

PETROBRAS - PETROLEO BRASILEIRO SA
Form 6-K
July 29, 2016

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 July, 2016

Commission File Number 1-15106

PETRÓLEO BRASILEIRO S.A. - PETROBRAS

(Exact name of registrant as specified in its charter)

Brazilian Petroleum Corporation - PETROBRAS

(Translation of Registrant's name into English)

**Avenida República do Chile, 65
20031-912 - Rio de Janeiro, RJ
Federative Republic of Brazil**
(Address of principal executive office)

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

Form 20-F Form 40-F

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

Yes No

Sale of Stake in Exploration Block BM-S-8

Rio de Janeiro, July 29, 2016 – Petróleo Brasileiro S.A. – Petrobras announces that, in a meeting held on July 28th, the Board of Directors approved the sale of the company's stake in exploration block BM-S-8 to Statoil Brasil Óleo e Gás Ltda.

This transaction comes about as a result of a competitive bidding process and represents a significant development in the strategic partnership between the two companies, which have already signed cooperation agreements for technological development in offshore E&P.

It also represents part of the Petrobras portfolio management policy, which is giving priority to investment in assets with greater potential for short term cash generation, capital optimization and economies of scale, due to the standardization of production development projects. Petrobras has been achieving significant competitive advantages in the development of the Brazilian pre-salt layer, through the extensive application of standardized equipment across similar projects.

The base price negotiated for the stake in the BM-S-8 is US\$ 2.5 billion. The first installment (US \$ 1.5 billion), representing 50% of the total, will be paid once the transaction has been closed. The remaining amount will be paid in installments contingent upon subsequent events, such as the signing of the Production Individualization Agreement (unitization).

Block BM-S-8 is situated in the Santos Basin and is currently operated by Petrobras (66%), in partnership with Petrogal Brasil S.A. (14%), Queiroz Galvão Exploração e Produção S.A. (10%) and Barra Energia do Brasil Petróleo e Gás Ltda. (10%). A discovery was made in this block, through exploratory drilling in the Carcará area.

Furthermore, Petrobras and Statoil are negotiating a memorandum of understanding for the assessment of other strategic cooperation initiatives, with a view to activities over long-term.

www.petrobras.com.br/ir

Contacts:

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

FORWARD-LOOKING STATEMENTS

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

The Company’s actual results could differ materially from those expressed or forecast in any forward-looking statements as a result of a variety of assumptions and factors. These factors include, but are not limited to, the following: (i) failure to comply with laws or regulations, including fraudulent activity, corruption, and bribery; (ii) the outcome of ongoing corruption investigations and any new facts or information that may arise in relation to the “Lava Jato Operation”; (iii) the effectiveness of the Company’s risk management policies and procedures, including

operational risk; and (iv) litigation, such as class actions or proceedings brought by governmental and regulatory agencies. A description of other factors can be found in the Company's Annual Report on Form 20-F for the year ended December 31, 2015, and the Company's other filings with the U.S. Securities and Exchange Commission.

This transaction opens up opportunities for partnerships with other companies that have considerable expertise and investment capacity, in order to strengthen the oil & gas industry in Brazil.

The deal forms an important part of the Petrobras 2015-2016 Partnership and Divestment Plan and completion is subject to the customary prior conditions, including the right of first refusal pertaining to the other partners in block BM-S-8 and approval by the responsible bodies.

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SIGNATURE

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

Date: July 29, 2016

PETRÓLEO BRASILEIRO S.A--PETROBRAS

By:

/s/ Ivan de Souza Monteiro

Ivan de Souza Monteiro
Chief Financial Officer and Investor Relations
Officer

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All forward-looking statements are expressly qualified in their entirety by this cautionary statement, and you should not place reliance on any forward-looking statement contained in this press release. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information or future events or for any other reason.
