

PETROBRAS - PETROLEO BRASILEIRO SA

Form 6-K

January 24, 2012

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 6-K

Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16 of the  
Securities Exchange Act of 1934

For the month of January, 2012

Commission File Number 1-15106

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## PETRÓLEO BRASILEIRO S.A. - PETROBRAS

(Exact name of registrant as specified in its charter)

## Brazilian Petroleum Corporation - 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 Form 20-F or Form 40-F.

Form 20-F ☒ Form 40-F ☐

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 ☒

This report on Form 6-K is incorporated by reference in the Registration Statement on Form F-3 of Petróleo Brasileiro -- Petrobras (No. 333-163665).

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### **News Explained: Change in the Board of Executive Officers**

Rio de Janeiro, January 24, 2012 – In accordance with Official Letter CVM/SEP/GEA-1/No. 18/12, dated 01/23/12, whereby the Securities and Exchange Commission of Brazil requested information concerning a newspaper article in “*Valor Econômico*” with the heading “**Gabrielli to leave Petrobras to run for public office in Bahia**”, Petróleo Brasileiro S.A. – Petrobras states that:

The Company notified the market in the morning of 01/23/2012 regarding possible changes in the Board of Executive Officers. Therefore, when the abovementioned Official Letter was received, the Company had already notified the market that the Chairman of the Petrobras Board of Directors, Mr. Guido Mantega, had stated that the nomination of the current Director for Gas & Energy, Maria das Graças Silva Foster, as head of the Company, was going to be sent for consideration in the next Board meeting on February 9. After the Board approves the nomination, the Company will make an announcement to the market.

Concerning the new rules for sharing oil royalties and special participations, as stated in the *Valor Econômico* article, the Company clarifies that it cannot interfere in the matter, which falls within the jurisdiction of Congress.

Lastly, the Company's 2011-2015 Business Plan still stands – all investments and business strategies for the development of the Pre-salt area remain unchanged. The Company's Business Plan is reviewed every year by the Board of Executive Officers and is approved by the Board of Directors. The Company will notify the market when the Business Plan undergoes a revision.

**[www.petrobras.com.br/ri/english](http://www.petrobras.com.br/ri/english)**

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

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This document may contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (Securities Act), and Section 21E of the Securities Exchange Act of 1934, as amended (Exchange Act) that merely reflect the expectations of the Company's management. Such terms as "anticipate", "believe", "expect", "forecast", "intend", "plan", "project", "seek", "should", along with similar or analogous expressions, are used to identify such forward-looking statements. These predictions evidently involve risks and uncertainties, whether foreseen or not by the Company. Therefore, the future results of operations may differ from current expectations, and readers must not base their expectations exclusively on the information presented herein.

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## SIGNATURE

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.

Date: January 24, 2012

PETRÓLEO BRASILEIRO S.A--PETROBRAS

By:

/s/ Almir Guilherme Barbassa

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**Almir Guilherme Barbassa**  
**Chief Financial Officer and Investor Relations**  
**Officer**

## FORWARD-LOOKING STATEMENTS

This press release may contain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (Securities Act), and Section 21E of the Securities Exchange Act of 1934, as amended (Exchange Act) that are not based on historical facts and are not assurances of future results. These forward-looking statements are based on management's current view and estimates of future economic circumstances, industry conditions, company performance and financial results. The words "anticipates", "believes", "estimates", "expects", "plans" and similar expressions, as they relate to the company, are intended to identify forward-looking statements. Statements regarding the declaration or payment of dividends, the implementation of principal operating and financing strategies and capital expenditure plans, the direction of future operations and the factors or trends affecting financial condition, liquidity or results of operations are examples of forward-looking statements. Such statements reflect the current views of management and are subject to a number of risks and uncertainties. There is no guarantee that the expected events, trends or results will actually occur. The statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, and operating factors. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.

All forward-looking statements are expressly qualified in their entirety by this cautionary statement, and you should not place reliance on any forward-looking statement contained in this press release. 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.

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