



Nautilus Inkia Holdings SCS, Nautilus Distribution Holdings LLC and Nautilus Isthmus Holdings LLC Announce Early Results for their Tender Offer for their 5.875% Senior Notes due 2027

LIMA, PERÚ, September 1, 2022 — Nautilus Inkia Holdings SCS (f/k/a Nautilus Inkia Holdings LLC), Nautilus Distribution Holdings LLC and Nautilus Isthmus Holdings LLC (collectively, the “**Issuers**”) today announced the expiration of the early tender period, at 5:00 p.m., New York City time, on September 1, 2022 (the “**Early Tender Date**”), of their previously announced cash tender offer (the “**Tender Offer**”) for their 5.875% Senior Notes due 2027 (CUSIP Nos. 45721R AC7; G4808VAC4) (the “**Notes**”). In addition, the Issuers announced that they have increased the Maximum Tender Amount (as defined below) to \$225,000,000.

On August 19, 2022, the Issuers commenced the Tender Offer for up to an amount of their outstanding Notes that would not result in the aggregate purchase price (excluding accrued and unpaid interest) exceeding \$200,000,000 (the “**Maximum Tender Amount**”). The terms and conditions of the Tender Offer are described in the offer to purchase, dated August 19, 2022 (as it may be amended or supplemented from time to time, including pursuant to this press release, the “**Offer to Purchase**”), and remain unchanged except for the increased Maximum Tender Amount.

As of the Early Tender Date, \$478,489,000 aggregate principal amount, or approximately 79.7%, of the Notes, had been validly tendered (and not validly withdrawn). The Issuers have accepted for purchase approximately \$227.3 million principal amount of Notes validly tendered and not validly withdrawn at or prior to the Early Tender Date pursuant to the Tender Offer. Because the aggregate principal amount of Notes validly tendered and not validly withdrawn as of the Early Tender Date exceeds the Maximum Tender Amount, such Notes will be accepted on a pro rata basis as set forth in the Offer to Purchase, subject to a proration factor of approximately 43.3%. Furthermore, since the Tender Offer was fully subscribed as of the Early Tender Date and the Issuers have elected to have an Early Settlement Date, holders who validly tender Notes following the Early Tender Date will not have any of their Notes accepted for purchase.

Holders who validly tendered (and did not validly withdraw) their Notes at or prior to the Early Tender Date, and whose Notes are purchased pursuant to the Tender Offer, will be entitled to receive the “**Total Consideration**” of \$990.00 per \$1,000 principal amount of Notes, which includes an “**Early Tender Payment**” of \$50.00 for each \$1,000 principal amount of Notes, subject to proration as described in the Offer to Purchase. In addition to the Total Consideration, holders will receive accrued and unpaid interest on all Notes tendered and accepted for payment in the Tender Offer from the last interest payment date up to, but not including, the applicable settlement date for the Tender Offer. Payment for the Notes validly tendered (and not validly withdrawn) at or prior to the Early Tender Date and that have been accepted is to be made on the Early Settlement Date, which is expected to be September 7, 2022.

Subject to applicable law, the Issuers may further amend, modify or terminate the Tender Offer at any time in their sole discretion.

The Issuers retained Credit Suisse Securities (USA) LLC, Santander Investment Securities Inc. and SMBC Nikko Securities America, Inc. to act as Dealer Managers for the Tender Offer. D.F. King & Co., Inc. is the Information Agent and Tender Agent for the Tender Offer. Questions regarding the Tender Offer should be directed to Credit Suisse Securities (USA) LLC at (800) 820-1653 (toll-free) or (212) 538-2147 (collect), Santander Investment Securities Inc. at (855) 404-3636 (toll-free) or (212) 940-1442 (collect) or SMBC Nikko Securities America, Inc. at (888) 284-9760 (toll-free) or (212) 224-5328 (collect). Requests for documentation should be directed to D.F. King & Co., Inc. at (866) 864-4943 (toll-free) or (212) 269-5550 (for banks and brokers) or at inkia@dfking.com. This press release is for informational purposes only.

Neither the Offer to Purchase nor any related documents have been filed with or reviewed by any federal or state securities commission or regulatory authority of any country, and the Offer to Purchase or any related documents have not been reviewed or approved by the Cayman Islands Monetary Authority, the Cayman Islands Stock Exchange, the Luxembourg Supervisory Commission for the Financial Sector (*Commission De Surveillance Du Secteur Financier*), the Luxembourg Stock Exchange (*Bourse De Luxembourg*), the Peruvian Superintendency of the Securities Market (*Superintendencia del Mercado de Valores*), the Lima Stock Exchange (*Bolsa de Valores de Lima*) or the Singapore Exchange. 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.

This press release is not an offer to purchase or a solicitation of an offer to purchase with respect to any Notes or any other securities. The Tender Offer is being made solely pursuant to the terms of the Offer to Purchase. The Tender Offer is not being made to holders of Notes in any jurisdiction in which the making or acceptance thereof would not be in compliance with the securities, blue sky or other laws of such jurisdiction. None of the Issuers, the Dealer Managers or the Information Agent makes any recommendation as to whether holders should tender or refrain from tendering their Notes. Holders should carefully read the Offer to Purchase and the related materials, because they contain important information, including the various terms and conditions of the Tender Offer. Holders must make their own decision as to whether to tender Notes and, if so, the principal amount of the Notes to tender.

Forward-Looking Statements

This document may contain forward-looking statements within the meaning of Section 27A of the Securities Act and Section 21E of the Securities Exchange Act of 1934 that are not based on historical facts and are not assurances of future results. These forward-looking statements are identified by terms and phrases such as “anticipate,” “believe,” “intend,” “estimate,” “expect,” “continue,” “should,” “could,” “may,” “plan,” “project,” “predict,” “will” and similar expressions and include references to assumptions and relate to the future prospects, developments and business strategies of the Issuers and their subsidiaries. These statements include but are not

limited to forward-looking statements about the Tender Offer, including whether the Tender Offer is consummated in whole or in part. These estimates and forward-looking statements are based upon the Issuers' current expectations and estimates on projections about future events and trends, which affect or may affect the Issuers' businesses and results of operations. Although the Issuers believe that these estimates and forward-looking statements are based upon reasonable assumptions, they are subject to several risks and uncertainties and are made in light of information currently available to the Issuers. Estimates and forward-looking statements involve risks and uncertainties and are not guarantees of future performance. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations and the Issuers' future results may differ materially from those expressed in these estimates and forward-looking statements.

All forward-looking statements are expressly qualified in their entirety by this cautionary statement, and you should not place reliance on any forward-looking statement contained in this document. The Issuers undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information or future events or for any other reason.