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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 in connection with its previous announcement entitled “MIE Holdings Corporation Announces Any and All Tender Offer and Consent Solicitation for its 6.875% Senior Notes due 2018 and Up to a Maximum Amount Tender Offer for its 7.50% Senior Notes due 2019” 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, July 12, 2017

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 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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**MIE HOLDINGS CORPORATION ANNOUNCES RESULTS OF
ANY AND ALL TENDER OFFER AND CONSENT SOLICITATION
FOR ITS 6.875% SENIOR NOTES DUE 2018
AND
UP TO A MAXIMUM AMOUNT TENDER OFFER FOR ITS 7.50%
SENIOR NOTES DUE 2019**

July 12, 2017 — Reference is made to the announcements of MIE Holdings Corporation (the “**Company**”) dated June 12, 2017 and June 23, 2017 in relation to the cash tender offer for any and all of its outstanding 6.875% Senior Notes Due 2018 (the “**2018 Notes**” and each holder of 2018 Notes, a “**2018 Note Holder**”) (the “**Any and All Tender Offer**”) and a cash tender offer up to an aggregate cash amount of US\$20 million (the “**Tender Cap**”) of its outstanding 7.50% Senior Notes Due 2019 (the “**2019 Notes**” together with the 2018 Notes, the “**Notes**,” and each holder of 2019 Notes, a “**2019 Note Holder**” together with the 2018 Note Holders, the “**Note Holders**”) (the “**Maximum Amount Tender Offer**”).

In conjunction with the Any and All Tender Offer, the Company was soliciting (the “**Consent Solicitation**”) from 2018 Note Holders consents (the “**Consents**”) to the certain proposed amendments to the 2018 Indenture (as defined below).

The Any and All Tender Offer and Consent Solicitation is being made pursuant to a statement dated June 12, 2017 (the “**2018 Statement**”) and the Maximum Amount Tender Offer is being made pursuant to a statement dated June 12, 2017 (the “**2019 Statement**” together with the 2018 Statement, the “**Statements**”).

THE ANY AND ALL TENDER OFFER AND CONSENT SOLICITATION

As of 4 p.m. London Time on July 10, 2017 (the “**Expiration Deadline**”), US\$18,280,000 aggregate principal amount, or approximately 9.14%, of the 2018 Notes have been validly tendered and related Consents have been validly delivered.

Pursuant to the terms of the Any and All Tender Offer, any tender made on or before the Expiration Deadline, may not be withdrawn. The terms of the Any and All Tender Offer, including all capitalized terms not defined herein, are contained in the 2018 Statement.

2018 Note Holders who have tendered 2018 Notes prior to the Expiration Deadline, and that are accepted in the Any and All Tender Offer, will receive on the Settlement Date (expected to be July 13, 2017, London Time) a Total Consideration of US\$700 per US\$1,000 principal amount tendered and accepted, which includes a US\$10 Consent Payment per US\$1,000 principal amount tendered pursuant to the Any and All Tender Offer and Consent Solicitation.

As the Company has not received the requisite consents, no change will be made to the indenture dated February 6, 2013, as supplemented and amended from time to time (the “**2018 Indenture**”) under which the 2018 Notes were issued.

THE MAXIMUM AMOUNT TENDER OFFER

As of 5:00 p.m. New York time on July 10, 2017 (the “**Early Tender Time**”), US\$199,061,000 aggregate principal amount of the 2019 Notes have been validly tendered. The Company hereby informs the 2019 Note Holders that it will increase the Tender Cap by US\$86,655,965 to US\$106,655,965.

Pursuant to the terms of the Maximum Amount Tender Offer, any tender made after July 10, 2017 (the “**Withdrawal Date**”), may no longer be withdrawn. The terms of the Maximum Amount Tender Offer, including all capitalized terms not defined herein, are contained in the 2019 Statement dated June 12, 2017.

The Company hereby elects to exercise its early tender right and chooses to have the early settlement. 2019 Note Holders who have tendered 2019 Notes prior to the Early Tender Time, that were not validly withdrawn and are accepted in the Maximum Amount Tender Offer, will receive on the Early Settlement Date (expected to be July 13, 2017, New York Time) a Total Consideration of US\$650 per US\$1,000 principal amount tendered and accepted, which includes the US\$200 Early Tender Payment per US\$1,000 principal amount tendered pursuant to the Maximum Amount Tender Offer prior to the Early Tender Time.

In addition, the Company announces that the expiration deadline for the Maximum Amount Tender Offer will be extended to 5 p.m. New York time on July 25, 2017, unless further extended by the Company.

As on the Early Tender Time, the aggregate principal amount of Notes validly tendered (and not validly withdrawn) by 2019 Note Holders have resulted in the Total Consideration plus the Applicable 2019 Accrued Interest reaching the Tender Cap, the Company will not accept any 2019 Notes tendered by 2019 Note Holders after the Early Tender Time.

OTHER INFORMATION

The Company has engaged Nomura International (Hong Kong) Limited to act as Dealer Manager for the Any and All Tender Offer and Consent Solicitation and the Maximum Amount Tender Offer. For detailed statements of the terms and conditions of either or both of the 2018 Statement and the 2019 Statement, Note Holders should refer to the Statements and related documents. The Statements have been distributed to respective Holders electronically via the following website: <https://sites.dfkingltd.com/mie/> or by request to D.F. King, (the “**Consent and Tender Agent**”) for the Any and All Tender Offer and Consent Solicitation and the Maximum Amount Tender Offer. Questions from Note Holders regarding the Any and All Tender Offer and Consent Solicitation and the Maximum Amount Tender Offer or requests for additional copies of the Statements or other related documents should be directed to any of the following: D.F. King, the Consent and Tender Agent for the respective Any and All Tender Offer and Consent Solicitation and the Maximum Amount Tender Offer, at Email: mie@dfkingltd.com, Suite 1601, 16/F, Central Tower, 28 Queen’s Road Central, Central, Hong Kong, Tel: +852 3953 7230 (in Hong Kong); 125 Wood Street, London EC2V 7AN, United Kingdom, Tel: +44 20 7920 9700 (In London); or 48 Wall Street, 22nd Floor, New York, NY10005, Tel: Banks and Brokers Call Collect: +1 (212) 269-5550; All Others, Call Toll Free: +1 (800) 370-1749; or Nomura International (Hong Kong) Limited, the Dealer Manager for the Any and All Tender Offer and Consent Solicitation and the Maximum Amount Tender Offer, at 30th Floor, Two International Finance Centre, 8 Finance Street, Central, Hong Kong, Tel: +852 2536 7056, +44 (0) 20 7103 6597, Email: liability.management@nomura.com Attention: Liability Management.

GENERAL

This announcement is not a solicitation of consent or tender with respect to any Note. The Any and All Tender Offer and Consent Solicitation and the Maximum Amount Tender Offer are being made solely pursuant to the Statements and related documents dated June 12, 2017, which set forth in detail the terms of the respective Any and All Tender Offer and Consent Solicitation and the Maximum Amount Tender Offer.

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes are required to inform themselves about, and to observe, any such restrictions.

Forward-looking statements in this announcement, including, among others, those statements relating to the Tender Offers and Consent Solicitation 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 the Notes, changes in the business and financial condition of the Company and its subsidiaries, changes in the oil and gas industry, and changes in the capital markets in general.

Shareholders of the Company and potential investors are advised to exercise caution when dealing in the securities of the Company.

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, Kazakhstan, Canada and USA. The Group operates the Daan, and Moliqing oilfields in the Songliao Basin under various separate production sharing contracts with PetroChina, the largest oil company in China. The Group also holds a 40% stake in an exploration contract and four production contracts that allow the Group to conduct exploration and production activities in Mangistau province in the southwestern region of Kazakhstan. In addition, the Group pursues other oil and gas exploration, development and production opportunities internationally, both independently and in partnership with other major and independent oil companies.

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