



## MasTec Announces Offering of Senior Notes

March 1, 2013

CORAL GABLES, Fla., March 1, 2013 /PRNewswire/ -- MasTec, Inc. (NYSE: MTZ) today announced that it will offer \$350,000,000 aggregate principal amount of senior notes in a registered public offering.

The senior notes will be MasTec's senior unsecured unsubordinated obligations and will rank equally in right of payment with any existing and future unsubordinated debt, and senior in right of payment to any existing and future subordinated debt. The senior notes will be effectively junior to MasTec's secured debt, including MasTec's existing credit facility, to the extent of the value of the assets securing that debt. The senior notes will be guaranteed on an unsecured unsubordinated basis by MasTec's domestic subsidiaries that guarantee MasTec's existing credit facility.

MasTec intends to use a portion of the net proceeds from the senior notes offering to fund the repurchase of MasTec's \$150 million aggregate principal amount of 7.625% senior notes due 2017 pursuant to MasTec's separately announced concurrent tender offer and consent solicitation, to fund the redemption of any such notes not tendered in the tender offer and to repay the outstanding balance under MasTec's existing credit facility. MasTec expects to use the remaining net proceeds for working capital and other general corporate purposes. Pending such usage, MasTec expects to invest the proceeds in short term instruments.

The closing of the senior notes offering is subject to customary conditions but is not contingent on the successful completion of the tender offer.

Barclays, Morgan Stanley and SunTrust Robinson Humphrey are acting as joint book-running managers of the offering.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy the senior notes, nor shall there be any sale of the senior notes in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such state or jurisdiction. A shelf registration statement relating to these securities has been filed with the Securities and Exchange Commission and is effective. A written preliminary prospectus and accompanying base prospectus for this offering describing the terms of the offering and meeting the requirements of Section 10 of the Securities Act of 1933 (other than a free writing prospectus as defined in Securities Act Rule 405) will be filed with the Securities and Exchange Commission and when available may be obtained for free by visiting EDGAR on the SEC website at [www.sec.gov](http://www.sec.gov) or by contacting Barclays, c/o Broadridge Financial Solutions, 1155 Long Island Avenue, Edgewood, New York 11717, by calling toll free at (888) 603-5847, or by emailing [Barclaysprospectus@broadridge.com](mailto:Barclaysprospectus@broadridge.com), Morgan Stanley at 180 Varick Street, Second Floor, New York, New York 10014, Attention: Prospectus Department or by email at [prospectus@morganstanley.com](mailto:prospectus@morganstanley.com), and SunTrust Robinson Humphrey at 3333 Peachtree Road, Tenth Floor, Atlanta, Georgia 30326, Attention: High Yield Syndicate or by calling (404) 439-7554.

### **About MasTec, Inc.**

MasTec, Inc. is a leading infrastructure construction company operating mainly throughout North America across a range of industries. MasTec's activities include, but are not limited to, the engineering, building, installation, maintenance and upgrade of energy, utility and communications infrastructure, including: electrical utility transmission and distribution; power generation; natural gas and petroleum pipeline infrastructure; wireless, wireline and satellite communications; wind farms, solar farms and other renewable energy infrastructure; and industrial infrastructure. MasTec's customers are primarily in these industries. MasTec's corporate website is located at [www.mastec.com](http://www.mastec.com). Jose Mas, CEO of MasTec, has led MasTec since April of 2007.

### **Forward-Looking Statements**

*This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are based on management's current expectations and are subject to a number of risks, uncertainties, and assumptions, including further or continued economic downturns, reduced capital expenditures, reduced financing availability, customer consolidation and technological and regulatory changes in the industries we serve; market conditions, technical and regulatory changes that affect us or our customers' industries; our ability to accurately estimate the costs associated with our fixed-price and other contracts and performance on such projects; our ability to replace non-recurring projects with new projects; our ability to retain qualified personnel and key management, including from acquired businesses, enforce any noncompetition agreements, integrate acquired businesses within the expected timeframes and achieve the revenue, cost savings and earnings levels from such acquisitions at or above the levels projected; the impact of the American Recovery and Reinvestment Act of 2009 and any similar local or state tax legislation and other regulations affecting renewable energy, electrical transmission, broadband and related projects and expenditures; the effect of state and federal regulatory initiatives, including costs of compliance with existing and future environmental requirements; our ability to attract and retain qualified managers and skilled employees; trends in oil and natural gas prices; increases in fuel, maintenance, materials, labor and other costs; fluctuations in foreign currencies; the timing and extent of fluctuations in geographic, weather, equipment and operational factors affecting the industries in which we operate; any material changes in estimates for legal costs or case settlements or adverse determinations on any claim, lawsuit or*

*proceeding; the highly competitive nature of our industry; our dependence on a limited number of customers; the ability of our customers, including our largest customers, to terminate or reduce the amount of work, or in some cases prices paid for services on short or no notice under our contracts; the impact of any unionized workforce on our operations, including labor availability and relations; liabilities associated with multiemployer union pension plans, including underfunding and withdrawal liabilities, for our operations that employ unionized workers; any liquidity issues related to our securities held for sale; the adequacy of our insurance, legal and other reserves and allowances for doubtful accounts; any exposure related to our divested state Department of Transportation projects and assets; restrictions imposed by our credit facility, senior notes, convertible notes and any future loans or securities; the outcome of our plans for future operations, growth and services, including business development efforts, backlog, acquisitions and dispositions; any dilution or stock price volatility which shareholders may experience in connection with shares we may issue as consideration for earn-out obligations in connection with past or future acquisitions, or as a result of conversions of convertible notes or other stock issuances; as well as other risks detailed in our filings with the Securities and Exchange Commission. Actual results may differ significantly from results expressed or implied in these statements. We do not undertake any obligation to update forward-looking statements.*

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SOURCE MasTec, Inc.