

PETROBRAS - PETROLEO BRASILEIRO SA  
Form 6-K  
September 28, 2017

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of September, 2017

**PETRÓLEO BRASILEIRO S.A. – PETROBRAS**

(Translation of registrant's name into English)

Avenida República do Chile, 65  
20031-912 - Rio de Janeiro, RJ  
Federative Republic of Brazil

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:  Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:  Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): n/a

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Public offering of Petrobras Distribuidora (BR) Shares

Rio de Janeiro, September 28, 2017 - Petróleo Brasileiro S.A. - Petrobras, further to the Material Fact disclosed on 7/11/2017, reports that its Board of Directors (BD) authorized, in a meeting held yesterday, the filing of a formal request for registration of an initial public offering and for registration of Petrobras Distribuidora S.A. (BR) as a publicly-held company with the CVM - Brazilian Securities and Exchange Commission, and a request to join the New Market, B3's corporate governance highest level.

The BD also approved the disposal of 25% to 40% of the equity stake held by the company in BR, within the scope of the offering to be carried out in Brazil.

All acts required for the holding of the offering will be subject to the approval by Petrobras and BR internal offices, as well as to the review and approval by the respective regulatory agencies, in compliance with the applicable legislation.

This Material Fact should not be regarded as an offering announcement and said offering will depend on favorable conditions in the domestic and international capital markets.

Facts deemed relevant on this issue will be timely communicated to the market.

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[www.petrobras.com.br/ir](http://www.petrobras.com.br/ir)

Contacts:

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### FORWARD-LOOKING STATEMENTS

This release includes 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, that are subject to risks and uncertainties. The forward-looking statements, which address the Company's expected business and financial performance, among other matters, contain words such as "believe," "expect," "estimate," "anticipate," "optimistic," "intend," "plan," "aim," "will," "may," "should," "could," "would," "likely," and similar expressions. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date on which they are made. There is no assurance that the expected events, trends or results will actually occur. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information or future events or for any other reason.

The Company's actual results could differ materially from those expressed or forecast in any forward-looking statements as a result of a variety of assumptions and factors. These factors include, but are not limited to, the following: (i) failure to comply with laws or regulations, including fraudulent activity, corruption, and bribery; (ii) the outcome of ongoing corruption investigations and any new facts or information that may arise in relation to the "Lava Jato Operation"; (iii) the effectiveness of the Company's risk management policies and procedures, including operational risk; and (iv) litigation, such as class actions or proceedings brought by governmental and regulatory agencies. A description of other factors can be found in the Company's Annual Report on Form 20-F for the year ended December 31, 2016, and the Company's other filings with the U.S. Securities and Exchange Commission.







## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

PETRÓLEO BRASILEIRO S.A. – PETROBRAS

Date: September 28, 2017

By: /s/ Ivan de Souza Monteiro  
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Name: Ivan de Souza Monteiro

Title: Chief Financial Officer and Investor Relations Officer

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