



WSFS Bank Center  
500 Delaware Avenue  
Wilmington, Delaware 19801  
302-792-6000  
[www.wfsfsbank.com](http://www.wfsfsbank.com)

## NOTICE TO HOLDERS OF GRUPO FAMSA, S.A.B. DE C.V.

**7.250% Senior Notes due 2020 (the “Securities”)**

**CUSIP Nos. 40052WAC6 and P7700WCG3<sup>1</sup>**

**THIS NOTICE CONTAINS IMPORTANT INFORMATION THAT IS OF INTEREST TO THE REGISTERED AND BENEFICIAL HOLDERS OF THE SUBJECT SECURITIES. IF APPLICABLE, ALL DEPOSITORIES, CUSTODIANS, AND OTHER INTERMEDIARIES RECEIVING THIS NOTICE ARE REQUESTED TO EXPEDITE RE-TRANSMITTAL TO BENEFICIAL OWNERS OF THE SECURITIES IN A TIMELY MANNER.**

Wilmington Savings Fund Society, FSB (“WSFS” or the “Trustee”) is communicating the following to you in its capacity as successor trustee under that Indenture dated as of May 31, 2013, as supplemented by that certain First Supplemental Indenture, dated as of December 17, 2019 (collectively, the “Indenture”) for the 7.250% Senior Notes due 2020 (the “Unsecured Notes” and the holders thereof, the “Unsecured Noteholders”) of Grupo Famsa, S.A.B. de C.V. (the “Issuer”). Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in Indenture.

As we previously notified you, on August 6, 2020, the Issuer initiated an insolvency proceeding under the Mexican Insolvency and Bankruptcy Act (the “Mexican Case”). On February 8, 2022, the judge in the Mexican Case approved the Bankruptcy Agreement (*Convenio Concursal*) executed by and between Grupo Famsa, S.A.B. De C.V. and certain participating recognized creditors (the “Mexican Plan”). As set forth in the Mexican Plan, the Issuer is reorganizing under Mexican law, and the Issuer will exchange the Unsecured Notes for new notes (the “New Notes”) under a new indenture governed by New York law. The New Notes will be due 15 years after issuance, and will pay interest at the rate stated in the Mexican Plan. No further details about the proposed New Notes are available at this time.

**The description of the Mexican Plan is qualified in its entirety by the Mexican Plan, and all exhibits and documents related thereto. In the event of any inconsistency between this notice and the Mexican Plan, the Mexican Plan shall control. The Trustee urges you to read carefully the Mexican Plan, as well as all exhibits and documents related thereto, a copy of which are available upon request to counsel for the Trustee.**

Following approval of the Mexican Plan, several creditors filed appeals in Mexico challenging approval of the Mexican Plan as to the claims of those creditors. The court in Mexico suspended implementation of the Mexican Plan pending resolution of the claims that are the subject of the appeals. No further details are available at this time as to how long the appeals

<sup>1</sup> No representation is made as to the correctness of the CUSIP numbers either as printed on the Securities or as contained in this Notice.



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will take to resolve, or when the suspension of implementation of the Mexican Plan will be lifted.

Pursuant to Section 6.5 of the Indenture, subject to the provisions of the Indenture and applicable law, the Holders of a majority in aggregate principal amount of the Unsecured Notes then Outstanding, upon provision of reasonable indemnity to the Trustee in respect thereof, may direct the time, method and place of conducting any proceeding for any remedy available to the Trustee or of exercising any trust or power conferred on the Trustee. Pursuant to Section 7.1(i) of the Indenture, the Trustee shall be under no obligation to exercise any of the rights or powers vested in it by this Indenture at the request, order or direction of any of the Holders unless such Holders shall have offered to the Trustee reasonable security or indemnity against the costs, expenses (including reasonable attorneys' fees and expenses) and liabilities that might be incurred by it in compliance with such request or direction.

***You are hereby notified that the Trustee will take no further action under the Indenture, except in its sole and absolute discretion, without direction and indemnity, reasonably satisfactory to the Trustee, from the Holders of Unsecured Notes.***

Holders of Unsecured Notes who wish to communicate with the Trustee or did not receive a copy of this communication directly from the Trustee and who wish to receive further communications at an address other than the address to which this notice was delivered should contact the Trustee in writing at the following address:

Wilmington Savings Fund Society, FSB  
Attn: Mr. Patrick J. Healy  
500 Delaware Avenue  
Wilmington, Delaware 19801

This notice is provided for informational purposes only. WSFS gives no legal, financial or tax advice regarding the Unsecured Notes or the matters described herein. Unsecured Noteholders should consult their own professionals regarding the Unsecured Notes and the Mexican Plan described in this notice.

Dated: November 28, 2022

Very truly yours,  
WILMINGTON SAVINGS FUND SOCIETY, FSB,  
as successor Trustee, Registrar, Notes Custodian,  
Paying Agent and Transfer Agent