



DATE: 11-15-2017

MEDIUM TERM NOTE: [REDACTED] HEREINAFTER "MTN")

ISSUER: FUNDACION SOCIAL PETRO ORINOCO 2021 SA PTY. LTD., AUSTRALIAN COMPANY NUMBER 615 370 968, IS A REGISTERED COMPANY UNDER THE CORPORATIONS ACT 2001 AND TAKEN TO BE REGISTERED IN NEW SOUTH WALES. REGISTRATION IS ISSUED BY AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION.

DATE OF ISSUE: 11-15-2017

MATURITY DATE: 12-15-2027

CURRENCY: UNITED STATES DOLLARS

AMOUNT: \$500 MILLION UNITED STATES DOLLARS

BENEFICIARY: [REDACTED]

CUSTODIAN: FIDES GESTION FINANCIERA, S.A. DE C.V., SOFOM, ENR HAVING PRINCIPAL OFFICES AT ENRIQUE GRANADOS 208, COLINAS DE SAN JERONIMO, MONTERREY, N.L. 64630 SHALL BE THE CUSTODIAN OF THE ORIGINAL OF THIS MTN, WITH AN ELECTRONIC COPY HEREOF HAVING THE SAME VALIDITY AND VALUE AS THE ORIGINAL HEREOF, AND WITH THE BENEFICIARY HEREOF HAVING ON-LINE ACCESS TO THE ELECTRONIC COPY HEREOF.

LIENS AND HYPOTHECATION:

THE MTN OR ANY DIVISION THEREOF MAY BE LIENED OR HYPOTHECATED BY PRIOR ARRANGEMENT, AS PER THE PROTOCOLS AND POLICIES OF THE ISSUER.

PAYMENT: WE THE UNDERSIGNED (ISSUER HEREOF), HEREBY IRREVOCABLY, UNCONDITIONALLY AND WITHOUT PROTEST OR NOTIFICATION ON FIRST DEMAND, PROMISE TO PAY TO THE ORDER OF THE BENEFICIARY HEREOF, OR ASSIGNS, THE SUM OF FIVE HUNDRED MILLION UNITED STATES DOLLARS (\$500,000,000 UNITED STATES DOLLARS) AT THE MATURITY DATE OF THIS MTN.

SUCH PAYMENT SHALL BE MADE WITHOUT SET OFF AND SHALL BE UNENCUMBERED, FREE AND CLEAR OF ANY DEDUCTIONS, CHARGES, FEES OR WITHHOLDING OF ANY NATURE NOW OR HEREAFTER LEGALLY IMPOSED, LEVIED, COLLECTED, WITHHELD OR ASSESSED BY ANY SOVEREIGN GOVERNMENT, OR ANY POLITICAL SUBDIVISION OR AUTHORITY THEREOF OR THEREIN.



SUCH PAYMENT SHALL BE MADE BY TRANSFER TO THE BENEFICIARY (BENEFICIARIES) REGISTERED WITH ISSUER AS OF THE MATURITY DATE OF THIS MTN OF FUNDS EQUAL IN VALUE TO THE AMOUNT OF THIS MTN: WHICH FUNDS ARE HELD ON DEPOSIT AND BLOCKED AS COLLATERAL FOR THIS MTN:

AND, WHICH FUNDS ARE GOOD, CLEAN, CLEAR, OF NON-CRIMINAL ORIGIN, FREE OF ANY LIENS OR ENCUMBRANCES, AND HAVE BEEN LEGALLY EARNED BY THE ISSUER.

GENERAL TERMS: THIS MTN AND ITS FUNDING IS UNCONDITIONAL, TRANSFERABLE, ASSIGNABLE, DIVISIBLE AND CONFIRMED WITHOUT PRESENTATION OF IT TO THE ISSUER.

GOVERNING LAW: THIS MTN IS GOVERNED AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF AUSTRALIA.

THIS MTN IS SUBJECT TO THE UNIFORM CUSTOMS AND PRACTICES FOR BANK GUARANTEES AS SET FORTH BY THE INTERNATIONAL CHAMBER OF COMMERCE – PARIS, FRANCE, LATEST REVISION OF PUBLICATION 758.

THIS IS AN OPERATIVE INSTRUMENT: NO MAIL CONFIRMATION WILL FOLLOW.

CORPORATE OFFICER: [REDACTED]

TITLE OFFICER: PRESIDENT

CORPORATE OFFICER: [REDACTED]

TITLE OFFICER: LEGAL CONSULTANT

With Regards

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