



Operadora De Servicios Mega, S.A. de C.V., SOFOM, E.R. Announces Final Results of Tender Offer for up to US\$100,000,000 Aggregate Principal Amount of its Outstanding 8.250% Senior Notes Due 2025

JALISCO, MÉXICO, December 30, 2022 – OPERADORA DE SERVICIOS MEGA, S.A. DE C.V., SOFOM, E.R. (the “Company”) announced today the final results of the previously announced offer to purchase (the “Tender Offer”) up to US\$100,000,000 aggregate principal amount (the “Tender Cap”) of its outstanding 8.250% Senior Notes due 2025 (CUSIP Nos. 68373N AA3/P73699 BH5; ISIN Nos. US68373NAA37/USP73699BH55) (the “Notes”). The Tender Offer expired on December 29, 2022 at 11:59 P.M., New York City time (the “Expiration Time”). The Company further announced that as of the Expiration Time, the Company had received tenders (not validly withdrawn) from the holders of approximately US\$12,883,000 of the total outstanding principal amount of the Notes, including US\$11,468,000 of the total outstanding principal amount of the Notes that were tendered and not validly withdrawn as of 5:00 P.M., New York City time on December 14, 2022 (the “Early Tender Deadline”).

The Company has accepted for purchase all Notes validly tendered and not validly withdrawn pursuant to the Offer to Purchase, dated December 1, 2022 (as amended or supplemented from time to time, the “Offer to Purchase”). As previously announced, holders of Notes who validly tendered and did not validly withdraw their Notes at or prior to the Early Tender Deadline received on December 16, 2022 (the “Early Payment Date”), an amount equal to US\$500 (the “Total Consideration”) for every US\$1,000 principal amount of the Notes validly tendered at or before the Early Tender Deadline and accepted in the Tender Offer, plus accrued and unpaid interest from the last interest payment date for the Notes to, but not including, the Early Payment Date.

Holders of Notes who validly tendered their Notes after the Early Tender Deadline but at or prior to the Expiration Time will also receive the Total Consideration of US\$500 per US\$1,000 principal amount of Notes validly tendered and not withdrawn, plus accrued and unpaid interest from the last interest payment date for the Notes to, but not including, the purchase date therefor.

Payment for all Notes validly tendered after the Early Tender Deadline and at or prior to the Expiration Time will be made promptly after the Expiration Time, and is expected to be made on December 30, 2022.

The Company’s obligations to accept any Notes validly tendered and not withdrawn and to pay the consideration for them are set forth solely in the Offer to Purchase. The Tender Offer was made

only by, and pursuant to the terms of, the Offer to Purchase, and the information in this announcement is qualified by reference to the Offer to Purchase.

Goldman Sachs & Co. LLC and HSBC Securities (USA) Inc. are the dealer managers for the Tender Offer. D.F. King & Co., Inc. has been appointed as the tender agent and information agent for the Tender Offer.

Persons with questions regarding the Tender Offer should contact Goldman Sachs & Co. LLC at (212) 357-1452 (collect) or (800) 828-3182 (toll-free) and/or HSBC Securities (USA) Inc. at (212) 525-5552 (collect) or (888) HSBC-4LM (toll-free).

Holders who would like additional copies of the Offer to Purchase may call the information agent, D.F. King & Co., Inc., toll-free at (800) 331-7024. (Banks and brokers may call collect at (212) 269-5550 or email mega@dfking.com).

This announcement is not an offer to purchase, a solicitation of an offer to sell or a solicitation of tenders with respect to any Notes or other securities. The Tender Offer was made solely pursuant to the Offer to Purchase, copies of which were delivered to holders of the Notes, and which set forth the complete terms and conditions of the Tender Offer. Neither the Offer to Purchase nor any documents related to the Tender Offer have been filed with, and have not been approved 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 documents related to the Tender Offer, and it is unlawful and may be a criminal offense to make any representation to the contrary.

The Tender Offer does not constitute, and may not be used in connection with, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not permitted by law or in which the person making such offer or solicitation is not qualified to do so or to any person to whom it is unlawful to make such offer or solicitation.

In any jurisdiction in which the Tender Offer is required to be made by a licensed broker or dealer and in which the dealer manager, or any affiliates thereof, are so licensed, the Tender Offer will be deemed to have been made by such dealer manager, or such affiliates, on behalf of the Company.

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. More detailed information about these and other factors is set forth in the Offer to Purchase.

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.

Source: Operadora De Servicios Mega, S.A. de C.V., SOFOM, E.R.
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