

Notice

Launch of Private Bond Purchase and Exchange Offers and Bond Issue

CUF, S.A. informs that, in pursuit of its financial strategy and focus on reducing the risk of refinancing, and taking advantage of current market conditions to extend the average maturity of its debt, today it launched two private offers: (a) the purchase, up to a maximum total nominal amount of €50,000,000, of notes representing the bond issue named “José de Mello Saúde 2017/2023” and (b) the exchange, up to the maximum total nominal amount corresponding to the lower of (i) the principal amount outstanding of the notes representing the bond issue named “José de Mello Saúde 2017/2023” minus the principal amount outstanding of the notes representing the bond issue named “José de Mello Saúde 2017/2023” validly tendered in the private purchase offer indicated in (a) and (ii) €20,000,000, which amount may be increased by CUF, S.A. in its sole discretion until (and including) 18 October 2021, of notes representing the bond issue named “José de Mello Saúde 2017/2023” for notes representing the bond issue named “José de Mello Saúde 2019/2027”, such notes to be issued being fungible, as from (and including) the first interest payment date falling after admission to trading on the regulated markets Bourse de Luxembourg and Euronext Lisbon, with the notes representing the bond issue named “José de Mello Saúde 2019/2027” issued on 22 November 2019.

These private offers are exclusively addressed to qualified investors and will run between 4 and 21 October 2021, as detailed in the offer documents. In case of valid acceptance of the respective orders, the addressees will be entitled to the following consideration:

- a. In the case of the purchase offer, for each note representing the bond issue named “José de Mello Saúde 2017/2023”, the respective holder will receive as consideration the respective nominal amount, plus a premium of 4%, to which a further 0.5% will be added if the order accepting the offer is tendered until (and including) 14 October 2021; and/or
- b. In the case of the exchange offer, for each note representing the bond issue named “José de Mello Saúde 2017/2023”, the respective holder will receive as consideration one note representing the bond issue named “José de Mello Saúde 2019/2027”. The subscription price of the new notes will be determined through a bookbuilding process.

CUF, S.A.

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Each holder of notes representing the bond issue named “José de Mello Saúde 2017/2023” who, within the scope of these offers, sells its notes or exchanges them for notes representing the bond issue named “José de Mello Saúde 2019/2027” will also be entitled to receive the corresponding interest accrued between the first day of the ongoing interest period and the settlement date of the aforementioned offers.

Banco Invest, S.A. and Haitong Bank, S.A. act as Joint Lead Managers and Bookrunners in this transaction.

Oeiras, October 4, 2021

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