



FOR IMMEDIATE RELEASE
December 5, 2024

Genesis Energy, L.P. Announces Tender Offer for Up to \$385 million Aggregate Principal Amount of Its 8.0% Senior Notes Due 2027

HOUSTON — (BUSINESS WIRE) — Genesis Energy, L.P. (NYSE: GEL) today announced the commencement of a cash tender offer to purchase up to \$385 million (the “Tender Cap”) of the outstanding aggregate principal amount of the 8.0% senior notes due 2027 (the “Notes”) that we co-issued with our subsidiary, Genesis Energy Finance Corporation (such transaction, the “Tender Offer”). As of December 5, 2024, \$981,245,000 aggregate principal amount of the Notes were outstanding. The Tender Offer is being made pursuant to the terms and conditions of an offer to purchase, dated as of December 5, 2024 (as may be amended or supplemented from time to time, the “Offer to Purchase”).

Notes validly tendered and not validly withdrawn at or prior to 5:00 p.m., New York City time, on December 18, 2024, unless extended (such time and date as the same may be extended the “Early Tender Deadline”), will be eligible to receive a purchase price of \$1,021.90 per \$1,000 principal amount of Notes tendered, including an early tender payment of \$30.00 per \$1,000 principal amount of the Notes tendered. Notes validly tendered and not validly withdrawn after the Early Tender Deadline but at or prior to 5:00 p.m., New York City time, on January 6, 2025, unless extended or earlier terminated (such time and date as the same may be extended the “Expiration Time”), will be eligible to receive a purchase price of \$991.90 per \$1,000 principal amount of Notes tendered. Tendering holders will also receive accrued and unpaid interest from the last interest payment date to, but not including, the applicable settlement date. Settlement for the Notes validly tendered and not validly withdrawn by the Early Tender Deadline is expected to occur on December 20, 2024 and settlement for the Notes validly tendered and not validly withdrawn after the Early Tender Deadline but at or prior to the Expiration Time is expected to occur on January 8, 2025, in each case assuming the Early Tender Deadline and Expiration Time, respectively, are not extended by us and that the Tender Offer is not terminated by us.

The Tender Offer is contingent upon, among other things, the receipt by us after the date hereof of net proceeds from one or more offerings of senior notes by us (the “Financing”) which will provide us with an amount of funds that is sufficient in our reasonable discretion to fund the purchase of all the Notes that would be accepted for payment in the Tender Offer, assuming the Tender Offer was fully subscribed. The Tender Offer is not conditioned on any minimum amount

of Notes being tendered. We may amend, extend or terminate the Tender Offer in our sole discretion, subject to applicable law. We expressly reserve the right, in our sole discretion, subject to applicable law, to terminate the Tender Offer at any time prior to the Expiration Time. We will not be required to purchase any of the Notes tendered unless certain conditions have been satisfied.

We currently intend, but are not obligated, to exercise our right to redeem Notes in an aggregate principal amount that together with the aggregate principal amount of notes purchased in the Tender Offer would equal the Tender Offer Cap. However, we may, but are not obligated to, redeem a greater amount of Notes that remain outstanding after completion of the Tender Offer.

Subject to certain exceptions, tendered Notes can only be withdrawn before 5:00 p.m., New York City time, on the Early Tender Deadline, unless extended (such time and date as the same may be extended the “Withdrawal Deadline”). Following the Withdrawal Deadline, holders who have tendered their Notes may not withdraw such Notes unless we are required to extend withdrawal rights under applicable law.

In connection with the Tender Offer, we have retained Wells Fargo Securities, LLC as the Dealer Manager. Questions regarding the Tender Offer should be directed to Wells Fargo Securities, LLC by calling collect at (704) 410-4820 or toll free at (866) 309- 6316. Requests for copies of the Offer to Purchase and related documents should be directed to D.F. King & Co., Inc., the Tender Agent and Information Agent for the Tender Offer, at (866) 342-4883 (toll free).

This press release is not an offer to purchase or a solicitation of an offer to sell with respect to any Notes or any other securities. Any offer to purchase the Notes will be made by means of an Offer to Purchase. No offer to purchase will be made in any jurisdiction in which such an offer to purchase would be unlawful. In addition, nothing contained herein constitutes a notice of redemption of the Notes. No recommendation is made as to whether holders of the Notes should tender their Notes.

This press release includes forward-looking statements as defined under federal law. Although we believe that our expectations are based upon reasonable assumptions, no assurance can be given that our goals will be achieved, including statements related to the Tender Offer. For a discussion of some of the risks and important factors that could affect such forward-looking statements, see the sections entitled “Risk Factors” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations” in the Company’s most recent Annual Report on Form 10-K and Quarterly Reports on Form 10-Q, which are publicly available on our website at <https://www.genesisenergy.com/>. Actual results may vary materially. We undertake no obligation to publicly update or revise any forward- looking statement.

Genesis Energy, L.P. is a diversified midstream energy master limited partnership headquartered in Houston, Texas. Genesis' operations include offshore pipeline transportation, soda and sulfur services, marine transportation and onshore facilities and transportation. Genesis' operations are primarily located in the Gulf Coast region of the United States, Wyoming and the Gulf of Mexico.

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