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**Finance P.L.C. 05/10/27 (**

**ISIN XS1589106910)**

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CBOM FINANCE P.L.C.

**ISIN**

449169X32716

CBOM Finance P.L.C.  
05/10/27

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1.25 USD

920.0 USD

CBOM FINANCE P.L.C.

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05 2019 . 11:00  
05 2019 . 17:00  
05 2019 . 17:00  
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TO INSTRUCT FOR THE COMPETITIVE OFFER

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TO INSTRUCT FOR THE NON-COMPETITIVE OFFER

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: website: <https://portal.lucid-is.com>

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EUROCLEAR BANK»

- A. TO INSTRUCT FOR THE COMPETITIVE OFFER, USE CAON 001 CAOP CASH
- B. TO INSTRUCT FOR THE NON-COMPETITIVE OFFER, USE CAON: 002 CAOP CASH.

--- WEB- ---

A.                   001                   USD                   «   » -                   «   » ,  
                       » -                   «   » ,                   » -                   «   »                   » ;

B.   «   »   » ,

--- SWIFT MT 565 ---

A.                   001                   USD   90B::OFFR: ' USDXXX';

B.

70E:PACO

--- ISO 20022 ---

A.

001

USD

:

<CorporateActionInstruction/Document/CorpActnInstr/CorpActnInstr/PricDtls/GncCshPricRcvdPerPdct/AmtPric/AmtPricTp>

<CorporateActionInstruction/Document/CorpActnInstr/CorpActnInstr/PricDtls/GncCshPricRcvdPerPdct/AmtPric/PricVal>

B.

<CorporateActionInstruction/Document/CorpActnInstr/AddtlInf/PtyCtctNrrtv>

( «`» ),  
(https://www.nsd.ru/ru/documents/workflow/).

ISO 15022 WEB-

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: website: <https://portal.lucid-is.com>

Euroclear Bank S.A/N.V:

NOTE/NO LEGAL DOCUMENTATION TO BE  
COMPLETED  
CAED/MODIFIED DUTCH AUCTION +  
DISCLOSURE

----- EVENT DETAILS -----

INFORMATION SOURCE: INFORMATION AGENT:

LUCID ISSUER SERVICES LIMITED

TANKERTON WORKS

12 ARGYLE WALK

LONDON WC1H 8HA

UNITED KINGDOM

ATTENTION: ARLIND BYTYQI

TELEPHONE: +44 (0) 20 7704 0880

EMAIL: MKB(AT)LUCID-IS.COM

GENERAL INFORMATION

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THE PURPOSE OF THE INVITATION IS TO PROVIDE A DEGREE OF LIQUIDITY  
TO NOTEHOLDERS, AS WELL AS TO IMPROVE THE COMPOSITION OF CBMS  
REGULATORY CAPITAL

1.TENDER AND CONSENT: NOT APPLICABLE

2. CONDITIONS AND RESTRICTIONS: CERTAIN RESTRICTIONS APPLY FOR  
THE FOLLOWING COUNTRIES: UNITED STATES, UNITED KINGDOM, ITALY,  
BELGIUM, FRANCE, SWITZERLAND, RUSSIAN FEDERATION, IRELAND.



THESE RESTRICTIONS APPLY TO BENEFICIAL OWNERS

.  
THE OFFER IS SUBJECT TO, AMONG OTHER THINGS, THE FINANCING  
CONDITION

.  
REFER TO THE OFFER DOCUMENTATION FOR THE COMPLETE CONDITIONS AND  
RESTRICTIONS OF THIS OFFER

.  
TIMETABLE

.-----  
PRELIMINARY RESULTS ANNOUNCEMENT DATE: 06/11/2019  
FINAL RESULTS ANNOUNCEMENT DATE: ON OR AS SOON AS PRACTICABLE  
AFTER 06/11/2019, BUT NOT LATER THAN ON 15/11/2019  
SETTLEMENT DATE: ON OR ABOUT THREE BUSINESS DAYS AFTER THE FINAL  
RESULTS ANNOUNCEMENT DATE

.  
ENTITLEMENT

.-----  
1. PURCHASE PRICE: THE PURCHASE PRICE IS BASED ON A BIDDING  
PROCESS (A 'MODIFIED DUTCH AUCTION'). TO INSTRUCT FOR THE  
COMPETITIVE OFFER, YOU NEED TO INCLUDE A BID PRICE IN YOUR  
INSTRUCTION, GREATER THAN THE MINIMUM PURCHASE PRICE  
- MINIMUM PURCHASE PRICE: USD 920 PER USD 1,000 PRINCIPAL AMOUNT  
OF NOTES

.  
THE BID PRICE NEEDS TO BE IN INCREMENTS OF USD 1.25  
THE DOCUMENTATION MENTIONS THAT A BID PRICE THAT IS NOT IN  
ACCORDANCE WITH THE SET INCREMENT WILL BE ROUNDED DOWN TO THE  
NEAREST INCREMENT ABOVE THE MINIMUM PURCHASE PRICE

.  
NOTE: WE WILL FORWARD AN INSTRUCTION, WITH A BID PRICE THAT IS  
NOT IN ACCORDANCE WITH THE SET INCREMENT. HOWEVER, ANY PARTY  
INVOLVED IN THE HANDLING OF SUCH INSTRUCTION MIGHT DECIDE NOT TO  
ACCEPT OR PROCESS THAT INSTRUCTION. YOU AGREE TO INDEMNIFY AND

HOLD HARMLESS AND RELEASE EUROCLEAR BANK SA/NV FROM ANY LIABILITY WHATSOEVER OR FROM ANY CONSEQUENCES RESULTING OF SUCH A DECISION, INCLUDING, WITHOUT LIMITATION, CLAIMS, DAMAGES OR LOSSES, WHETHER DIRECT OR INDIRECT

.  
NOTE THAT FOR THE COMPETITIVE OPTION THE LOWEST BID PRICE POSSIBLE IS THUS: 921.25

.  
NOTE THAT A COMPETITIVE INSTRUCTION RECEIVED WITH A BID PRICE EQUAL TO THE MINIMUM PRICE WILL BE FORWARD TO THE AGENT AS A COMPETITIVE INSTRUCTION BUT MAY BE CONSIDERED AS A NON-COMPETITIVE TENDER BY THE AGENT

.  
NO BID PRICE IS NEEDED WHEN YOU INSTRUCT FOR THE NON- COMPETITIVE OFFER

.  
2. ACCRUED AND UNPAID INTEREST: ACCRUED AND UNPAID INTEREST WILL BE PAID UP TO, BUT NOT INCLUDING, THE SETTLEMENT DATE

.  
2.MINIMUM AGGREGATE ACCEPTANCE AMOUNT: THE OFFER IS NOT CONDITIONAL ON A MINIMUM AGGREGATE AMOUNT OF SECURITIES BEING TENDERED

.  
4. TENDER CAP: MAXIMUM INVITATION AMOUNT: UP TO A MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF USD 150,000,000 ACROSS BOTH SERIES OF NOTES COMBINED

.  
5. PRORATION: OFFERS WILL BE ACCEPTED AS FOLLOWS:  
I) ALL NON-COMPETITIVE OFFERS FOR NOTES WILL BE ACCEPTED FIRST, SUBJECT TO POSSIBLE PRO-RATION,  
II) ALL COMPETITIVE OFFERS FOR NOTES WITH A PRICE BELOW THE APPLICABLE PURCHASE PRICE WILL BE ACCEPTED SECOND, AND  
III) ALL COMPETITIVE OFFERS FOR NOTES WITH A PRICE EQUAL TO THE APPLICABLE PURCHASE PRICE WILL BE ACCEPTED THIRD, SUBJECT TO POSSIBLE PRO-RATION

.  
6. POOLFACTOR: NOT APPLICABLE

.  
THIS CORPORATE ACTION NOTIFICATION DOES NOT CONSTITUTE AN OFFER TO SELL OR THE SOLICITATION OF AN OFFER TO BUY ANY SECURITIES BY ANYONE IN ANY JURISDICTION.

IT IS NOT, AND SHOULD NOT BE CONSTRUED OR TREATED AS, INVESTMENT OR FINANCIAL ADVICE. IN PROVIDING THIS INFORMATION, EUROCLEAR BANK IS NOT ACTING AS AGENT OF THE ISSUER.

BY SENDING AN INSTRUCTION TO EUROCLEAR BANK, YOU CONFIRM THAT YOU (AND ANY BENEFICIAL OWNER(S) FOR WHOM YOU ACT) COMPLY WITH THE TERMS AND CONDITIONS OF THE CORPORATE EVENT AND COMPLY WITH APPLICABLE LOCAL LAWS OR REQUIREMENTS, INCLUDING BUT NOT LIMITED TO HOLDING AND TRANSFER RESTRICTIONS.

IF HOLDING AND TRANSFER RESTRICTIONS WOULD PROHIBIT YOU (AND ANY BENEFICIAL OWNER(S) FOR WHOM YOU ACT) TO HOLD THE PROCEEDS OF A CORPORATE EVENT IN YOUR ACCOUNT IN EUROCLEAR BANK, YOU (AND ANY BENEFICIAL OWNER(S) FOR WHOM YOU ACT) MUST ENSURE TO SEND AN INSTRUCTION TO ALLOW THE TRANSFER OF THESE PROCEEDS TO AN ACCOUNT OUTSIDE THE EUROCLEAR SYSTEM.

.  
----- ACTION TO BE TAKEN -----

.  
TO INSTRUCT, YOU NEED TO:

- . SEND A SEPARATE INSTRUCTION PER BENEFICIAL OWNER (BO)
- . SPECIFY A BID PRICE (FOR THE COMPETITIVE OFFER)

.  
COMPETITIVE BIDS: COMPETITIVE BIDS: YOU NEED TO SUBMIT A BID PRICE AMOUNT IN 'BID PRICE' (EASYWAY), IN FIELD 72 (EUCLID), OR IN FIELD 90B:OFFR (SWIFT MT565)

.  
NON-COMPETITIVE BIDS: YOU DO NOT NEED TO SUBMIT A BID PRICE

.  
BY SENDING AN INSTRUCTION, YOU AUTHORISE US TO DISCLOSE YOUR NAME

AND ACCOUNT NUMBER

.  
BENEFICIAL OWNERSHIP:

.-----  
THE OFFERING DOCUMENTATION EXPLICITLY STATES THAT YOU HAVE TO  
SEND A SEPARATE INSTRUCTION PER BO

.  
YOU ARE SOLELY RESPONSIBLE TO DETERMINE WHETHER TO SEND A  
SEPARATE INSTRUCTION PER BO OR NOT. WE CANNOT PROVIDE ANY  
GUIDANCE ON THIS REQUIREMENT. WE WILL FORWARD BUT NOT VALIDATE  
ANY INSTRUCTION RECEIVED REGARDLESS IF YOU INSTRUCTED AT  
BENEFICIAL OWNER OR NOT

.  
ELECTRONIC INSTRUCTIONS:

.-----  
1. FREE FORMAT MT 599/MT 568 USERS: YOUR DEADLINE IS 10:00  
(BRUSSELS TIME) ON THE BUSINESS DAY BEFORE THE DEADLINE DATE.

.  
2. EASYWAY USERS:

A. TO INSTRUCT FOR THE COMPETITIVE OFFER, CHOOSE OPTION 001

.  
INPUT BID PRICE IN AMOUNT IN FIELD 'BID PRICE' (E.G. 921.25)

.  
B. TO INSTRUCT FOR THE NON-COMPETITIVE OFFER, CHOOSE OPTION 002

.  
ALWAYS MENTION IN FIELD 'NARRATIVE TO SERVICE PROVIDER' YOUR  
CONTACT NAME AND TELEPHONE NUMBER PRECEDED BY 'INX CONTACT  
DETAILS:'

.  
3. EUCLID USERS:

A. TO INSTRUCT FOR THE COMPETITIVE OFFER, SEND AN INSTRUCTION  
TYPE '54' WITH SUBTYPE 'CSH1'

.  
SPECIFY A BID PRICE IN AMOUNT PRECEDED BY THE CURRENCY CODE IN  
FIELD 72 (E.G. USD921.25), PRECEDED BY 'BID:'

.  
B. TO INSTRUCT FOR THE NON-COMPETITIVE OFFER, SEND AN INSTRUCTION  
TYPE '54' SUBTYPE 'CSH2'

.  
C. TO TAKE NO ACTION, SEND AN INSTRUCTION '54' SUBTYPE 'NOAC'.  
MENTION THE EVENT NUMBER IN FIELD 72 AS FOLLOWS:  
'EVNB:CA00000XXXXXXXX' (WHERE XXXXXXXX IS THE EVENT NUMBER)

.  
ALWAYS MENTION IN FIELD:

. 72: YOUR CONTACT NAME AND TELEPHONE NUMBER PRECEDED BY 'INX  
CONTACT DETAILS:'

.  
3.SWIFT MT565 USERS:

A. TO INSTRUCT FOR THE COMPETITIVE OFFER, USE CAON 001 CAOP CASH

.  
INPUT A BID PRICE IN AMOUNT IN FIELD 90B::OFFR (E.G. USD 921.25)  
PRECEDE BY 'BID'

.  
B. TO INSTRUCT FOR THE NON-COMPETITIVE OFFER, USE CAON: 002 CAOP  
CASH.

.  
ALWAYS MENTION IN FIELD:

. 70E:INST: YOUR CONTACT NAME AND TELEPHONE NUMBER PRECEDED BY  
'INX CONTACT DETAILS:'

.  
PAPER FORM:

.-----  
NO LEGAL DOCUMENTATION TO BE COMPLETED

.  
DOCUMENTATION

.-----  
DUE TO RESTRICTIONS MEMORANDUM IS AVAILABLE ONLY VIA THE AGENTS  
WEBSITE: [HTTPS://PORTAL.LUCID-IS.COM](https://portal.lucid-is.com)

.  
PROCESSING SCHEDULE:

.-----  
ONCE THE AGENT HAS ANNOUNCED THE RANGE OF ACCEPTED INSTRUCTIONS,  
WE WILL CANCEL ALL INSTRUCTIONS THAT WERE NOT ACCEPTED AND  
UNBLOCK THE POSITIONS

.  
REVOCABILITY:

.-----  
INSTRUCTIONS ARE IRREVOCABLE EXCEPT IN THE LIMITED CIRCUMSTANCES  
DESCRIBED IN THE OFFER DOCUMENTATION

.  
PLEASE NOTE THE FREE TEXT LIMITATION OF 10 X 35 CHARACTERS IN  
FIELD 72 (EUCLID) AND THE COMBINED FIELDS 90A/90B/90L AND  
70E::INST (SWIFT MT565)

.  
WE WILL FORWARD BUT NOT VALIDATE ANY OF THE INFORMATION IN THESE  
FIELDS.

.  
NOTE:

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PLEASE REFER TO THE CORPORATE ACTIONS FAQ SECTION ON  
MY.EUROCLEAR.COM FOR MORE INFORMATION WITH REGARDS TO THE

-----  
APPLICABLE PROCESS TO CANCEL AND REPLACE YOUR INSTRUCTION

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495) 956-27-90, (495) 956-27-91/ For details please contact your account manager (495) 956-27-90, (495) 956-27-91 : (