

US\$350,000,000

Mexichem 

Mexichem, S.A.B. de C.V.

8.750% Senior Notes due 2019

We are offering US\$350,000,000 aggregate principal amount of the Notes. The Notes will mature on November 6, 2019. The Notes will bear interest at a rate of 8.750% per year. We will pay interest on the Notes semiannually in arrears on May 6 and November 6 of each year, beginning May 6, 2010.

The Notes will be unconditionally guaranteed by certain of our subsidiaries. The Notes and the guarantees will be our and our subsidiary guarantors' senior unsecured obligations. The Notes and the guarantees will rank equally with all of our and our subsidiary guarantors' respective existing and future senior unsecured indebtedness.

We may redeem some or all of the Notes at any time at the greater of 100% of their principal amount outstanding and the Applicable Premium described in this offering memorandum, in each case plus any Additional Amounts and accrued interest through the date of redemption. See "Description of notes — Redemption." If a change of control triggering event as described in this offering memorandum under the heading "Description of notes — Redemption upon change of control" occurs, we may be required to offer to purchase the Notes from the holders. In addition, we may redeem the Notes, in whole, but not in part, at a price equal to 100% of their outstanding principal amount, plus any Additional Amounts and accrued and unpaid interest, in the event of certain changes in Mexican tax laws.

Application has been made to list the Notes on the Official List of the Luxembourg Stock Exchange and for trading on the Euro MTF Market. This offering memorandum constitutes a prospectus for the purpose of the Luxembourg law dated July 19, 2005 on prospectuses for securities. The Notes will be issued only in registered form in minimum denominations of US\$100,000 and integral multiples of US\$1,000 in excess thereof.

An investment in the Notes involves risks. See "Risk factors" beginning on page 17 for a discussion of certain risks you should consider in connection with an investment in the Notes.

Offering Price: 100% plus accrued interest, if any, from November 6, 2009.

The Notes may not be offered or sold in Mexico, absent an available exemption under Article 8 of the Mexican Securities Market Law (*Ley del Mercado de Valores*). The terms and conditions of this offering will be notified to the Mexican National Banking and Securities Commission (*Comisión Nacional Bancaria y de Valores, or the CNBV*) for informational purposes only and such notice does not constitute a certification as to the investment value of the Notes or of our solvency. This offering memorandum is solely our responsibility and has not been reviewed or authorized by the CNBV. In making an investment decision, all investors, including any Mexican citizen who may acquire Notes from time to time, must rely on their own examination of us and the guarantors.

The Notes have not been registered under the U.S. Securities Act of 1933, as amended, or the securities laws of any other jurisdiction. We are offering the Notes only to qualified institutional buyers (as defined in Rule 144A under the Securities Act) and outside the United States to non-U.S. persons pursuant to Regulation S under the Securities Act. Prospective purchasers that are qualified institutional buyers are hereby notified that the seller of the Notes may be relying on the exemption from the provisions of Section 5 of the Securities Act provided by Rule 144A. For a description of certain restrictions on the transfer of the Notes, see "Transfer restrictions".

We expect that delivery of the Notes will be made to investors in book-entry form through the facilities of The Depository Trust Company on or about November 6, 2009.

BofA Merrill Lynch

The date of this offering memorandum is October 30, 2009.