

Constellation Announces Updates Regarding Amended RJ Plan and Creditors' General Meeting

Luxembourg, June 28, 2019 – Constellation Oil Services Holding S.A. (“Constellation” or the “Company”), has presented an amended plan (the “Plan”) to creditors in its *recuperação judicial* proceeding in Brazil today. In connection with the Plan, Constellation has agreed on a second amended and restated plan support agreement (the “Second A&R PSA”) with (i) 100% of the lenders under its project financings consisting of the syndicated secured credit facility with Amaralina Star Ltd. and Laguna Star Ltd. as borrowers and the syndicated secured credit facility with Brava Star Ltd. as borrower, (ii) Banco Bradesco S.A., Grand Cayman Branch, as lender under its working capital facility, (iii) holders of a majority in amount of the 9.00% Cash / 0.50% PIK Senior Secured Notes due 2024 (the “2024 Notes,” and the holders of the 2024 Notes, the “Noteholders”) issued by the Company pursuant to that indenture dated as of July 27, 2017 by and among the Company, the subsidiary guarantors party thereto and Wilmington Trust, National Association, as trustee, paying agent, transfer agent and registrar, and (iv) its shareholders. The Company has also agreed on an Amended and Restated Backstop Commitment Agreement (the “A&R Backstop Agreement”) with the Noteholders that are party to the Second A&R PSA, through which such Noteholders have committed to backstop a rights offering to raise U.S. \$27 million of new capital.

The general meeting of creditors (the *Assembleia Geral de Credores* or “General Meeting”), where creditors will vote on the Plan, commenced around 9:00pm (Rio) today. The Company’s restructuring has the support of a majority of its creditors, as documented in the Second A&R PSA and A&R Backstop Agreement.

Discussions with Members of the Ad Hoc Committee of Noteholders

Following the execution of confidentiality agreements (such agreements, including the extensions thereof, the “Confidentiality Agreements”) with, representatives of the Company and the Company’s financial and legal advisors (the “Company Representatives”) met in person and by telephone at various times with, among other creditors, representatives of an *ad hoc* committee of Noteholders (the “Ad Hoc Committee”) and the Ad Hoc Committee’s financial and legal advisors (the “Ad Hoc Committee Representatives”) to discuss the terms of a possible consensual restructuring of the 2024 Notes and related matters (a “Potential Transaction”), and exchanged proposals representing the terms of a Potential Transaction (the “Proposals”). Subsequent to these discussions, the Company reached an agreement regarding its restructuring proceedings with the Ad Hoc Committee and on the Second A&R PSA and A&R Backstop Agreement memorializing the terms of that agreement. The Company also reached an agreement regarding the Indenture governing the 10.00% PIK / Cash Senior Secured Notes due 2024 (the “Primary Participating Notes Indenture”). Under the Confidentiality Agreements, the Company is required to publicly disclose these agreements (the “Cleansing Materials”).

The Cleansing Materials consist of (i) the Second A&R PSA, which attaches, *inter alia*, a term sheet containing the terms of the restructuring (the “Term Sheet”), as well as the A&R Backstop Agreement and a presentation on the Company’s business plan that was shared with the Ad Hoc Committee in May 2019, and (ii) a draft of the Primary Participating Notes Indenture. All information contained in the Cleansing Materials is accurate as of the date of when delivered to such stakeholders, and has not been updated since such date of delivery. Such information should not be relied upon for any purposes. In accordance with its obligations under the Confidentiality Agreements, the Company has posted the Cleansing Materials on a section of its website that is readily accessible to the public.

Certain Other Important Information

In addition to the disclaimers and qualifiers set forth in the Cleansing Materials, all statements made in the

Cleansing Materials are in the nature of settlement discussions and compromise, are not intended to be and do not constitute representations of any fact or admissions of any liability and are for the purpose of attempting to reach a consensual compromise and settlement. Nothing contained in the Cleansing Materials is intended to or shall be construed to be an admission or a waiver of any rights, remedies, claims, causes of action or defenses.

Furthermore, the contents of the Cleansing Materials shall not be construed as guidance by the Company in relation to its future results, and the Company does not assume and expressly disclaims any responsibility to update such contents or information at any time.

This press release is neither an offer to sell nor the solicitation of an offer to buy any security. This press release is also not an offer to purchase or a solicitation of an offer to purchase with respect to any security, nor is this press release a solicitation of any consent to any amendments with respect to the 2024 Notes or any other security.

About Constellation

Constellation is a market leading provider of offshore and onshore oil and gas contract drilling and FPSO services in Brazil through its subsidiary Serviços de Petróleo Constellation S.A. (“Serviços de Petróleo Constellation”). With continuous operations since 1981, Serviços de Petróleo Constellation has built an unmatched reputation for excellence in offshore and onshore drilling services, obtaining ISO 9001, ISO 14001, OHSAS 18001 and API Spec Q2 certifications for its quality management, environmental and safety records and systems.

NOTICE REGARDING FORWARD-LOOKING STATEMENTS

This press release contains “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, which are intended to be covered by the safe harbor created by such sections and other applicable laws. Where the Company expresses or implies an expectation or belief as to future events or results, such expectation or belief is expressed in good faith and believed to have a reasonable basis. However, such statements are subject to risks, uncertainties and other factors, which could cause actual results to differ materially from future results expressed, projected or implied by the “forward-looking statements.” The Company undertakes no obligation to release publicly revisions to any “forward-looking statement,” including, without limitation, outlook, to reflect events or circumstances after the date of this news release, or to reflect the occurrence of unanticipated events, except as may be required under applicable securities laws. Investors should not assume that any lack of update to a previously issued “forward-looking statement” constitutes a reaffirmation of that statement. Continued reliance on “forward-looking statements” is at investors’ own risk.