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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 “MIE Holdings Corporation Announces Consent Solicitation for its 6.875% Senior Notes due 2018 and 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 2, 2015

As at the date of this announcement, the Board comprises (1) the executive Directors namely Mr. Zhang Ruilin, Mr. Zhao Jiangwei, Mr. Andrew Harper, Mr. Tao Tak Yin Dexter and Mr. Tian Hongtao; (2) the non-executive Director, namely, Mr. Wang Sing (Mr. Hung Leung is alternate to Mr. Wang Sing); and (3) the independent non-executive Directors, namely, Mr. Mei Jianping, Mr. Jeffrey W. Miller and Mr. Cai Rucheng.

**MIE HOLDINGS CORPORATION ANNOUNCES CONSENT
SOLICITATION FOR ITS 6.875% SENIOR NOTES DUE 2018 AND
7.50% SENIOR NOTES DUE 2019**

MIE Holdings Corporation (the “Company”) today announced that it has commenced a concurrent consent solicitation (the “Consent Solicitation”) seeking consents from holders (the “Holders”) of its outstanding 6.875% Senior Notes due 2018 (the “2018 Notes”) and its 7.50% Senior Notes due 2019 (the “2019 Notes”) to certain proposed amendments to the indenture governing the 2018 Notes dated as of February 6, 2013, as amended and supplemented from time to time, and the indenture governing the 2019 Notes dated as of April 25, 2014, as amended and supplemented from time to time (respectively the “2018 Indenture” and “2019 Indenture,” collectively, the “Indentures”), by and among the Company, the subsidiary guarantors named therein and Citicorp International Limited, as trustee. The 2018 Notes and 2019 Notes (collectively, the “Notes” and each a “Series”) are listed on the Singapore Exchange Securities Trading Limited. As of the date of this announcement, the aggregate principal amount of the 2018 Notes is US\$200,000,000 and the aggregate principal amount of the 2019 Notes is US\$500,000,000.

The consent solicitation to the 2018 Indenture will expire at 5:00 p.m., Central European time, on July 16, 2015 and the consent solicitation to the 2019 Indenture will expire at 5:00 p.m., New York time, on July 16, 2015, unless either or both are extended or terminated by the Company.

The Company is seeking consents to amend certain provisions of the Indentures to align with more recent issuances in the region and provide the Company with additional flexibility in light of the continuing volatility of the oil and gas industry to take advantage of market dislocation and realize value and liquidity, including through opportunistic acquisitions and dispositions. The Company is soliciting the consents of the Holders of at least a majority in aggregate principal amount of the outstanding Notes of each Series to allow the Company to (i) amend (a) provisions relating to its ability to incur Indebtedness (as defined in the Indentures) and make Investments (as defined in the Indentures) and changes to certain related definitions; (b) the Asset Sale (as defined in the Indentures) covenant; and (c) the Merger and Consolidation (as defined in the Indentures) covenant; and (ii) provide for a suspension of certain covenants in the event the Notes are rated investment grade.

Subject to the terms and conditions set forth in the consent solicitation statements dated July 2, 2015 relating to the Consent Solicitation (the “Statements”), the Company offers to make the consent payment of US\$5.00 to each Holder for each US\$1,000 in principal amount of Notes in respect of which such Holder has validly delivered (and not validly revoked) a consent to the proposed amendments prior to the expiration date of the Consent Solicitation. Under no circumstances will the Company make any consent payment to any Holder delivering a consent under each of the Indentures unless and until (i) the requisite consents for both Series of Notes have been received; and (ii) supplemental indentures for both Series of Notes containing the amendments above have been executed and have become effective.

For detailed statements of the terms and conditions of either or both of the Consent Solicitation, Holders should refer to the Statements and related documents. The Statements will be distributed to Holders by Lucid Issuer Services Limited, the Information and Tabulation Agent for the Consent Solicitation. The Company has engaged J.P. Morgan

Securities plc and Morgan Stanley & Co. International plc to act as solicitation agents for the Consent Solicitation. Questions from Holders regarding the Consent Solicitation or requests for additional copies of the Statements or other related documents should be directed to any of the following: Lucid Issuer Services Limited, the Information and Tabulation Agent for the Consent Solicitation, at Leroy House, 436 Essex Road, London N1 3QP, United Kingdom, Attention: Thomas Choquet, UK: +44 20 7704 0880; J.P. Morgan Securities plc, one of the solicitation agents for the Consent Solicitation, at 25 Bank Street, Canary Wharf, London E14 5JP, United Kingdom, Fax: +44 20 3493 0682, Attention: Head of Debt Syndicate and Head of EMEA Debt Capital Markets Group, Email: Liability-management_asia@jpmorgan.com or Morgan Stanley & Co. International plc, one of the solicitation agents for the Consent Solicitation, at Level 46, 1 Austin Road West, Kowloon, Hong Kong, Tel: +852 3963 0371, Attention: Debt Capital Markets; Floor 04, 1585 Broadway, New York, New York 10036, US, Toll Free: +800 624 1808, Collect: +1 212 761 1057, Attention: Liability Management Group; or 25 Cabot Square, Canary Wharf, London E14 4QA, United Kingdom, Tel: +44 20 7677 5040, Attention: Liability Management.

General

This announcement is not a solicitation of consent with respect to any Note. The Consent Solicitation is being made solely pursuant to the Statements and related documents dated July 2, 2015, which set forth in detail the terms of the respective consent solicitation.

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 Consent Solicitation is 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 and USA. In China, the Group operates the Daan, and Moliqing oilfields in the Songliao Basin under separate production sharing contracts with PetroChina, the largest oil company in China, and holds a 51% stake in a joint venture that operates Linxing and Sanjiaobei unconventional gas assets in the Ordos Basin under two separate production sharing contracts. The Group also holds 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

development and production opportunities in China, and 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.