

NOTICE OF REDEMPTION
TO THE HOLDERS OF
7.875% SENIOR NOTES DUE 2024 (the “Notes”)

GRUPO UNICOMER CORP.

CUSIP Nos.: 40053V AA1 and G42037 AA2

ISIN Nos.: US40053VAA17 and USG42037AA25

October 10, 2023

Notice is hereby given that **GRUPO UNICOMER CORP.** (the “*Company*”) will redeem on November 9, 2023 (the “*Redemption Date*”) U.S.\$350.0 aggregate principal amount of the Notes (the “*Redemption Amount*”) that remain outstanding on the Redemption Date. This redemption is made at the option of the Company under Section 3.3(c) of the indenture dated as of March 27, 2017, among the Company, the subsidiary guarantors named therein and The Bank of New York Mellon (the “*Trustee*”), as Trustee, Paying Agent, Registrar and Transfer Agent (as further amended and supplemented, the “*Indenture*”), and Paragraph 6 of the Global Notes (as defined in the Indenture), establishing the terms of the Notes pursuant to the Indenture.

Holders of the Notes will receive (i) 100.000% of the principal amount of such Notes, plus (ii) accrued and unpaid interest (including Additional Amounts, if any) from October 1, 2023 to, but excluding the Redemption Date (the “*Redemption Price*”).

The redemption and this notice are subject to the satisfaction of a condition precedent, namely that the Company consummate a financing transaction, the proceeds of which are sufficient to pay the Redemption Price.

Unless the Company defaults in payment of the Redemption Price, interest on the redeemed Notes shall cease to accrue on and after the Redemption Date, and thereafter, the only remaining rights of holders of the redeemed Notes is to receive payment of the Redemption Price, plus accrued but unpaid interest from October 1, 2023 to the Redemption Date.

Subject to the receipt by the Trustee of sufficient funds, payment of the Redemption Price will be made, UPON PRESENTATION AND SURRENDER of such Notes on the Redemption Date to the Paying Agent at the following address:

If by mail or overnight courier:

The Bank of New York Mellon
240 Greenwich Street, Floor 7E
New York, NY 10286
Attention: Corporate Trust
Administration

The method of delivery of the Notes is at option and risk of the holders but, if mail is used, registered mail is recommended for your protection.

The Notes must be surrendered to the Paying Agent to collect the Redemption Price. Notes held through DTC should be surrendered for redemption in accordance with DTC's procedures therefor. On the Redemption Date, the Trustee will write down the Redemption Amount from the Global Notes.

No representation is made as to the correctness or accuracy of the CUSIP numbers provided herein or printed on the Notes. Reliance may be placed only on the other identification numbers printed on the Notes.

IMPORTANT TAX INFORMATION

Please read this carefully

Under current United States federal income tax law, backup withholding generally may apply to the payment of gross redemption proceeds, unless, in the case of a Holder that is a beneficial owner of the Notes and that is a United States person (as defined in Section 7701(a)(30) of the Internal Revenue Code of 1986, as amended), (i) the Paying Agent has received a properly completed Internal Revenue Service ("IRS") Form W-9 setting forth the Holder's taxpayer identification number, certified under penalties of perjury, as well as certain other information or (ii) the Holder otherwise establishes an exemption. A Holder that is a beneficial owner of the Notes and that is not a United States person generally may establish an exemption from backup withholding by providing to the Paying Agent an IRS Form W-8BEN or IRS Form W-8BEN-E upon which it certifies, under penalties of perjury, its foreign status.

Backup withholding is not an additional tax. Any amount withheld under the backup withholding rules is allowable as a credit against a Holder's U.S. federal income tax liability, if any, and a refund may be obtained from the IRS if the amounts withheld exceed the Holder's actual U.S. federal income tax liability and such Holder timely provides the required information and appropriate claim form to the IRS.

EACH HOLDER IS URGED TO CONSULT HIS OR HER OWN TAX ADVISOR AS TO THE PARTICULAR TAX CONSEQUENCES OF REDEMPTION TO SUCH HOLDER, INCLUDING THE APPLICABILITY AND EFFECT OF FEDERAL, STATE, LOCAL AND OTHER TAX LAWS.

GRUPO UNICOMER CORP.