PETROBRAS INTERNATIONAL FINANCE CO Form 6-K July 01, 2009

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 July 2009

Commission File Number 1-15106

Commission File Number 333-14168

PETRÓLEO BRASILEIRO S.A. PETROBRAS

(Exact name of registrant as specified in its charter)

PETROBRAS INTERNATIONAL FINANCE COMPANY

(Exact name of registrant as specified in its charter)

Not Applicable (Translation of registrant s name into English)

BRAZILIAN PETROLEUM CORPORATION PETROBRAS

(Translation of registrant s name into English)

Avenida República do Chile, 65 20035-900 Rio de Janeiro RJ, Brazil (55-21) 3224-4477 Anderson Square Building, P.O. Box 714 George Town, Grand Cayman Cayman Islands B.W.I.

(Address of principal executive offices)

(Address of principal executive offices)

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 b Form 40-F o

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): o

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant s home country), or under the rules of the home country exchange on which the registrant s securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant s security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

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 o No b

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

This report on Form 6-K is incorporated by reference in the Registration Statement on Form of F-3 of Petróleo Brasileiro S.A. PETROBRAS (No. 333-139459) and Petrobras International Finance Company (No. 333-139459-01) and the preliminary prospectus supplement dated as of July 1, 2009.

Exhibits

Exhibit 15.1 Awareness Letter of KPMG Auditores Independentes

Exhibit 15.2 Awareness Letter of KPMG Auditores Indenpendentes

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SIGNATURES

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

PETROLEO BRASILEIRO S.A.

PETROBRAS

Date: July 1, 2009 By /s/ Almir Guilherme Barbassa

PETROBRAS INTERNATIONAL

FINANCE COMPANY

Date: July 1, 2009 By /s/ Sérvio Túlio da R. Tinoco

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A \$ 0 (1) 23,839 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 96.77	03/08/2017		A	10,423	(2)	03/08/2027	Class B Common	10,423

Reporting Owners

(Right to

Buy)

Relationships

Stock

Director 10% Owner Officer Other

Joubert Tracey 1801 CALIFORNIA STREET, SUITE 4600 DENVER, CO 80202

Chief Financial Officer

Signatures

Kathleen M. Kirchner, by Power of Attorney

03/10/2017

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The reporting person received a restricted stock unit grant under the Molson Coors Brewing Company's Incentive Compensation Plan, which shall vest in full on March 8, 2020.
- (2) The stock options vest and become exercisable in three equal annual installments beginning on March 8, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 4