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ANTON 安東

安東油田服務集團
Anton Oilfield Services Group

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3337)

PROPOSED ISSUE OF USD SENIOR NOTES

INTRODUCTION

The Company proposes to conduct an international offering of USD senior notes and will commence a series of roadshow presentation to institutional investors.

The pricing of the Notes, including the aggregate principal amount, the Offer Price and the interest rate, will be determined through a book building exercise to be conducted by Nomura, Admiralty Harbour and UBS as the joint global co-ordinators, joint bookrunners and joint lead managers of the Notes Issue. The terms and conditions of the Notes are still being determined and are proposed to include guarantees to be provided by the Subsidiary Guarantors. Upon finalising the terms of the Notes, it is expected that Nomura, Admiralty Harbour, UBS, the Company and the Subsidiary Guarantors will enter into the Purchase Agreement, pursuant to which Nomura, Admiralty Harbour and UBS will be the initial purchasers of the Notes. The Company will make further announcement(s) in respect of the Notes Issue upon the execution of the Purchase Agreement.

The Notes have not been, and will not be, registered under the U.S. Securities Act or any state securities laws and, unless so registered, may not be offered or sold within the United States or to U.S. persons (as defined in Regulation S under the U.S. Securities Act) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. Accordingly, the Notes are being offered and sold only to non-U.S. persons outside the United States in compliance with Regulation S under the U.S. Securities Act. None of the Notes will be offered to the public in Hong Kong and none of the Notes will be placed with any connected persons of the Company.

THE COMPANY AND REASONS FOR THE NOTES ISSUE

The Company is a leading independent integrated oilfield services provider in the PRC with its business running globally. The Company offers integrated oilfield services and products covering full cycle of oil and gas field development.

The net proceeds from the Notes Issue are intended to be used by the Company primarily for refinancing its existing indebtedness.

LISTING

The Company will seek a listing of the Notes on the Stock Exchange. A confirmation of the eligibility for the listing of the Notes has been received from the Stock Exchange. Admission of the Notes to the Stock Exchange is not to be taken as an indication of the merits of the Company or the Notes.

GENERAL

As no binding agreement in relation to the Notes Issue has been entered into as at the date of this announcement, the Notes Issue may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in respect of the Notes Issue will be made by the Company should the Purchase Agreement be signed.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

“Admiralty Harbour”	Admiralty Harbour Capital Limited;
“Board”	the board of Directors;
“Company”	Anton Oilfield Services Group, an exempted company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange;
“connected person(s)”	has the meaning ascribed to it under the Listing Rules;
“Director(s)”	director(s) of the Company;
“Group”	the Company and its subsidiaries;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange;
“Nomura”	Nomura International plc;

“Notes”	the USD senior notes to be issued by the Company subject to the terms and conditions of the Purchase Agreement;
“Notes Issue”	the proposed issue of the Notes by the Company;
“Offer Price”	the final price at which the Notes will be sold;
“PRC”	the People’s Republic of China excluding, for the purpose of this announcement, Hong Kong, the Macao Special Administrative Region of the PRC and Taiwan;
“Purchase Agreement”	the agreement proposed to be entered into by and amongst, the Company, the Subsidiary Guarantors, Nomura, Admiralty Harbour and UBS in relation to the Notes Issue;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Regulation S”	Regulation S under the U.S. Securities Act;
“Subsidiary Guarantors”	certain existing subsidiaries of the Group providing guarantees for the Notes;
“UBS”	UBS AG Hong Kong Branch (UBS AG is incorporated in Switzerland with limited liability);
“U.S. Securities Act”	the United States Securities Act of 1933, as amended;
“United States”	the United States of America;
“USD”	United States dollar, the lawful currency of the United States; and

By Order of the Board
Anton Oilfield Services Group
LUO Lin
Chairman

Hong Kong, 15 November 2019

As at the date of this announcement, the executive Directors are Mr. LUO Lin, Mr. PI Zhifeng and Mr. FAN Yonghong, the non-executive Director is Mr. John William CHISHOLM and the independent non-executive Directors are Mr. ZHANG Yongyi, Mr. ZHU Xiaoping and Dato WEE Yiau Hin.