

Notice of the Repurchase Offer_Issuer Bid_Reverse Rights

1. Unique number of the corporate event:	CA000007462042
2. Type of corporate event:	Repurchase Offer_Issuer Bid_Reverse Rights + DISCLOSURE + FEE
3. ISIN code of the financial instrument:	XS2497520705
4. Description:	CELANESE US HOLDINGS 4.777% 19.07.2026
5. ISIN for the interim shares or security (if applicable):	N/A
6. Guaranteed participation date (if applicable):	N/A
7. Ex-Date:	N/A
8. Record Date:	N/A
9. Start of the election period:	05.03.2025
10. Last day of the election period:	18.03.2025
11. Issuer deadline:	18.03.2025
12. Payment date:	21.03.2025
13. Other information (if applicable):	Offeror: CELANESE US HOLDINGS LLC
14. Options for the shareholder related to this voluntary event:	

Option 1:

CASH/ TO TENDER BEFORE THE EARLY TENDER TIME AND RECEIVE TOTAL CONSIDERATION (INCLUDING THE EARLY TENDER PAYMENT OF EUR 50) + ACCRUED INTEREST

Option 2:

CASH/ TO TENDER AFTER EARLY TENDER TIME BUT PRIOR TO EXPIRATION TIME AND RECEIVE TENDER OFFER CONSIDERATION + ACCRUED INTEREST; Start of election period: 19.03.2025 - Last day of the election period/ Market deadline: 02.04.2025; Payment date: 21.03.2025; Value date: 04.04.2025

Option 3:

No action (Default)

15. The deadline for submitting your response with the option you selected for **Option 1**:

14.03.2025 12:00

16. The deadline for submitting your response with the option you selected for **Option 2**:

31.03.2025 12:00

Additional information for shareholder:

Documentation: https://luminor.lv/sites/default/files/docs/ieguldijumi/7462042_221_celanese.pdf

UPDATE 19/03/2025: EARLY RESULTS AND UPSIZE OF TENDER OFFERS

THE COMPANY IS AMENDING THE TENDER OFFERS TO INCREASE EACH SERIES CAP, SO AS TO ACCEPT FOR PURCHASE (I) UP TO EUR 552,082,000 AGGREGATE PRINCIPAL AMOUNT OF EUR NOTES, WHICH IS AN AMOUNT SUFFICIENT TO ACCEPT ALL EUR NOTES VALIDLY TENDERED AND NOT VALIDLY WITHDRAWN PRIOR TO THE EARLY TENDER TIME, AND (II) UP TO USD 500,000,000 AGGREGATE PRINCIPAL AMOUNT OF USD NOTES VALIDLY TENDERED AND NOT VALIDLY WITHDRAWN AS OF THE EARLY TENDER TIME.

EUR 552,082,000 AGGREGATE PRINCIPAL AMOUNT OF THE EUR NOTES AND USD 1,354,646,000 AGGREGATE PRINCIPAL AMOUNT OF THE USD NOTES WERE VALIDLY TENDERED PRIOR TO OR AT THE EARLY TENDER TIME AND NOT VALIDLY WITHDRAWN.

SINCE THE TENDER OFFERS WERE FULLY SUBSCRIBED AS OF THE EARLY TENDER TIME, THE COMPANY DOES NOT EXPECT TO ACCEPT FOR PURCHASE ANY NOTES VALIDLY TENDERED AFTER THE EARLY TENDER TIME. PLEASE REFER TO THE DOCUMENTATION FOR MORE DETAILS.

NOTE: POSITIONS WILL REMAIN BLOCKED UNTIL FURTHER NOTICE OR UNTIL THE DEBIT OF POSITIONS.
END OF UPDATE.

THE PURPOSE OF THE TENDER OFFERS IS TO IMPROVE THE MATURITY PROFILE OF THE COMPANYS OUTSTANDING DEBT BY REFINANCING A PORTION OF ITS NEAR-TERM MATURITIES.

1. TENDER AND CONSENT: NOT APPLICABLE.

2. CONDITIONS AND RESTRICTIONS: CERTAIN RESTRICTIONS MAY APPLY.

THE OFFER IS SUBJECT TO, AMONG OTHER THINGS, THE FINANCING CONDITION. REFER TO THE OFFER DOCUMENTATION FOR THE COMPLETE CONDITIONS AND RESTRICTIONS OF THIS OFFER.

TIMETABLE

- PRICE DETERMINATION TIME: 10:00, NEW YORK CITY TIME (15:00, LONDON TIME), ON 19/03/2025
- EARLY SETTLEMENT DATE: 21/03/2025
- FINAL SETTLEMENT DATE: 04/04/2025

ENTITLEMENT

1. PURCHASE PRICE:

THE TOTAL CONSIDERATION FOR EACH EUR 1,000 OR USD 1,000 PRINCIPAL AMOUNT, AS APPLICABLE, OF A SERIES OF NOTES VALIDLY TENDERED AND NOT VALIDLY WITHDRAWN IN A TENDER OFFER AND ACCEPTED FOR PURCHASE WILL BE DETERMINED IN THE MANNER DESCRIBED IN THE OFFER TO PURCHASE BY REFERENCE TO THE SUM OF THE FIXED SPREAD SPECIFIED IN THE TABLE ON THE FRONT COVER OF THE OFFER TO PURCHASE AND THE REFERENCE YIELD, BASED ON (I) FOR THE EUR NOTES, THE INTERPOLATED MID-SWAP RATE AND (II) FOR THE USD NOTES, THE BID SIDE PRICE OF THE REFERENCE SECURITY SPECIFIED IN SUCH TABLE, IN EACH CASE, AS CALCULATED BY THE LEAD DEALER MANAGERS AS OF THE PRICE DETERMINATION TIME IN ACCORDANCE WITH STANDARD MARKET PRACTICE.

THE FORMULAE FOR DETERMINING THE TOTAL CONSIDERATION ARE SET FORTH IN ANNEX A-1 (FOR THE EUR NOTES) AND ANNEX A-2 (FOR THE USD NOTES) OF THE OFFER TO PURCHASE.

THE TOTAL CONSIDERATION, WHEN CALCULATED IN SUCH MANNER, ALREADY INCLUDES THE EARLY TENDER PAYMENT OF (I) EUR 50 PER EUR 1,000 PRINCIPAL AMOUNT OF SUCH EUR NOTES ACCEPTED FOR PURCHASE AND (II) USD 50 PER USD 1,000 PRINCIPAL AMOUNT OF SUCH USD NOTES ACCEPTED FOR PURCHASE.

IF A HOLDER VALIDLY TENDERS ITS NOTES PRIOR TO OR AT THE EARLY TENDER TIME AND SUCH HOLDERS NOTES ARE ACCEPTED FOR PURCHASE, SUCH HOLDER WILL RECEIVE THE APPLICABLE TOTAL CONSIDERATION FOR EACH EUR 1,000 OR USD 1,000 PRINCIPAL AMOUNT OF ITS TENDERED NOTES, AS APPLICABLE, PLUS ACCRUED INTEREST THEREON. IF A HOLDER VALIDLY TENDERS ITS NOTES AFTER THE EARLY TENDER TIME, BUT PRIOR TO OR AT THE EXPIRATION TIME, AND SUCH HOLDERS NOTES ARE ACCEPTED FOR PURCHASE, SUCH HOLDER WILL RECEIVE ONLY THE APPLICABLE TENDER OFFER CONSIDERATION, WHICH CONSISTS OF THE APPLICABLE TOTAL CONSIDERATION MINUS THE APPLICABLE EARLY TENDER PAYMENT, FOR EACH EUR 1,000 OR USD 1,000 PRINCIPAL AMOUNT OF ITS TENDERED NOTES, AS APPLICABLE, PLUS THE ACCRUED INTEREST THEREON.

2. ACCRUED AND UNPAID INTEREST: ACCRUED AND UNPAID INTEREST WILL BE PAID UP TO, BUT NOT INCLUDING, THE APPLICABLE SETTLEMENT DATE.

3. MINIMUM AGGREGATE ACCEPTANCE AMOUNT: THE TENDER OFFER IS NOT CONDITIONAL ON A MINIMUM AGGREGATE AMOUNT OF SECURITIES BEING TENDERED.

4. TENDER CAP: SERIES CAP: SUBJECT TO THE TERMS AND CONDITIONS OF THE TENDER OFFERS, THE OFFEROR IS OFFERING TO PURCHASE (I) EUR NOTES IN AN AMOUNT NOT TO EXCEED AN AGGREGATE PRINCIPAL AMOUNT OF EUR 500,000,000 AND (II) USD NOTES IN AN AMOUNT NOT TO EXCEED AN AGGREGATE PRINCIPAL AMOUNT OF USD 250,000,000 (IN EACH CASE, SUBJECT TO INCREASE OR DECREASE AS SET OUT HEREIN).

5. PRORATION: APPLICABLE. THE COMPANY OFFERS TO ACCEPT INSTRUCTIONS UP TO THE TENDER CAP. IF THE CAP IS EXCEEDED, INSTRUCTIONS WILL BE ACCEPTED ON A PRO-RATA BASIS, AS FURTHER DESCRIBED IN THE DOCUMENTATION.

6. POOLFACTOR: NOT APPLICABLE.

ELIGIBLE HOLDERS

THE OFFER IS DIRECTED TO THE ELIGIBLE HOLDERS ONLY. PLEASE REFER TO THE DOCUMENTATION FOR ELIGIBILITY CRITERIA.

If the shareholder does not participate in this voluntary corporate event, default option will be selected.