque das Baleias), which have higher costs per unit produced during the start-up period. Higher employee compensation costs resulting from our 2013 and 2014 Collective Bargaining Agreements also affected lifting cost.

#### Lifting Cost - Including production taxes - U.S.\$/barrel

(3Q-2014 x 2Q-2014): The 4% decrease in lifting cost including production taxes is attributable to the decrease in the average reference price for domestic crude oil in U.S. dollars (7%), reflecting the variation of international crude oil prices, which are bases for the calculation of production taxes.

(Jan-Sep/2014 x Jan-Sep/2013): The 2% decrease in lifting cost including production taxes in Jan-Sep/2014 when compared to Jan-Sep/2013 is attributable to lower average reference price for domestic crude oil in U.S. dollars (2%), which reflects the variation of international crude oil prices, which are bases for the calculation of production taxes.

/ <b>*</b> \	Not	reviewed	hv	inda	nanda	nt	audito	r
(')	MOL	reviewed	υy	mue	penae	311L	auuitu	η,

8

#### **FINANCIAL HIGHLIGHTS**

#### REFINING, TRANSPORTATION AND MARKETING

Jan-Sep

(5,180) (3,883) (33) (5,508) **Net Income** 

(13,871) (12,266) (13)

(3Q-2014 x 2Q-2014): The increased loss was mainly due to the write-down of Premium I and Premium II refineries, generated by the interruption of those projects, partially offset by lower crude oil and oil product acquisition/transfer costs generated by decreased international prices and by higher oil product production (1%).

(Jan-Sep/2014 x Jan-Sep/2013): The increased loss was mainly due to the write-down of Premium I and Premium II refineries, generated by the interruption of those projects, and also to the increase in crude oil acquisition/transfer costs (attributable to the foreign currency depreciation) and to the impact of our Voluntary Separation Incentive Plan (PIDV). These effects were partially offset by higher average oil product prices (9%), attributable to higher diesel and gasoline prices in the domestic market (driven by price increases made throughout 2013), and to a higher oil product production (2%) that partially met the increased demand.

Jan-Sep

Imports and Exports of Crude Oil and Oil Products (Mbbl/d) (\*)

303 534 (43) 334 Crude oil imports 399 421 (5)

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO S	A - Form 6-K
---	--------------

410 407 1 493 Oil product imports 414 377 10

**941** (24) **827** Imports of crude oil and oil **813 798** 2 products

323 138 134 206 Crude oil exports <sup>6</sup> 219 195 12

168 170 (1) 196 Oil product exports 170 195 (13)

**491 308** 59 **402 Exports of crude oil and oil 389 390** - **products** 

(222) (633) 65 (425) Exports (imports) net of (424) (408) (4) crude oil and oil products

5 1 – – Other exports 3 2 50

(3Q-2014 x 2Q-2014): Crude oil exports were higher, due to an increase in crude oil production and to the realization of exports that were in transit on June 30.

The decrease in crude oil imports is attributable to the higher volume imported in the 2Q-2014 when occurred economic indications of trading opportunities.

(Jan-Sep/2014 x Jan-Sep/2013): Crude oil exports and refining throughput were higher, resulting from an increase in crude oil production, which helped reduce crude oil imports.

Oil product imports were higher and oil product exports were lower in Jan-Sep/2014 when compared to Jan-Sep/2013 to meet an increase in domestic demand.

6 Include crude oil exports volumes of Refining, Transportation and Marketing and Exploration & Production segments.

9

<sup>(\*)</sup>Not reviewed by independent auditor.

#### **FINANCIAL HIGHLIGHTS**

Jan-Sep

## Refining Operations (Mbbl/d) (\*)

2,204 2,180 1 2,128 Output of oil products 2,170 2,131 2

100 98 2 96 Refining plants utilization 98 97 1 factor (%)  $^8$ 

2,094 2,064 1 2,027 Feedstock processed 2,059 2,041 1 (excluding NGL) - Brazil  $^9$ 

2,138 2,101 2 2,072 Feedstock processed - Brazil <sup>10</sup>2,099 2,086 1

80 82 (2) 82 Domestic crude oil as % of 82 81 1 total feedstock processed

(3Q-2014 x 2Q-2014): Daily feedstock processed increased by 2% due to lower stoppage activities in the 3Q-2014.

(Jan-Sep/2014 x Jan-Sep/2013): Daily feedstock processed was 1% higher in Jan-Sep/2014 when compared to Jan-Sep/2013, resulting from a sustainable improvement of the performance of our refineries. The 2% increase in our output of oil products is attributable to the conversion of intermediate products.

Jan-Sep

## Refining Cost - Brazil (\*)

3.17 2.94 8 3.26 Refining cost (U.S.\$/barrel) 2.96 3.16 (6)

7.33 6.56 12 7.45 Refining cost (R\$/barrel) 6.80 6.69 2

(3Q-2014 x 2Q-2014): Refining cost, in US\$/barrel, increased by 8%. Refining cost, in R\$/barrel, increased by 12% due to higher employee compensation costs arising from the 2014 Collective Bargaining Agreement, partially offset by increased feedstock processed.

(Jan-Sep/2014 x Jan-Sep/2013): Refining cost, in US\$/barrel, decreased by 6%. Refining cost, in R\$/barrel, increased by 2%, mainly resulting from higher maintenance and repair costs and from higher employee compensation costs arising from the 2013 and 2014 Collective Bargaining Agreements.

- <sup>8</sup> Refining plants utilization factor is the relation between the feedstock processed (excluding NGL) and the reference feedstock.
- <sup>9</sup> Feedstock processed (excluding NGL) Brazil is the volume of crude oil processed, factored into the calculation of the Refining Plants Utilization Factor.
- <sup>10</sup> Feedstock processed Brazil includes crude oil and NGL processing.

10

<sup>(\*)</sup>Not reviewed by independent auditor.

<sup>&</sup>lt;sup>7</sup> Reference feedstock or Installed capacity of primary processing considers the maximum sustainable feedstock processing reached at the distillation units, respecting the project limits of equipments and the safety, environment and product quality requirements. It is lower than the authorized capacity set by ANP (including temporary authorizations) and by environmental institutions.

#### **FINANCIAL HIGHLIGHTS**

#### **GAS & POWER**

(271) 702 (139) (193) **Net Income** 946 1,262 (25)

(3Q-2014 x 2Q-2014): The net loss resulted from the impact of an agreement as to the performance of the Bolivian natural gas import contract (R\$ 996 million) and from the decrease of the margins at the regulated contracting environment of electricity (auction), partially offset by lower LNG import costs (due to increased share of domestic natural gas) and by higher electricity generation.

(Jan-Sep/2014 x Jan-Sep/2013): Net income was lower resulting from higher LNG and natural gas import costs to meet thermoelectric demand, from the impact of an agreement as to the performance of the Bolivian natural gas import contract and from the effects of our Voluntary Separation Incentive Plan (PIDV). These effects were partially offset by higher average electricity prices, due to lower water reservoir levels of hydroelectric power plants in Brazil and higher differences settlement price, and to a R\$ 646 million gain on the disposal of 100% of our interest in Brasil PCH S.A.

# Physical and Financial Indicators (\*)

1,196 1,157 3 1,873 Electricity sales (Free 1,201 2,026 (41) Contracting Environment - ACL) - average MW

2,671 2,453 9 1,798 Electricity sales (Regulated 2,341 1,798 30 contracting environment - ACR) - average MW

4,789 4,690 2 3,483 Generation of electricity - 4,534 4,359 4 average MW

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO S	A - Form 6-K
---	--------------

671 649 3 180 Differences settlement price - 657 252 161 R\$/MWh  $^{11}$ 

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-h	SILEIRO SA - Form 6-K
---	-----------------------

116 150 (23) 84 Imports of LNG (Mbbl/d) 128 102 25

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K	
---	--

210 205 2 197 Imports of natural gas (Mbbl/d) 206 197 5

(3Q-2014 x 2Q-2014): Electricity sales volumes were 3% higher on the Free Contracting Environment – ACL due to seasonal long-term agreements and to higher sales volumes in short-term period.

Electricity sales volumes were 9% higher on the Regulated Contracting Environment – ACR due to the A0/2014 sale auction of 574 average MW in force as from May 2014 which totally impacted the 3Q-2014.

The 2% increase on electricity generation is due to the monthly record in 2014 of the higher volume dispatch in August and to the decreased volume in June, generated by improved rainfall levels in the South of Brazil.

The 23% decrease on LNG imports was due to higher supply of domestic natural gas as an effect of increased production.

The 2% increase of natural gas imports from Bolivia is due to higher thermoelectric demand.

(Jan-Sep/2014 x Jan-Sep/2013): Electricity sales volumes were 41% lower in Jan-Sep/2014 when compared to Jan-Sep/2013 resulting from the shift of a portion of our available capacity (574 average MW) towards the regulated contracting environment in the domestic market (Ambiente de Contratação Regulada – ACR). The termination of our lease agreement for UTE Araucária, which reduced the availability of electricity for trading (349 average MW) and the lower demand in the spot market, attributable to higher spot prices, also reduced our sales volumes.

Electricity generation was 4% higher and spot prices increased by 161% due to lower rainfall levels in the period.

LNG imports and natural gas imports from Bolivia were 25% and 5% higher, respectively, to meet a higher thermoelectric demand.

(\*)Not reviewed by independent auditor.

11 Weekly weighed prices per output level (light, medium and heavy), number of hours and submarket capacity.

11

#### **FINANCIAL HIGHLIGHTS**

#### **BIOFUEL**

(89) (66) (35) (96) **Net Income** (230) (218) (6)

(3Q-2014 x 2Q-2014): Net losses were higher, due to an increase in the share of losses from ethanol investees, partially offset by a decrease in the share of losses from biodiesel investees.

(Jan-Sep/2014 x Jan-Sep/2013): Net losses were higher, due to the share of losses from biodiesel investees and by the impact of our voluntary separation incentive plan (PIDV), partially offset by a decrease in the share of losses from ethanol investees and lower research and development expenses.

#### **DISTRIBUTION**

(151) 472 (132) 293 **Net Income** 805 1,454 (45)

(3Q-2014 x 2Q-2014): The net loss in the 3Q-2014 is due to higher employee compensation costs arising from 2014 Collective Bargaining Agreement and increased sales expenses, due to the registration of allowance for doubtful accounts over receivables of Independent Energy Producers, partially offset by higher sales volumes (7%) and average margins in fuel trading (2%).

(Jan-Sep/2014 x Jan-Sep/2013): Net income was lower due to the impact of our Voluntary Separation Incentive Plan (PIDV) and to higher sales expenses, due to the registration of allowance for doubtful accounts over receivables of Independent Energy Producers, partially offset by an increase in sales volumes (7%) and higher average margins in fuel trading (2%).

38.1% 37.7% - 36.1% **Market Share** 37.9% 37.5% -

(3Q-2014 x 2Q-2014): Our market share was larger due to the higher thermoelectric generation volume in the National Interconnected Electricity System in the 3Q-2014.

(Jan-Sep/2014 x Jan-Sep/2013): Our market share was larger due to the higher thermoelectric generation volume in the National Interconnected Electricity System.

(\*)Not reviewed by independent auditor.

12

#### **FINANCIAL HIGHLIGHTS**

#### **INTERNATIONAL**

(196) 393 (150) 308 **Net Income** 950 3,008 (68)

(3Q-2014 x 2Q-2014): The significant decrease of international crude oil prices at the end of September generated increased losses of higher inventory write-down to net realizable (market) value in the United States and Japan, resulting in net losses in the 3Q-2014. Net income in the 2Q-2014 was mainly due to gains on disposal of onshore E&P assets in Colombia and of exploration blocks in Uruguay.

(Jan-Sep/2014 x Jan-Sep/2013): Net income decreased when compared to Jan-Sep/2013, resulting from a non-recurring gain on the disposal of 50% of our assets in Africa in 2013. E&P activities in the United States reported an increase in production attributable to the start-up of new wells in Cascade and Chinook fields, which partially offset the lower income.

Exploration & Production-International (Mbbl/d)<sup>12(\*)</sup>

## Consolidated international production

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-h	BRASILEIRO SA - Form 6-K
---	--------------------------

86 91 (5) 82 Crude oil and NGL 88 121 (27)

Edgar Eiling:	DETDODDAC	DETROI EO DRA	CIL EIDO CA	Form 6 1/
Eugai Filling.	FEIRUDNAS:	PETROLEO BRA	ISILEINU SA -	LOIIII 0-V

96 95 1 92 Natural gas 94 92 2

182 186 (2) 174 Total consolidated international 182 213 (15) production

33 31 6 34 Non-consolidated international 32 15 113 production

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-h	BRASILEIRO SA - Form 6-K
---	--------------------------

**217** (1) **208 Total international 214 228** (6) production

(3Q-2014 x 2Q-2014): Crude oil and NGL production decreased by 5%, mainly in the United States, due to production stoppages in Chinook field for the installation of a submarine pump, and in Cascade field for maintenance of the pump system. In addition, production was affected by the disposal of onshore areas in Colombia concluded in April 2014.

Natural gas production remained relatively flat in the period.

(Jan-Sep/2014 x Jan-Sep/2013): Crude oil and NGL production in the United States was higher due to the start-up of new wells in Cascade and Chinook fields, beginning on January 2014. Notwithstanding, consolidated crude oil and NGL production decreased by 27% in Jan-Sep/2014, resulting from the disposal of onshore areas in Colombia, concluded in April 2014 and from the disposal of the Puesto Hernandez asset in Argentina in January 2014 and of 50% of our interest in companies in Nigeria in June 2013. Our production share in Nigerian assets (our 50% remaining interest) was accounted for as non-consolidated production.

Natural gas production was higher, mainly in Peru, due to the start-up of Kinteroni field in March 2014.

13

<sup>(\*)</sup>Not reviewed by independent auditor.

<sup>12</sup> Some of the countries that comprise the international production, such as Nigeria and Angola, are operating under the production-sharing model, with the production taxes charged in crude oil barrels.

#### **FINANCIAL HIGHLIGHTS**

Jan-Sep

8.84 8.93 (1) 9.73 **Lifting Cost - International** 8.55 8.93 (4) **(U.S.\$/barrel)** 

(3Q-2014 x 2Q-2014): Lifting cost remained relatively flat in the period. The lower costs in Cascade and Chinook fields in the United States offset the increased maintenance service costs in Argentina occurred after heavy rainfalls in the 2Q-2014.

#### (Jan-Sep/2014 x Jan-Sep/2013):

International lifting cost was 4% lower in Jan-Sep/2014, mainly in Argentina, resulting from the depreciation of the Argentine Peso against the U.S. dollar and from the disposal of our Puesto Hernández asset, which had higher-than-average production costs when compared to other assets in the international segment.

Jan-Sep

# Refining Operations - International (Mbbl/d) (\*)

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-h	BRASILEIRO SA - Form 6-K
---	--------------------------

162 178 (9) 149 Total feedstock processed <sup>13</sup> 168 167 1

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-h	BRASILEIRO SA - Form 6-K
---	--------------------------

175 193 (9) 161 Output of oil products 181 182 (1)

230 230 – 231 Reference feedstock <sup>14</sup> 230 231 –

68 75 (7) 61 Refining plants utilization 71 68 3 factor (%)  $^{15}$ 

(3Q-2014 x 2Q-2014): Feedstock processed was 9% lower, along with a decrease in the output of oil products and in the capacity utilization mainly attributable to the scheduled stoppage of 37 days in processing units of Argentine refinery in the 3Q-2014. The feedstock processed decreased in Japan due to lower fuel oil demand, and maintenance stoppages took place in the United States at the catalytic cracking unit in July and September.

(Jan-Sep/2014 x Jan-Sep/2013): Our total feedstock processed was 1% higher, resulting from an increase in light oil processing availability in the U.S. for local crude oil, partially offset by a scheduled stoppage in our Argentine refinery in the 3Q-2014.

Jan-Sep

4.02 3.76 7 4.26 **Refining Cost -** 3.81 3.92 (3) **International (U.S.\$/barrel)** 

(3Q-2014 x 2Q-2014): Refining cost per unit increased by 7% mainly due to higher costs with effluent water treatment at the refining process in the United States.

#### (Jan-Sep/2014 x Jan-Sep/2013):

International refining cost per unit was 3% lower in Jan-Sep/2014 when compared to Jan-Sep/2013 due to a decrease in the cost of catalyzers in the United States and to a lower refining cost in Argentina, when expressed in U.S. dollars, attributable to the depreciation of the Argentine Peso against the U.S. dollar. Higher refining costs in Japan, resulting from an increase in maintenance expenses, partially offset these effects.

14

<sup>(\*)</sup>Not reviewed by independent auditor.

<sup>13</sup> Total feedstock processed is the crude oil processed abroad at the atmospheric distillation plants, plus the intermediate products acquired from third parties and used as feedstock in other refining units.

<sup>14</sup> Reference feedstock is the maximum sustainable crude oil feedstock reached at distillation plants.

<sup>15</sup> Refining Plants Utilization Factor is the relation between the crude oil processed at the distillation plant and the reference feedstock.

#### **FINANCIAL HIGHLIGHTS**

Sales Volumes - (Mbbl/d)(\*)

Jan-Sep

Edgar Filing: PETROBBAS -	- PETROLEO BRASILEIRO SA - Form 6-K

1,049 999 5 1,031 Diesel 998 977 2

Edgar Filing: PETRORRAS	PETROLEO BRASILEIRO SA - Form 6-K
Eugai Filliu. FE I NOBRAS -	· FEI NOLEO BRASILEINO SA - FUIIII O-N

616 619 – 587 Gasoline 612 583 5

Edgar Filing: PETRORRAS	- PETROLEO BRASILEIRO SA - Form 6-K
	FEIROLEO BRASILEIRO SA - FUIII 6-N

126 114 11 71 Fuel oil 117 97 21

160 162 (1) 172 Naphtha 167 174 (4)

247 237 4 243 LPG 235 230 2

Edgar Eiling: DETDORDAS	- PETROLEO BRASILEIRO SA - Form 6-K
Edual Fillio, PETRODRAS -	· PETRULEU BRASILEIRU SA - FUIII 0-N

110 108 2 108 Jet fuel 110 105 5

Edgar Filing: PETROBRAS	- PETROLEO BRAS	II FIRO SA - Form 6-K

225 204 10 210 Others 210 203 3

2,533 2,443 4 2,422 Total oil products 2,449 2,369 3

E . EW DETDODDAG	
Edgar Filing: PETROBBAS	- PETROLEO BRASILEIRO SA - Form 6-K

98 88 11 95 Ethanol, nitrogen fertilizers, 94 86 9 renewables and other products

449 451 – 392 Natural gas 442 415 7

3,080 2,982 3 2,909 Total domestic market 2,985 2,870 4

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-h	SILEIRO SA - Form 6-K
---	-----------------------

496 309 61 402 Exports 392 392 -

567 598 (5) 505 International sales 574 498 15

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K	SA - Form 6-K
---	---------------

1,063 907 17 907 Total international market 966 890 9

**4,143 3,889** 7 **3,816** Total

**3,951 3,760** 5

(3Q-2014 x 2Q-2014): Our domestic sales volumes increased by 3% when compared to the 2Q-2014, primarily due to:

- Diesel (a 5% increase) due to seasonal demand generated by summer agricultural activity and by industrial operations, as well as higher comsumption of thermoelectric plants;
- Fuel oil (a 11% increase) due to a higher thermoelectric demand; and
- LPG (a 4% increase) due to the lower average temperatures and higher economic activity.

(Jan-Sep/2014 x Jan-Sep/2013): Our domestic sales volumes increased by 4% in Jan-Sep/2014 compared to Jan-Sep/2013, primarily due to:

- Diesel (a 2% increase) higher consumption in infrastructure construction projects and an increase in the Brazilian diesel-moved light vehicle fleet (van, pick-ups and SUV);
- Gasoline (a 5% increase) an increase in the automotive fleet attributable to the higher competitive advantage of gasoline prices relatively to ethanol in most Brazilian states and to a higher household consumption. An increase in the anhydrous ethanol mandatory content in Type C gasoline (from 20% to 25%) partially offset these effects; and
- Fuel oil (a 21% increase) due to higher supply for thermoelectric plants in several Brazilian states.

15

<sup>(\*)</sup>Not reviewed by independent auditor.

#### **FINANCIAL HIGHLIGHTS**

#### **LIQUIDITY AND CAPITAL RESOURCES**

Consolidated Statement of Cash Flows Data - Summary<sup>16</sup>

Jan-Sep

(8,223) (10,011) (21,511) Government securities at the (9,085) (20,869) beginning of period

58,140 68,467 51,250 Cash and cash equivalents 37,172 27,628 at the beginning of period

23,567 14,299 14,358 Net cash provided by operating 47,281 45,434 activities

(19,318) (16,924) (19,590) Net cash used in investing (56,435) (58,254) activities

(20,129) (19,141) (24,348) Capital expenditures and (59,606) (65,929) investments in operating segments

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO S	A - Form 6-K
---	--------------

302 185 1,194 Proceeds from disposal of 1,356 4,386 assets (divestment)

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO S	A - Form 6-K
---	--------------

509 2,032 3,564 Investments in marketable 1,815 3,289 securities

4,249 (2,625) (5,232) (=) Net cash flow (9,154) (12,820)

(4,998) 2,294 (3,791) Net financings 41,297 28,623

5,022 10,119 9,692 Proceeds from long-term 69,048 70,841 financing

(10,020) (7,825) (13,483) Repayments (27,751) (42,218)

(18) (8,731) (2,904) Dividends paid to shareholders (8,749) (5,774)

(57) 110 (1) Acquisition of non-controlling (56) (200) interest

5,093 (1,375) 28 Effect of exchange rate 1,899 1,893 changes on cash and cash equivalents

62,409 58,140 39,350 Cash and cash equivalents 62,409 39,350 at the end of period  $^{16}$ 

7,850 8,223 18,529 Government securities at the 7,850 18,529 end of period

70,259 66,363 57,879 Adjusted cash and cash 70,259 57,879 equivalents at the end of period  $^{17}$ 

As of September 30, 2014, we had a balance of cash and cash equivalents of R\$ 62,409 million, a 59% increase when compared to December 31, 2013 (R\$ 39,350 million). Our balance of adjusted cash and cash equivalents<sup>17</sup> increased by 52% from R\$ 46,257 million as of December 31, 2013 to R\$ 70,259 million as of September 30, 2014.

Our principal uses of funds in Jan-Sep/2014 were for capital expenditures (R\$ 59,606 million) and payment of dividends (R\$ 8,749 million). We met these requirements with cash provided by operating activities of R\$ 47,281 million and net long-term financing of R\$ 41,297 million. Adjusted cash and cash equivalents were R\$ 24,002 million higher as of September 30, 2014, when compared to December 31, 2013.

Net cash provided by operating activities in Jan-Sep/2014 increased by 4% in Jap-Sep/2014 when compared to Jan-Sep/2013, resulting from an increase in gross profit and an increase in tax credits recovery (PIS/COFINS), partially offset by an increase in our working capital needs attributable to higher balance of trade receivables (R\$ 5,174 million), higher than the decreased balance of inventories (R\$ 4,765 million).

Capital expenditures and investments were 10% lower in Jan-Sep/2014 (R\$ 59,606 million) when compared to Jan-Sep/2013 (R\$ 65,929 million), mainly due to a decrease in RTM (R\$ 7,364 million), partially offset by an increase in E&P of R\$ 2,136 million. Proceeds from disposal of assets were R\$ 3,030 million lower, resulting from the non-recurring effects of the disposal of 50% of our assets in Africa, assets in Colombia, disposal of the Coulomb field in the United States and of Gila field in Mexican Gulf in 2013. The disposal of Brasil PCH, Transierra and UTE Norte Fluminense in 2014 partially offset the decrease.

Proceeds from long-term financing, net of repayments, totaled R\$ 41,297 million in Jan-Sep/2014, an R\$ 12,674 million increase when compared to Jan-Sep/2013. The principal sources of long-term financing were the issuance of notes for a total of US\$ 5.1 billion in the European capital market in January 2014 and US\$ 8.5 billion in the North-American capital market in March 2014, as well as long-term funding obtained from the domestic and international banking markets.

<sup>&</sup>lt;sup>16</sup> For more details, see the Consolidated Statement of Cash Flows Data.

<sup>&</sup>lt;sup>17</sup> Our adjusted cash and cash equivalents include government bonds with maturities of more than 90 days. This measure is not computed in accordance with International Financial Reporting Standards – IFRS and should not be considered in isolation or as a substitute for cash and cash equivalents computed in accordance with IFRS. It may not be comparable to adjusted cash and cash equivalents of other companies, however management believes that it is an appropriate supplemental measure that helps investors assess our liquidity and assists management in targeting leverage improvements.

#### **FINANCIAL HIGHLIGHTS**

# **Capital expenditures and investments**

Jan-Sep

Exploration & Production 40,866 65 38,277 55 7

Refining, Transportation and Marketing 13,801 22 22,043 32 (37)

Gas & Power 4,136 7 3,959 6 4

International 2,249 4 3,491 5 (36)

Exploration & Production 1,969 88 3,241 93 (39)

Edgar Filing: PETROBBAS	- PETROLEO BRASILEIRO SA - Form 6-K

Refining, Transportation and Marketing 214 10 174 5 23

Gas & Power 19 1 7 - 171

Edgar Eiling: DETDORDAS	- PETROLEO BRASILEIRO SA - Form 6-K
Edual Fillio, PETRODRAS -	· PETRULEU BRASILEIRU SA - FUIII 0-N

Distribution 39 2 58 2 (33)

Other 8 - 11 - (27)

Distribution 708 1 678 1 4

Biofuel 24 - 62 - (61)

Edgar Filing: PETROBBAS -	PETROLEO BRASILEIRO SA - Form 6-K
	TETTIOLEO DI MOILLINGO ON TONINO IN

Corporate 759 1 753 1 1

Total capital expenditures and 62,543 100 69,263 100 (10) investments

Pursuant to its strategic objectives, the Company operates through joint ventures in Brazil and abroad, as a concessionaire of oil and gas exploration, development and production rights.

In Jan-Sep/2014, we invested R\$ 62,543 million, primarily aiming at increasing production.

17

### **FINANCIAL HIGHLIGHTS**

### **Consolidated debt**

Current debt <sup>18</sup> 28,243 18,782 50

Non-current debt <sup>19</sup> 303,461 249,038 22

Total 331,704 267,820 24

Cash and cash equivalents 62,409 37,172 68

Government securities (maturity of more than 90 days) 7,850 9,085 (14)

Adjusted cash and cash equivalents 70,259 46,257 52

Net debt <sup>20</sup> 261,445 221,563 18

Net debt/(net debt+shareholders' equity) 43% 39% 4

Total net liabilities <sup>21</sup> 754,793 706,710 7

Capital structure

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K					
(Net third parties capital / total net liabilities)	54%	51%	3		

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K				
Net debt/Adjusted EBITDA ratio	4.63	3.52		

Current debt <sup>18</sup> 11,523 8,017 44

Non-current debt <sup>19</sup> 123,811 106,308 16

Total 135,334 114,325 18

Net debt <sup>20</sup> 106,668 94,579 13

## Summarized information on financing

Floating rate debt 169,554 138,463 22

Fixed rate debt 161,947 129,148 25

**Total** 331,501 267,611 24

Reais 63,087 53,465 18

US Dollars 233,616 191,572 22

Euro 24,599 14,987 64

**Total** 331,501 267,611 24

2014 13,293 18,744 (29)

2015 19,390 17,017 14

2016 31,421 29,731 6

2017 29,792 20,331 47

2018 45,017 37,598 20

2019 and thereafter 192,588 144,190 34

**Total** 331,501 267,611 24

Consolidated net debt in Reais increased by 18% when compared to December 31, 2013 as a result of long-term financing and of the 4.6% impact from the depreciation of the Real against the U.S. dollar.

<sup>18</sup> Includes Capital lease obligations (R\$ 39 million on September 30, 2014 and R\$ 38 million on December 31, 2013).

<sup>19</sup> Includes Capital lease obligations (R\$ 164 million on September 30, 2014 and R\$ 171 million on December 31, 2013).

<sup>20</sup> Our net debt is not computed in accordance with International Standards -IFRS and should not be considered in isolation or as a substitute for total long-term debt calculated in accordance with IFRS. Our calculation of net debt may not be comparable to the calculation of net debt by other companies. Management believes that net debt is an appropriate supplemental measure that helps investors assess our liquidity and assists management in targeting leverage improvements.

<sup>21</sup> Total liabilities net of adjusted cash and cash equivalents.

18

#### **FINANCIAL HIGHLIGHTS**

#### **FINANCIAL STATEMENTS**

Income Statement - Consolidated <sup>22</sup>

Jan-Sep

88,377 82,298 77,700 **Sales revenues** 252,220 223,862

(67,312) (63,283) (61,115) Cost of sales (192,686) (169,713)

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K	BRASILEIRO SA - Form 6-K	PETROLEO BR	Edgar Filing: PETROBRAS
---	--------------------------	-------------	-------------------------

21,065 19,015 16,585 **Gross profit** 59,534 54,149

(4,306) (2,772) (2,862) Selling expenses (9,803) (7,709)

(2,707) (2,580) (2,803) General and administrative (7,847) (7,863) expenses

(2,314) (1,803) (2,214) Exploration costs (5,642) (4,702)

(665) (601) (590) Research and development (1,858) (1,858) expenses

(552) (313) (219) Other taxes (1,192) (691)

(5,937) (2,098) (2,174) Other expenses, net (12,183) (3,999)

(16,481) (10,167) (10,862) (38,525) (26,822)

4,584 8,848 5,723 Net income before financial 21,009 27,327 results, share of earnings in

equity-accounted investments, profit sharing

and income taxes

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K	BRASILEIRO SA - Form 6-K	PETROLEO BR	Edgar Filing: PETROBRAS
---	--------------------------	-------------	-------------------------

1,174 758 1,205 Finance income 2,974 3,086

(2,282) (2,243) (1,240) Finance expense (6,373) (3,719)

136 545 (985) Foreign exchange and inflation 1,313 (2,548) indexation charges

(972) (940) (1,020) Net finance income (expense) (2,086) (3,181)

198 271 493 Share of earnings in 991 1,039 equity-accounted investments

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K	BRASILEIRO SA - Form 6-K	PETROLEO BR	Edgar Filing: PETROBRAS
---	--------------------------	-------------	-------------------------

(191) (312) (229) Profit-sharing (839) (877)

3,619 7,867 4,967 Net income before income 19,075 24,308 taxes

(1,132) (2,676) (1,425) Income taxes (5,611) (7,252)

2,487 5,191 3,542 Net income 13,464 17,056

# Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K Net income attributable to:

Edgar Filing: PETRORRAS -	PETROLEO BRASILEIRO SA - Form 6-K
Lugar rilling. I L I 1 10 Di 170	TETROLLO BRIAGILLINO DA TORRO R

3,087 4,959 3,395 Shareholders of Petrobras 13,439 17,289

Edgar Filing: PETROBRAS -	PETROLEO BRASILEIRO SA - Form 6-K
	TETTIOLEO DI MOILEITIO ON TOTTI O N

(600) 232 147 Non-controlling interests 25 (233)

2,487 5,191 3,542 13,464 17,056

 $^{22}$  As from the 1Q-2014, a line item for profit sharing benefits has been disclosed, as it is done for our annual consolidated financial statements. The amounts for 2013 were reclassified for comparison purposes.

19

#### **FINANCIAL HIGHLIGHTS**

**Statement of Financial Position - Consolidated** 

**Current assets** 143,571 123,351

Cash and cash equivalents 62,409 37,172

Marketable securities 7,889 9,101

Trade and other receivables, net

21,552

22,652

Inventories 32,437 33,324

Recoverable taxes 8,616 11,646

Assets classified as held for sale 5,052 5,638

Other current assets 5,616 3,818

Non-current assets 681,481 629,616

Long-term receivables

50,739

44,000

Trade and other receivables, net

15,132

10,616

Deferred taxes 2,423 2,647

Other tax assets 11,400 12,603

Edgar Filing: PETROBRAS -	PETROLEO BRASILEIRO SA - Form 6-K
Lagar i mig. i Li i tobi i to	LITTOLES BITTOLELITO OF TOTAL OF

Advances to suppliers 7,524 7,566

Other non-current assets 7,226 4,395

Investments 15,537 15,615

Property, plant and equipment

597,432

533,880

Intangible assets 17,773 36,121

Total assets 825,052 752,967

Current liabilities 84,535 82,525

Trade payables 27,658 27,922

Current debt 28,243 18,782

Taxes payable 12,736 11,597

Dividends payable – 9,301

Employee compensation (payroll, profit-sharing and related charges) 7,995

4,806

Pension and medical benefits 2,198 1,912

Liabilities associated with assets classified as held for sale 591 2,514

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO	SA - Form 6-K	
Other current liabilities	5,114	5,691

**Non-current liabilities** 

389,659

321,108

Non-current debt 303,461 249,038

Deferred taxes 22,945 23,206

Pension and medical benefits 40,986 27,541

Provision for decommissioning costs

15,996

16,709

Provisions for legal proceedings 3,978 2,918

Other non-current liabilities 2,293 1,696

Shareholders' equity

350,858

349,334

Share capital 205,432 205,411

Profit reserves and others 144,355 142,529

Non-controlling interests

1,071

1,394

### Total liabilities and shareholders' equity

825,052

752,967

#### **FINANCIAL HIGHLIGHTS**

#### Statement of Cash Flows Data - Consolidated

Jan-Sep

3,087 4,959 3,395 Net income attributable to 13,439 17,289 the shareholders of Petrobras

20,480 9,340 10,963 (+) Adjustments for: 33,842 28,145

7,036 7,710 7,597 Depreciation, depletion and 21,869 20,963 amortization

2,611 1,479 2,027 Foreign exchange and inflation 5,507 4,391 indexation and finance charges

Edgar Filing: PETROBRAS -	PETROLEO BRASILEIRO SA - Form 6-K
	TETTIOLEO DI MOILEITIO ON TOTTI O N

(600) 232 147 Non-controlling interests 25 (233)

Share of earnings in equity-accounted investments (198)(271)(991)(493)(1,039)

3,197 271 (343) (Gains) / losses on disposal / 2,884 (1,743) write-offs of non-current assets

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-h	SILEIRO SA - Form 6-K
---	-----------------------

922 1,614 461 Deferred income taxes, net 3,218 3,666

1,710 1,495 1,684 Exploration expenditures 4,262 2,915 writen-off

	Edga	r Filing: PETR	OBRAS - PETROLEO BRASI	LEIRO SA - Form 6-K	
931	197	366	Impairment	1,404	837

909 1,211 1,360 Pension and medical benefits 3,161 4,135 (actuarial expense)

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-1	Form 6-K
---	----------

4,949 (2,290) (3,164) Inventories 189 (4,801)

(1,415) (641) (188) Trade and other receivables, (4,605) 590 net

Edgar Filing: PETROBBAS -	PETROLEO BRASILEIRO SA - Form 6-K
	TETTIOLEO DI MOILLINGO ON TONINO IN

(1,307) 644 849 Trade payables (1,150) 774

(415) (566) (347) Pension and medical benefits (1,316) (1,134)

1,699 (732) (401) Taxes payable (307) (2,895)

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K	BRASILEIRO SA - Form 6-K	PETROLEO BR	Edgar Filing: PETROBRAS
---	--------------------------	-------------	-------------------------

451 (1,013) 1,408 Other assets and liabilities (308) 1,719

23,567 14,299 14,358 (=) Net cash provided by 47,281 45,434 (used in) operating activities

(19,318) (16,924) (19,590) (-) Net cash provided by (56,435) (58,254) (used in) investing activities

(20,129) (19,141) (24,348) Capital expenditures and (59,606) (65,929) investments in operating segments

302 185 1,194 Proceeds from disposal of 1,356 4,386 assets (divestment)

Edgar Filing:	PETROBRAS -	<b>PETROLEO</b>	BRASILEIRO SA	- Form 6-K

509 2,032 3,564 Investments in marketable 1,815 3,289 securities

4,249 (2,625) (5,232) (=) Net cash flow (9,154) (12,820)

(5,073) (6,327) (6,696) (-) Net cash provided by 32,492 22,649 (used in) financing activities

5,022 10,119 9,692 Proceeds from long-term 69,048 70,841 financing

(6,226) (4,933) (9,474) Repayment of principal (17,294) (33,288)

(3,794) (2,892) (4,009) Repayment of interest (10,457) (8,930)

(18) (8,731) (2,904) Dividends paid to shareholders (8,749) (5,774)

(57) 110 (1) Acquisition of non-controlling (56) (200) interest

Effect of exchange rate changes on cash and cash equivalents 5,093 (1,375)1,899 28 1,893

4,269 (10,327) (11,900) (=) Net increase (decrease) 25,237 11,722 in cash and cash equivalents in the period

58,140 68,467 51,250 Cash and cash equivalents at 37,172 27,628 the beginning of period

62,409 58,140 39,350 Cash and cash equivalents at 62,409 39,350 the end of period

### **FINANCIAL HIGHLIGHTS**

#### **SEGMENT INFORMATION 23**

Consolidated Income Statement by Segment - Jan-Sep/2014

Sales revenues 118,625198,227 30,491 436 72,806 25,175 - (193,540)252

Intersegments 117,882 69,212 2,706 380 2,013 1,347 - (193,540) -

	- PETROLEO BRASILEIRO SA - Form 6-K
FOURT FILLOUS PETROBBAS	- PETRULEU BRASILEIBU SA - FOIM 6-K

Third parties 743 129,015 27,785 56 70,793 23,828 - -

Cost of sales

(60,637) (208,961)(26,825) (496) (66,866) (22,162) –

193,261

(19

Gross profit 57,988 (10,734) 3,666 (60) 5,940 3,013 - (279) 59,

**Expenses** 

(9,904) (10,559) (2,715) (144) (4,651) (1,902) (9,041) 391

(38

Selling, general and (633) (5,246) (2,463) (82) (4,329) (1,349) (3,942) 394 administrative expenses

(17

Exploration costs (5,377) - - - (265) - -

(5,6

Research and development expenses

(946) (315) (144)

(22)

(2)

(3)

(426)

(1,8

Other taxes (76) (162) (195) (1) (21) (176) (561) -

(1,

Other expenses, net(2,872) (4,836) 87 (39) (299) (109) (4,112) (3)

(12

(204)

1,289

1,111 (9,041) 112

21,

Net income 48,084 (21,293) 951 before financial results, share of earnings in equity-accounted investments, profit sharing and income taxes

Net finance income - - - - - - - - (2,086) - (2,086) - (2,086)

Share of earnings in (6) equity-accounted investments

316

368

(96)

(1)

404

6

991

Profit-sharing (241) (222) (34) – (67) (15) (260) –

(83

**Net income** before income taxes

47,837 (21,199) 1,285 (300) 1,221

1,500 (11,381)112

19,

Income taxes (16,267) 7,315 (312) 70 (416) (393) 4,429 (37)

(5,6

Net income 31,570 (13,884) 973 (230) 805 1,107 (6,952) 75

13,

Net income attributable to:

Shareholders of 31,578 (13,871) 946 (230) 805 950 (6,814) 75 Petrobras

Non-controlling (8) (13) 27 - - 157 (138) - 25 interests

31,570 (13,884) 973 (230) 805 1,107 (6,952) 75

## Consolidated Income Statement by Segment - Jan-Sep/2013

Sales revenues 107,450176,309 23,160 655 63,245 25,926 - (172,883)223

Intersegments 105,746 59,214 1,920 549 1,618 3,836 - (172,883) -

Third parties 1,704 117,095 21,240 106 61,627 22,090 - -

223

Cost of sales (53,856) (188,674)(19,655) (752) (57,811) (21,781) –

172,816

(16

Gross profit 53,594 (12,365) 3,505 (97) 5,434 4,145 - (67) 54,

**Expenses** 

(7,024) (6,264) (1,829) (174) (3,178) (518) (8,102) 267

(26

Selling, general and (679) (5,015) (1,706) (86) (3,174) (1,357) (3,808) 253 administrative expenses

(15

Exploration costs (4,440) - - - (262) - - (4,7)

Research and development expenses

(925) (344)

(88)

(42)

(2)

(5)

(452)

\_

(1,8

Other taxes (71) (112) (129) (2) (23) (216) (138) -

(69

Other expenses, net(909) (793) 94 (44) 21 1,322 (3,704) 14

(3,9

3,627 (8,102) 200

27,

Net income 46,570 (18,629) 1,676 (271) 2,256 before financial results, share of earnings in equity-accounted investments, profit sharing and income taxes

Net finance income - - - - - - - - (3,181) - (3,181) - (3,181)

Share of earnings in 5 equity-accounted investments

180

276

(39)

(1)

623

(5)

Profit-sharing (311) (229) (39) – (53) (22) (223) –

(87

**Net income** before income taxes

46,264 (18,678) 1,913 (310) 2,202

4,228 (11,511)200

Income taxes (15,728) 6,412 (557) 92 (748) (1,108) 4,454 (69) (7,2

Net income 30,536 (12,266) 1,356 (218) 1,454 3,120 (7,057) 131

Net income attributable to:

Shareholders of 30,480 (12,266) 1,262 (218) 1,454 3,008 (6,562) 131 Petrobras

Non-controlling 56 – 94 – – 112 (495) – (23 interests

30,536 (12,266) 1,356 (218) 1,454 3,120 (7,057) 131

22

<sup>&</sup>lt;sup>23</sup> As from 2014, accountability for and management of Liquigás Distribuidora S/A (a subsidiary) were attributed to the RTM segment. Amounts previously reported for 2013 were restated for comparability purposes and the results previously attributable to the Distribution segment are now presented under the RTM segment, pursuant to the management and accountability premise adopted for the financial statements by business segment.

#### **FINANCIAL HIGHLIGHTS**

## Other Expenses by Segment - Jan-Sep/2014

Voluntary separation incentive (995) (494) (151) (11) (159) (24) (621) – program

Gains / (losses) on (509) (3,015) 771 (1) 28 440 (105) – disposal/write-offs of assets

Unscheduled stoppages and (1,534) (45) (164) - - (35) (29) - pre-operating expenses

Pension and medical benefits - - - - - - - - (1,509) - (retired employees)

Institutional relations and (83) (52) (8) - (130) (14) (1,050) - cultural projects

Inventory write-down to net (5) (689) (16) (27) – (375) – realizable value (market value)

Expenses related to collective (397) (226) (44) - (58) (11) (254) - bargaining agreement

Reversion/Loss on recoverable - - (306) - - 15 - amount of assets - impairment

Expenditures on health, safety (51) (51) (16) - - (7) (130) - and environment

(Losses)/gains on legal, administrative and arbitral

361 (138)

(24)

(1)

(91)

(32)

(250) -

proceedings

Government Grants 19 57 24 - - - 17 -

(Expenditures)/reimbursements542 – – – – – – – – – from operations in E&P partnerships

Others 273 (183) 21 1 111 (66) (181) (3)

(2,872)(4,836)87 (39) (299) (109) (4,112)(3)

#### Other Expenses by Segment - Jan-Sep/2013

Gains / (losses) on 113 (98) (4) - 40 1,697 (5) - 1,74 disposal/write-offs of assets

Unscheduled stoppages and (779) (47) (177) - - (53) (27) - (1,0) pre-operating expenses

Pension and medical benefits - - - - - - - - (1,438) - (1,438) - (1,438)

Institutional relations and (199) (58) (9) - (66) (20) (840) - (1,1 cultural projects

Expenses related to collective (359) (178) (33) - (50) (11) (242) - (873) bargaining agreement

Inventory write-down to net (7) (275) (8) (55) - (492) - - (83) realizable value (market value)

(Losses)/gains on legal, administrative and arbitral proceedings

(68) (103) (9)

(64)

(26)

(859) -

(1,1)

Expenditures on health, safety (51) (139) (9) - - (26) (163) - (388) and environment

(Expenditures)/reimbursements 404 - - - - (3) -- 401 from operations in E&P partners hips Government Grants 29 53 37 - - 84 1 - 204

Others 8 52 306 11 161 172 (131) 14 593

(909)(793)94 (44) 21 1,322 (3,704)14

(3,9

#### Consolidated Assets by Segment - 09.30.2014

Total 392,277226,05471,638 2,748 23,009 40,94283,313(14,929)825,052 assets

Current 16,527 42,709 12,818 172 9,461 10,37463,777(12,267)143,571 assets

Non-current375,750183,34558,820 2,576 13,548 30,56819,536(2,662) 681,481 assets

Long-term 17,047 10,061 3,964 7 6,974 4,418 10,761 (2,493) 50,739 receivables

Investments 376 5,365 1,418 2,030 38 5,983 327 - 15,537

Property, plant and equipment 344,472 167,593 52,582 539

5,856

18,828 7,731 (169)

597,432

Operating 250,625 96,772 41,477 492 4,469 10,682 5,775 (169) 410,123 assets

Assets under 93,847 70,821 11,105 47 1,387 8,146 1,956 - 187,309 construction

Intangible 13,855 326 856 - 680 1,339 717 - 17,773

assets

#### Consolidated Assets by Segment - 12.31.2013

Total 357,729216,76964,899 2,803 16,994 42,45466,859(15,540)752,967 assets

Current 13,826 44,838 9,052 181 5,576 11,92250,702(12,746)123,351 assets

Non-current343,903171,93155,847 2,622 11,418 30,53216,157(2,794) 629,616 assets

Long-term 14,643 10,333 4,341 5 5,222 4,655 7,422 (2,621) 44,000 receivables

Investments 219 5,429 1,755 2,097 14 5,883 218 - 15,615

Property, plant and equipment 296,846 155,835 48,919 520

5,505

18,671 7,757 (173)

Operating 212,914 76,452 39,118 480 3,952 8,882 5,415 (173) 347,040 assets

Assets under 83,932 79,383 9,801 40 1,553 9,789 2,342 — 186,840 construction

Intangible assets 32,195 334 832 677 1,323 760 36,121

#### **FINANCIAL HIGHLIGHTS**

## Consolidated Adjusted EBITDA Statement by Segment - Jan-Sep/2014

Net income (loss) 31,570 (13,884) 973 (230)

805

1,107 (6,952) 75

Income taxes 16,267 (7,315) 312 (70) 416 393 (4,429) 37 5,611

Depreciation, depletion and amortization

12,705 4,744

1,521

21

297

1,809 771

EBITDA 60,542(16,455)2,806 (279) 1,518 3,309 (8,524)112 43,030

Share of earnings 6 (316) (368) 96 1 (404) (6) – (991) in

equity-accounted investments

Impairment - - 306 - - (15) - - 291

Adjusted EBITDA

60,548(16,771)2,744 (183)

1,519

2,890 (8,530)112

#### Consolidated Adjusted EBITDA Statement by Segment - Jan-Sep/2013

Net income (loss) 30,536 (12,266) 1,356 (218) 1,454 3,120 (7,057) 131 17,056

Income taxes 15,728 (6,412) 557 (92) 748 1,108 (4,454) 69 7,252

Depreciation, depletion and amortization

12,553 4,218

1,551

31

281

1,792 536

\_

EBITDA 58,817(14,460)3,464 (279) 2,483 6,020 (7,794)200 48,452

Share of earnings (5) (180) (276) 39 1 (623) 5 – (1,039)

in

equity-accounted investments

	Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K								
Impairment	_	_	_	_	_	_	_	_	_

Adjusted EBITDA

58,812(14,640)3,188 (240)

240) 2,484

5,397 (7,789)200

#### **FINANCIAL HIGHLIGHTS**

## **Consolidated Income Statement for International Segment**

Income Statement - Jan-Sep 2014

**Sales revenues** 

5,493 13,607864

8,730

45

(3,564) 25,175

Intersegments

2,175 2,643 60 4

29

(3,564) 1,347

Third parties 3,318 10,964 804 8,726 16 - 23,828

Net income (loss) before 1,247 (130) 155 264 (404) (21) 1,111 financial results, share of earnings in equity-accounted investments, profit sharing and income taxes

Net income (loss) 1,445 (56) attributable to the **shareholders of Petrobras** 

185 245

(848) (21)

950

# Income Statement - Jan-Sep 2013

**Sales revenues** 

6,995 13,381881 8,196 -

(3,527) 25,926

Intersegments 4,014 3,278 58 13 -

(3,527) 3,836

Third parties 2,981 10,103 823 8,183 - - 22,090

Net income (loss) before 3,843 (54) 90 161 (405) (8) 3,627 financial results, share of earnings in equity-accounted investments, profit sharing and income taxes

(600) (8)

3,008

Net income (loss) 3,443 (41) 66 148 attributable to the shareholders of Petrobras

## **Consolidated Assets for International Segment**

Total assets on September 31,520 5,618 1,154 2,435 6,167 (5,952) 40,942 30, 2014

Total assets on December 31,9896,213 1,411 2,542 4,613 (4,314) 42,454 31, 2013

#### **APPENDIX**

### 1. Effect of the average cost on the cost of sales (R\$ million)

Products remain in inventory for an average of 60 days and, therefore, the changes on international crude oil and oil products prices and the effect of the exchange rate variation on imports and on production taxes do not fully impact the costs of sales for the period, fully impacting only the following period. The estimated effects on the cost of sales are set out in the table below:

R\$ million

Effect of the average cost on the cost of sales

(248)

(682)

(433)

In the 3Q-2014 and in the 2Q-2014, the effect of the average cost on the cost of sales was not favorable, due to the realization of unit costs generated in periods of higher international prices, already considering the appreciation of the U.S. dollar against the Real.

\* The amount in parenthesis demonstrates the negative effect on the cost of sales.

### 2. Reconciliation of EBITDA

Jan-Sep

2,487 5,191 (52) 3,542 Net income 13,464 17,056 (21)

972 940 3 1,020 Net finance income 2,086 3,181 (34) (expense)

1,132 2,676 (58) 1,425 Income taxes 5,611 7,252 (23)

7,036 7,710 (9) 7,597 Depreciation, depletion 21,869 20,963 4 and amortization

**11,627 16,517** (30) **13,584 EBITDA** 

**43,030 48,452** (11)

(198) (271) 27 (493) Share of earnings in (991) (1,039) 5 equity-accounted investments

306 – - - Impairment 291 –

**11,735 16,246** (28) **13,091** Adjusted EBITDA **42,330 47,413** (11)

13 20 (7) 17 Adjusted EBITDA margin 17 21 (4)  $(\%)^{24}$ 

Our adjusted EBITDA, according to *CVM Instruction 527* of October 4, 2012, is the net income before net finance income (expense), income taxes, depreciation, depletion and amortization, share of earnings in equity-accounted investments and impairment. The disclosure of the Adjusted EBITDA aims at providing additional information about our ability to pay debt, carry out investments and cover our working capital needs. Adjusted EBITDA is not an IFRS measure and may not be comparable with the same measure as reported by other companies.

24 Adjusted EBITDA margin equals Adjusted EBITDA divided by sales revenues.

26

#### **APPENDIX**

### 3. Assets and Liabilities subject to Exchange Variation

The Company has assets and liabilities subject to foreign exchange variations, for which the main exposure is to the Real relative to the U.S. dollar. As from the mid-May 2013, the Company extended the use of the hedge accounting practice to hedge future exports.

This practice, which is regulated in Brazil by means of Accounting Pronouncement CPC 38 – Financial Instruments: Recognition and Measurement, allows companies to reduce impacts to their periodic results caused by exchange rate changes if they generate future cash flows in currencies other than their local currency of similar amounts but opposite directions. For Petrobras, this mechanism initially includes approximately 70% of the total net debt exposed to changes in foreign exchange rate, hedging portions of our exports for a seven-year period.

Through the extension of the hedge accounting practice, foreign exchange gains or losses from debt expressed in U.S. dollars will only affect the Company's profit and loss when the future exports affect our income statement. Until our future exports are realized, such foreign exchange variations will be recognized in our shareholders' equity.

The balances of assets and liabilities in foreign currency of subsidiaries outside of Brazil are not included on the exposure below when transacted in a currency equivalent to their respective functional currencies. On September 30, 2014, the Company had a net liability position regarding foreign exchange exposure hence the appreciation of the Real relative to other currencies generates an exchange variation income, while the depreciation of the Real generates an exchange variation expense.

Assets 29,337 16,853

Liabilities (206,415) (150,581)

Hedge Accounting 122,682 95,443

Total (54,396) (38,285)

Real/ U.S. Dollars (20,466) (17,329)

Real/ Yen – 1

Real/ Euro (6,407) (6,741)

Real/ Pound Sterling (1,825) (1,772)

U.S. Dollars/ Yen (1,855) (1,973)

U.S. Dollars/ Euro (17,559) (7,324)

U.S. Dollars/ Pound Sterling

(5,148)

(2,296)

Peso/ U.S. Dollars (1,136) (851)

Total (54,396) (38,285)

The main foreign exchange variation exposures were: Real x U.S. dollars – 4.63% depreciation of the Real; Real x Euro – 4.06% appreciation of the Real; U.S. dollars x Pounds – 1.89% appreciation of U.S. dollars; U.S. dollars x Euro – 8.31% appreciation of U.S. dollars.

27

#### **APPENDIX**

4. Hedge Effect Cash Flow on Exports

Jan-Sep

(11,813) 3,728 (417) (1,437) Total of Monetary and (3,091) (10,982) 72 Exchange Variation

12,231 (2,883) 524 824 Deferred Exchange 5,456 8,806 (38) Variation registered in Shareholders' Equity

(282) (300) 6 (372) Reclassification from (1,052) (372) — Shareholders' Equity to Income Statement

136 545 (75) (985) Monetary and Exchange 1,313 (2,548) 152 Variation, Net

5. Trade and other receivables - Electricity Sector (Isolated Power System)

## Clients

Eletrobras Group 1,066 5,211 6,277 1,553 2,779 4,332

Companhia de Gás do Amazonas - 3,078 - 1,597 1,597 (CIGÁS)

Edgar Filing: PETROBBAS -	- PETROLEO BRASILEIRO SA - Form 6-K
Lagar rining. r L rr to br tr to	TETROLLO BITAGILLINO GA TONIO IX

Others 122 836 958 101 617 718

# ${\bf Edgar\ Filing:\ PETROBRAS\ -\ PETROLEO\ BRASILEIRO\ SA\ -\ Form\ 6-K}$

1,188 9,125 10,313 1,654 4,993 6,647

(-) Provision for impairment of trade (113) (1,251) (1,364) – (34) receivables

Total 1,075 7,874 8,949 1,654 4,959 6,613

Related parties 1,066 5,028 6,094 1,553 2,763 4,316

Third parties 9 2,846 2,855 101 2,196 2,297

As of September 30, 2014, the Company had receivables of R\$ 10,313 million related to the electricity sector (R\$ 6,647 million as of December 31, 2013), of which R\$ 9,739 million were classified as noncurrent.

The Company supplies fuel oil and natural gas to thermoelectric power plants (subsidiaries of Eletrobras), state-owned natural gas distribution companies and independent electricity producers in the northern region of Brazil. A portion of the costs related to fuel supplied to those thermoelectric power plants is borne by funds from the Fuel Consumption Account, which is managed by Eletrobras.

Funds received from the Fuel Consumption Account by the companies of the electricity sector in the northern region of Brazil have not been sufficient to support their obligations and, therefore, some of these companies are having difficulties to pay their obligations related to products supplied by Petrobras.

The Company and subsidiaries of Eletrobras entered into a debt acknowledgement agreement on December 31, 2014, for an amount of R\$ 8,601 million that will be updated based on the Selic interest rate, of which:

- R\$ 5,344 million related to fuel oil sales from BR Distribuidora (a subsidiary of Petrobras) to Amazonas Energia, Eletrobras Acre, Eletrobras Rondônia and Eletrobras Roraima; and
- R\$ 3,257 million related to natural gas sales from Petrobras to Cigás, which Cigás sold to Amazonas Energia. Cigás assigned its past due receivables from Amazonas Energia to Petrobras due to breach of contract, pursuant to the natural gas supply contract between the three companies.

The debt acknowledgement agreement relates to past due receivables as of November 30, 2014, updated based on the Selic interest rate. The amounts will be paid in 120 installments beginning in February 2015.

For other receivables of the companies that were not part of the debt acknowledgment contracts and after evaluation of Administration, was recognized the value of R\$ 1,228 million as estimated losses on provision for impairment of trade receivables.

28

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K

#### Petróleo Brasileiro S.A. - Petrobras

Consolidated Interim Financial Statements

Not reviewed by independent auditors

As of September 30, 2014

(A free translation of the original in Portuguese)

## Petróleo Brasileiro S.A. – Petrobras

Interim Financial Statements Not Reviewed by Independent Auditors

Índice

Statement of Financial Position		3
Statement of Income		4
Statement of Comprehensive Inco	ome	5
Statement of Cash Flows		$\epsilon$
Statement of Changes in Shareho	lders' Equity	7
Notes to the financial statements		8
1.	The Company and its operations	8
2.	Basis of preparation of interim financial statements	8
3.	The "Lava Jato (Car Wash) Operation" and its effects on the Company	8
4.	Basis of consolidation	17
5.	Summary of significant accounting policies	17
6.	Cash and cash equivalents	17
7.	Marketable securities	18
8.	Trade and other receivables	18
9.	Inventories	20
10.	Disposal of assets and legal mergers	20
11.	Investments	23
12.	Property, plant and equipment	24
13.	Intangible assets	25
14.	Impairment	26
15.	Exploration for and evaluation of oil and gas reserves	26
16.	Trade payables	27
17.	Finance debt	28
18.	Leases	31
19.	Related party transactions	32
20.	Provision for decommissioning costs	33
21.	Taxes	33
22.	Employee benefits	37
23.	Shareholders' equity	41
24	Sales revenues	41

25.	Other expenses, net	42		
26.	Costs and Expenses by nature			
27.	Net finance income (expense), net	43		
28.	Supplemental information on statement of cash flows	43		
29.	Segment information	44		
30.	Provisions for legal proceedings, contingent liabilities and contingent assets	48		
31.	Natural Gas Purchase Commitments	52		
32.	Collateral in connection with concession agreements for petroleum exploration	53		
33.	Risk management	53		
34.	Fair value of financial assets and liabilities	57		
35.	Subsequent events	58		
36.	Correlation between the notes disclosed in the complete annual financial statements as of			
December 31, 2013 and the interim s	tatements as of September 30, 2014	59		
Supplementary information		60		

#### Petróleo Brasileiro S.A. - Petrobras

Interim Financial Statements Not Reviewed by Independent Auditors

Statement of Financial Position

(In R\$ million, unless otherwise indicated)

Assets Current assets Cash and cash	Consolidated Note09.30.201412.31.2013Liabilities Current liabilities				Consolidated Note09.30.201412.31.2013			
equivalents	6	62,409	37,172	Trade payables	16	27,658	27,922	
Marketable securities Trade and other	7	7,889	9,101	Finance debt	17	28,204	18,744	
receivables, net	8	21,552	22,652	Finance lease obligations Income taxes	18.1	39	38	
Inventories Recoverable	9	32,437	33,324	payable Other taxes	21.1	821	659	
income taxes Other recoverable	21.1	2,304	2,484	payable	21.2	11,915	10,938	
taxes  Advances to	21.2	6,312	9,162	Dividends payable Payroll, profit sharing and	e23.2	_	9,301	
suppliers Other current	ŀ	1,507	1,600	related charges Pension and		7,995	4,806	
assets	-	4,109 138,519	2,218 117,713	medical benefits Others	22	2,198 5,114	1,912 5,691	
Assets classified as								
held for sale	10.2	5,052	5,638	Liabilities on assets classified		83,944	80,011	
		143,571	123,351	as held for sale	10.2	591 84,535	2,514 82,525	
Non-current assets Long-term	ŧ			Non-current liabilities				
receivables	8	15,132	10,616	Finance debt	17 18.1	303,297 164	248,867 171	

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K

Trade and other receivables, net				Finance lease obligations			
Marketable				Deferred income			
securities Judicial	7	294	307	taxes Pension and	21.3	22,945	23,206
deposits Deferred	30.2	6,740	5,866	medical benefits Provisions for	22	40,986	27,541
income taxes	21.3	2,423	2,647	legal proceedings Provision for	30.1	3,978	2,918
Other tax				decommissioning			
assets Advances to	21.2	11,400	12,603	costs	20	15,996	16,709
suppliers Others		7,524 7,226 50,739	7,566 4,395 44,000	Others		2,293 389,659 474,194	1,696 321,108 403,633
				Shareholders' equity			
Investments Property,	11	15,537	15,615	Share capital	23.1	205,432	205,411
plant and				Additional paid in			
equipment Intangible	12	597,432	533,880	capital		656	737
assets	13 17,773	36,121	Profit reserves Accumulated other		162,462	149,036	
		681,481	629,616	comprehensive income (loss)		(18,763) 349,787	(7,244) 347,940
				Non-controlling interests		1,071	1,394
		825,052	752,967			350,858 825,052	349,334 752,967

Interim Financial Statements Not Reviewed by Independent Auditors

Statement of Income

(In R\$ million, unless otherwise indicated)

		Consolidated Jan-Sep/	Jan-Sep/
Sales revenues Cost of sales Gross profit	Note 24	<b>2014</b> 252,220 (192,686) 59,534	<b>2013</b> 223,862 (169,713) 54,149
Income (expenses) Selling expenses General and administrative expenses Exploration costs Research and development expenses Other taxes Other expenses, net	15 25	(9,803) (7,847) (5,642) (1,858) (1,192) (12,183) (38,525)	(7,709) (7,863) (4,702) (1,858) (691) (3,999) (26,822)
Net income before financial results, profit sharing, share of earnings in equity-accounted investments and income taxes	е	21,009	27,327
Net finance income (expenses): Finance income Finance expenses Foreign exchange and inflation indexation charges	27	(2,086) 2,974 (6,373) 1,313	(3,181) 3,086 (3,719) (2,548)
Share of earnings in equity-accounted investments Profit sharing Net income before income taxes Income taxes Net income	22.1 21.4	991 (839) 19,075 (5,611) 13,464	1,039 (877) 24,308 (7,252) 17,056

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K

Attributable to:			
Shareholders of Petrobras		13,439	17,289
Non-controlling interests		25	(233)
		13,464	17,056
Basic and diluted earnings per share (in			
R\$)	23.3	1.03	1.33

Interim Financial Statements Not Reviewed by Independent Auditors

Statement of Comprehensive Income

(In R\$ million)

Net income	Consolidated Jan-Sep/2014 13,464	Jan-Sep/2013 17,056
Items that will not be reclassified to profit or loss: Actuarial gains / (losses) on defined benefit pension plans Deferred Income tax and social contribution	(11,908) 2,093 (9,815)	(11) _ (11)
Items that may be reclassified subsequently to profit or loss:  Cumulative translation adjustments  Unrealized gains / (losses) on	1,149	1,782
available-for-sale securities Reclassified to profit or loss Deferred income taxes	_ _ 1,149	(90) 31 1,723
Unrealized gains / (losses) on cash flow hedge Recognized in shareholders' equity Reclassified to profit or loss Deferred income taxes	•	(8,774) 385 2,868
Share of other comprehensive income in equity-accounted investments	(2,892)	(5,521)
Other comprehensive income  Total comprehensive income	(11,747) 1,717	(4,158) 12,898
Comprehensive income attributable to: Shareholders of Petrobras Non-controlling interests Total comprehensive income	1,928 (211) 1,717	13,156 (258) 12,898

5

Interim Financial Statements Not Reviewed by Independent Auditors

Statement of Cash Flows

(In R\$ million, unless otherwise indicated)

	Consolidated Jan-Sep/2014	Jan-Sep/2013
Cash flows from operating activities Net income attributable to the shareholders of Petrobras	f 13,439	17,289
Adjustments for: Non-controlling interests Pension and medical benefits (actuarial expense)	25 3,161	(233) 4,135
Share of earnings (loss) in equity-accounted investments Depreciation, depletion and amortization	(991) 21,869	(1,039) 20,963
Impairment charges on property, plant and equipment and other assets Exploratory expenditures written off Gains / (Losses) on disposal / write-offs of	1,404 4,262	837 2,915
non-current assets, E&P returned areas and cancelled projets Foreign Exchange variation, inflation,	2,884	(1,743) 4,391
indexation and finance charges Deferred income taxes, net	5,507 3,218	3,666
Decrease (Increase) in assets Trade and other receivables, net Inventories Other assets	(4,605) 189 (4,382)	590 (4,801) (1,039)
Increase (Decrease) in liabilities Trade payables Taxes payable Pension and medical benefits Other liabilities Net cash provided by operating activities Cash flows from investing activities	(1,150) (307) (1,316) 4,074 47,281	774 (2,895) (1,134) 2,758 45,434

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K

Capital expenditures Investments in investees Receipts from disposal of assets (divestment) Investments in marketable securities Dividends received Net cash provided by / (used in) investing	(59,976) (397) 1,356 1,815 767	(65,963) (162) 4,386 3,289 196
activities	(56,435)	(58,254)
Cash flows from financing activities	(30, 133)	(30,231)
Acquisition of non-controlling interest	(56)	(200)
Proceeds from long-term financing	69,048	70,841
Repayment of principal	(17,294)	(33,288)
Repayment of interest	(10,457)	(8,930)
Dividends paid to shareholders	(8,749)	(5,774)
Net cash provided by / (used in) financing		
activities	32,492	22,649
Effect of exchange rate changes on cash and		
cash equivalents	1,899	1,893
Net increase / (decrease) in cash and cash		
equivalents in the period	25,237	11,722
Cash and cash equivalents at the beginning of	:	
the period	37,172	27,628
Cash and cash equivalents at the end of the		
period	62,409	39,350

Interim Financial Statements Not Reviewed by Independent Auditors

Statement of Changes in Shareholders' Equity

(In R\$ million, unless otherwise indicated)

	Share Capital 205,392	of new shares	-	translation	nsive ind Actuaria gains (losses) on defined benefit	Other comprehensive income and deemed cost	Profit reserve
Balance at January 1, 2013 Capital increase with reserves Realization of	205,392		630	2,076	(14,303)	(12,377)	13,3343,470
deemed cost of associates Change in interest in subsidiaries Net income Other			28			(8)	
comprehensive income Distributions: Dividends Balance at				1,807	(11)	(5,929)	3,476
September 30, 2013	205,411 205,411	•	1,135 658	3,885	(14,516)	(5,887) (16,518)	15,354
Balance at January 1, 2014 Capital increase with reserves		.(477)	1,214	5,196	(3,516)	(8,924)	4,503 16,524

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K

Realization of deemed cost of associates Change in interest in subsidiaries Net income Other	:	(81)			(8)	
comprehensive income Distributions: Dividends			1,385	(9,815)	(3,081)	4.502
Balance at September 30,						4,503
2014	205,432(477) 205,432	1,133 656	6,581	(13,331)	(12,013) (18,763)	16,524

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(In millions of reais, except when indicate otherwise)

## 1. The Company and its operations

Petróleo Brasileiro S.A. - Petrobras is dedicated, directly or through its subsidiaries (referred to jointly as "Petrobras" or "the Company") to prospecting, drilling, refining, processing, trading and transporting crude oil from producing onshore and offshore oil fields and from shale or other rocks, as well as oil products, natural gas and other liquid hydrocarbons. In addition, Petrobras carries out energy related activities, such as research, development, production, transport, distribution and trading of all forms of energy, as well as any other correlated or similar activities. The Company's head office is located in Rio de Janeiro – RJ, Brazil.

## 2. Basis of preparation of interim financial statements

These consolidated interim financial statements and notes to the financial statements have not been reviewed by independent auditors and reflect management's best judgment in fairly presenting the Company's financial position in light of facts known to management and based on documentation available as of the current date, except for errors in the carrying amount of certain property, plant and equipment, which could not be corrected by the Company as of the date of issue of these financial statements, as set out in note 3.

These consolidated interim financial statements have been prepared in accordance with IAS 34 - Interim Financial Reporting, as issued by the International Accounting Standards Board (IASB), except for the errors mentioned above and further discussed in note 3.

These consolidated interim financial statements, which have not been reviewed by independent auditors, are being issued to comply with the Company's covenants under its debt instruments, to provide the Company's stakeholders with financial results for the third quarter of 2014, to provide information to the market and also to foster transparency regarding recent events, which were made public as a result of the "Lava Jato Operation".

These financial statements were issued on January 27, 2015.

### 2.1. Accounting estimates

The preparation of interim financial information requires the use of estimates and assumptions for certain assets, liabilities and other transactions. These estimates include: oil and gas reserves, pension and medical benefits liabilities, depreciation, depletion and amortization, decommissioning costs, provisions for legal proceedings, fair value of financial

instruments, present value adjustments of trade receivables and payables from relevant transactions, and income taxes (income tax – IRPJ and social contribution on net income – CSLL). Although our management uses assumptions and judgments that are periodically reviewed, the actual results could differ from these estimates.

## 3. The "Lava Jato (Car Wash) Operation" and its effects on the Company

The Brazilian Federal Police began an investigation called the "Lava Jato Operation" aimed at criminal organizations engaged in money laundering in several Brazilian states.

In connection with the investigation, Paulo Roberto Costa, a former Downstream Director of Petrobras, was arrested in March 2014 on suspicion of money-laundering. He was later charged with criminal money-laundering and passive corruption, among other offenses. Other former executives of Petrobras and executives of its suppliers of goods and services have been or are expected to be charged as a result of the investigation.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

When the Company filed its 2013 annual financial statements, there was no evidence available that would have affected the conclusions of the Company or the independent auditors regarding the financial statements. Such evidence was also not available when the Company released its second guarter 2014 interim financial statements, on August 8, 2014.

Beginning on October 8, 2014, depositions of former Downstream Director, Paulo Roberto Costa, and other investigation targets were made public. These depositions state that specified Brazilian contractors and suppliers used funds from their contracts with Petrobras to make improper payments to political parties, Petrobras personnel and other persons in order to obtain contracts with Petrobras. On December 3, 2014, Petrobras gained access to the depositions of Mr. Julio Gerin de Almeida Camargo (Toyo Group) and Mr. Augusto Ribeiro de Mendonça Neto (Setal Group), which were part of their respective plea bargain agreement with the prosecutors and which provided additional information that was more specific than the depositions of the Former Downstream Director, Paulo Roberto Costa, and of a currency dealer involved in the alleged arrangements, Mr. Alberto Youssef. The later depositions did not bring any significant contradiction to the former.

On November 13, 2014, the Company announced that it could not meet the deadline for issuing its third quarter 2014 financial statements reviewed by independent auditors in light of the allegations and investigations of the "Lava Jato Operation", as a result of the time it needed to (i) gain greater understanding from the ongoing internal investigations led by independent law firms; (ii) evaluate the need for improvements in its internal controls; and (iii) make any necessary adjustments to the financial statements. The steps taken by the Company to address each of these issues are discussed in the following topics.

# 3.1. Steps taken by the Company in furtherance of the investigation of irregularities

The Company has been taking a series of steps in furtherance of the investigation of irregularities involving its business activities, as summarized below:

- On October 24 and 25, 2014, respectively, the Company engaged two independent law firms, specialized in investigation, U.S. firm Gibson, Dunn & Crutcher LLP and Brazilian firm Trench, Rossi e Watanabe Advogados to conduct an independent internal investigation into the nature, extent and impact of acts that may have been committed within the context of the allegations made by the former Downstream Director, Paulo Roberto Costa, as well as to investigate related facts and circumstances that may have a significant impact on the Company's business operations. In order to expedite and lend efficiency to the preparation of our financial statements reviewed by the independent auditors, the ongoing investigation by

the law firms has prioritized on matters relating to the allegations made in the context of the "Lava Jato Operation", and to senior management and executives responsible for financial reporting;

- The Company has been cooperating fully with Brazilian authorities (the Federal Audit Court
- Tribunal de Contas da União TCU, and the Federal General Controller Controladoria Geral da União CGU), the Brazilian Federal Police (Polícia Federal), the Brazilian Public Prosecutor's Office (Ministério Público Federal) and, the Brazilian Judiciary (Poder Judiciário);
- On September 9, 2014 and October 7, 2014, the Company requested access to the full content of the records of the plea bargain agreements of the former Downstream Director, Paulo Roberto Costa, and by Mr. Alberto Youssef, which has not yet been granted by the Brazilian Judiciary;
- On October 29, 2014, the Company requested full access to the records of the ongoing investigations by the Brazilian Federal Police regarding possible illegal activities committed in connection with the signing of contracts between Petrobras and several suppliers, which has been partially granted by the Brazilian Judiciary, specifically for use in internal investigations;

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

- On December 29, 2014 the Company established committees to analyze the application of sanctions against suppliers and contractors, and a provisional ban on contracting with companies comprising the business groups mentioned in the depositions that have been made public;
- The Company also established nine Internal Investigative Committees (Comissões Internas de Apuração CIA) between August 2013 and November 2014 to investigate evidences or instances of non-compliance with corporate rules, procedures or regulations in the following transactions: acquisition of the Pasadena Refinery; contracts with SBM Offshore, Astromarítima Navegação S.A., Ecoglobal Ambiental Comércio e Serviços Ltda. and Toyo Setal; certain contracts signed by the International business area; irregularities in the registration of the supplier Sanko-Sider Comércio, Importação e Exportação de Produtos Siderúrgicos Ltda.; irregularities in the bidding process for construction of Abreu e Lima Refinery (RNEST), as well as the bidding process for construction of Complexo Petroquímico do Rio de Janeiro (COMPERI).

While the internal investigations are ongoing, the Company is taking the necessary procedural steps with Brazilian authorities to seek compensation for the damages it has suffered, including those related to its reputation.

#### 3.2. Measures to improve corporate governance and internal controls

The Executive Board and the Board of Directors of Petrobras do not tolerate any illegal business practices of its employees, and the Company has therefore undertaken the following initiatives to improve its corporate governance system:

- Independent of the investigations of the "Lava Jato Operation", the Company developed and implemented, between 2012 and 2014, 66 measures to improve corporate governance, risk management and control, which are documented in standards and minutes of management meetings that establish procedures, methods, responsibilities and other guidelines to integrate such measures into the Company's practices;
- On November 25, 2014 the Board of Directors approved the creation of the position of Executive Director of Governance, Risk and Compliance, with the aim of supporting the Company's compliance programs and mitigating risks in its activities, including fraud and corruption. The Executive Director of Governance, Risk and Compliance will participate in the decisions of the Executive Board, and any subjects submitted to the Executive Board for approval must previously be approved by this Director as they relate to governance, risk and compliance.

- On January 13, 2015 the Board of Directors approved the appointment of Mr. João Adalberto Elek Junior to the position of Executive Director of Governance, Risk and Compliance from a list of three professionals, previously selected by an executive recruitment and placement firm, Korn Ferry. Mr. João Adalberto Elek Junior took office on January 19, 2015. The Executive Director will serve a three-year term, which may be renewable, and will only be removed if determined by the Board of Directors, with quorum including the vote of at least one Board Member elected by the minority or by the preferred shareholders;
- The Company has formed a Special Committee that will act independently and will have a direct reporting line to the Board of Directors, and report on the independent internal investigation being conducted by the two law firms, U.S. firm Gibson, Dunn & Crutcher LLP and Brazilian firm Trench, Rossi e Watanabe Advogados. The Special Committee will be composed of Mrs. Ellen Gracie Northfleet, retired Chief Justice of the Brazilian Supreme Court, Mr. Andreas Pohlmann, Chief Compliance Officer of Siemens AG from 2007 to 2010, and the Executive Director of Governance, Risk and Compliance, João Adalberto Elek Junior;

The Company continues to assess the effectiveness of its internal controls over financial reporting, and any necessary changes to its control environment will be implemented.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

#### 3.3. Discussion about adjustments to property, plant and equipment

The following items discuss the need to correct the carrying amount of specified property, plant and equipment, the impracticability of measuring the exact amount to be corrected, and two alternative approaches considered by the Company as surrogates for measuring the exact amounts, which is impracticable.

# 3.3.1. Reasons to correct the carrying amount of specified property, plant and equipment

The investigations of the "Lava Jato Operation" are ongoing and relevant records of the investigations have not been made public. However, the Company gained access to the testimony of the Former Downstream Director, Paulo Roberto Costa, and Mr. Alberto Youssef at a hearing held at the 13th Federal Court of the State of Paraná (13ª Vara Federal do Paraná) on October 8, 2014, and was authorized by the judge hearing the case to use these testimonies as "borrowed evidence" (prova emprestada). These depositions are different from the complete depositions given as part of their plea bargain agreement with the Brazilian prosecutors, which remain confidential.

On December 3, 2014, the Company also gained access to the depositions of Mr. Julio Gerin de Almeida Camargo (Toyo Group) and Mr. Augusto Ribeiro de Mendonça Neto (Setal Group), given as part of their plea bargain agreement with the Brazilian prosecutors.

The testimony in the four depositions stated that specified Brazilian contractors and suppliers colluded to obtain contracts with Petrobras and used funds from their contracts with Petrobras to make improper payments to political parties, Petrobras personnel and other people.

The testimony in the depositions also identify a list of suppliers and contractors involved in the alleged misconduct, as well as specific projects and the period during which the scheme operated; they also state that the improper payments made by the suppliers and contractors averaged 3% of the total price of the contracts involved.

The information currently available to the Company indicates that contracts entered into between January 1, 2004 and April 30, 2012 (the period during which the scheme operated, as stated in the depositions described above) with the suppliers and contractors named in the depositions may have included amounts related to the misconduct by suppliers and contractors, political agents, Petrobras personnel and other people. The Company is not aware of material evidence of any misconduct relating to other contracts entered into during the same period or to other contracts entered into during other periods.

The payments related to the misconduct previously mentioned were recognized as part of the cost of certain property, plant and equipment and, as of September 30, 2014, most of those assets were under construction or were recently completed, and therefore, had little accumulated depreciation.

No impairment losses have been recognized in the past for the property, plant and equipment affected by the payments related to misconduct because their recoverability is tested for impairment in cash-generating units (CGU), whose value-in-use has been historically higher than their carrying amounts. The recoverable amount calculated under the value-in-use approach includes the benefits of existing synergies between the assets that comprise the CGU.

Therefore, under the circumstances described above, the Company believes that amounts related to the misconduct by third parties were capitalized as part of the historical cost of its property, plant and equipment and are still part of their carrying amount. However, those costs should not have been capitalized.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

#### 3.3.2. Impracticability to measure the exact amount to be corrected

The Company believes it is necessary to correct the amounts related to the misconduct that were capitalized. However, there are significant limitations to calculating the amounts related to the misconducts and, therefore, the correction of the errors and the interruption of future capitalization of those costs is impracticable. Those limitations are set out below:

- The information available to the Company through the depositions relates only to contractors and suppliers involved, as well as time periods implicated, but does not identify specific contracts in connection with any misconduct that occurred;
- It is impracticable to identify any specific overstatements (related to corruption, excess prices or other forms of misconduct) because the alleged misconduct involves payments by outside suppliers and contractors that cannot be traced to the Company's accounting records. The Company recognized in its accounting records the amounts billed in accordance with the contracts, which were regular payments in accordance with the specified terms of the contracts;
- The independent internal investigation will probably last more than one year, and it is not expected to provide sufficient information to support an adjustment to our financial statements because any improper payments were made outside the Company and it will be impracticable to obtain sufficient information about the actual improper amounts paid in connection with each contract;
- The investigations by the Brazilian Federal Police and Brazilian Federal Prosecutor's Office may also take several years before all of the evidence and allegations are evaluated. The criminal procedures will be focused on the criminal liability of the defendants, and accordingly the Company expects that they will not determine the exact amounts overcharged to Petrobras;
- The Brazilian Prosecutor's Office is gathering evidence with a view to possible judicial remedies for administrative misconduct. The scope of this process is not expected to produce a full accounting of all improper payments, even after the significant amount of time these investigations may take;

Because it is impracticable to determine the actual amount of payments related to the misconduct by suppliers and contractors using funds from their contracts with Petrobras in an accurate, complete and definite manner, the Company considered using alternative approaches.

Notwithstanding the limitations described in 3.3.2, while the internal investigations are ongoing, the Company is taking the necessary procedural steps with Brazilian authorities to seek compensation for the damages it has suffered, including those related to its reputation.

## 3.3.3. Approaches considered by the Company, but not adopted

The Company considered the two alternative approaches described below to correct the errors in the carrying amount of specified property, plant and equipment. These approaches involved: (i) using an average percentage of improper payments, mentioned in the depositions; (ii) measuring the fair value of specified property, plant and equipment, subject of errors.

#### a) Use of an average percentage of improper payments

As an attempt to estimate the magnitude of the error, the Company identified the amounts paid from 2004 to September 2014 with respect to the contracts and respective amendments signed between Petrobras and its subsidiaries with the groups of companies mentioned in the depositions, either in isolation or as a part of a consortium from January 2004 to April 2012.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

Considering the scope of contracts and respective amendments mentioned above, the Company applied the following methodology:

- (i) Applying an average percentage of 3% of improper payments, mentioned in the deposition of the former Downstream Director, Paulo Roberto da Costa, to the Brazilian Federal Court. Therefore, the calculation considered that percentage as a minimum percentage of improper payments which increased the amounts charged to the Company, since it is not possible, based on the currently known evidence, to conclude that other amounts were eventually paid as overpayments, and, therefore, it is not possible to measure them; and
- (ii) The use of specific amounts of improper payments mentioned in the depositions.

The potential effect of using this approach would be an estimated loss of R\$ 4,060.

This approach was not adopted because the depositions do not provide, at this moment, sufficient detail regarding the specific payments to support recording an entry in the Company's books and records. Additional information regarding the investigations that may arise in the future from the Brazilian authorities, from the legal counsel (independent law firms) hired to conduct an independent internal investigation, from new Internal Investigative Committees, review of the results of those that were concluded based on a follow up on the facts, or from additional plea bargain agreements signed by targets of the investigation, depositions to the Brazilian Judiciary or confessions to which the Company may be granted access could result in further adjustments to the financial statements, expansion of the scope for new contracts and companies, or extension of the period of analysis.

### b) Appraisal engaged by Petrobras to measure the fair value of specified assets

In compliance with the recommendation made by the Board of Directors, the Company performed an economic evaluation of certain assets under fair value, in accordance with IFRS 13 (CPC 46) paragraph 9, supported by external consultants. For this, two global firms internationally known as independent appraisers were engaged.

The technical staff of Petrobras performed the evaluation of part of the assets, but with total consistency with the work of the independent appraisers, in terms of methodology and assumptions.

Two approaches have been applied in order to estimate the fair value of the specified assets: (1) a cost approach, considering the replacement cost; or (2) an income approach, considering the discounted cash flows.

For each asset evaluated, the valuation technique that was most appropriate to its specificities and for with sufficient data is available in order to measure the fair value, such as, for instance, the existence of benchmarks, data regarding purchase and sale transactions of similar assets or revenue projections ensured by rates in long term contracts. The measurement date for the appraisals was September 30, 2014.

When the fair value of an asset proved to be lower than its carrying amount, the difference should be understood as being comprised of several components of different natures, being impossible to quantify them individually. However, we can qualify them in the following groups, such as:

- (i) changes in economic and financial variables, such as exchange rate, discount rate, risk indicators and cost of capital;
- (ii) changes in price and margin projections of inputs;

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

- (iii) changes in price, margin and demand projections of traded products;
- (iv) changes in equipment prices, inputs, wages and other correlated costs;
- (v) deficiencies in project planning (engineering and supply);
- (vi) contracting made before the conclusion of the basic project;
- (vii) contractual clauses inappropriate to changes in scope: term and value amendments;
- (viii) delays and inefficiency in the execution of constructions, also because of environmental conditions;
- (ix) cartelization of suppliers: corruption and overcharging.

The comparison between the fair value and carrying amount does not permit specifying the impact of each one of these factors in isolation. Therefore, Petrobras concluded that this evaluation of assets at fair value does not serve to provide an estimate to make the accounting adjustments deriving specifically from each of the previous variables, including fraud and corruption in the scope of the "Lava Jato Operation" and, therefore, decided not to use it to proceed with these adjustments.

#### Assets selected for appraisal

The selection of the assets subjected to the analysis had as a reference the contracts for supply of goods and services which have been signed between Petrobras and the companies named in the "Lava Jato Operation". These selected assets amounted R\$ 188.4 billion of the Company's property, plant and equipment on September 30, 2014, and correspond to 52 assets under construction or in operation, almost one third of Petrobras' consolidated property, plant and equipment (R\$ 597.4 billion) on that date.

21 (twenty one) assets from the refining, transportation and marketing segment, 11 (eleven) from the gas and power segment, 19 (nineteen) from the exploration and production segment and 1 (one) from the corporate area have been evaluated.

#### Results of the appraisal

Of the total of 52 assets evaluated, 31 had fair value below the carrying amount, in the total amount of R\$ 88.6 billion and correspond to 14.8% of the total property, plant and equipment

as of September 30, 2014 and 47% of the assets under evaluation.

The remaining 21 assets had their fair value above their carrying amount, in the amount of R\$ 27.2 billion which correspond to 4.6% of the total property, plant and equipment as of September 30, 2014 and 14.4% of the assets under evaluation.

The fair value of the assets was measured on a standalone and independent basis (excluding synergies Petrobras may have due to its integrated operation), in order to determine the value of these asset from the perspective of third parties (market view). It does not consider the synergies that Petrobras obtains from operating these assets in an integrated manner, making the following clarifications regarding such benefits relevant.

#### Benefits from the integrated performance of Petrobras - going concern

The integrated performance of the assets of Petrobras creates benefits that are not quantified in the calculation made through the fair value methodology. This methodology, by definition, analyses the assets in isolation. However, these same assets will remain under the control of Petrobras and will produce results that are not measured in the fair value calculation, because they are consequence of the synergies generated by the performance of Petrobras as an integrated energy company.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

This assertion applies to every business of the Company, such as the assets for production of fertilizers which are integrated to the group of natural gas thermoelectric power plants (G&E). When Petrobras decides to build a fertilizer plant, it considers the gains from the commercialization of ammonia and urea produced, however in synergy with the group of thermoelectric power plants, when it takes advantage of the lower costs of natural gas during the periods in which the supply of energy is reduced, or on the other hand, when it reduces the production of fertilizers or schedules its stoppages when the cost of gas grows with the greater supply of energy.

Likewise, in the E&P area, the decisions are integrated and generate synergy gains, for instance, in the allocation of critical resources among different oil and gas projects (E&P), either in operation or under development. Additionally, when a decision is made to build a platform it is taken into account the revenues from the production of oil and natural gas in the field where the unit will operate, but also including the gains from the use of the infrastructure existing in that area.

In the Refining, Transportation and Marketing area these synergies demonstrate themselves in the strategy of integration adopted by Petrobras, with a combined and centralized operation of logistical and refining assets, having as a common goal the supply of the market at the lower global cost and not the generation of individual profit by asset, but above all, the maintenance of the strategic value of the assets in the long term. This value can be clearly identified in the way the refining assets are operated and in the processes for decision making regarding new investments.

## **Operational interdependency**

The refineries are Operational Units and not Business Units. The operational planning is made in the headquarters of the Company, in a centralized way and these assets are not managed, measured or evaluated by their isolated individual results. The refineries do not have autonomy to choose the oil to be processed, the mix of oil products to produce, the markets in which these products will be traded, which amounts will be exported, which intermediaries will be received. The operational decisions are analyzed through an integrated model of operational planning for market supply. This model evaluates the solutions to supply the market considering all the options for production, importing, exporting, logistics and inventories seeking a global optimum of Petrobras and not the profit of each unit.

#### Investment decisions for the domestic refining assets

A new project may be installed in a refinery and generate benefits in another refinery or in a logistical asset. This way, the capital expenditure (capex) of the project will burden the asset of a refinery, but part of its benefits will appear in the value in use of another asset. For this reason, the decision regarding a new investment is not based on the profitability of the project for the asset where it will be installed, but for the Petrobras Group.

The model in which the entire planning is based, used in the studies of technical and economic feasibility of new investments in refining, may, in its indications, allocate a "worse" kind of oil to a certain refinery or define a "worse" mix of products to it, or even force it to supply more distant markets (area of influence), leading it to operate with reduced margins if seen individually, in case this is the best for the integrated system as a whole.

#### Treatment to be given to the results

The results of this fair value appraisal of 52 assets will be analyzed in detail in order to identify additional tests and evaluations to which these assets may be submitted, in special the 31 that demonstrated a fair value below the carrying amount. Eventual procedures to be adopted in the financial statements reviewed by the external auditors, concerning both journal entries and information to be provided in the explanatory notes of the audited balance sheet, will be further discussed in order to comply with the requirements of the regulators (the CVM and the SEC).

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

# Numbers reported are not definitive, unchangeable (disclaimer of external consultants)

The external consultants included the following disclaimers:

We reserve ourselves the right to, but we are not obliged to, revise all the calculations included or referred to in this Report, if we consider it necessary, and to revise our estimate of fair value of the Assets, in case we are subsequently aware of information that was not available when this Evaluation Report was issued.

The Evaluation Report is necessarily based on financial, economic, monetary and market information and on other conditions and circumstances existing at the Date of Evaluation, as well as the information made available ... until the Date of Evaluation. The credit, financial and stock markets and the industries in which Petrobras operates, have demonstrated volatility and ... the consulting ... does not issue any opinion concerning the potential effect of such volatility on the Assets. Any change or event that occurs after the Date of Evaluation may affect the conclusions contained in the Evaluation Report.

#### c) Other relevant matter

The limitations in the use of the approaches previously described strengthen the impracticability of measuring, at this moment, the exact amounts of improper payments. Therefore, we will evaluate further a new approach, which considers the amounts, periods and information included in the depositions, complying with the requirements of the regulators (the CVM and the SEC), in order to issue audited financial statements.

# 3.4. Legal proceedings involving the Company, resulting from the ongoing investigations

On November 21, 2014, Petrobras received a subpoena from the U.S. Securities and Exchange Commission (SEC) requesting certain documents and information about the Company. The Company intends to comply with the subpoena, working with the independent Brazilian and U.S. law firms, Trench, Rossi e Watanabe Advogados and Gibson, Dunn & Crutcher, respectively, that were hired to conduct an independent internal investigation.

On December 8, 10, 12, and 24, 2014 and January 7, 2015, five putative securities class action complaints were filed in the United States District Court for the Southern District of New York against the Company on behalf of investors in American Depositary Shares (ADSs) of the Company that trade on the New York Stock Exchange. One of those actions is also

brought on behalf of noteholders who purchased global notes issued by Petrobras's finance subsidiaries in public offerings between 2012 and 2014. In general, each of the five complaints alleges, among other things, that in the Company's press releases, filings with the SEC and other communications, the Company made materially false and misleading statements and omissions regarding the value of its assets, the amounts of the Company's expenses and net income, and the effectiveness of the Company's internal controls over financial reporting due to alleged corruption purportedly in connection with certain contracts, which allegedly artificially inflated the market value of the Company's securities. The complaints differ in terms of the identities of the named plaintiffs and the purported class periods they allege. The plaintiffs have not specified an amount of alleged damages in the actions. Because the actions are in their early stages, the Company is unable to reasonably estimate the possible loss or range of losses, if any, arising from the litigation. The Company intends to defend vigorously against these actions.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

#### 4. Basis of consolidation

The consolidated interim financial information includes the quarterly information of Petrobras, its subsidiaries, joint operations and consolidated structured entities.

There were no significant changes in the consolidated entities in the nine-month period ended September 30, 2014.

The main disposal of assets and legal mergers are set out in note 10.

# 5. Summary of significant accounting policies

The accounting policies and methods of computation followed in the preparation of the annual financial statements of the Company for the year ended December 31, 2013 were consistently followed in the preparation of these consolidated interim financial statements.

The estimated useful life of equipment and other assets was reviewed, based on reports of internal appraisers, as set out below:

	Weighted average useful life			
Class of assets	<b>Previous</b>	Reviewed		
Refining plants and equipment	10 years	20 years		
Natural gas processing and treating units	10 years	20 years		
Offshore wellhead equipment	5 years	10 years		
	5 to 10			
Drilling tools - offshore	years	8 years		
	5 to 10	3 to 10		
Drilling tools - onshore	years	years		
	10 to 31	6 to 10		
Ancillary tools	years	years		
	10 to 30			
Offshore production facilities	years	25 years		
Buildings	25 years	50 years		

The effects of the change in the useful life of those assets were recognized for the period beginning on January 1, 2014 and, therefore, the depreciation charge for Jan-Sep/2014 was reduced by R\$ 1,688.

# 6. Cash and cash equivalents

	Consolidated 09.30.2014	12.31.2013
Cash at bank and in hand	2,006	2,227
Short-term financial investments		
- In Brazil		
Single-member funds (Interbank Deposit) and		
other short-term deposits	12,285	8,182
Other investment funds	96	125
	12,381	8,307
- Abroad	48,022	26,638
Total short-term financial investments	60,403	34,945
Total cash and cash equivalents	62,409	37,172

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

#### 7. Marketable securities

	Consolidated	
	09.30.2014	12.31.2013
Trading securities	7,850	9,085
Available-for-sale securities	47	39
Held-to-maturity securities	286	284
•	8,183	9,408
Current	7,889	9,101
Non-current	294	307

Trading securities refer mainly to investments in government bonds that have maturities of more than 90 days. These assets are classified as current assets due to the expectation of their realization in the short term.

#### 8. Trade and other receivables

#### 8.1. Trade and other receivables, net

	Consolidated 09.30.2014	12.31.2013
Trade receivables		
Third parties	26,896	23,785
Related parties (Note 19.1)		
Investees	1,661	1,542
Receivables from the electricity sector	6,277	4,332
Petroleum and alcohol accounts - Federal		
Government	841	836
Other receivables	6,195	6,066
	41,870	36,561
Provision for impairment of trade receival	oles (5,187)	(3,293)
	36,683	33,268
Current	21,552	22,652
Non-current	15,132	10,616

# 8.2. Changes in the allowance for impairment of trade receivables

	Consolidated 09.30.2014	12.31.2013
Opening balance	3,293	2,967
Additions (*)	1,944	290
Write-offs	(113)	(144)
Cumulative translation adjustments	63	180
Closing balance	5,187	3,293
Current	2,921	1,873
Non-current	2,266	1,420

<sup>(\*)</sup> Amounts recognized in profit or loss as selling expenses.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

# 8.3. Trade and other receivables overdue - Third parties

	Consolidated	
	09.30.2014	12.31.2013
Up to 3 months	1,091	2,133
From 3 to 6 months	486	637
From 6 to 12 months	664	925
More than 12 months	5,664	4,279
	7,905	7,974

# 8.4. Trade and other receivables - Electricity Sector (Isolated Electricity System)

	Consolidated 09.30.2014 Not yet			12.31.20 Not yet		
	due	Overdue	Total	due	Overdue	Total
Clients						
Eletrobras Group (Note 19.1)	1,066	5,211	6,277	1,553	2,779	4,332
Companhia de Gás do						
Amazonas (CIGÁS)	_	3,078	3,078	_	1,597	1,597
Others	122	836	958	101	617	718
	1,188	9,125	10,313	1,654	4,993	6,647
(-) Provision for impairment						
of trade receivables	(113)	(1,251)	(1,364)	_	(34)	(34)
Total	1,075	7,874	8,949	1,654	4,959	6,613
Related parties	1,066	5,028	6,094	1,553	2,763	4,316
Third parties	9	2,846	2,855	101	2,196	2,297

As of September 30, 2014, the Company had receivables of R\$ 10,313 related to the electricity sector (R\$ 6,647 as of December 31, 2013), of which R\$ 9,739 were classified as noncurrent.

The Company supplies fuel oil and natural gas to thermoelectric power plants (subsidiaries of Eletrobras), state-owned natural gas distribution companies and independent electricity producers (Produtores Independentes de Energia – PIE) in the northern region of Brazil. A portion of the costs related to fuel supplied to those thermoelectric power plants is borne by funds from the Fuel Consumption Account (Conta de Consumo de Combustível – CCC), which is managed by Eletrobras.

Funds received from the CCC by the companies of the electricity sector in the northern region of Brazil have not been sufficient to support their obligations and, therefore, some of these companies are having difficulties to pay their obligations related to products supplied by Petrobras.

The Company and subsidiaries of Eletrobras entered into a debt acknowledgement agreement in December 31, 2014, for an amount of R\$ 8,601 that will be updated based on the Selic interest rate, of which:

- (i) R\$ 5,344 related to fuel oil sales from BR Distribuidora (a subsidiary of Petrobras) to Amazonas Energia, Eletrobras Acre, Eletrobras Rondônia and Eletrobras Roraima; and
- (ii) R\$ 3,257 related to natural gas sales from Petrobras to Cigás, which Cigás sold to Amazonas Energia. Cigás assigned its past due receivables from Amazonas Energia to Petrobras, pursuant to the natural gas supply contract between the three companies.

The debt acknowledgement agreement relates to past due receivables as of November 30, 2014, updated based on the Selic interest rate. The amounts will be paid in 120 installments beginning in February 2015.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

For other receivables of the companies that were not part of the debt acknowledgment contracts and after evaluation of Administration, was recognized the value of R\$ 1,330 as estimated losses on Provision for impairment of trade receivables.

#### 9. Inventories

	Consolidated	
	09.30.2014	12.31.2013
Crude Oil	11,188	13,702
Oil Products	12,988	11,679
Intermediate products	2,138	2,165
Natural Gas and LNG (*)	1,115	939
Biofuels	527	370
Fertilizers	84	60
	28,040	28,915
Materials, supplies and others	4,525	4,532
	32,565	33,447
Current	32,437	33,324
Non-current	128	123

### (\*) Liquid Natural Gas

Consolidated inventories are presented net of a R\$ 155 allowance reducing inventories to net realizable value (R\$ 205 as of December 31, 2013), mainly due to the volatility of international prices of crude oil and oil products. The amounts recognized in profit or loss, as other expenses, net, are set out in note 25.

A portion of the crude oil and/or oil products inventories have been pledged as security for the Terms of Financial Commitment (TFC) signed by Petrobras and Petros in the amount of R\$ 6,780 (R\$ 6,972 as of December 31, 2013), as set out in note 22.

#### 10. Disposal of assets and legal mergers

#### 10.1. Disposal of assets

#### **Brasil PCH S.A.**

On June 14, 2013, Petrobras entered into an agreement with Cemig Geração e Transmissão S.A. which further assigned the sale and purchase contract to Chipley SP Participações for the disposal of its entire equity interest in Brasil PCH S.A., equivalent to 49% of its voting stock, for a consideration of R\$ 650, excluding contractual price adjustments.

On February 14, 2014, the remaining conditions precedent for this transaction were met and the disposal was concluded for a total amount of R\$ 711, including contractual price adjustments. A gain of R\$ 646 before taxes was recognized as other expenses, net.

#### **Petrobras Colombia Limited (PEC)**

On September 13, 2013, the Board of Directors of Petrobras approved the disposal of 100% of the share capital of Petrobras Colombia Limited (PEC), a subsidiary of Petrobras International Braspetro B.V. (PIB BV), to Perenco Colombia Limited, for a consideration of US\$ 380 million, subject to price adjustment until the closing of the transaction.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

On April 30, 2014 the transaction was concluded, the respective assets and liabilities were transferred to Perenco and a US\$ 101 million gain was recognized as other expenses, net.

#### **UTE Norte Fluminense S.A.**

On April 11, 2014, Petrobras disposed of its 10% interest in Usina Termelétrica Norte Fluminense (UTE - NF) to the Électricité de France Group (EDF) for R\$ 182, recognizing a R\$ 83 gain as other expenses, net, with no condition precedent.

#### Transierra S.A.

On August 5, 2014, Petrobras disposed of its 44.5% interest in Transierra S.A. to Yacimientos Petrolíferos Fiscales Bolivianos (YPFB) for US\$ 107 million, recognizing a US\$ 32 million gain in other expenses, net. There are no precedent conditions to the transaction.

#### Innova S.A.

On August 16, 2013, the Board of Directors of Petrobras approved the disposal of 100% of the share capital of Innova S.A. to Videolar S.A. and its controlling shareholder, at a consideration of R\$ 870, subject to price adjustment before the transaction is concluded.

The transaction was approved in a Shareholders' Extraordinary General Meeting held on September 30, 2013 and its conclusion is subject to certain conditions, including the approval by Conselho Administrativo de Defesa Econômica – CADE.

Due to the pending conditions precedent for conclusion of this transaction, the assets and associated liabilities involved in this transaction are classified as held for sale.

#### Petrobras Energia Peru. S.A.

On November 12, 2013, the Board of Directors of Petrobras approved the disposal of 100% of Petrobras Energia Peru S.A. by Petrobras de Valores Internacional de España S.L. – PVIE and Petrobras International Braspetro B.V. – PIB BV to China National Petroleum Corporation (CNPC), for US\$ 2,643 million, subject to price adjustment until the transaction is concluded.

The transaction is subject to certain conditions precedent, including approval by the Chinese and Peruvian governments, as well as compliance with the procedures under their "Joint Operating Agreement (JOA)", where applicable.

Due to the pending conditions precedent for the conclusion of this transaction, the assets and corresponding liabilities were classified as held for sale.

### Companhia de Gás de Minas Gerais

On July 18, 2014, the Board of Directors of Petrobras approved the disposal of its 40% interest in Companhia de Gás de Minas Gerais (Gasmig) to Companhia Energética de Minas Gerais (Cemig).

Due to the pending conditions precedent for the conclusion of this transaction, the assets and corresponding liabilities were classified as held for sale.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

#### 10.2. Assets classified as held for sale

Assets classified as held for sale and associated liabilities, classified under the Company's current assets and current liabilities are presented by main business segment:

Consolidated 09.30.201412.31.2013 Refining, **Exploration** Gas Transport. and & & **Production Marketing PowerInternationalOthersTotal Total** Assets classified as held for sale Property, plant and equipment 117 284 3,284 1 3,686 4,169 Trade receivables -337 318 264 72 1 **Inventories** 191 27 218 283 Investments 23 399 26 448 126 Cash and Cash Equivalents 283 4 136 140 Others 50 173 223 459 117 816 399 3,718 2 5,052 5,638 Liabilities on assets classified as held for sale **Trade Payables** (55)(43)(98)(383)Provision for decommissioning costs (23)(23)(70)Non-current (46)finance debt (46)(1,434)Others (381)(424)(43)(627)(144)(447)(591)(2,514)

# 10.3. Legal mergers

On April 2, 2014, the Shareholders' Extraordinary General Meeting of Petrobras approved the mergers of Termoaçu S.A., Termoceará Ltda. and Companhia Locadora de Equipamentos Petrolíferos – CLEP into Petrobras. These merges did not increase share capital.

The objective of these mergers is to simplify the corporate structure of the Company, reduce costs and capture synergies. These mergers did not affect the Company's consolidated financial statements.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

#### 11. Investments

# 11.1. Investments in joint ventures and associates (Consolidated)

Investments measured using equity		
method	09.30.2014	12.31.2013
Braskem S.A.	5,083	5,157
Petrobras Oil & Gas B.V PO&G	4,347	3,999
Guarani S.A.	1,173	1,194
State-controlled Natural Gas Distributors	912	1,248
Petroritupano S.A.	479	464
Petrowayu S.A.	448	433
Nova Fronteira Bioenergia S.A.	422	399
Other petrochemical investees	210	196
UEG Araucária Ltda	201	138
Transierra S.A.	_	159
Petrokariña S.A.	162	155
Other associates	2,053	2,021
	15,490	15,563
Other investees	47	52
	15,537	15,615

# 11.2. Investments in listed companies

				Quoted stock exchange prices (R\$			
	Thousand-	share lot		per share)		Market va	alue
Company Indirect subsidiary Petrobras	09.30.2014	112.31.201	ЗТуре	09.30.2014	<b>112.31.201</b> 3	309.30.201	1412.31.2013
Argentina	1,356,792	1,356,792	Commor	12.83	1.87	3,840 3,840	2,537 2,537

Associate							
Braskem	212,427	212,427	Common Preferre		16.50	2,485	3,505
Braskem	75,793	75,793	Α	16.20	21.00	1,228 3.713	1,592 5.097

The market value of these shares does not necessarily reflect the realizable value of a large block of shares.

#### **Braskem S.A. - Investment in publicly traded associate:**

Braskem's shares are publicly traded on stock exchanges in Brazil and abroad. The quoted market value as of September 30, 2014, was R\$ 3,713, based on the quoted values of both Petrobras' share in common stock (47% of the outstanding shares), and preferred stock (22% of the outstanding shares). However, there is extremely limited trading of the common shares, since non-signatories of the shareholders' agreement hold only approximately 3% of the common shares.

In addition, given the operational relationship between Petrobras and Braskem, the recoverable amount of the investment, for impairment testing purposes, was determined based on value in use, considering the Company's share of the future cash flows projected for Braskem. As the recoverable amount was higher than the carrying amount, no impairment losses were recognized for this investment.

The main assumptions on which cash flow projections were based to determine Braskem's value in use are set out in note 14 to our audited consolidated financial statements for the year ended December 31, 2013.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

# 12. Property, plant and equipment

# By class of assets

# **Consolidated**

	Land, buildings and improvements			Exploration and development costs (oil and gas producing properties)	Total
Balance at January	improvements	assets	Construction	properties)	IULAI
1, 2013 Additions Additions to / review of estimates of	16,684 148	166,972 3,870	166,878 78,156	68,182 1,408	418,716 83,582
decommissioning					
costs	_	_	_	(1,431)	(1,431)
Capitalized borrowing costs Business	_	_	8,474	_	8,474
combinations Write-offs Transfers (***) Depreciation, amortization and	39 (9) 2,605	70 (261) 51,603	36 (5,285) (64,706)	_ (55) 58,516	145 (5,610) 48,018
depletion Impairment -	(1,115)	(16,241)	_	(10,643)	(27,999)
recognition (****) Impairment -	_	(26)	(13)	(193)	(232)
reversal (****) Cumulative translation	_	112	_	165	277
adjustment Balance at	79	5,682	3,300	879	9,940
December 31, 2013 Cost	18,431 25,134 (6,703)	211,781 312,427 (100,646)	186,840 186,840	116,828 180,654 (63,826)	533,880 705,055 (171,175)

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K

Accumulated depreciation, amortization and depletion Balance at					
December 31, 2013	18,431	211,781	186,840	116,828	533,880
Additions Additions to / review of estimates of decommissioning	35	3,110	52,616	709	56,470
costs Capitalized	_	_	_	(26)	(26)
borrowing costs	_	_	6,386	_	6,386
Write-offs	(28)	(102)	(7,870)	(297)	(8,297)
Transfers (***)	2,993	38,751	(52,052)		27,077
	2,993	30,731	(32,032)	37,385	27,077
Depreciation,					
amortization and	(0.00)	(12.227)		(0.216)	(21 500)
depletion	(966)	(12,227)	_	(8,316)	(21,509)
Impairment -	()	()			
recognition (****)	(100)	(204)	_	_	(304)
Cumulative					
translation					
adjustment	(14)	2,396	1,389	(16)	3,755
Balance at					
September 30, 2014	20,351	243,505	187,309	146,267	597,432
Cost	28,038	355,113	187,309	218,187	788,647
Accumulated					
depreciation,					
amortization and					
depletion	(7,687)	(111,608)	_	(71,920)	(191,215)
Balance at	(7,007)	(111,000)		(71,320)	(131,213)
September 30, 2014	20 351	243,505	187,309	146,267	597,432
36ptember 30, 2011	25		107,505	110,207	337,132
	23	20			
	(25 to 50)	(2 : 24)		Units of	
Weighted average of	•	(3 to 31)		production	
		(dala)		method	
useful life in years	(except land)	(**)		method	

<sup>(\*)</sup> See note 29 for assets under construction by business area.

<sup>(\*\*)</sup> Includes exploration and production assets depreciated based on the units of production method.

<sup>(\*\*\*)</sup> Includes the amount of R\$ 50,389 and R\$ 18,281, reclassified from Intangible Assets to Property, Plant and Equipment at December 31, 2013 and September 30, 2014, respectively, as a result of the declaration of commerciality of areas of the Assignment Agreement (Franco and Sul de Tupi in 2013 and Florim, Sul de Guará and Nordeste de Tupi in 2014). (\*\*\*\*) Impairment charges and reversals are recognized in profit or loss as other expenses, net.

As of September 30, 2014, property, plant and equipment includes assets under finance leases of R\$ 189 (R\$ 202 as of December 31, 2013).

The balance of property, plant and equipment includes errors in the carrying amount of certain assets, which could not be corrected by the Company as of the date these financial statements were issued, as set out in note 3.

#### **Premium I and Premium II Refineries**

On January 22, 2015, the Company decided to terminate its capital expenditure projects for construction of Premium I and Premium II refineries.

The Company believed it should terminate those projects, in light of the economic results obtained so far and considering the projected growth rates for the domestic and international markets for oil products, as well as the lack of an economic partner for the project, which was considered for the Business and Management Plan, BMP 2014-2018.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

A R\$ 2,707 loss was recognized in other expenses, net, resulting from the termination of those projects.

The Company will take all the necessary steps to restructure its commitments regarding capital expenditures for construction of Premium I and Premium II refineries with local governments (state and municipal), regulatory agencies, and other parties.

#### 13. Intangible assets

### 13.1. By class of assets

		Software			
				Goodwill from	
	Rights and		Developed	expectations of future	
	concessions	Acquired	in-house	profitability	Total
Balance at January 1, 2013	378,702	386	1,178	941	81,207
Additions	6,665	72	278	_	7,015
Capitalized borrowing					
costs	_	_	26	_	26
Write-offs	(171)	(3)	(7)	_	(181)
Transfers (**)	(50,467)	(30)	(26)	(39)	(50,562)
Amortization	(82)	(99)	(287)	_	(468)
Impairment - recognition	(1,139)	_	_	_	(1,139)
Cumulative translation	. , ,				, ,
adjustment	182	6	_	35	223
Balance at December 31,					
2013	33,690	332	1,162	937	36,121
Cost	34,680	1,423	3,379	937	40,419
Accumulated amortization	(990)	(1,091)	(2,217)	_	(4,298)
Balance at December 31,					
2013	33,690	332	1,162	937	36,121
Additions	198	57	194	_	449
Capitalized borrowing					
costs	_	_	14	_	14
Write-offs	(222)	(11)	(16)	_	(249)
Transfers (**)	(18,281)	15	6	_	(18,260)

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K

Amortization	(61)	(95)	(204)	_	(360)
Impairment - reversal (***)	15	_	_	_	15
Cumulative translation adjustment	28	2	_	13	43
Balance at September 30,	20	2		13	73
2014	15,367	300	1,156	950	17,773
Cost	16,422	1,506	3,297	950	22,175
Accumulated amortization	(1,055)	(1,206)	(2,141)	_	(4,402)
Balance at September 30,					
2014	15,367	300	1,156	950	17,773
Estimated useful life -					
years	(*)	5	5	Indefinite	

<sup>(\*\*)</sup> See note 3.9 (Intangible assets) of the financial statements of December 31, 2013. (\*\*) Includes the amount of R\$ 50,389 and R\$ 18,281, reclassified from Intangible Assets to Property, Plant and Equipment at December 31, 2013 and September 30, 2014, respectively, as a result of the declaration of commerciality of areas of the Assignment Agreement (Franco and Sul de Tupi in 2013 and Florim, Sul de Guará and Nordeste de Tupi in 2014).

# 13.2. Concession for exploration of oil and natural gas - Assignment Agreement ("Cessão Onerosa")

As of September 30, 2014, the Company's intangible assets included R\$ 6,137 (R\$ 24,419 as of December 31, 2013) related to the Assignment Agreement, net of amounts paid as signature bonuses for Franco (now Campo de Búzios), Sul de Tupi (now Campo de Sul de Lula), Florim (now Campo de Itapu), Sul de Guará (now Campo Sul de Sapinhoá) and Nordeste de Tupi (now Campo de Sepia), which have been transferred to property, plant and equipment.

<sup>(\*\*\*)</sup> Impairment charges and reversals are recognized in profit or loss as other expenses, net.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

Petrobras, the Federal Government (assignor) and the Brazilian Agency of Petroleum, Natural Gas and Biofuels (*Agência Nacional de Petróleo, Gás Natural e Biocombustíveis*) - ANP (regulator and inspector) entered into the Assignment Agreement in 2010, which grants the Company the right to carry out prospection and drilling activities for oil, natural gas and other liquid hydrocarbons located in blocks in the pre-salt area (Franco, Florim, Nordeste de Tupi, Entorno de Iara, Sul de Guará and Sul de Tupi), limited to the production of five billion barrels of oil equivalent in up to 40 (forty) years and renewable for a further 5 (five) years subject to certain conditions.

On December 29, 2014, the Company submitted the declaration of commerciality of crude oil and natural gas accumulations located in the Entorno de lara block (now Campo Norte de Berbigão, Campo Sul de Berbigão, Campo Norte de Sururu, Campo Sul de Sururu and Campo de Atapu) to the ANP.

After the declaration of commerciality of this last block, the exploration stage of the Assignment Agreement is concluded and the formal review procedures for each block, based on economic and technical assumptions for each area, will continue.

If the review determines that the value of acquired rights is greater than initially paid, the Company may be required to pay the difference to the Federal Government, or may proportionally reduce the total volume of barrels acquired under the agreement. If the review determines that the value of the acquired rights is lower than initially paid by the Company, the Federal Government will reimburse the Company for the difference by delivering cash or bonds, subject to budgetary regulations.

Once the effects of the aforementioned review become probable and can be reliably measured, the Company will make the respective adjustments to the purchase prices of the rights.

The agreement also establishes a compulsory exploration program for each of the blocks and minimum commitments related to the acquisition of goods and services from Brazilian suppliers in the exploration and development stages, which will be subject to certification by the ANP. In the event of non-compliance, the ANP may apply administrative sanctions pursuant to the terms in the agreement.

Based on drilling results obtained, expectations regarding the production potential of the areas were confirmed and the Company will continue to develop its investment program and activities as established in the agreement.

#### 14. Impairment

The recoverable amount of the Cash-Generating Unit - CGU Araucária Nitrogenados S.A is measured as its value in use, for impairment testing purposes. The calculation of the value in use of the CGU reflects future projections that consider: an estimate of the useful life of the group of assets in the CGU; financial budgets, forecasts and assumptions approved by management; and pre-tax discount rate estimated from the weighted average cost of capital (WACC).

A R\$ 306 impairment charge was recognized in other expenses, net for Araucária Nitrogenados S.A., resulting from operational aspects that required higher capital expenditures over 2014.

## 15. Exploration for and evaluation of oil and gas reserves

The exploration and evaluation activities include the search for oil and gas from obtaining the legal rights to explore a specific area until the declaration of the technical and commercial viability of the reserves.

Changes in the balances of capitalized costs directly associated with exploratory wells pending determination of proved reserves and the balance of amounts paid for obtaining rights and concessions for exploration of oil and natural gas (capitalized acquisition costs), are set out in the table below:

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

**Consolidated** 

Capitalized Exploratory Well Costs / Capitalized Acquisition Costs (\*)

09.30.2014

12.31.2013

Property, plant and equipment

Ed	dgar Filing: PETROBRAS -	PETROLEO BRASILE	EIRO SA - Form 6-K
Opening balance		20,619	21,760

Additions to capitalized costs pending determination of proved reserves

7,552

10,680

Capitalized exploratory costs charged to expense

(2,900)

(2,754)

Transfers upon recognition of proved reserves (3,962)

(9,056)

Edgar Filing: PETROBI	RAS - PETROLEO BRASILEII	RO SA - Form 6-K
Cumulative translation adjustment	(21)	(11)

	Edgar Filing: PETROBRAS	- PETROLEO BRASILE	EIRO SA - Form 6-K
Closing balance		21,288	20,619

Edgar Filing: PETROBF	RAS - PETROLEO BRASILEIR	O SA - Form 6-K
Intangible Assets (**)	14,173	32,516

Capitalized Exploratory Well Costs / Capitalized 35,461 Acquisition Costs

53,135

 $^{(*)}$  Amounts capitalized and subsequently expensed in the same period have been excluded from the table above.

 $^{(**)}$  The balance of intangible assets comprises the amounts related to the Assignment Agreement (note 13.2).

Exploration costs recognized in profit or loss and cash used in oil and gas exploration and evaluation activities are set out in the table below:

	Consolidated	
<b>Exploration costs recognized in profit or</b>		
loss	Jan-Sep/2014	Jan-Sep/2013
Geological and geophysical expenses	1,304	1,622
Exploration expenditures written off (includes		
dry wells and signature bonuses)	4,262	2,915
Other exploration expenses	76	104
Total expenses	5,642	4,641
	Consolidated	
Cash used in activities	Jan-Sep/2014	Jan-Sep/2013
Operating activities	1,380	1,986
Investment activities	8,577	9,166
Total cash used	9,957	11,152

## 16. Trade payables

	Consolidated 09.30.2014	12.31.2013
Current liabilities		
Third parties		
In Brazil	12,643	12,523
Abroad	13,551	14,198
Related parties	1,464	1,201
·	27,658	27,922

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

#### 17. Finance debt

					Consolidated
	Export Credit Agency	Banking Market	Capital Markets	Others	Total
Non-current					
In Brazil					
Opening balance at January 1, 2013	_	63,301	2,564	130	65,995
Cumulative translation		(=)			(0)
adjustment (CTA)	_	(6)	_	_	(6)
Additions (new funding		22 576	512		22.000
obtained) Interest incurred during the	_	22,576	512	_	23,088
period	_	185	35	7	227
Foreign exchange/inflation		103	33	,	221
indexation charges	_	3,257	117	4	3,378
Transfer from long term to		3,237	,	•	3,373
short term	_	(21,348)	(391)	(27)	(21,766)
Transfer to liabilities associated	l	. , ,	, ,	, ,	, , ,
with assets classified as held					
for sale	_	(30)	_	_	(30)
Balance at December 31, 2013	_	67,935	2,837	114	70,886
Abroad					
Opening balance at January 1,					
2013	10,310	39,816	63,412	1,285	114,823
Cumulative translation					
adjustment (CTA)	1,032	5,134	12,825	155	19,146
Additions (new funding					
obtained)	3,359	19,803	23,713	188	47,063
Interest incurred during the		20			100
period	2	30	77	17	126
Foreign exchange/inflation	242	1.006	COF	C 4	2.020
indexation charges	343	1,926	605	64	2,938
Transfer from long term to	(1 447)	(2.026)	(002)	(01)	(F 266)
short term Transfer to liabilities associated	(1,447)	(2,826) (849)	(902)	(91)	(5,266) (849)
with assets classified as held		(043)	<del>-</del>	<del>_</del>	(U+3)

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K

for sale Balance at December 31, 2013 Total balance at December 31,	13,599	63,034	99,730	1,618	177,981
2013	13,599	130,969	102,567	1,732	248,867
Non-current In Brazil Opening balance at January 1,					
2014 Cumulative translation	_	67,935	2,837	114	70,886
adjustment (CTA) Additions (new funding	_	61	_	-	61
obtained) Interest incurred during the	_	9,427	800	_	10,227
period	_	322	40	_	362
Foreign exchange/inflation indexation charges Transfer from long term to	_	827	102	2	931
short term Balance at September 30, 2014 Abroad	_   _	(2,506) 76,066	(249) 3,530	(18) 98	(2,773) 79,694
Opening balance at January 1, 2014 Cumulative translation	13,599	63,034	99,730	1,618	177,981
adjustment (CTA) Additions (new funding	444	2,565	5,820	53	8,882
obtained) Interest incurred during the	665	14,898	32,542	_	48,105
period	7	37	81	13	138
Foreign exchange/inflation indexation charges Transfer from long term to	72	295	(2,082)	16	(1,699)
short term Balance at September 30, 2014 Total balance at September 30,		(5,343) 75,486	(2,979) 133,112	(90) 1,610	(9,804) 223,603
2014	13,395	151,552	136,642	1,708	303,297

	Consolid	
Current	09.30.20	1412.31.2013
Short term debt	8,961	8,560
Current portion of long term debt	15,756	7,304
Accrued interest	3,487	2,880
	28,204	18,744

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

#### 17.1. Summarized information on current and non-current finance debt

Consolidated						2019 and		
2014	2015	2016	2017	2018	onwards	Total (*)	Fair value	
1,725 1,579 146 6.2%	3,770 2,949 821 8.1%	7,354 6,620 734 9.7%	6,329 4,884 1,445 8.9%	6,765 5,427 1,338 9.0%	37,144 30,665 6,479 9.2%	63,087 52,124 10,963 9.1%	56,782	
9,800 9,266 534 2.4%	14,521 10,865 3,656 2.4%	22,019 10,575 11,444 3.1%	21,455 12,420 9,035 2.9%	27,803 21,782 6,021 2.9%	116,576 50,483 66,093 4.2%	212,174 115,391 96,783 3.6%	213,930	
159 10 149 4.2%	193 40 153 3.8%	959 47 912 6.7%	1,720 49 1,671 6.5%	1,715 44 1,671 6.5%	16,696 151 16,545 7.3%	21,442 341 21,101 7.1%	23,654	
139 - 139 6.2%	112 - 112 6.2%	_ _ _ _ 1 049	- - - - 254	- - - - 231	6,823 - 6,823 6.2%	7,074 - 7,074 6.2%	7,229 3,122	
	1,725 1,579 146 6.2% 9,800 9,266 534 2.4% 159 10 149 4.2%	2014       2015         1,725       3,770         1,579       2,949         146       821         6.2%       8.1%         9,800       14,521         19,266       10,865         534       3,656         2.4%       2.4%         159       193         10       40         149       153         4.2%       3.8%         139       112         139       112         6.2%       6.2%	2014       2015       2016         1,725       3,770       7,354         1,579       2,949       6,620         146       821       734         6.2%       8.1%       9.7%         9,800       14,521       22,019         19,266       10,865       10,575         534       3,656       11,444         2.4%       2.4%       3.1%         159       193       959         10       40       47         149       153       912         4.2%       3.8%       6.7%         139       112       -         139       112       -         139       112       -         6.2%       6.2%       -	2014 2015 2016 2017  1,725 3,770 7,354 6,329 1,579 2,949 6,620 4,884 146 821 734 1,445 6.2% 8.1% 9.7% 8.9%  9,800 14,521 22,019 21,455 10,865 10,575 12,420 3,656 11,444 9,035 2.4% 2.4% 3.1% 2.9%  159 193 959 1,720 10 40 47 49 149 153 912 1,671 4.2% 3.8% 6.7% 6.5%  139 112 — — — — — — — — — — — — — — — — — —	2014       2015       2016       2017       2018         1,725       3,770       7,354       6,329       6,765         1,579       2,949       6,620       4,884       5,427         146       821       734       1,445       1,338         6.2%       8.1%       9.7%       8.9%       9.0%         9,800       14,521       22,019       21,455       27,803         19,266       10,865       10,575       12,420       21,782         534       3,656       11,444       9,035       6,021         2.4%       2.4%       3.1%       2.9%       2.9%         159       193       959       1,720       1,715         10       40       47       49       44         149       153       912       1,671       1,671         4.2%       3.8%       6.7%       6.5%       6.5%         139       112       -       -       -         -       -       -       -       -         139       112       -       -       -         6.2%       6.2%       -       -       -	2014 2015 2016 2017 2018 onwards  1,725 3,770 7,354 6,329 6,765 37,144 1,579 2,949 6,620 4,884 5,427 30,665 146 821 734 1,445 1,338 6,479  6.2% 8.1% 9.7% 8.9% 9.0% 9.2%  9,800 14,521 22,019 21,455 27,803 116,576 10,865 10,575 12,420 21,782 50,483 534 3,656 11,444 9,035 6,021 66,093  2.4% 2.4% 3.1% 2.9% 2.9% 4.2%  159 193 959 1,720 1,715 16,696 10 40 47 49 44 151 149 153 912 1,671 1,671 16,545  4.2% 3.8% 6.7% 6.5% 6.5% 7.3%  139 112 6,823 139 112 6,823 139 112 6,823 6.2% 6.2% 6.2%	2014 2015 2016 2017 2018 onwards Total (*)  1,725 3,770 7,354 6,329 6,765 37,144 63,087 1,579 2,949 6,620 4,884 5,427 30,665 52,124 146 821 734 1,445 1,338 6,479 10,963 6.2% 8.1% 9.7% 8.9% 9.0% 9.2% 9.1%  9,800 14,521 22,019 21,455 27,803 116,576 212,174 29,266 10,865 10,575 12,420 21,782 50,483 115,391 534 3,656 11,444 9,035 6,021 66,093 96,783 2.4% 2.4% 3.1% 2.9% 2.9% 4.2% 3.6%  159 193 959 1,720 1,715 16,696 21,442 149 153 912 1,671 1,671 16,545 21,101 4.2% 3.8% 6.7% 6.5% 6.5% 7.3% 7.1%  139 112 6,823 7,074 139 112 6,823 7,074 6.2% 6.2% 6.2% 6.2%	

Edgar Filing: PETROBRAS - PETROLEO BRASILEIRO SA - Form 6-K

Financing in Japanese Yen: Floating rate debt Fixed rate debt Average interest rate	120 1,208 0.9%	230 - 0.7%	230 819 1.8%	230 24 0.8%	230 1 0.7%	_ _ _	1,040 2,052 1.2%	
race	0.570	0.7 /0	1.070	0.070	0.7 /0		1.2 /0	
Financing in Euro: Floating rate debt Fixed rate debt Average interest	117 17 100	562 32 530	34 32 2	34 32 2	8,503 32 8,471	15,349 513 14,836	24,599 658 23,941	26,115
rate	3.2%	1.9%	2.0%	2.0%	3.7%	4.2%	4.0%	
Financing in other currencies: Floating rate debt Fixed rate debt Average interest	25 t – 25	2 - 2	6 - 6	_ _ _	_ _ _	- - -	33 - 33	33
rate	13.0%	15.3%	15.3%	_	_	_	13.5%	
Total as of September 30, 2014 Total Average interest rate	13,293 2.8%	19,390 3.5%	31,421 4.7%	29,792 4.4%	45,017 4.1%	192,588 5.5%	331,501 4.9%	330,865
Total as of December 31, 2013	18,744	17,017	29,731	20,331	37,598	144,190	267,611	269,956

<sup>\*</sup> The average maturity of outstanding debt at September 30, 2014 is 6.26 years.

The sensitivity analysis for financial instruments subject to foreign exchange variation is set out in note 33.3.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

#### 17.2. Weighted average capitalization rate for borrowing costs

The weighted average interest rate, of the costs applicable to borrowings that are outstanding, applied over the balance of assets under construction for capitalization of borrowing costs was 4.3% p.a. in the nine-month period ended September 30, 2014 (4.2% p.a. in the nine-month period ended September 30, 2013).

#### 17.3. Funding - Outstanding balance

Company	Available (Line of Credit)	Used	Balance
Abroad (Amount in US\$ million)			
PGT	1,500	700	800
Petrobras	2,500	530	1,970
In Brazil			
Transpetro	10,158	2,432	7,726
Petrobras	14,303	12,417	1,886
PNBV	9,878	760	9,118
Liquigás	141	132	9

#### 17.4. Guarantees

Financial institutions do not require Petrobras to provide guarantees related to loans and financing, except for certain specific funding instruments to promote economic development, which are collateralized by tangible assets.

The projects' assets, as well as liens on receivables and shares of the structured entities, collateralize the loans obtained by structured entities.

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

#### 18. Leases

#### 18.1. Future minimum lease payments / receipts - finance leases

	Consolidated Minimum receipts	Minimum payments
2014	267	21
2015 - 2018	1,966	180
2019 and thereafter	4,864	633
Estimated lease receipts/payments	7,097	834
Less Interest expense (annual)	(3,082)	(631)
Present value of the lease receipts/ payments	4,015	203
2014	144	18
2015 - 2018	1,017	103
2019 and thereafter	2,854	82
Present value of the lease receipts/ payments	4,015	203
Current	150	39
Non-current	3,865	164
As of September 30, 2014	4,015	203
Current	135	38
Non-current	3,428	171
As of December 31, 2013	3,563	209

#### 18.2. Future minimum lease payments - operating leases

Operating leases mainly include oil and gas production units, drilling rigs and other exploration and production equipment, vessels and support vessels, helicopters, land and building leases.

	Consolidated
2014	14,643
2015 - 2018	79,337
2019 and thereafter	31,473
As of September 30, 2014	125,453

# ${\bf Edgar\ Filing:\ PETROBRAS-PETROLEO\ BRASILEIRO\ SA-Form\ 6-K}$

As of December 31, 2013

122,027

In the nine-month period ended September 30, 2014, the Company paid R\$ 18,046 (R\$ 18,043 in the nine-month period ended September 30, 2013) for operating lease installments, recognized as a period expense.

31

Interim Financial Statements Not Reviewed by Independent Auditors

Notes to the financial statements

(Expressed in millions of reais, unless otherwise indicated)

#### 19. Related party transactions

The Company carries out commercial transactions with its subsidiaries, joint arrangements, consolidated structure entities and associates at normal market prices and market conditions. As of September 30, 2014 and December 31, 2013, no losses were recognized on the statement of financial position for related party accounts receivable.

# 19.1. Transactions with joint ventures, associates, government entities and pension funds

The balances of significant transactions are set out in the table below:

	Consolidated Profit or Loss Jan-Sep/Jan-Sep/		09.30.2014		12.31.2013	
Letak condense and a secondary	2014	2013	Assets	Liabilities	Assets	Liabilities
Joint ventures and associates State-controlled Gas distributors Petrochemical companies Other associates and joint	7,786 12,950	6,508 12,763	1,189 45	483 25	994 220	490 282
ventures	1,952 22,688	1,509 20,780	427 1,661	1,072 1,580	328 1,542	452 1,224
Government entities Government bonds Banks controlled by the Federal	1,162	1,772	16,307	_	14,634	_
Government Receivables from the Electricity	(5,135)	(4,076)	8,872	73,333	6,562	69,788
sector (note 8.4) Petroleum and alcohol account - Receivables from Federal	1,384	1,183	6,277	-	4,332	-
government (note 19.2) Federal Government - Dividends	_	_	841	_	836	_
and Interest on Capital Others	(61) (28) (2,678)	(45) 172 (994)	- 681 32,978	– 760 74,093	- 491 26,855	1,953 781 72,522
Pension plans	- 20,010	- 19,786	34,639	161	28,397	366 74,112

Revenues (mainly sales

revenues) 24,063 22,143

Foreign exchange and inflation

indexation charges, net (1,537) (2,296)

Finance income (expenses), net