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NYSCEF DOC. NO. 23

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## **EXHIBIT B**

In the following excerpt from the binding agreement, LAIG states that the Cayman Islands is LAIG's principal place of business

TRADUCCIÓN PÚBLICA
CERTIFIED TRANSLATION
[Logo]: Medanito
Autonomous City of Buenos Aires, February 3, 2014
To the shareholders of Chañares Herrados Empresa de Trabajos Petroleros S.A
Re.: Irrevocable Offer to Purchase Shares Dated 02-03-14
Dear shareholders,
Emilio E. Carosio, acting in my capacity as President of MEDANITO S.A., a corporation dully
formed and in good standing under the laws of the Argentine Republic, with its principal place of
business located at Adolfo Alsina 771, City of Buenos Aires, Argentine Republic, hereinafter
"MEDANITO" and Jorge de Pablo, in my capacity as president of LAIG, a corporation dully formed
and in good standing under the laws of the Cayman Islands having its principal place of business
at Windward 1, Regatta Office Park, 1 <sup>st</sup> Floor, PO BOX 10338, Grand Cayman, <b>KY1-1003, Caym</b> an
Islands ("LAIG"); both MEDANITO and LAIG, collectively referred to as "Purchasers", are hereby
writing to you as holders of the total number of shares of Chañares Herrados Empresa de
Trabajos Petroleros S.A., a legal person incorporated under the laws of the Argentine Republic,
which was registered with the Controlling Bureau of Business Organizations under number 6023,
Book No. 97, Volume 'A' titled Bylaws of National Corporations on September 16, 1982
(hereinafter referred to as either the "Corporation" or CHASA), collectively referred to as
"Sellers" or Shareholders, and together with the "Purchasers" collectively referred to as the
"Parties", in order to make this irrevocable offer ("the "Offer") to purchase the shares in the
Corporation held by the Sellers (the Shares) representing 100% of the corporate capital issued by
the Corporation (hereinafter the "Transaction").
If accepted, the Offer shall be bound by the terms and conditions detailed as follows
The Offer shall remain effective and therefore may be accepted by Sellers until February 6,
2014, and shall expire as from such date unless accepted by any and all Sellers
TERMS AND CONDITIONS
One: Offer. Subject Matter. Offerors. Price. Term of the Offer. Conditions
1.1. Subject Matter
Sellers hereby make a final and irrevocable offer to purchase two million and three hundred
thousand (2,300,000) non-endorsable registered shares with a par value of ARS 1 each, carrying
one vote each. Said shares amount to one hundred percent (100%) of CHASA's capital stock and
one hundred percent (100%) of the votes which CHASA's shareholders are entitled to, free of any
restrictions and/or liens, as well as any relevant preemptive rights