



In accordance with Article 227 of Law 6/2023, of 17 March, on Securities Markets and Investment Services, Cirsa Enterprises, S.A. ("**CIRSA**" or the "**Company**"), hereby announces the following:

#### **OTHER RELEVANT INFORMATION**

#### **LAUNCH OF OFFERING OF €500,000,000 AGGREGATE PRINCIPAL AMOUNT OF SENIOR SECURED NOTES DUE 2032**

CIRSA today announced the launch of an offering of €500,000,000 aggregate principal amount of senior secured notes due 2032 (the "**Notes**") by its subsidiary Cirsa Finance International S.à r.l. (the "**Issuer**").

The proceeds from the offering, if completed, are expected to be used by the Issuer to (i) redeem the entire outstanding principal amount of the Issuer's €375,000,000 7.875% senior secured notes due 2028 (the "**2028 Notes**") and pay the redemption premium, together with accrued and unpaid interest thereon, (ii) pay fees and expenses in connection with the offering of the Notes and (iii) for general corporate purposes, including but not limited to, the funding of the Group's acquisition activities from time to time, the repayment of indebtedness and working capital needs.

The redemption of the 2028 Notes will be conditioned the receipt of the gross proceeds from the consummation of the Issuer's offering of the Notes.

In Terrassa, on 7 July 2026

**Miguel Vizcaíno Prat**  
Secretary non director of the Board

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#### **IMPORTANT INFORMATION**

##### **Cautionary Statement**

The Notes will be offered only to qualified institutional buyers pursuant to Rule 144A and to non-U.S. persons outside the United States pursuant to Regulation S under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), subject to prevailing market and other conditions. There is no assurance that the offering will be completed or, if completed, as to the terms on which it is completed. This announcement is not an offer to sell the Notes in the United States. The Notes to be offered have not been and will not be registered



under the Securities Act or the securities laws of any other jurisdiction and may not be offered or sold, directly or indirectly, in the United States or to or for the account or benefit of U.S. persons, as such term is defined in Regulation S of the Securities Act, absent registration or unless pursuant to an applicable exemption from the registration requirements of the Securities Act and any other applicable securities laws. If any public offering of the Notes is made in the United States, it will be by means of a prospectus that may be obtained from the Issuer that will contain detailed information about the Issuer, CIRSA and management, as well as financial statements. No public offering of the Notes will be made in the United States in connection with the above-mentioned transaction.

This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, the Notes, nor shall there be any sale of the Notes in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction.

The distribution of this announcement into certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

This announcement has been prepared on the basis that any offer of the Notes in any Member State of the European Economic Area (“**EEA**”) will be made pursuant to an exemption under Regulation (EU) 2017/1129, as amended (the “**Prospectus Regulation**”), from the requirement to publish a prospectus for offers of securities. This announcement has been prepared on the basis that any offer of the Notes in the United Kingdom (“**UK**”) will be made pursuant to an exemption from the prohibition on offers to the public under the Public Offers and Admissions to Trading Regulations 2024 (the “**POATRs**”).

The Notes are not intended to be offered, sold, distributed or otherwise made available to, and should not be offered, sold, distributed or otherwise made available to, any retail investor in the EEA. For these purposes, a “retail investor means” a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU on markets in financial instruments (as amended, “**MiFID II**”); or (ii) a customer within the meaning of Directive 2016/97/EU (as amended, the “**Insurance Distribution Directive**”), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the “**PRIIPs Regulation**”) for offering, selling or distributing the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering, selling or distributing the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation. This announcement does not constitute and shall not, in any circumstances, constitute an offering to retail investors. The offer and sale of the Notes in any Member State of the EEA will be made pursuant to an exemption under the Prospectus Regulation from the requirement to publish a prospectus for offers of notes. The preliminary offering memorandum produced for the offering of the Notes is not a prospectus for the purposes of the Prospectus Regulation.

The Notes are not intended to be offered, sold, distributed or otherwise made available to, and should not be offered, sold, distributed or otherwise made available to, any retail investor in the UK. For these purposes, a “retail investor” means a person who is neither (i) a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (“**EUWA**”) nor (ii) a qualified investor as defined in paragraph 15 of Schedule 1 of the POATRs. Consequently, no disclosure document required by the FCA Product



Disclosure Sourcebook (“**DISC**”) for offering, selling or distributing the Notes or otherwise making them available to retail investors in the UK has been prepared and, therefore, offering, selling or distributing the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the DISC and the Consumer Composite Investments (Designated Activities) Regulations 2024.

This announcement does not constitute and shall not, in any circumstances, constitute an offer of securities to the public in the UK. In the UK, this announcement is only being distributed to, and directed only at persons who are (i) persons having professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (“**FSMA**”) (Financial Promotion) Order 2005, as amended (the “**Financial Promotion Order**”), (ii) persons falling within Article 49(2)(a) to (d) (“high net worth companies, unincorporated associations, etc.”) of the Financial Promotion Order, or (iii) persons who are outside the UK (all such persons together being referred to as “**relevant persons**”). In the UK, the preliminary offering memorandum produced for the offering of the Notes and this announcement are being distributed only to and directed only at relevant persons and must not be acted on or relied upon by persons who are not relevant persons. In the UK, any investment or investment activity to which this document relates is available only to relevant persons and will be engaged in only with relevant persons. In the UK, the Notes are only available to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such Notes will be engaged in only with, relevant persons as the preliminary offering memorandum produced for the offering of the Notes and its contents are confidential and should not be distributed, published or reproduced (in whole or in part) or disclosed by any recipients to any other person. Any person in the UK that is not a relevant person should not act or rely on the preliminary offering memorandum produced for the offering of the Notes or this announcement or its contents. The Notes described in the preliminary offering memorandum are not being offered to the public in the UK.

MiFID II professionals/ECPs-only / No PRIIPs KID – Manufacturer target market (MiFID II product governance) is eligible counterparties and professional clients only (all distribution channels). No PRIIPs key information document (KID) has been prepared as not available to retail investors in the EEA.

UK MiFIR professionals/ECPs-only / No UK PRIIPs KID/CCI product summary – Manufacturer target market (UK MiFIR product governance) is eligible counterparties and professional clients only (all distribution channels). No UK PRIIPs key information document (KID) or any disclosure document required by the FCA Product Disclosure Sourcebook has been prepared as not available to retail investors in the UK.

### **Forward-Looking Statements**

This announcement 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 Cirsa’s or its affiliates’ intentions, beliefs or current expectations concerning, among other things, Cirsa’s 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 Cirsa’s 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



announcement. In addition, even if Cirsa's 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 announcement, those results or developments may not be indicative of results or developments in subsequent periods.