

Tereos successfully prices debt capital markets transaction

Issuance of €300 million Senior Notes due 2031

Tereos SCA (“Tereos” and together with its subsidiaries, the “Group”) today announces that its subsidiary Tereos Finance Groupe I SA has successfully priced an offering of new €300 million senior notes due 2031 with an annual coupon of 5.750% (the “Offering”).

The gross proceeds from the Offering will be used to repay Tereos’ unsecured term loan facility guaranteed by the French State (*Prêt Garanti par l’Etat*) and other indebtedness of the Group on or before the applicable maturity dates, for general corporate purposes, and to pay costs, fees and expenses in connection with the Offering, including the expenses and any accrued and unpaid interest due under the indebtedness to be repaid with the proceeds of the Offering.

The success of the transaction underlines the Group’s strong recent results and the Group’s active management of its maturity profile.

The strategy implemented by the management team over the last four years has continued to deliver the expected results, contributing to the strong and continuous improvement in profitability. After a series of refinancing operations since 2021 and rating upgrades from both S&P and Fitch, Tereos has today successfully priced this transaction, which once again demonstrates investor confidence in the Group’s governance and its strategy.

Cautionary statement

The Notes were offered only to qualified institutional buyers pursuant to Rule 144A and outside the United States pursuant to Regulation S under the U.S. Securities Act of 1933, as amended (the “Securities Act”). The Notes have not been registered under the Securities Act or the securities laws of any other jurisdiction and may not be offered or sold in the United States absent registration or unless pursuant to an applicable exemption from the registration requirements of the Securities Act and any other applicable securities laws. This press release does not constitute an offer to sell or the solicitation of an offer to buy the Notes, nor shall it constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale would be unlawful.

This announcement does not constitute and shall not, in any circumstances, constitute a public offering nor an invitation to the public in connection with any offer within the meaning of Regulation (EU) 2017/1129 (as amended, the “Prospectus Regulation”) or otherwise. The offer and sale of the Notes will be made pursuant to an exemption under Prospectus Regulation from the requirement to produce a prospectus for offers of securities. The offer and sale of the Notes will be made pursuant to an exemption under the Prospectus Regulation as it forms part of domestic law in the United Kingdom by virtue of the European Union (Withdrawal) Act 2018 and the Financial Services and Markets Act 2000 from the requirement to produce a prospectus for offers of securities.

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Forward-looking statements

This press release may include forward-looking statements. These forward- looking statements can be identified by the use of forward-looking terminology, including the terms “believes”, “estimates”, “anticipates”, “expects”, “intends”, “may”, “will” or “should” or, in each case, their negative, or other variations or comparable terminology. These forward-looking statements include all matters that are not historical facts and include statements regarding Tereos’ or its affiliates’ intentions, beliefs or current expectations concerning, among other things, Tereos’ or its affiliates’ results of operations, financial condition, liquidity, prospects, growth, strategies and the industries in which they operate. 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. Readers are cautioned that forward-looking statements are not guarantees of future performance and that Tereos’ or its affiliates’ actual results of operations, financial condition and liquidity, and the development of the industries in which they operate may differ materially from those made in or suggested by the forward- looking statements contained in this press release. In addition, even if Tereos’ or its affiliates’ results of operations, financial condition and liquidity, and the development of the industries in which they operate are consistent with the forward-looking statements contained in this press release, those results or developments may not be indicative of results or developments in subsequent periods.

The forward-looking statements and information contained in this announcement are made as of the date hereof and Tereos undertakes no obligation to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws.

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