

**(BIDS) О корпоративном действии "Оферта - предложение о выкупе" - Vale Overseas Limited 6.875 21/11/36 (облигация ISIN US91911TAH68)**

Реквизиты корпоративного действия	
Референс корпоративного действия	937045
Код типа корпоративного действия	BIDS
Тип корпоративного действия	Оферта - предложение о выкупе
Признак обязательности КД	VOLU Добровольное событие, для участия требуются инструкции
Статус обработки	Предварительное объявление: подтверждено
Инициатор выкупа	VALE OVERSEAS LIMITED

Информация о ценных бумагах							
Референс КД по ценной бумаге	Наименование ценной бумаги	Категория	Депозитарный код выпуска	ISIN	Номинальная стоимость	Остаточная номинальная стоимость	Валюта номинала
937045X25455	Vale Overseas Limited 6.875 21/11/36	облигации	US91911TAH68	US91911TAH68	1000	1000	USD

Детали корпоративного действия	
Дата объявления	26 июня 2024 г.
Процентный период	Неизвестно
Флаг сертификации	Нет
Предлагающая сторона	VALE OVERSEAS LIMITED

Варианты корпоративного действия	
Номер варианта	001
Тип варианта	CASH Деньги
Признак условий варианта	Пропорционально
Признак условий варианта	Инструкции бенефициарного владельца
Конец периода блокировки ценных бумаг	Блокировка до даты платежа
Валюта опции	USD
Признак обработки по умолчанию	Нет
Флаг возможности отзыва	Да
Дата досрочного ответа	09 июля 2024 г. 14:00
Дата и время окончания приема инструкций по корпоративному действию, установленные НКО АО НРД	08 июля 2024 г. 17:00
Последний срок ответа рынку	09 июля 2024 г. 23:00

<b>Варианты корпоративного действия</b>	
Дата истечения срока	09 июля 2024 г. 18:00
Период действия на рынке	с 25 июня 2024 г. по 09 июля 2024 г.
Период возможного отзыва владельцем ЦБ на рынке	с 25 июня 2024 г. по 09 июля 2024 г. 23:00
Период возможного отзыва в НКО АО НРД	с 25 июня 2024 г. по 09 июля 2024 г. 17:00
Минимальное количество, требуемое для исполнения	2000.0 (сумма номинала)
Минимальный комбинированный лот, требуемый для исполнения	1000.0 (сумма номинала)
<b>Движение ценных бумаг</b>	
Признак зачисления (списания)	Списание
ISIN	US919111TAH68
Описание бумаги	VALE OVER LTD 6.875 21/11/36
Дата наступления срока обязательств (погашения)	21 ноября 2036 г.
Минимальное количество, требуемое для исполнения	2000.0 (сумма номинала)
Минимальный комбинированный лот, требуемый для исполнения	1000.0 (сумма номинала)
Дата платежа	11 июля 2024 г.
<b>Движение денежных средств</b>	
Признак зачисления (списания)	Зачисление
Дата платежа	11 июля 2024 г.
Дата валютирования	11 июля 2024 г.
Ставка за раннее участие	50.0 USD / 1000.0
Цена, полученная в расчете на продукт	Неизвестно
Дополнительный текст	NARC/TO TENDER BEFORE EARLY TENDERDATE AND RECEIVE TOTALCONSIDERATION + ACCRUED INTEREST
<b>Варианты корпоративного действия</b>	
Номер варианта	002
Тип варианта	CASH Деньги
Признак условий варианта	Пропорционально
Признак условий варианта	Инструкции бенефициарного владельца
Конец периода блокировки ценных бумаг	Блокировка до даты платежа
Валюта опции	USD
Признак обработки по умолчанию	Нет
Флаг возможности отзыва	Нет
Дата и время окончания приема инструкций по	23 июля 2024 г. 17:00

<b>Варианты корпоративного действия</b>	
корпоративному действию, установленные НКО АО НРД	
Последний срок ответа рынку	24 июля 2024 г. 23:00
Дата истечения срока	24 июля 2024 г. 15:00
Период действия на рынке	с 10 июля 2024 г. по 24 июля 2024 г.
Минимальное количество, требуемое для исполнения	2000.0 (сумма номинала)
Минимальный комбинированный лот, требуемый для исполнения	1000.0 (сумма номинала)
<b>Движение ценных бумаг</b>	
Признак зачисления (списания)	Списание
ISIN	US919111TAH68
Описание бумаги	VALE OVER LTD 6.875 21/11/36
Дата наступления срока обязательств (погашения)	21 ноября 2036 г.
Минимальное количество, требуемое для исполнения	2000.0 (сумма номинала)
Минимальный комбинированный лот, требуемый для исполнения	1000.0 (сумма номинала)
Дата платежа	11 июля 2024 г.
<b>Движение денежных средств</b>	
Признак зачисления (списания)	Зачисление
Дата платежа	11 июля 2024 г.
Дата валютирования	26 июля 2024 г.
Цена, полученная в расчете на продукт	Неизвестно
Дополнительный текст	NARC/TO TENDER AFTER EARLY TENDERDATE BUT BEFORE EXPIRATION DATE ANDRECEIVE TENDER CONSIDERATION +ACCRUED INTEREST
<b>Варианты корпоративного действия</b>	
Номер варианта	003
Тип варианта	NOAC Не участвовать
Признак обработки по умолчанию	Да
Дата и время окончания приема инструкций по корпоративному действию, установленные НКО АО НРД	23 июля 2024 г. 17:00
Последний срок ответа рынку	24 июля 2024 г. 23:00
Дата истечения срока	24 июля 2024 г. 15:00

## Варианты корпоративного действия

Период действия на рынке с 25 июня 2024 г. по 24 июля 2024 г.

Обновление от 03.07.2024:

От Clearstream Banking S.A. получена дополнительная информация о корпоративном действии.

Конец обновления.

Обновление от 28.06.2024:

От Clearstream Banking S.A. получена информация о корпоративном действии.

Конец обновления.

Сообщаем Вам, что поступила информация от Иностранного депозитария о корпоративном действии «Оферта - предложение о выкупе».

Обращаем Ваше внимание, что на текущий момент Clearstream Banking S.A. не подтвердил возможность проведения данного КД.

Подробная информация изложена в тексте сообщения от Иностранного депозитария и материалах к корпоративному действию.

Материалы к корпоративному действию приложены к данному сообщению. Также материалы доступны по запросу у Иностранного депозитария.

Обращаем внимание, что в настоящий момент существуют ограничения при участии в корпоративных действиях по иностранным ценным бумагам. Дата и время окончания приема инструкций по корпоративному действию, являются техническими.

Дополнительную информацию будем доводить до Вашего сведения по мере ее поступления.

Текст сообщения от Clearstream Banking S.A.:

```
:70E::ADTX//++ EVENT DETAILS ++
:70E::ADTX//FREE FORMAT MESSAGES,UNSOLICITED
INSTRUCTION and INCORRECTLY
FORMATTED MT565 DEADLINE IS 4
BUSINESS HOURS PRIOR TO DEADLINE
STATED IN DEDICATED FORMATTED FIELD
.:98C::EARD// AND/OR :98C::RDDT//.
:70E::ADTX//++ ADDITIONAL INFORMATION ++
++UPDATE 02JUL24+++
```

```
.
PLEASE BE ADVISED THAT THE CORRECT
FIXED SPREAD IS +169 BPS AND NOT
+180 BPS FOR THIS ISIN.
```

```
+++ORIGINAL NOTIFICATION+++
```

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.
.-----
.
SUMMARY
```

PRIORITY LEVEL: 1  
INSTRUCTIONS PER BO: YES  
BO DISCLOSURE REQUIRED: NO  
:70E::ADTX//PAPERWORK: NO

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.  
1. EVENT DETAILS

.  
VALE OVERSEAS LIMITED HEREBY OFFERS  
TO PURCHASE FOR CASH THE  
OUTSTANDING NOTES ISSUED.

.  
:70E::ADTX//NOTWITHSTANDING ANY OTHER PROVISION  
OF THE OFFERS, THE OFFEROR W  
:70E::ADTX//ILL NOT  
BE REQUIRED TO ACCEPT FOR PURCHASE  
AND PAY FOR ANY VALIDLY TENDERED  
AND NOT VALIDLY WITHDRAWN NOTES  
PURSUANT TO THE OFFERS, IF THE  
FINANCING CONDITION HAS NOT BEEN  
SATISFIED OR WAIVED OR THE GENERAL  
CONDITIONS HAVE NOT BEEN SATISFIED  
OR WAIVED ON OR PRIOR TO THE  
EXPIRATION DATE. THE OFFERS ARE NOT  
:70E::ADTX//CONTINGENT UPON THE TENDER OF ANY  
MINIMU  
:70E::ADTX//M PRINCIPAL AMOUNT OF NOTES.

.  
SOURCE AND AMOUNT OF FUNDS :  
THE SOURCE OF FUNDS FOR THE  
PURCHASE OF NOTES PURSUANT TO THE  
OFFERS WILL BE THE NET PROCEEDS  
FROM AN OFFERING OF DEBT SECURITIES  
OF VALE OVERSEAS, GUARANTEED BY  
VALE, ON TERMS THAT ARE  
SATISFACTORY TO VALE IN ITS SOLE  
:70E::ADTX//DISCRETION, AS PART OF THE  
FINANCING CONDITION. THE ISSUER  
MAY, IN THE  
:70E::ADTX//IR SOLE DISCRETION,  
SUBJECT TO MARKET CONDITIONS, ISSUE  
NEW NOTES AT ANY TIME PRIOR TO THE  
EXPIRATION DATE AND USE THE  
PROCEEDS THEREOF TO FINANCE, IN  
WHOLE OR IN PART, THE TOTAL  
CONSIDERATION, THE TENDER  
CONSIDERATION OR ANY ACCRUED  
INTEREST PURSUANT TO THE OFFERS  
(SUCH ISSUANCES OF DEBT SECURITIES  
:70E::ADTX//OF VALE OVERSEAS, GUARANTEED BY  
VALE, AND ISSUA

:70E::ADTX//NCE OF NEW NOTES, IN EACH CASE, THE NEW SECURITIES). ALLOCATIONS IN SUCH CONCURRENT OFFERING OF DEBT SECURITIES WILL BE DETERMINED BY VALE OVERSEAS, VALE AND THE UNDERWRITERS FOR SUCH OFFERING BASED ON A NUMBER OF DIFFERENT FACTORS, WHICH MAY INCLUDE SUCH INVESTORS PARTICIPATION IN THE OFFERS.

:70E::ADTX//.

## 2. HOW TO INSTRUCT

. PLEASE SEND A SWIFT OR XACT MESS

:70E::ADTX//AGE

TO PARTICIPATE IN THE OFFER. YOUR INSTRUCTION MUST INCLUDE YOUR ACCOUNT NUMBER, ISIN CODE, FULL CONTACT DETAILS AND AMOUNT TO BE INSTRUCTED (PLEASE REFER TO THE ELIGIBLE BALANCE ON YOUR ACCOUNT).

.  
HOLDERS SUBMITTING INSTRUCTIONS COMPLY WITH THE TERMS AND

:70E::ADTX//CONDITIONS OF THE OFFER TO PURCHASE FOR CASH

.  
NOTE:

BY SUBMITTING YOUR INSTRUCTION THROUGH

:70E::ADTX//H CLEARSTREAM YOU HAVE IRREVOCABLY AND AUTOMATICALLY ACCEPTED:

(I) THE DISCLOSURE OF YOUR ACCOUNT DETAILS (NOT YOUR UNDERLYING HOLDER AND,

(II) TO BE BOUND TO THE TERMS AND CONDITIONS OF THE OFFER TO PURCHASE FOR CASH,

(III) THE BLOCKING OF YOUR

:70E::ADTX//INSTRUCTED BALANCE.

### 2.1. INSTRUCTION PER BO

.  
OPTION 001: YES

.  
OPTION 002: YES

### . 2.2. BO REQUIREMENT

:70E::ADTX//S

.  
OPTION 001: NONE

.  
OPTION 002: NONE

.  
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. **3. PROCEEDS**

.  
:70E::ADTX//PRICE DETERMINATION DETAILS:  
THE APPLICABLE TOTAL CONSIDERATION  
PAYABLE FOR EACH SERIES OF NOTES  
ACCEPTED FOR PURCHASE PURSUANT TO  
THE APPLICABLE OFFER WILL BE A  
PRICE PER USD 1,000 PRINCIPAL  
AMOUNT OF SUCH SERIES OF NOTES,  
CALCULATED IN ACCORDANCE WITH  
STANDARD MAR  
:70E::ADTX//KET PRACTICE, AS  
DESCRIBED ON SCHEDULE A OF THE  
OFFER TO PURCHASE, THAT WOULD  
REFLECT, AS OF THE APPLICABLE  
SETTLEMENT DATE, A YIELD TO THE  
APPLICABLE MATURITY DATE, IN  
ACCORDANCE WITH STANDARD MARKET  
PRACTICE, FOR A SERIES OF NOTES  
EQUAL TO THE SUM OF:  
1. THE APPLICABLE FIXED SPREAD FOR  
:70E::ADTX//SUCH SERIES OF NOTES (THE FIXED  
SPREAD), PLUS 2. THE APPL  
:70E::ADTX//ICABLE YIELD-TO-MATURITY  
(THE REFERENCE YIELD), CALCULATED  
IN ACCORDANCE WITH STANDARD MARKET  
PRACTICE, BASED ON THE BID-SIDE  
PRICE OF THE APPLICABLE REFERENCE  
U.S. TREASURY SECURITY FOR SUCH  
SERIES OF NOTES (AS APPLICABLE TO  
EACH SERIES OF NOTES, THE REFERENCE  
SECURITY), AS QUOTED ON THE  
BLOOMBERG BOND TRADER FIT1 (WITH  
:70E::ADTX//RESPECT TO EACH REFERENC  
:70E::ADTX//E SECURITY,  
THE REFERENCE PAGE) AT 11:00 A.M.,  
NEW YORK CITY TIME, ON 10JUL24, FOR  
THE OFFERS (SUCH TIME AND DATE, AS  
THE SAME MAY BE EXTENDED, THE  
PRICE DETERMINATION DATE). IF THE  
EARLY ACCEPTANCE DATE IS EXTENDED  
BY MORE THAN 48 HOURS BY THE  
OFFEROR IN ITS SOLE DISCRETION, THE  
PRICE DETERMINATION DATE MAY BE  
:70E::ADTX//EXTENDED TO 11:00 A.M., NEW YORK C  
:70E::ADTX//ITY TIME, ON THE SAME DAY OF THE  
EXTENDED EARLY ACCEPTANCE DATE. THE  
SUM OF THE FIXED SPREAD AND THE  
REFERENCE YIELD IS REFERRED TO IN

THE OFFER TO PURCHASE AS THE  
REPURCHASE YIELD.  
SPECIFICALLY, THE TOTAL  
CONSIDERATION OFFERED PER USD 1,000  
PRINCIPAL AMOUNT OF EACH SERIES OF  
NOTES VALIDLY TENDERED AND NOT  
:70E::ADTX//VALIDLY WITHDRAWN AND ACCEPTED FOR  
PUR

:70E::ADTX//CHASE WILL EQUAL:

1. THE PRESENT VALUE PER USD 1,000  
PRINCIPAL AMOUNT OF ALL REMAINING  
PAYMENTS OF PRINCIPAL AND INTEREST  
TO THE MATURITY DATE, IN ACCORDANCE  
WITH STANDARD MARKET PRACTICE, ON  
SUCH SERIES OF NOTES, DISCOUNTED TO  
THE APPLICABLE SETTLEMENT DATE IN  
ACCORDANCE WITH THE FORMULA AT A  
DISCOUNT RATE EQUAL TO THE

:70E::ADTX//APPLICABLE REPURCHASE YIE

:70E::ADTX//LD, MINUS

2. ACCRUED INTEREST FROM, AND  
INCLUDING, THE LAST INTEREST  
PAYMENT DATE TO, BUT NOT INCLUDING,  
THE APPLICABLE SETTLEMENT DATE PER  
USD1,000 PRINCIPAL AMOUNT OF SUCH  
SERIES OF NOTES.

THE TOTAL CONSIDERATION IS  
INCLUSIVE OF THE EARLY TENDER  
PAYMENT. HOLDERS THAT VALIDLY  
:70E::ADTX//TENDER THEIR NOTES PURSUANT TO THE  
OFFERS AFTER THE EARLY TENDER DA

:70E::ADTX//TE,

BUT ON OR PRIOR TO THE EXPIRATION  
DATE, AND WHOSE NOTES ARE ACCEPTED  
FOR PURCHASE, WILL RECEIVE ONLY THE  
APPLICABLE TENDER CONSIDERATION,  
WHICH CONSISTS OF THE APPLICABLE  
TOTAL CONSIDERATION MINUS AN AMOUNT  
IN CASH (THE EARLY TENDER PAYMENT).

3. FIXED SPREAD AND US TREASURY  
REFERENCE SECURITY DETAILS: THE

:70E::ADTX//APPLICABLE FIXED SPREAD FOR THIS  
SERIE

:70E::ADTX//S OF NOTES (THE FIXED SPREAD)

IS PLUS 180 BPS. THE APPLICABLE  
REFERENCE U.S. TREASURY SECURITY AS  
QUOTED ON THE BLOOMBERG BOND TRADER  
FIT1 (REFERENCE PAGE) FOR THIS  
SERIES OF NOTES IS 4.375 PCT DUE  
15MAY34.

.



ACCRUED AND UNPAID INTEREST PERIOD  
:70E::ADTX//.: FROM, AND INCLUDING, THE LAST  
INTEREST PAYMENT DATE TO, BUT NOT  
INCLUDING, THE APPLICABLE SETTLEM  
:70E::ADTX//ENT DATE

.  
EARLY SETTLEMENT DATE: EXPECTED TO  
BE 11JUL24.  
FINAL SETTLEMENT DATE: EXPECTED TO  
BE 26JUL24.

.  
-----  
:70E::ADTX//4. MAXIMUM TENDER AMOUNT : USD  
500,000,000

.  
PRORATION, ACCEPTANCE PRIORITY  
PROCEDURES:  
ACCEPTANCE OF TENDERS OF THE NOTES  
OF ANY SERIES MAY BE SUBJECT TO  
PRORATION IF THE AGGREGATE  
PRINCIPAL AMOUNT OF NOTES VALIDL  
:70E::ADTX//Y  
TENDERED AND NOT VALIDLY WITHDRAWN  
WOULD CAUSE THE MAXIMUM PRINCIPAL  
AMOUNT TO BE EXCEEDED. IF THE  
OFFERS ARE FULLY SUBSCRIBED AS OF  
THE EARLY TENDER DATE, HOLDERS WHO  
VALIDLY TENDER NOTES AFTER THE  
EARLY TENDER DATE WILL NOT HAVE ANY  
OF THEIR NOTES ACCEPTED FOR  
PURCHASE.

:70E::ADTX//.  
IF PRORATION OF THE TENDERED NOTES  
OF ANY SERIES IS REQUIRED, THE OFFE  
:70E::ADTX//ROR WILL DETERMINE THE FINAL  
PRORATION FACTORS AS SOON AS  
PRACTICABLE AFTER THE EARLY TENDER  
DATE OR THE EXPIRATION DATE, AS  
APPLICABLE. HOLDERS MAY OBTAIN SUCH  
INFORMATION FROM THE TENDER AND  
INFORMATION AGENT AND THE DEALER  
MANAGERS AND MAY BE ABLE TO OBTAIN  
SUCH INFORMATION FROM THEIR  
BROKERS. DEPENDING ON THE PRORATION  
:70E::ADTX//FACTOR APPLIED, IF THE  
:70E::ADTX//PRINCIPAL  
AMOUNT OF NOTES RETURNED TO A  
HOLDER AS A RESULT OF PRORATION  
WOULD RESULT IN LESS THAN THE  
MINIMUM DENOMINATION BEING RETURNED  
TO SUCH HOLDER, THE OFFEROR MAY

ACCEPT OR REJECT ALL OF SUCH  
HOLDERS VALIDLY TENDERED NOTES.

.  
IF THE PURCHASE OF NOTES VALIDLY  
:70E::ADTX//TENDERED AND NOT VALIDLY WITHDRAWN  
IN THE OFFERS WOULD CAUSE THE  
ISSUER TO PURCHASE  
:70E::ADTX//AN AGGREGATE  
PRINCIPAL AMOUNT OF NOTES IN EXCESS  
OF THE MAXIMUM PRINCIPAL AMOUNT,  
SUBJECT TO THE TERMS AND CONDITIONS  
OF THE OFFERS, THE ISSUER WILL  
PRORATE THE NOTES ACCEPTED IN THE  
OFFERS AS DESCRIBED BELOW. THE  
ACCEPTANCE PRIORITY PROCEDURES ARE  
DESCRIBED IN THIS PARAGRAPH:

.  
:70E::ADTX//1) IF THE AGGREGATE PRINCIPAL  
AMOUNT OF ALL NOTES VALIDLY  
TENDERED O  
:70E::ADTX//N OR PRIOR TO THE EARLY  
TENDER DATE AND NOT VALIDLY  
WITHDRAWN ON OR PRIOR TO THE  
WITHDRAWAL DATE DOES NOT EXCEED THE  
MAXIMUM PRINCIPAL AMOUNT, THEN THE  
ISSUER WILL ACCEPT FOR PURCHASE ALL  
SUCH TENDERED NOTES.

.  
IF THE AGGREGATE PRINCIPAL AMOUNT  
OF NOTES VALIDLY TENDERED ON OR  
:70E::ADTX//PRIOR TO THE EARLY TENDER DATE AND  
NOT VALIDLY WITHDRAWN ON OR PRIOR  
TO  
:70E::ADTX//THE WITHDRAWAL DATE EXCEEDS THE  
MAXIMUM PRINCIPAL AMOUNT, THEN THE  
OFFERS WILL BE OVERSUBSCRIBED AS OF  
THE EARLY TENDER DATE AND (I) THE  
ISSUER WILL NOT ACCEPT FOR PURCHASE  
ANY NOTES TENDERED AFTER THE EARLY  
TENDER DATE, AND (II) THEY WILL  
ACCEPT FOR PURCHASE ON THE EARLY  
ACCEPTANCE DATE, IN THE ORDER OF  
THE RELATED ACCEPTANCE PRIORITY  
:70E::ADTX//LEVEL S  
:70E::ADTX//ET FORTH IN THE TABLE ON THE  
COVER OF THIS OFFER TO PURCHASE,  
THE MAXIMUM AGGREGATE PRINCIPAL  
AMOUNT OF NOTES TENDERED ON OR  
PRIOR TO THE EARLY TENDER DATE THAT  
THE ISSUER CAN ACCEPT WITHOUT  
EXCEEDING THE MAXIMUM PRINCIPAL  
AMOUNT.

.  
IF THE AGGREGATE PRINCIPAL AMOUNT  
:70E::ADTX//OF ALL VALIDLY TENDERED AND NOT  
VALIDLY WITHDRAWN NOTES OF A SERIES  
AT A GIVEN ACCE  
:70E::ADTX//PTANCE PRIORITY  
LEVEL, WHEN ADDED TO THE AGGREGATE  
PRINCIPAL AMOUNT OF ALL NOTES  
ACCEPTED FOR PURCHASE AT HIGHER  
ACCEPTANCE PRIORITY LEVELS  
(INDICATED BY LOWER NUMERICAL  
VALUES), DOES NOT EXCEED THE  
MAXIMUM PRINCIPAL AMOUNT, THEN THE  
ISSUER WILL ACCEPT FOR PURCHASE ALL  
SUCH VALIDLY TENDERED NOTES OF SUCH  
:70E::ADTX//SERIES. IF THE AGGREGATE PRINCIPAL  
AMOUNT

:70E::ADTX//OF ALL VALIDLY TENDERED  
NOTES OF A SERIES AT A GIVEN  
ACCEPTANCE PRIORITY LEVEL, WHEN  
ADDED TO THE AGGREGATE PRINCIPAL  
AMOUNT OF ALL NOTES ACCEPTED FOR  
PURCHASE AT A HIGHER ACCEPTANCE  
PRIORITY LEVEL, EXCEEDS THE MAXIMUM  
PRINCIPAL AMOUNT, THEN THE ISSUER  
WILL ACCEPT FOR PURCHASE A  
PROPORTIONATE AMOUNT OF TENDERED  
:70E::ADTX//NOTES OF SUCH SERIES SUCH THAT THEY  
:70E::ADTX//DO NOT EXCEED THE MAXIMUM PRINCIPAL  
AMOUNT. TENDERED NOTES WITH LOWER  
ACCEPTANCE PRIORITY LEVELS  
(INDICATED BY HIGHER NUMERICAL  
VALUES) THAN THE ACCEPTANCE  
PRIORITY LEVEL THAT RESULTS IN THE  
PURCHASE OF THE FULL MAXIMUM  
PRINCIPAL AMOUNT WILL NOT BE  
ACCEPTED FOR PURCHASE.

.  
:70E::ADTX//2) IF THE OFFERS ARE NOT  
OVERSUBSCRIBED AS OF THE EARLY  
TENDER DATE, AND TH  
:70E::ADTX//E AGGREGATE  
PRINCIPAL AMOUNT OF NOTES VALIDLY  
TENDERED IN THE OFFERS ON OR PRIOR  
TO THE EXPIRATION DATE EXCEEDS THE  
MAXIMUM PRINCIPAL AMOUNT, THEN THE  
ISSUER WILL (I) ACCEPT FOR PURCHASE  
ALL NOTES TENDERED ON OR PRIOR TO  
THE EARLY TENDER DATE, AND (II)  
ACCEPT FOR PURCHASE THE MAXIMUM  
AGGREGATE PRINCIPAL AMOUNT OF NOTES

:70E::ADTX//TENDERED AFTER THE EARLY T  
:70E::ADTX//ENDER  
DATE AND ON OR PRIOR TO THE  
EXPIRATION DATE THAT THEY CAN  
ACCEPT WITHOUT EXCEEDING THE  
MAXIMUM PRINCIPAL AMOUNT AND ON OR  
PRIOR TO THE EXPIRATION DATE AS THE  
ISSUER CAN WITHOUT EXCEEDING THE  
MAXIMUM PRINCIPAL AMOUNT.  
IF THE AGGREGATE PRINCIPAL AMOUNT  
OF ALL NOTES OF A SERIES AT A GIVEN  
:70E::ADTX//ACCEPTANCE PRIORITY LEVEL VALIDLY  
TENDERED AFTER THE EAR  
:70E::ADTX//LY TENDER  
DATE AND ON OR PRIOR TO THE  
EXPIRATION DATE, WHEN ADDED TO (I)  
THE AGGREGATE PRINCIPAL AMOUNT OF  
ALL NOTES VALIDLY TENDERED ON OR  
PRIOR TO THE EARLY TENDER DATE AND  
NOT VALIDLY WITHDRAWN ON OR PRIOR  
TO THE WITHDRAWAL DATE THAT ARE  
ACCEPTED FOR PURCHASE AND (II) THE  
AGGREGATE PRINCIPAL AMOUNT OF ALL  
:70E::ADTX//NOTES VALIDLY TENDERED AFTER THE  
EARL  
:70E::ADTX//Y TENDER DATE AND ON OR PRIOR  
TO THE EXPIRATION DATE THAT ARE  
ACCEPTED FOR PURCHASE AT HIGHER  
ACCEPTANCE PRIORITY LEVELS  
(INDICATED BY LOWER NUMERICAL  
VALUES), DOES NOT EXCEED THE  
MAXIMUM PRINCIPAL AMOUNT, THEN THE  
ISSUER WILL ACCEPT FOR PURCHASE ALL  
SUCH TENDERED NOTES OF SUCH SERIES.  
IF THE AGGREGATE PRINCIPAL AMOUNT  
:70E::ADTX//OF ALL TENDERED NOTES OF A S  
:70E::ADTX//ERIES  
AT A GIVEN ACCEPTANCE PRIORITY  
LEVEL VALIDLY TENDERED AFTER THE  
EARLY TENDER DATE AND ON OR PRIOR  
TO THE EXPIRATION DATE, WHEN ADDED  
TO (I) THE AGGREGATE PRINCIPAL  
AMOUNT OF ALL NOTES THAT ARE  
ACCEPTED FOR PURCHASE ON THE EARLY  
ACCEPTANCE DATE AND (II) THE  
AGGREGATE PRINCIPAL AMOUNT OF ALL  
:70E::ADTX//NOTES VALIDLY TENDERED AFTER THE  
EARLY TENDER DATE  
:70E::ADTX//AND ON OR PRIOR  
TO THE EXPIRATION DATE THAT ARE  
ACCEPTED FOR PURCHASE AT HIGHER  
ACCEPTANCE PRIORITY LEVELS

(INDICATED BY LOWER NUMERICAL VALUES), EXCEEDS THE MAXIMUM PRINCIPAL AMOUNT, THEN THE ISSUER WILL ACCEPT FOR PURCHASE A PROPORTIONATE AMOUNT OF TENDERED NOTES OF SUCH SERIES SUCH THAT THE :70E::ADTX//ISSUER DO NOT EXCEED THE MAXIMUM PRINCIPAL AMOUNT. TE :70E::ADTX//NDERED NOTES TENDERED AFTER THE EARLY TENDER DATE AND ON OR PRIOR TO THE EXPIRATION DATE WITH LOWER ACCEPTANCE PRIORITY LEVELS (INDICATED BY HIGHER NUMERICAL VALUES) THAN THE ACCEPTANCE PRIORITY LEVEL THAT RESULTS IN THE PURCHASE OF THE FULL MAXIMUM PRINCIPAL AMOUNT, AS THE CASE MAY :70E::ADTX//BE, WILL NOT BE ACCEPTED FOR PURCHASE.

. 3) FOR THE AVOIDANCE OF :70E::ADTX//DOUBT: (I) IF THE OFFERS ARE NOT OVERSUBSCRIBED AS OF THE EARLY TENDER DATE, NOTES TENDERED ON OR PRIOR TO THE EARLY TENDER DATE WILL BE ACCEPTED FOR PURCHASE IN PRIORITY TO NOTES TENDERED AFTER THE EARLY TENDER DATE, EVEN IF SUCH NOTES TENDERED AFTER THE EARLY TENDER DATE HAVE A HIGHER :70E::ADTX//ACCEPTANCE PRIORITY LEVEL, AND (II) IN NO EVENT WILL WE ACCEP :70E::ADTX//T FOR PURCHASE AN AGGREGATE PRINCIPAL AMOUNT OF NOTES IN EXCESS OF THE MAXIMUM PRINCIPAL AMOUNT.

. THE ISSUER RESERVE THE RIGHT, IN THEIR SOLE DISCRETION AND SUBJECT TO APPLICABLE LAW, TO INCREASE THE MAXIMUM PRINCIPAL AMOUNT WITHOUT REINSTATING WITHDRAWAL RIGHTS OR :70E::ADTX//EXTENDING THE EARLY TENDER DATE OR THE WITHDRAWAL DATE, SUBJECT TO APPLICABLE LAW :70E::ADTX//. ALL NOTES NOT ACCEPTED AS A RESULT OF PRORATION WILL BE REJECTED FROM THE OFFERS AND PROMPTLY RETURNED TO THE TENDERING HOLDER. TO ENSURE THE RETURN OF NOTES IN MINIMUM

PRINCIPAL AMOUNTS OF USD 2,000 AND INTEGRAL MULTIPLES OF USD 1,000 IN EXCESS THEREOF, IF NECESSARY, THE ISSUER WILL MAKE APPROPRIATE  
:70E::ADTX//ADJUSTMENTS DOWNWARD TO THE NEAREST USD 1,00  
:70E::ADTX//0 PRINCIPAL AMOUNT, OR IF APPLICABLE, THE MINIMUM DENOMINATION OF USD 2,000, WITH RESPECT TO EACH HOLDER VALIDLY TENDERING NOTES. ANY TENDER OF NOTES, THE PRORATION OF WHICH WOULD OTHERWISE RESULT IN A RETURN OF NOTES TO A TENDERING HOLDER IN A PRINCIPAL AMOUNT BELOW THE MINIMUM DENOMINATION OF USD 2,000, MAY BE  
:70E::ADTX//REJECTED IN FULL OR ACCEPTED IN FULL  
:70E::ADTX//L IN THE ISSUER SOLE DISCRETION. HOLDERS WHO TENDER LESS THAN ALL THEIR NOTES MUST CONTINUE TO HOLD NOTES IN AUTHORIZED DENOMINATIONS.

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5. DOCUMENTATION

.  
PLEASE BE ADVISED THAT THE OFFER TO PURCHASE FOR CASH IS AVAILABLE UPON  
:70E::ADTX//REQUEST BY SENDING AN EMAIL TO CADATABASE.CS(AT)CLEARSTREAM.COM BY STATING IN THE SUBJECT: OCE VAL  
:70E::ADTX//E OVERSEAS BIDS 27JUN24

.  
DOCUMENTATION IS AVAILABLE ON THE AGENTS WEBSITE (PLEASE REFER TO THE RELEVANT WEBB FIELD).

:70E::COMP//RESTRICTIONS:  
RESTRICTIONS APPLY INCLUDING IN BRAZIL.

PLEASE CAREFULLY READ TO THE OFFER AND DISTRIBUTION RESTRICTIONS, PAGES VIII OF THE OFFER TO PURCHASE  
:70E::DISC//THIS SUMMARY DOES NOT CONSTITUTE A LEGALLY BINDING DESCRIPTION OF THE CHOICES OFFERED TO CLEARSTREAM

:70E::DISC//BANKING CUSTOMERS AND CANNOT BE RELIED UPON AS SUCH. KINDLY REFER TO ANY OFFERING DOCUMENTS THAT MAY BE AVAILABLE FROM THE ISSUER FOR COMPLETE DETAILS AND OFFERING TERMS. CB CUSTOMERS MAY WISH TO SEEK INDEPENDENT LEGAL AND TAX

ADVICE ON THE INTER  
:70E::DISC//PRETATION OF THE  
OFFER. CB CUSTOMERS ARE DEEMED TO  
UNDERSTAND THE OFFER AND TO  
INSTRUCT CB ACCORDINGLY. THIS  
NOTIFICATION CAN NOT BE REPRODUCED  
OR TRANSMITTED IN ANY FORM OR BY  
ANY MEANS, IF NEITHER YOU NOR THE  
ADDRESSEE IS ENTITLED TO  
PARTICIPATE IN THE RELEVANT  
CORPORATE ACTION. YOU SHALL BEAR  
:70E::DISC//SOLE RESPONSIBILITY FOR ANY AND ALL  
HARMFUL CONSEQUENCES, LOSSES OR  
DAMAGES, WHICH MAY BE SUFFERED FOR  
ANY REASON BY YOURSELVES, THE  
ADDRESSEE, THIRD PARTIES OR CB BY  
REPRODUCING OR TRANSMITTING THE  
NOTIFICATION.  
IN CASE THE CLIENT INSTRUCTION IS  
NOT CORRECTLY FORMATTED,  
CLEARSTREAM WILL ATTEMPT TO REPAIR  
THE INSTRUCTION ON BEST EFFORT  
:70E::DISC//BASIS WITHOUT TAKING LIABILITY FOR  
THE CORRECTNESS OF THE INFORMATION  
AND CLEARSTREAM CANNOT BE HELD  
LIABLE IN CASE OF DAMAGE RESULTING  
FROM THIS ACTION.  
:70E::PACO//ATTENTION: SECURITIES ADM/CORPORATE  
ACTIONS/REORG  
:70E::PACO//Carlos FERREIRA INTERNATIONAL CORP  
ACT LUXEMBOURG PHONE: +352 243  
36427  
:70E::DISC//PLEASE FIND FURTHER INFORMATION  
ABOUT DATA PROTECTION ON OUR  
WEBSITE:  
<https://www.clearstream.com/clearstream-en/about-clearstream/due-diligence/gdpr/dataprotection>

Текст сообщения от Euroclear Bank S.A./N.V.:

OTE/NO LEGAL DOCUMENTATION TO BE COMPLETED CAED/PRIORITY 1 + FEE  
----- EVENT DETAILS -----  
INFORMATION SOURCE: INFORMATION AGENT:  
D.F. KING AND CO., INC  
48 WALL STREET, 22ND FLOOR  
NEW YORK, NEW YORK 10005  
E-MAIL: VALE(AT)DFKING.COM  
OFFERS WEBSITE: WWW.DFKING.COM/VALE  
BANKS AND BROKERS CALL: +1 (212) 269-5550

ALL OTHERS CALL TOLL FREE (UNITED STATES ONLY): +1 (800) 591-8263

BY MAIL:

48 WALL STREET, 22ND FLOOR

NEW YORK, NEW YORK 10005

BY OVERNIGHT COURIER:

48 WALL STREET, 22ND FLOOR

NEW YORK, NEW YORK 10005

BY HAND:

48 WALL STREET, 22ND FLOOR

NEW YORK, NEW YORK 10005

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GENERAL INFORMATION

.-----  
THE PURPOSE OF THE OFFERS IS TO EXTEND THE AVERAGE MATURITY OF COMPANY'S DEBT.

.  
PLEASE REFER TO THE DOCUMENTATION FOR MORE DETAILS

.  
1. TENDER AND CONSENT: NOT APPLICABLE

.  
2. CONDITIONS AND RESTRICTIONS:  
CERTAIN RESTRICTIONS MAY APPLY

.  
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

.-----  
. PRICE DETERMINATION DATE: 10/07/2024 11:00 NEW YORK CITY TIME, UNLESS EXTENDED OR EARLIER TERMINATED BY THE OFFEROR IN ITS SOLE DISCRETION. IF THE EARLY ACCEPTANCE DATE IS EXTENDED BY MORE THAN 48 HOURS BY THE OFFEROR IN ITS SOLE DISCRETION, THE PRICE DETERMINATION DATE MAY BE EXTENDED TO 11:00 NEW YORK CITY TIME, ON THE SAME DAY OF THE EXTENDED EARLY ACCEPTANCE DATE

. EARLY ACCEPTANCE DATE: IF THE OFFEROR ELECTS TO EXERCISE THE EARLY SETTLEMENT RIGHT (AS DEFINED HEREIN), A DATE FOLLOWING THE EARLY TENDER DATE AND PRIOR TO THE EXPIRATION DATE.

.  
ENTITLEMENT

.-----  
1. PURCHASE PRICE:

.  
. TENDER CONSIDERATION: THE TOTAL CONSIDERATION FOR EACH USD 1,000 PRINCIPAL AMOUNT OF EACH APPLICABLE SERIES OF NOTES VALIDLY TENDERED AND NOT VALIDLY WITHDRAWN AND ACCEPTED FOR PURCHASE PURSUANT TO THE OFFERS WILL BE DETERMINED BY REFERENCE TO THE APPLICABLE FIXED SPREAD FOR SUCH NOTES PLUS THE YIELD TO MATURITY OF THE APPLICABLE REFERENCE SECURITY BASED ON THE BID-SIDE PRICE



OF THE APPLICABLE REFERENCE SECURITY ON THE PRICE DETERMINATION DATE

. EARLY TENDER FEE: USD 50.00 PER PER USD 1,000 PRINCIPAL AMOUNT  
. TOTAL CONSIDERATION: CONSISTS OF THE APPLICABLE TOTAL CONSIDERATION MINUS THE EARLY TENDER PAYMENT, FOR EACH USD 1,000 PRINCIPAL AMOUNT OF NOTES

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

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

.  
4. TENDER CAP: THE MAXIMUM PRINCIPAL AMOUNT:

.  
USD 500,000,000, EXCLUDING ANY PREMIUM AND ANY ACCRUED AND UNPAID INTEREST, AGGREGATE AMOUNT OF OUTSTANDING SECURITIES

.  
5. PRORATION: APPLICABLE. THE COMPANY OFFERS TO ACCEPT INSTRUCTIONS UP TO THE TENDER CAP. IF THE CAP IS EXCEEDED, INSTRUCTIONS WILL BE ACCEPTED ON A PRO-RATA BASIS. THE AMOUNT OF NOTES THAT ARE TENDERED ON THE APPLICABLE SETTLEMENT DATE WILL BE DETERMINED IN ACCORDANCE WITH THE ACCEPTANCE PRIORITY LEVELS SET FORTH IN THE DOCUMENTATION (WITH 1 BEING THE HIGHEST AND 3 BEING THE LOWEST).FOR FURTHER DETAILS OF THE PRORATION PLEASE REFER TO THE DOCUMENTATION

.  
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)

THE ABOVE IS GUIDANCE ONLY. YOU ARE SOLELY RESPONSIBLE TO DETERMINE WHETHER TO SEND ONE INSTRUCTION PER BENEFICIAL OWNER OR NOT.

WE WILL FORWARD BUT NOT VALIDATE ANY INSTRUCTION RECEIVED REGARDLESS IF YOU SENT IT SEPARATELY PER BENEFICIAL OWNER OR NOT.

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ELECTRONIC INSTRUCTIONS:

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

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2. EASYWAY USERS:

A. TO TENDER BEFORE EARLY TENDER DATE AND RECEIVE TOTAL CONSIDERATION, CHOOSE OPTION 001

B. TO TENDER AFTER EARLY TENDER DATE BUT BEFORE EXPIRATION DATE AND RECEIVE TENDER CONSIDERATION, CHOOSE OPTION 002

.

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

.

3. EUCLID USERS:

A. TO TENDER BEFORE EARLY TENDER DATE AND RECEIVE TOTAL CONSIDERATION, SEND AN INSTRUCTION TYPE '54' WITH SUBTYPE 'CSH1'

B. TO TENDER AFTER EARLY TENDER DATE BUT BEFORE EXPIRATION DATE AND RECEIVE TENDER CONSIDERATION, SEND AN INSTRUCTION TYPE '54' WITH SUBTYPE 'CSH2'

C. TO TAKE NO ACTION, SEND AN INSTRUCTION TYPE '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 PHONE NUMBER PRECEDED BY 'INX CONTACT DETAILS'

.

4. SWIFT MT565 USERS:

A. TO TENDER BEFORE EARLY TENDER DATE AND RECEIVE TOTAL CONSIDERATION, USE CAON 001 CAOP CASH

B. TO TENDER AFTER EARLY TENDER DATE BUT BEFORE EXPIRATION DATE AND RECEIVE TENDER CONSIDERATION, USE CAON 002 CAOP CASH

.

ALWAYS MENTION IN FIELD:

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

.

PAPER FORM:

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NO LEGAL DOCUMENTATION TO BE COMPLETED

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DOCUMENTATION

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YOU MAY REQUEST THE CORPORATE ACTION DOCUMENT(S) EITHER VIA

E-MAIL OR VIA THE WEBSITE:

.  
A. E-MAIL: SEND AN E-MAIL TO CADOC(S)@EUROCLEAR.COM. INDICATE IN THE SUBJECT OF YOUR E-MAIL THE FOLLOWING REFERENCE 4317112-221

.  
NOTE: IN THE RARE CASE THAT THE SIZE OF THE CA DOCUMENT EXCEEDS 10 MB, IT WILL NOT BE POSSIBLE TO SEND IT VIA E-MAIL. YOU WILL RECEIVE AN E-MAIL INFORMING YOU THAT THE DOCUMENT WILL BE AVAILABLE ONLY VIA THE WEBSITE

.  
B. THE EUROCLEAR WEBSITE (MY.EUROCLEAR.COM): TO ACCESS THE DOCUMENTATION, LOG IN OR GO THROUGH TO MYEUROCLEAR AS A GUEST. YOU CAN DOWNLOAD THE DOCUMENT(S) BY ENTERING THE CORPORATE ACTION NOTIFICATION NUMBER 4317112 IN THE SEARCH BOX ON MY.EUROCLEAR.COM MY APPS CORPORATE ACTIONS

.  
REVOCABILITY

.-----  
INSTRUCTIONS MAY BE WITHDRAWN PURSUANT TO THE OFFER DOCUMENTATION AND UPON AGENTS FINAL AGREEMENT

.  
FREE TEXT LIMITATIONS APPLICABLE IN THE FOLLOWING FIELDS (IF REQUIRED):

. 4 X 35 CHARACTERS IN FIELD: 88D

. 10 X 35 CHARACTERS IN FIELDS 72, 70E:INST, 80B, 95V:OWND

.  
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

Приложение 1: [Адрес в сети Интернет, по которому можно ознакомиться с дополнительной документацией](#)