



## Hanover Compressor Company Announces Public Offering of Its Common Stock

August 3, 2005

HOUSTON--(BUSINESS WIRE)--Aug. 3, 2005--Hanover Compressor Company (NYSE:HC) a global market leader in full-service natural gas compression and a leading provider of service, fabrication and equipment for oil and natural gas production, processing and transportation applications, announced today that it intends to publicly offer, subject to market conditions, 11,175,000 shares of its common stock. Hanover intends to use the net proceeds from the offering to repay existing indebtedness.

The offering and sale of the common stock will be pursuant to the Company's effective registration statements previously filed with the Securities and Exchange Commission. The Company also expects to grant the underwriters an option to purchase up to an additional 1,676,250 shares of common stock to cover over-allotments, if any.

Credit Suisse First Boston LLC and J.P. Morgan Securities Inc. will act as joint book-running managers for the offering. Copies of the preliminary prospectus supplement relating to the offering may be obtained from the office of Credit Suisse First Boston, Prospectus Department, One Madison Avenue, New York, NY 10010 (telephone: 212-325-2580 or by faxing requests to 212-325-8057) and from the office of J.P. Morgan Securities Inc., Chase Distribution & Support Service, 1 Chase Manhattan Plaza, Floor 5B, New York, NY 10081 (copies can also be obtained by e-mail at [Addressing.Services@jpmchase.com](mailto:Addressing.Services@jpmchase.com)).

This press release shall not constitute an offer to sell or a solicitation of an offer to buy any of the securities described above. An offering of any such securities will be made only by means of a prospectus. Any such prospectus shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of any such securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

### About Hanover Compressor Company

Hanover Compressor Company (NYSE:HC) is a global market leader in full service natural gas compression and a leading provider of service, fabrication and equipment for oil and natural gas processing and transportation applications. Hanover sells and rents this equipment and provides complete operation and maintenance services, including run-time guarantees for both customer-owned equipment and its fleet of rental equipment. Founded in 1990 and a public company since 1997, Hanover's customers include both major and independent oil and gas producers and distributors as well as national oil and gas companies. More information can be found on the Internet ([www.hanover-co.com](http://www.hanover-co.com)).

### Forward-looking Statements

Certain matters discussed in this presentation are "forward-looking statements" intended to qualify for the safe harbors established by the Private Securities Litigation Reform Act of 1995 and Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements can generally be identified as such because of the context of the statement or because the statement includes words such as "believes," "anticipates," "expects," "estimates," or words of similar import. Similarly, statements that describe Hanover's future plans, objectives or goals or future revenues or other financial measures are also forward-looking statements. Such forward-looking statements are subject to risks and uncertainties that could cause our actual results to differ materially from those anticipated as of the date the statements were made. These risks and uncertainties include, but are not limited to: our inability to renew our short-term leases of equipment with our customers so as to fully recoup our cost of the equipment; a prolonged substantial reduction in oil and natural gas prices, which could cause a decline in the demand for our compression and oil and natural gas production equipment; reduced profit margins or the loss of market share resulting from competition or the introduction of competing technologies by other companies; changes in economic or political conditions in the countries in which we do business, including civil uprisings, riots, terrorism, the taking of property without fair compensation and legislative changes; changes in currency exchange rates; the inherent risks associated with our operations, such as equipment defects, malfunctions and natural disasters; governmental safety, health, environmental and other regulations, which could require us to make significant expenditures; our inability to implement certain business objectives such as international expansion, integrating acquired businesses, generating sufficient cash, accessing capital markets, refinancing existing or incurring additional indebtedness to fund our business, and executing our exit and sale strategy with respect to assets classified on our balance sheet as assets held for sale; risks associated with any significant failure or malfunction of our enterprise resource planning system and our inability to comply with covenants in our debt agreements and the decreased financial flexibility associated with our substantial debt. A discussion of these and other factors is included in the Company's periodic reports filed with the Securities and Exchange Commission.

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