

Aviso de Derechos para emisoras del

FECHA: 29/08/2025



BOLSA MEXICANA DE VALORES, S.A.B DE C.V, INFORMA:

<i>FOLIO DE REFERENCIA DEL EVENTO CORPORATIVO</i>	268004
<i>FOLIO DE REFERENCIA INDEVAL</i>	835556C002
<i>TIPO DE MENSAJE</i>	Replace
<i>COMPLETO / INCOMPLETO</i>	COMPLETE
<i>CONFIRMADO / NO CONFIRMADO</i>	CONFIRMED

<i>CLAVE DE COTIZACIÓN</i>	TXNM
<i>RAZÓN SOCIAL</i>	TXNM ENERGY, INC.
<i>SERIE</i>	*
<i>ISIN</i>	US69349H1077
<i>MERCADO PRINCIPAL</i>	NEW YORK STOCK EXCHANGE

<i>TIPO DE EVENTO</i>	MERGER
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<i>MANDATORIO / OPCIONAL / VOLUNTARIO</i>	Mandatory
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<i>OPCIÓN</i>	1
<i>TIPO</i>	Cash
<i>DEFAULT</i>	true

<i>TRANSACCIÓN</i>	Cash Movement
<i>CREDIT / DEBIT</i>	Credit

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<b>TRANSACCIÓN</b>	Securities Movement
<b>CREDIT / DEBIT</b>	Debit

<b>VALORES A RECIBIR</b>	
	US69349H1077

### NOTAS DEL EVENTO CORPORATIVO

<b>NOTA</b>
<p>25/07/2025</p> <p>DEFM14A July 23, 2025 Notice of special meeting of shareholders to be held on August 28, 2025.</p> <p>TXNM has set the close of business on July 17, 2025 as the record date for the special meeting, and only holders of record of shares of TXNM common stock as of the close of business on the record date are entitled to vote at the special meeting.</p> <p>As previously announced, on May 18, 2025, we entered into a merger agreement providing for the combination of TXNM and Troy ParentCo LLC, a Delaware limited liability company, or Parent. Parent is an affiliate of Blackstone Infrastructure Partners L.P. At the special meeting, you will be asked to consider and vote upon a proposal to approve the merger agreement.</p> <p>If the merger contemplated by the merger agreement is completed, you will be entitled to receive USD 61.25 in cash for each share of TXNM common stock you own. At the completion of the merger, Troy Merger Sub Inc., a New Mexico corporation and a direct, wholly-owned subsidiary of Parent, will merge with and into TXNM with TXNM surviving the merger as a wholly-owned subsidiary of Parent.</p> <p><b>Dissenter Rights</b> TXNM shareholders have dissenter's rights and may elect to dissent from the merger and obtain payment for their shares of TXNM common stock by following the procedures set forth in Section 53-15-3 (Right of Shareholders to Dissent and Obtain Payment for Shares) and Section 53-15-4 (Rights of Dissenting Shareholders) of Chapter 53 of the New Mexico Business Corporation Act, or the NMBCA, copies of which are attached as Annex C to the accompanying proxy statement.</p> <p>ALBUQUERQUE, N.M., May 19, 2025 /PRNewswire/ -- TXNM Energy (NYSE: TXNM) today announced an agreement under which Blackstone Infrastructure will acquire TXNM Energy for USD 61.25 per share in cash upon closing, reflecting a total enterprise value of USD 11.5 billion, including net debt (excluding securitization debt) and preferred stock.</p> <p>The transaction was unanimously approved by TXNM Energy's Board of Directors and is estimated to close in the second half of 2026, subject to TXNM Energy shareholder approval, regulatory approvals and other customary closing conditions. Regulatory approvals are required from the NMPRC, PUCT, Federal Energy Regulatory Commission, Department of Justice (Hart Scott-Rodino Clearance), Nuclear Regulatory Commission and Federal Communications Commission.</p>