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MIE HOLDINGS CORPORATION

MI能源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1555)

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is published pursuant to Rule 13.10B of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

MIE Holdings Corporation has published an announcement of “Settlement of the Exchange Offer” on the Singapore Exchange Securities Trading Limited, the full text of which is set out below for informational purposes.

By Order of the Board
MIE Holdings Corporation
Mr. Zhang Ruilin
Chairman

Hong Kong, April 15, 2019

As at the date of this announcement, the Board comprises (1) the executive directors namely Mr. Zhang Ruilin and Mr. Zhao Jiangwei; (2) the non-executive director namely Ms. Xie Na; and (3) the independent non-executive directors namely Mr. Mei Jianping, Mr. Jeffrey Willard Miller and Mr. Guo Yanjun.

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SETTLEMENT OF THE EXCHANGE OFFER

**CUSIP: G61157AC0
55309DAB9**

**ISIN: USG61157AC01
US55309DAB91**

**Common Code: 106037817
106037809**

Reference is made to the announcement of MIE Holdings Corporation (the “**Company**”) dated March 1, 2019 and March 18, 2019, March 25, 2019, April 1, 2019, April 8, 2019 and April 11, 2019 (the “**Announcements**”) in relation to its offer to exchange (the “**Exchange Offer**”) any and all of the outstanding 7.50% Senior Notes due 2019 issued by the Company and unconditionally and irrevocably guaranteed by the subsidiary guarantors (the “**Existing Notes**”) for the exchange consideration, upon the terms and subject to the conditions set forth in the exchange offer memorandum dated March 1, 2019, as supplemented by the supplemental exchange offer memorandums dated March 1, 2019, March 18, 2019, March 25, 2019, April 1, 2019 and April 8, 2019 (the “**Exchange Offer Memorandum**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Exchange Offer Memorandum.

SETTLEMENT OF THE EXCHANGE OFFER AND EXCHANGE AND CANCELLATION OF THE EXISTING NOTES

The Company announces that the Exchange Offer settlement has taken place on April 15, 2019 with respect to all Existing Notes that were validly submitted for exchange and accepted by the Company in the Exchange Offer. Accordingly, the Company has exchanged US\$265,251,000 aggregate principal amount of Existing Notes (the “**Exchanged Notes**”) for US\$248,394,000 aggregate principal amount of the Company’s new 13.750% Senior Notes due 2022 (the “**New Notes**”) and the other exchange consideration in accordance with the terms and conditions of the Exchange Offer and the Company has arranged for cancellation of the Exchanged Notes.

Following the exchange and cancellation of the Exchanged Notes, US\$50,665,000 aggregate principal amount of Existing Notes remain outstanding. The Company will redeem such remaining Existing Notes on their April 25, 2019 maturity date.

ABOUT MIE HOLDINGS CORPORATION

MIE Holdings Corporation (together with its subsidiaries, the “**Group**”) is an independent oil and gas company engaged in the exploration and production of oil and gas in China, Canada and Kazakhstan. The Group operates the Daan oilfield in the Songliao Basin under a production sharing contract with PetroChina, the largest oil company in China, and holds a 10% participating interest in the Moliqing oilfield, also in the Songliao Basin. In Canada, the Group is engaged in the business of exploration and development of oil and natural gas resources in Western Canada and the supply of crude oil and natural gas to the North America markets. The Group also participates in the exploration, development and production of petroleum assets located in the Republic of Kazakhstan and the northern part of the South China Sea through non-controlling interests in Emir-Oil, LLP and PetroBroad Copower Limited.

MIE Holdings Corporation is listed on the Main Board of The Stock Exchange of Hong Kong Limited with stock code 1555.

GENERAL

This announcement is not an offer to purchase, a solicitation of an offer to purchase, an offer to sell or a solicitation of an offer to sell, securities in the United States or elsewhere. No securities of the Company or any of its subsidiaries are being, or will be, registered under the U.S. Securities Act or the securities laws of any state of the United States, and no such securities may be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and any applicable state or local securities laws. No public offering of securities is being or will be made in the United States or any other jurisdiction. This announcement is provided to you because you are outside the United States. Nothing in this communication shall constitute an offer to sell or the solicitation of an offer to buy securities in any jurisdiction in which such offer or sale would be unlawful.

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announcement, including, among others, those statements relating to the Exchange Offer are based on current expectations. These statements are not guarantees of future events or results. Future events and results involve risks, uncertainties and assumptions and are difficult to predict with any precision. Actual events and results could vary materially from the description contained herein due to many factors including changes in the market and price for Existing Notes and/or the New Notes, changes in the business and financial condition of the Company and its subsidiaries, changes in the property industry and changes in the capital markets in general.