GOUVERNEMENT DE LA REPUBLIQUE DE VANUATU

MINISTERE DES FINANCES ET DE LA GESTION ECONOMIQUE

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GOVERNMENT OF THE REPUBLIC OF VANUATU

MINISTRY OF FINANCE AND ECONOMIC MANAGEMENT

PRIVATE MAIL BAG 058, PORT VILA, VANUATU TEL:(678) 23032 FAX: (678) 27937

PROSPECTUS OF CASH OFFER

VANUATU GOVERNMENT REGISTERED BOND

(ISSUE NO. 002 OF 2020)

(Authorised by the Public Finance and Economic Management Act No. 6 of 1998)

VT 800,000,000

VANUATU GOVERNMENT REGISTERED BOND TO BE ISSUED BY TENDER

Term

Repayable at par

Amount of Bond

10 years

28/09/2030

VT 800,000,000

Bonds will be available for tender between the hours of 9.00 AM to 3.00 PM from Wednesday 23rd September 2020 to Thursday 24th September 2020 and between the hours of 9.00 AM to 11.30 AM on Friday 25th September 2020.

MINIMUM INVESTMENT: VT 20,000

1. Competitive and Non-Competitive Tenders

Tenders will be received on a competitive and non-competitive basis as follows:-

Competitive Tenders will be accepted for a minimum nominal amount of VT 1,000,000 and for multiples of VT 100,000. Each tender must be submitted on a percentage yield per annum basis and must be expressed to the second decimal place (e.g. 4.55%, 6.29%, and 5.48%). Decimal points beyond two

places will be disregarded. Each tender must be for one rate, and be made on the form attached to the prospectus.

Non-Competitive Tenders will be accepted for a minimum nominal amount of VT 20,000 and for multiples of VT 20,000 up to a maximum amount of VT 5,000,000 limited to one tender only.

2. Lodgement of Tenders

All tenders must be lodged at the Reserve Bank of Vanuatu. Port Vila and placed in the special tender box at the Banking Counter of the Bank between the hours 9.00 AM to 3.00 PM from Wednesday 23rd September 2020 to Thursday 24th September 2020 and between the hours of 9.00 AM to 11.30 AM on Friday 25th September 2020.

3. Payment

A separate cheque for each tender for the full face value of the amount tendered, must accompany each lodged tender. Such cheque is to be made payable to the Reserve Bank of Vanuatu. If the settlement amount for an accepted tender exceeds the face value, the successful bidder is to settle the difference by 11.30am on Monday 28th September 2020. If, however, the settlement amount is lower than the face value, then any excess payment will be refunded on the day following the allotment of tenders.

4. Allotment

Competitive Tenders: Allotments will be made in ascending order of percentage yield tendered. The Reserve Bank reserves the right to reject any tender or to allot a lesser amount than that tendered for.

In the event of a shortfall in allotments, the Reserve Bank of Vanuatu may accept for its own account the balance of bonds not allotted by tender at the weighted average yield for accepted and allotted competitive tenders.

Letters of allotment will be dispatched on Monday 28th September 2020 together with: -

- a) Refund cheques (for the difference in nominal amount tendered):
- b) Cheques for unsuccessful tenders.

Non-Competitive Tenders: Will be allotted in full.

Registered bond certificates will be issued within 30 days of the closing of the loan.

5. Interest and Repayment

Interest is due on:

(a) 28th September 2021 and thereafter

Each respective year for the duration of the loan and will be paid by the Reserve Bank of Vanuatu.

The principal will be repaid in Port Vila, at par not earlier than:

(b) 28th September 2030

After which date, interest will cease to accrue.

The Registered Bond Certificates must be presented to the Reserve Bank for payment at maturity.

6. Registration and Transfer of Bonds

Bonds may be registered in the name of individuals, or of corporate bodies.

No notice of any trust, expressed, implied or constructive, in respect of any bond shall be entered on the register, or be received by the registering authority.

7. Security

The loan and interest payable are a charge on and payable out of the Revenue Fund of the Government of Vanuatu.

8. Tender Form

A tender form is attached to this prospectus.

9. Registry

The registry of the bond will be at the office of the Reserve Bank of Vanuatu in Port Vila.

10. Over Subscriptions

The Vanuatu Government reserves the right to accept tenders in excess of the amount specified in this invitation to tender, within the limits for bond raising under the Public Finance and Economic Management No. 6 of 1998.

Hon. Johnny Koanapo Nies RASOU (MP) Minister for Finance and Economic Management

Date: Wednesday 23rd September 2020