



## **Esentia Announces the Successful Pricing of Senior Notes Offering in International Markets**

- *The transaction consists of an aggregate principal amount of U.S.\$1,000,000,000.00 of its 6.125% Senior Notes due 2033 and U.S.\$ 1,000,000,000.00 of its 6.500% Senior Notes due 2038.*
- *The issuance was conducted through a private offering to qualified institutional buyers.*
- *The proceeds from the offer will be used to optimize the Company's debt profile.*

**Mexico City, May 7, 2026.**— Esentia Energy Systems today announced the pricing of a private debt offering in the international capital markets consisting of an aggregate principal amount of U.S.\$ 1,000,000,000.00 of its 6.125% Senior Notes due 2033 (the “2033 Notes”) and U.S.\$ 1,000,000,000.00 of its 6.500% Senior Notes due 2038 (the “2038 Notes” and, together, the “Notes”).

The offering was conducted through a private placement to qualified institutional buyers pursuant to Rule 144A under the U.S. Securities Act of 1933, as amended (the “Securities Act”), and outside the United States to non-U.S. persons in accordance with Regulation S under the Securities Act.

The 2033 Notes will be issued at a price of 99.517%, while the 2038 Notes will be issued at a price of 98.444%. Both series will be fully and unconditionally guaranteed by certain subsidiaries of Esentia. The settlement of the Notes is expected to occur on May 14, 2026, subject to customary closing conditions.

The proceeds from the offering will be used to optimize the Company's financial profile, including: funding a tender offer by Esentia Gas Enterprises, S. de R.L. de C.V., an Esentia subsidiary, to purchase for cash any and all of its outstanding 6.375% Senior Secured Notes due 2038; the full prepayment of the 5.465% Senior Secured Notes due 2041 issued by Esentia Pipeline El Encino, S. de R.L. de C.V., another subsidiary of the Company; the prepayment of other outstanding indebtedness for borrowed money from third parties; and the remainder, if any, for general corporate purposes.

This transaction forms part of Esentia's strategy to strengthen its capital structure, optimize its debt profile and maintain financial flexibility to execute its growth plans.

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The description of the Notes offering does not constitute an offer to sell or a solicitation of an offer to buy securities. No sales of the Notes will be made 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 such state or jurisdiction, or absent an applicable exemption therefrom. Any offering of the Notes will be made solely by means of separate offering materials.

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