



# GRUPO HERDEZ ANNOUNCES THE DIVIDEND IN KIND OF GRUPO NUTRISA

Mexico City, Mexico, September 9, 2025 – Grupo Herdez, S.A.B. de C.V. (“Grupo Herdez” or the “Company”) (BMV: HERDEZ) informs today that, through the systems of the Mexican Stock Exchange, S.A.B. de C.V., it announced the dividend in kind, which consists of shares representing the capital stock of Grupo Nutrisa, S.A. de C.V. A copy of said notice is included as an annex to this relevant event.

The Company will apply the simultaneous tax treatment of a sale of shares and a dividend paid, by virtue of the distribution of shares for the aforementioned dividend in kind, at a rate of \$6.15 (six Mexican pesos 15/100 M.N.) per share. The foregoing, in the terms determined by the Board, based on the appraisals carried out in accordance with articles 10, 18, section II, and 77 of the Income Tax Law, as well as article 3 of the Federal Tax Code Regulations, adjusting what was provided for in the Ordinary General Shareholders' Meeting on April 25, 2025.

In addition, it is informed that as of the date of the dividend in kind payment, the shares representing Grupo Nutrisa’s capital stock will be registered in the National Securities Registry, as well as listed on the Mexican Stock Exchange, without a public offering. The preliminary listing prospectus related to said registration and listing can be consulted at the following link: <https://www.bmv.com.mx/es/listados-y-prospectos/solicitudes-y-tramites-de-listado>. The final version of the listing prospectus will be available at the same link as of the listing date of Grupo Nutrisa’s shares in the Mexican Stock Exchange.

*This press release does not constitute an offer to sell securities in Mexico or elsewhere.*

*This press release contains certain forward-looking statements or projections, which reflect the current view or expectations of the Company and its management with respect to its performance, business, and future events. The Company uses words such as “believe,” “anticipate,” “plan,” “expect,” “intend,” “objective,” “estimate,” “project,” “predict,” “forecast,” “guidelines,” “should,” and other similar expressions to identify forward-looking statements or projections, but this is not the only way it refers to them. Such statements are subject to certain risks, contingencies, and assumptions. The Company notes that a significant number of factors could cause actual results to differ materially from the plans, objectives, expectations, estimates, and intentions expressed in this press release. The Company is not under any obligation and expressly disclaims any intention or obligation to update or modify any forward-looking statement or projection that may result from new information, future events, or any other cause.*

**CONTACT INFORMATION**



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## ABOUT GRUPO HERDEZ

With over a century of history, Grupo Herdez is a worthy representative of Mexican gastronomy globally. Since 1914, the company has brought the best of its cuisine to Mexican families and the world, building a legacy of flavor and innovation. The company is a leader in the processed food sector and a key player in the ice cream category in Mexico. Additionally, through its participation in MegaMex Foods, it is a leader in the guacamole category and other Mexican foods in the United States. Its exceptional portfolio of more than 1,500 products, under brands like Herdez®, Doña María®, Del Fuerte®, Barilla®, McCormick®, Nutrisa®, and many more, offers practical and delicious solutions for its consumers' various lifestyles. Grupo Herdez operates with a solid infrastructure that includes 15 production plants, 29 distribution centers, and over 550 points of sale, all driven by the talent of more than 12,000 employees. It has been listed on the Mexican Stock Exchange since 1991, and its sustainability vision is aligned with 7 Sustainable Development Goals of the UN's 2030 Agenda. For more information, you can visit [www.grupoherdez.com.mx](http://www.grupoherdez.com.mx) or follow its social media channels on LinkedIn and Instagram.



## Rights Notice

TICKER	HERDEZ
COMPANY NAME	GRUPO HERDEZ, S.A.B. DE C.V.
TYPE OF MEETING	ORDINARY
MEETING DATE	04/25/25
DATE OF PUBLICATION IN THE OFFICIAL GAZETTE	DOES NOT APPLY

TYPE OF RIGHT	PAYMENT DATE
DIVIDEND IN KIND	09/18/2025

The issuer's Ordinary General Shareholders' Meeting, held on April 25, 2025, approved and authorized the Board to declare and pay a dividend in kind, consisting of shares representing the capital stock of Grupo Nutrisa, S.A. de C.V. ("Grupo Nutrisa"). This distribution will be made on the date and under the terms determined by the Board of Directors ("Nutrisa Shares").

The Board of Directors has declared a dividend in kind, to be distributed by delivering all the shares representing the capital stock of Grupo Nutrisa. The distribution will follow a one-for-one ratio between shares of Grupo Nutrisa and shares of the Company, effective as of the payment date, September 18, 2025.

The delivery of Nutrisa Shares will be carried out *through S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V.*, for shareholders whose shares are deposited with that institution. For the remaining shares, delivery will be at the offices located at Monte Pelvoux No. 215, Colonia Lomas de Chapultepec in Mexico City; telephone: +52 55 5201 5655.

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### Tax Treatment

***The tax treatment described below may not apply to all shareholders. Therefore, each shareholder is advised to consult their tax advisors for a complete understanding of the tax implications related to the exercise of the rights outlined in this notice. The issuer assumes no responsibility for any tax effects or obligations incurred by shareholders participating in the distribution.***

In compliance with the provisions of Articles 76, section XI, 140, second paragraph, and 164, section I, of the Income Tax Law, Article 114 of the Income Tax Law Regulations, and rule 3.9.1. "Information and records on distributed dividends or profits and tax withholdings thereon" of the Fiscal Miscellany Resolution for 2025, it is stated that the declared dividend in kind paid on the shares representing the share capital of Grupo Herdez, S.A.B. de C.V. —the object of the dividend—, which benefits shareholders of the issuer who qualify as tax residents in Mexico, as well as those who are tax residents abroad, will be subject to an additional 10% income tax withholding on the total amount of the dividend in kind. This is because the dividend in kind will come entirely from the balance of the net tax profit account (CUFIN), with profits generated by the Company from and including January 1, 2014.

In accordance with the second and third paragraphs of Article 114 of the Income Tax Law Regulations and rule 3.9.1. "Information and records on distributed dividends or profits and tax withholdings thereon" of the Fiscal Miscellany Resolution for 2025, the custodian of the shares



issued by Grupo Herdez, S.A.B. de C.V., and the financial intermediaries in the securities market involved in the payment of such dividends must issue the corresponding tax receipt and make any applicable tax withholdings based on the information provided by the issuer.

The issuer will apply a simultaneous tax treatment for the disposal of shares and a paid dividend, by virtue of the distribution of shares for the aforementioned dividend in kind, at a rate of \$6.15 (six pesos 15/100 M.N.) per share. This is in accordance with the terms determined by the Board, based on appraisals conducted under Articles 10, 18, section II, and 77 of the Income Tax Law, as well as Article 3 of the Regulations of the Federal Tax Code.