

News Release

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CYDSA ANNOUNCES TENDER OFFER FOR UP TO \$50.0 MILLION IN AGGREGATE PURCHASE PRICE FOR ITS OUTSTANDING 6.250% SENIOR NOTES DUE 2027

SAN PEDRO GARZA GARCIA, MEXICO, April 9, 2024 — Cydsa, S.A.B. de C.V. (“Cydsa”) (BMV: CYDSASA) announced today that it has commenced a tender offer to purchase for cash (the “Tender Offer”) up to an aggregate principal amount of its 6.250% Senior Notes due 2027 (the “Notes”) that will not result in the Aggregate Purchase Price (as defined below) for the Notes validly tendered (and not validly withdrawn) and accepted for purchase pursuant to the Tender Offer to exceed U.S.\$50.0 million (such amount, as may be modified by Cydsa in its sole discretion, the “Maximum Amount”). The Tender Offer is being made pursuant to the terms of an Offer to Purchase, dated April 9, 2024 (as may be amended or supplemented from time to time, the “Offer to Purchase”), and is subject to certain conditions.

The Tender Offer is made solely to holders in jurisdictions that are not Sanctioned Countries. As used herein (i) “*Sanctioned Country*” means a country, region, or territory that is, or whose government is, the subject of territorial or broad-based sanctions, (including, Russia, Belarus, Venezuela, Crimea, Cuba, Iran, North Korea, Syria, the so-called Donetsk People’s Republic, and the so-called Luhansk People’s Republic), and (ii) “*Sanctions*” means any sanctions administered or enforced by the U.S. Department of the Treasury’s Office of Foreign Assets Control, the U.S. Department of State, the United Nations Security Council, the European Union, His Majesty’s Treasury, or other relevant sanctions authority. A holder not in an eligible jurisdiction is not eligible to participate in the Tender Offer and any Notes held by such holder shall not be accepted for purchase by Cydsa.

The Tender Offer will expire at 5:00 p.m., New York City time, on May 7, 2024, unless extended or earlier terminated by Cydsa in its sole discretion (such time and date, as the same may be extended, the “Expiration Time”). In order for holders of Notes to be eligible to receive the Total Consideration (as defined below) for their Notes, such holders must validly tender (and not validly withdraw) such Notes at or prior to 5:00 p.m., New York City time, on April 22, 2024, unless extended by Cydsa in its sole discretion (such time and date, as the same may be extended, the “Early Tender Time”). Holders that tender Notes after the Early Tender Time but at or prior to the Expiration Time will only be eligible to receive the Tender Offer Consideration (as defined below), which does not include the Early Tender Payment (as defined below).

The consideration for each U.S.\$1,000 principal amount of Notes validly tendered (and not validly withdrawn) at or prior to the Early Tender Time and accepted for purchase pursuant to the Tender Offer (the “Total Consideration”) is U.S.\$990.0, which includes a payment equal to U.S.\$50.0 per U.S.\$1,000 principal amount of Notes validly tendered (and not validly withdrawn) and accepted for purchase pursuant to the Tender Offer (the “Early Tender Payment”). Holders who tender (and do not validly withdraw) their Notes after the Early Tender Time but at or prior to the Expiration Time will be eligible to receive consideration (the “Tender Offer Consideration”), equal to (i) the Total Consideration minus (ii) the Early Tender Payment, on the Final Settlement Date (as defined below). The Total Consideration and the Tender Offer Consideration will be payable in cash in U.S. dollars. Holders will also receive accrued and unpaid interest from the last interest payment date up to, but not including, the applicable Settlement Date (as defined below) for the Notes accepted for purchase (the “Accrued Interest”). The aggregate amount of Tender Offer Consideration and Total Consideration that holders of Notes are entitled to receive, excluding Accrued Interest, for Notes that are validly tendered (and not validly withdrawn) and accepted for purchase by Cydsa is referred to as the “Aggregate Purchase Price.” The following table describes certain terms of the Tender Offer:

Title of Securities	Outstanding Principal Amount	Tender Offer Consideration⁽¹⁾	Early Tender Payment⁽¹⁾⁽²⁾	Total Consideration⁽¹⁾⁽³⁾
6.250% Senior Notes due 2027 (CUSIP/ISIN: 232553AA5 / US232553AA57 (Rule 144A); P3R26HAA8 / USP3R26HAA81 (Reg S))	U.S.\$ 252,010,000	U.S.\$940.0	U.S.\$50.0	U.S.\$990.0

- (1) Consideration in the form of cash per U.S.\$1,000 principal amount of Notes that are validly tendered (and not validly withdrawn). Excludes Accrued Interest, if any, which will be paid in addition to the Tender Offer Consideration or Total Consideration, as applicable.
- (2) The Early Tender Payment will be payable to Holders who validly tender (and not validly withdraw) Notes on or prior to the Early Tender Time.
- (3) Includes the Early Tender Payment for Notes validly tendered (and not validly withdrawn) on or prior to the Early Tender Time

On any business day following the Early Tender Time and before the Expiration Time, Cydsa will have the right, but not the obligation, to accept for purchase any Notes validly tendered (and not validly withdrawn) at or prior to the Early Tender Time (the settlement date of such purchase being referred to as the “Early Settlement Date”), subject to the Maximum Amount and proration. The Early Settlement Date with respect to the Tender Offer will be determined at Cydsa’s option, subject to all conditions to the Tender Offer (including a financing condition) having been either satisfied or waived by Cydsa. Regardless of whether Cydsa exercises its option to have an Early Settlement Date with respect to the Tender Offer, Cydsa will purchase any remaining Notes that have been validly tendered at or prior to the Expiration Time and that Cydsa chooses to accept for purchase, subject to all conditions to the Tender Offer (including a financing condition) having been either satisfied or waived by Cydsa, within three business days following the Expiration Time or as promptly as practicable thereafter (the settlement date of such purchase being referred to as the “Final Settlement Date”; the Final Settlement Date and the Early Settlement Date, each being referred to as a “Settlement Date”), subject to the Maximum Amount and proration.

If the purchase of all Notes validly tendered (and not validly withdrawn) at or prior to the Early Tender Time would cause Cydsa to accept for purchase an aggregate principal amount of Notes that results in an Aggregate Purchase Price in excess of the Maximum Amount, then the Tender Offer will be oversubscribed at the Early Tender Time and, assuming satisfaction or waiver of the conditions to the Tender Offer (including a financing condition) and if Cydsa elects to have an Early Settlement Date, Cydsa will purchase on the Early Settlement Date, Notes validly tendered (and not validly withdrawn) at or prior to the Early Tender Time and accepted for purchase on a prorated basis according to the principal amount of such Notes, such that Cydsa purchases an aggregate principal amount of Notes that results in an Aggregate Purchase Price that does not exceed the Maximum Amount. Accordingly, if the Maximum Amount is reached in respect of tenders made at or prior to the Early Tender Time and Cydsa elects to have an Early Settlement Date, no Notes tendered after the Early Tender Time will be accepted for purchase.

Tendered Notes may be withdrawn in accordance with the terms of the Tender Offer prior to 5:00 p.m., New York City time, on April 22, 2024, unless extended by Cydsa in its sole discretion (such time and date, as the same may be extended, the “Withdrawal Deadline”), but not thereafter. The Early Tender Time and/or Expiration Time Offer can be extended independently of the Withdrawal Deadline (as defined below) for such Offer and the Early Tender Time, Expiration Time or Withdrawal Deadline with respect to any other Offer.

Cydsa’s obligation to accept for purchase, and to pay for, any Notes validly tendered and not validly withdrawn pursuant to the Tender Offer is conditioned upon the satisfaction or, when applicable, waiver of certain customary conditions, which are more fully described in the Offer to Purchase, including, among others, a financing condition as described in the Offer to Purchase.

In addition, subject to applicable law, Cydsa reserves the right, in its sole discretion, at any time (i) to waive any condition to the Tender Offer, (ii) to amend any of the terms of the Tender Offer, (iii) to terminate the Tender Offer; (iv) to increase or modify the Maximum Amount, (v) to extend the Withdrawal Deadline, (vi) to extend or amend the Early Tender Time or the Expiration Time, or (vii) to modify the Tender Offer Consideration or the Early Tender Payment, in each case (other than clause (v)) without extending the Withdrawal Deadline or otherwise reinstating withdrawal rights of holders.

Goldman Sachs & Co. LLC and Santander US Capital Markets LLC are acting as the dealer managers for the Tender Offer and persons with questions regarding the Tender Offer should contact Goldman Sachs & Co. LLC at +1 (212) 357-1452 (collect) or +1 (800) 828-3182 (toll free) and Santander US Capital Markets LLC at +1 (212) 350-0660 (collect) or +1 (855) 404-3636 (toll free) or at the following email: AmericasLM@santander.us.

Copies of the Offer to Purchase are available to holders of Notes from D.F. King & Co, Inc., the information agent and the tender agent for the Tender Offer. Requests for copies of the Offer to Purchase should be directed to D.F. King & Co, Inc. at +1 (888) 887-0082 (toll free), +1 (212) 269-5550 (collect) or cydsa@dfking.com.

Neither the Offer to Purchase nor any related documents have been filed with the U.S. Securities and Exchange Commission, nor have any such documents been filed with or reviewed by any federal or state securities commission or regulatory authority of any country. No authority has passed upon the accuracy or adequacy of the Offer to Purchase or any related documents, and it is unlawful and may be a criminal offense to make any representation to the contrary.

The Tender Offer is being made solely on the terms and conditions set forth in the Offer to Purchase. Under no circumstances shall this press release constitute an offer to buy or the solicitation of an offer to sell the Notes or any other securities of Cydsa or any of its affiliates. The Tender Offer is not being made to, nor will Cydsa accept tenders of Notes from, holders in any

jurisdiction in which the Tender Offer would not be in compliance with the securities laws of such jurisdiction. No recommendation is made as to whether holders should tender their Notes with respect to the Notes. Holders should carefully read the Offer to Purchase because it contains important information, including the various terms and conditions of the Tender Offer.

About Cydsa

Cydsa is a Mexico-based holding company, headquartered in San Pedro Garza Garcia, Nuevo León, operating through subsidiaries located in eight cities throughout Mexico, engaged in the industrial sector. Since the incorporation of the company in 1945, Cydsa has grown into a diversified company and Cydsa's current products and services range from edible salt to specialty chemicals for diverse industries to clean energy alternatives and hydrocarbon storage. Cydsa sells over 100 different products in more than 15 countries, including Mexico, the United States, Canada, Central America, South America and Europe. As part of Cydsa's strategy, it offers the first system in Mexico and Latin America dedicated to processing and underground storage of hydrocarbons in salt caverns, offering clean, efficient and safe storage of hydrocarbons, while helping reduce the hydrocarbon storage deficit in Mexico. Cydsa currently operates through its chemical manufacturing and specialties business group and its energy processing and logistics business group.

Cautionary Note Regarding Forward-Looking Statements

This press release contains certain forward-looking statements. Statements that are not historical facts, including statements about Cydsa's perspectives and expectations, are forward-looking statements. All statements that express belief, expectation, estimates or intentions, as well as those that are not statements of historical facts, are forward-looking statements. Such statements use forward-looking words such as "proposed," "anticipate," "project," "potential," "could," "should," "continue," "estimate," "expect," "may," "believe," "will," "plan," "seek," "outlook" and other similar expressions that are intended to identify forward-looking statements, although some forward-looking statements are expressed differently. Cydsa cautions you not to place undue reliance on any forward-looking statements, which speak only as of the date made. Although the expectations in the forward-looking statements are based on Cydsa's current beliefs and expectations, caution should be taken not to place undue reliance on any such forward-looking statements because such statements speak only as of the date hereof. Except as required by federal and state securities laws, Cydsa undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or any other reason.

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