

聯邦銀行外國債券產品訊息公告

流明科技公司(Lumen Technologies, Inc.)公告換券邀約(Exchange Offer)，針對其發行的8檔在外流通債券提出換券邀約，本行影響商品及換券方案詳細內容如下：

一、公開邀約內容

流明科技公司將以旗下間接全資子公司Level 3金融公司(Level 3 Financing, Inc.)發行之優先擔保(Senior Secured)新券交換流明科技公司在外流通的優先無擔保(Senior Unsecured)舊券，新券由發行人母公司第三級起源有限責任公司(Level 3 Parent, LLC)及其子公司多重擔保，並按照順位及各檔上限依序交換，直至達總發行額11億美元為止，同時加計應付且未付之利息。

債券名稱	債券類型	票面利率	到期日	保證機構
流明科技公司2039年美元可贖回債券	優先無擔保 (Senior Unsecured)	7.60%	2039/9/15	無
Level 3金融有限公司2030年美元可贖回債券	有擔保 (Senior Secured)	10.50%	2030/5/15	第三級起源有限責任公司 (Level 3 Parent, LLC)

交換 順位	預計換購 價格(早鳥)	預計 換購價格	交換 面額上限	早鳥截止日	截止日	預計 交割時間
7	52.5	47.5	2.5億 (與第8順位合計)	紐約時間 2023/3/29 下午17:00	紐約時間 2023/4/13 下午17:00	紐約時間 2023/4/17

二、本次公開邀約注意事項

- 新債券將由第三級起源有限責任公司(Level 3 Parent, LLC)及其子公司進行擔保，流明科技公司(Lumen Technologies, Inc.)不為新券進行擔保。
- 第7、8順位交換面額上限共2.5億美元，交換後原債券可能會因為在外流通量的減少、交易活絡度降低而產生流動性問題。
- 同意參與本公開收購邀約，將無法撤銷，參與邀約並不代表一定被換券成功，亦可能產生部分交換之情況，最終金額將依實際公開換券結果，不得異議。
- 採自由參加，客戶所持有之債券尚未成功參與本次邀約，或本次債券收購邀約最終未能成立，客戶仍可選擇持有該債券至到期日或於到期日前於次級市場出售贖回。
- 加計未付利息為前次配息日(含)至交割日(不含)之應計未付利息。
- 本公告內容僅摘錄自發行機構原文公告，詳細內容依發行機構最新及原文公告為準，詳見文末連結。發行機構保有最終修改、終止、決定此邀約的權利。

三、回覆時間

- 如同意參與本次公開換券邀約，**早鳥方案請於2023年3月29日(三)下午15:00前至各營業單位辦理；一般方案請於2023年4月13日(四)下午15:00前至各營業單位辦理。**
- 如不同意參與本次公開換券邀約，則無須任何動作，您仍可繼續持有該債券。

四、節錄自換券邀約公開說明書

Title of Series of Lumen Notes	CUSIP Number(s)	Aggregate Outstanding Principal Amount	Acceptance Priority Level ⁽³⁾	New Notes Series Caps	Principal Amount of New Notes ⁽¹⁾	
					Early Exchange Consideration, if Tendered and Not Withdrawn at or Prior to the Early Tender Date	Late Exchange Consideration, if Tendered After the Early Tender Date and at or Prior to the Expiration Date
5.625% Senior Notes, Series X, due 2025	156700AZ9	\$206,030,000	1	N/A	\$920.00	\$870.00
7.200% Senior Notes, Series D, due 2025	156686AJ6	\$65,801,000	2	N/A	\$920.00	\$870.00
5.125% Senior Notes due 2026	156700BB1/ U1566PAB1	\$702,956,000	3	N/A	\$710.00	\$660.00
6.875% Debentures, Series G, due 2028	156686AM9	\$294,929,000	4	N/A	\$680.00	\$630.00
5.375% Senior Notes due 2029	550241AA1/ U54985AA1	\$506,394,000	5	\$400,000,000 ⁽³⁾	\$550.00	\$500.00
4.500% Senior Notes due 2029	156700BD7/ U1566PAD7	\$967,338,000	6		\$550.00	\$500.00
7.600% Senior Notes, Series P, due 2039	156700AM8	\$518,000,000	7	\$250,000,000 ⁽⁴⁾	\$525.00	\$475.00
7.650% Senior Notes, Series U, due 2042	156700AT3	\$435,268,000	8		\$525.00	\$475.00

- (1) For each \$1,000 principal amount of Lumen Notes. In addition to the Early Exchange Consideration or Late Exchange Consideration, as applicable, Eligible Holders will also receive accrued and unpaid interest in respect of Lumen Notes exchanged hereunder, as further described herein.
- (2) Subject to the New Notes Series Caps, all Lumen Notes that are tendered for exchange in an Exchange Offer at or prior to the Early Tender Date will have priority over Lumen Notes that are tendered for exchange after the Early Tender Date, even if such Lumen Notes tendered after the Early Tender Date have a higher Acceptance Priority Level than Lumen Notes tendered at or prior to the Early Tender Date and even if we do not elect to have an Early Settlement Date. The maximum aggregate principal amount of New Notes that the Issuer will issue in the Exchange Offers equals \$1,100,000,000, which we reserve the right to increase at any time in our sole discretion, subject to compliance with applicable law and the terms of our outstanding indebtedness and subject to the New Notes Series Caps. The Exchange Offers are not conditioned upon a minimum amount of Lumen Notes being tendered in the Exchange Offers.
- (3) The 2029 Combined Cap of \$400,000,000 represents the maximum amount of New Notes that may be issued in exchange for tendered 5.375% Senior Notes due 2029 and 4.500% Senior Notes due 2029.
- (4) The 2039 and 2042 Combined Cap of \$250,000,000 represents the maximum amount of New Notes that may be issued in exchange for tendered 7.600% Senior Notes, Series P, due 2039 and 7.650% Senior Notes, Series U, due 2042.

以上通知事項，仍以發行機構實際作業為準，倘若您尚有不明瞭之處，歡迎洽詢各營業單位，或您所屬理財顧問，謝謝！

原文下載：[官方新聞稿、換券公開說明書](#)