

Notice

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15 July 2025



TDF Infrastructure S.A.S.
(the “Company”)

**ANNOUNCES THE RESULTS OF THE TENDER OFFER IN RESPECT OF ITS
€800,000,000 2.50 PER CENT. BONDS DUE 7 APRIL 2026 (OF WHICH €450,100,000 ARE
CURRENTLY OUTSTANDING) (ISIN: FR0013144201) ADMITTED TO TRADING ON THE
REGULATED MARKET OF EURONEXT PARIS (THE “EXISTING BONDS”)**

This notice must be read in conjunction with the tender offer memorandum dated 7 July 2025 (the “Tender Offer Memorandum”) which has been prepared by the Company in relation to the Tender Offer. Capitalised terms used in this notice and not otherwise defined herein shall have the meanings ascribed to them in the Tender Offer Memorandum.

On 7 July 2025, the Company announced the launch of a Tender Offer to Qualifying Holders (as defined in the Tender Offer Memorandum) of their Existing Bonds. Under the terms of the Tender Offer, Qualifying Holders (subject to offer restrictions) were invited to tender any and all of their Existing Bonds for purchase by the Company for cash.

The Tender Offer expired at 4:00 p.m., Paris time, on 11 July 2025. On 15 July 2025, the Company announces the results of the Tender Offer.

The details of the results are as follows:

- Aggregate principal amount of Existing Bonds validly tendered and accepted for purchase: €202,000,000
- Aggregate principal amount of Existing Bonds that will remain outstanding after the Settlement Date: €248,100,000

Settlement Date of the Tender Offer, subject to the satisfaction or waiver of the Transaction Condition

The Company announced on 7 July 2025 its intention, subject to market conditions, to issue euro-denominated unsecured bonds (the “**New Bonds**”). The settlement date of the Tender Offer is expected to take place on the latest of (i) 17 July 2025 and (ii) 1 Business Day after the settlement of the New Bonds expected to be on 16 July 2025 (the “**Settlement Date**”). All sales pursuant to the Tender Offer will settle through the normal procedures of Euroclear France, Euroclear and Clearstream. On the Settlement Date, the Company shall pay or procure the payment on its behalf, to each Qualifying Holder which has validly submitted an Offer to Participate by the Expiration Deadline, of an amount in cash corresponding to the Tender Consideration (i.e. an amount in cash equal to the product of (i) the aggregate principal amount of the Existing Bonds validly tendered and accepted for purchase by the Company and (ii) the Tender Offer Price) and any Accrued Interest

Amount only in respect of such Existing Bonds as are accepted for purchase by the Company in its sole discretion.

Contact Information

The Dealer Managers of the Tender Offer are:

DEALER MANAGERS

CRÉDIT AGRICOLE CORPORATE AND INVESTMENT BANK

12, place des Etats-Unis
CS 70052
92547 Montrouge Cedex
France
Tel: +44 207 214 5903
Attn: Liability Management
Email: liability.management@ca-cib.com

SOCIÉTÉ GÉNÉRALE

Immeuble Basalte
17 Cours Valmy
CS 50318
92972 Paris La Défense Cedex
France
Tel: +33 1 42 13 32 40
Attn: Liability Management
Email: liability.management@sgcib.com

The Information Agent for the Tender Offer is:

Kroll Issuer Services Limited
The News Building
3 London Bridge Street
London SE1 9SG
United Kingdom
Attn: Scott Boswell
Tel: +44 20 7704 0880
Email: tdf@is.kroll.com
Tender Offer Website: <https://deals.is.kroll.com/tdf>

The Tender Agent for the Tender Offer is:

Société Générale
32, rue du Champ de Tir
CS 30812
44308 Nantes Cedex 3
France
Tel: +33 (0) 2 51 85 52 80
Email: nantes.gis-op-titres@sgss.socgen.com

Copies of the Tender Offer Memorandum are available upon request addressed to the Information Agent. Prior to making a decision as to whether to participate in the Tender Offer, Qualifying Holders should carefully consider all of the information in the Tender Offer Memorandum.

OFFER RESTRICTIONS

The distribution of this notice in certain jurisdictions may be restricted by law. Persons into whose possession this notice or the Tender Offer Memorandum comes are required by each of the Company, the Dealer Managers, the Information Agent and the Tender Agent to inform themselves about, and to observe, any such restrictions. Please see the Tender Offer Memorandum for a full description of such restrictions.