



**Operadora de Servicios Mega, S.A. de C.V., SOFOM, E.R.
Operadora de Servicios Mega, S.A. de C.V., SOFOM, E.R. Announces Updates on 8.250% Senior
Notes due 2025 (the “Notes”)**

Announcement

JALISCO, Mexico, October 31, 2024- Operadora de Servicios Mega, S.A. de C.V., SOFOM, E.R, a regulated multiple purpose financial company (the “**Company**”), provides a further update in respect of its Notes.

Mega Newco Limited (“**Mega Newco**”), a subsidiary of the Company incorporated in England and Wales has today issued a practice statement letter (the “**PSL**”) addressed to holders of the Notes (the “**Scheme Creditors**”) in respect of a proposed scheme of arrangement pursuant to Part 26 of the UK Companies Act 2006 in order to facilitate the implementation of the restructuring of the Company’s liabilities under the Notes.

Kroll Issuer Services Limited (the “**Information Agent**”) has set up the scheme website (accessible at <https://deals.is.kroll.com/grupomega>) (the “**Scheme Website**”) and Scheme Creditors are encouraged to contact the Information Agent to obtain access and receive the PSL.

Scheme Creditors that have any questions relating to accessing the Scheme Website, the PSL and its contents may contact the Information Agent using the contact details below:

Kroll Issuer Services Limited, Information Agent
The Shard, 32 London Bridge Street, London SE1 9SG, UK
Attention: Alessandro Zorza
Email: grupomega@is.kroll.com
Scheme Website: <https://deals.is.kroll.com/grupomega>

Prior to issuing the PSL, Mega Newco today:

- Executed a deed poll, by which it agreed to become bound by all the terms and conditions of the indenture originally dated 11 February 2020 (as amended) (the “**Indenture**”) as if it were an original party thereto and by which it acknowledges that it will be jointly and severally liable with the Company for all obligations and liabilities under the Indenture (the “**Deed Poll**”). Following Mega Newco’s accession to the Indenture, by execution of the Deed Poll, the holders of the Notes have the right to claim against Mega Newco in respect of any obligations under the Notes.
- Entered into a deed of contribution with the Company (the “**Deed of Contribution**”), pursuant to which Mega Newco has irrevocably and unconditionally agreed to pay to the Company by way of contribution an amount that is equal to Mega Newco’s share of the amount of any payment made by the Company in respect of any obligation under the Notes. Following execution of the Deed of Contribution, the Company has a right of contribution against the Mega Newco in respect of payments made under the Notes.

* *

ABOUT THE COMPANY

The Company is a Mexican leasing company based in Guadalajara, Jalisco, with more than 19 years of operating experience specializing in three main business lines: leasing, lending and auto loans. In addition to the Company’s headquarters located in Guadalajara, it has five branches throughout Mexico, located in Mexico City, Puebla, Cancun, Queretaro and Leon, and one additional office located in San Diego, California. Through

the Company's leasing business line, it offers leases for a variety of machinery and equipment (including computer numerical control (CNC) machines and bending machines), transportation vehicles (including cargo and passenger vehicles) and other capital assets used in a variety of industries in Mexico. Through its lending business line, the Company provides financing to small and medium businesses for the acquisition of durable goods and equipment (such as greenhouses and macro-tunnels), as well as liquidity and financing solutions for their working capital needs. The Company's auto loans business line, based in San Diego, California, specializes in loans for the purchase of pre-owned personal vehicles.

NOTICE REGARDING FORWARD-LOOKING STATEMENTS

This release may contain forward-looking statements. These statements relate to our future prospects, developments and business strategies and are identified by our use of terms and phrases such as "believe," "could," "would," "will," "estimate," "expect," "intend," "may," "plan," "predict," "strategy" and similar terms and phrases, and may include references to assumptions. By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. We caution you that forward-looking statements are not guarantees of future performance and are based on numerous assumptions and that our actual results of operations, including our financial condition and liquidity and the development of the Mexican leasing and financing market, may differ materially from (and be more negative than) those made in, or suggested by, any forward-looking statements contained in this release. In addition, even if our results of operations, including our financial condition and liquidity and the development of the industry in which we operate, are consistent with the forward-looking statements contained in this release, those results or developments may not be indicative of results or developments in subsequent periods. These forward-looking statements speak only as of the date of this release and we undertake no obligation to update or revise any forward-looking statement, whether as a result of new information or future events or developments.

This announcement is for informational purposes only, and shall not constitute an offer to sell or buy or the solicitation of an offer to buy or sell any securities, nor shall there be any offer, solicitation or sale of any securities in the United States or in any state or other jurisdiction in which such an offer, solicitation or sale would be unlawful. Securities may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act of 1933, as amended (the "Securities Act"). Any securities mentioned herein have not been and will not be registered under the Securities Act.