

Mars Completes \$2.5 Billion Multi-Tranche Rule 144A Notes Offering Including Inaugural Offering of Sustainability Notes

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Simpson Thacher represented Mars, Incorporated (“Mars”) in connection with its Rule 144A/Regulation S offering of \$2.5 billion of Senior Notes, consisting of \$1 billion in aggregate principal amount of 4.55% Notes due 2028 (the “2028 Notes”), \$500 million in aggregate principal amount of 4.65% Notes due 2031 (the “Sustainability Notes”) and \$1 billion in aggregate principal amount of 4.75% Notes due 2033 (the “2033 Notes”). Mars intends to use the net proceeds of the 2028 Notes and 2033 Notes for general corporate purposes, which may include repayment of outstanding indebtedness, and the net proceeds of the Sustainability Notes to finance or refinance, in whole or in part, one or more new or existing eligible projects to address important environmental and social issues in accordance with Mars Sustainability Financing Framework.

Mars is one of the world’s largest privately-held, family-owned businesses with a history of over 100 years with a diverse and expanding portfolio of quality confectionery, food, and pet care products and services. With more than \$45 billion in annual sales, Mars produces some of the world’s best-loved brands.

The Simpson Thacher team included Kenneth Wallach, Ignacio Perez and Jimmy Leyden (Capital Markets); Leah Malone and Emily Holland (ESG); Jonathan Cantor and Shareef Salfity (Tax); Catherine Burns (Credit); Bobbie Burrows (Intellectual Property); Abram Ellis (Regulatory); Pasco J. Struhs (Executive Compensation and Employee Benefits); and Michael Isby (Environmental).

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