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**" - CBOM Finance PLC 8.875 UNDT
(ISIN XS1601094755)**

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CBOM FINANCE P.L.C.

ISIN

CBOM Finance
449155X33176PLC 8.875
UNDT

XS1601094755 XS16010947551000

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USD

1.25 USD

850.0 USD

CBOM FINANCE P.L.C.

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CASH

USD

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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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- 68/CAIN)
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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/>).

WEB-

ISO 15022

is.com

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

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

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 850 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: 851.25

.
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. 851.25)

.
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. USD851.25), 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:CA00000XXXXXXX' (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 851.25)
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:

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

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