



**Becle, S.A.B. de C.V.**

**Summary of Resolutions Adopted by the  
General Ordinary Shareholders' Meeting  
held on April 27, 2017**

- I. Submission and ratification of the integration of the capital stock of the Company as a result of the initial public offering of shares corresponding to its capital stock.

The shareholders ratified that the capital stock of the Company adds up to the amount of \$11,481,161,494.23 (eleven thousand four hundred eighty-one million one hundred sixty-one thousand four hundred ninety-four pesos 23/100 MXN) represented by a total number of 3,654,039,691 (three thousand six hundred fifty-four million thirty-nine thousand six hundred ninety-one) common, registered shares, without par value, sole series, of free subscription, fully subscribed and paid-in.

- II. Submission and, as applicable, approval of the reports referenced in article 28, section IV of the Securities Market Law, including the presentation of the financial statements of the Company, corresponding to the fiscal year ended on December 31, 2016, and resolutions regarding the management of the Board of Directors, Committees and Chief Executive Officer of the Company.

The reports referenced in article 28, section IV of the Securities Market Law and the Company's financial statements (including the opinion of the external auditor) were submitted and approved, which show a net profit of \$3,147,747,871.00 MXN (three thousand one hundred forty-seven million seven hundred forty-seven thousand eight hundred seventy-one pesos 00/100 MXN).

Each and every one of the actions carried out by the Board of Directors, the Audit and Corporate Practices Committee, the Chairman and the Chief Executive Officer, the Secretary and officers of the Company in the performance of their duties during the fiscal year ended on December 31, 2016, were ratified and approved.

- III. Submission of the report on the compliance of the tax obligations of the Company, pursuant to the applicable legal provisions.

The report regarding compliance with the Company's tax obligations for fiscal year 2015 was submitted and approved, pursuant to the provisions of the Income Tax Law and the Federal Tax Code.

- IV. Resolutions regarding the application of results for the fiscal year ended on December 31, 2016.

The shareholders approved that the net profits of the Company obtained in the fiscal year ending December 31, 2016, which arise to the amount of \$3,147,747,871.00 MXN (three thousand one hundred forty-seven million seven hundred forty-seven thousand eight hundred seventy-one pesos 00/100 MXN), be allocated to the Accumulated Results Account of previous years.

V. Discussion and, as applicable, approval of the creation of the fund for the acquisition of the Company's own shares, in terms of the provisions of article 56 section IV of the Securities Market Law, as well as the ratification of the policies to operate such fund which the Board of Directors of the Company approved.

- (i) The creation of the fund to purchase the Company's own shares was approved, considering a maximum amount equal to \$3,300,000,000.00 MXN (three billion three hundred million pesos 00/100 MXN), which does not exceed the total balance of the net profits of the Company, including withheld profits.
- (ii) The policies approved by the Board of Directors of the Company regarding the acquisition and allocation of the Company's own shares were acknowledged and the Chief Executive Officer of the Company was instructed to be in charge of its implementation.
- (iii) Ignacio Abarrategui Diez and Daniel Elguea Solís were appointed as authorized officers and Daniel Elguea Solís and Luis Carlos de Pablo Gómez del Campo were appointed as executors, and in both cases, they shall act jointly.

VI. Appointment and/or ratification, as applicable, of the individuals who will be the members of the Board of Directors, secretary and officers.

- (i) Alexander Gijs Van Tienhoven was appointed as a member of the Board of Directors of the Company.
- (ii) All the other members of the Board of Directors, the Chairman of the Board of Directors and the Secretary of the Board of Directors were ratified in their relevant positions.
- (iii) The resignation submitted by José Juan Delgado Ruiz as Alternate Secretary of the Board of Directors, without being a member thereof was accepted, and Cynthia Corro Origel was appointed as Alternate Secretary of the Board of Directors, without being a member thereof.
- (iv) The shareholders certified that the Board of Directors was composed as follows:

<u>Name of Director</u>	<u>Position</u>
Juan Francisco Beckmann Vidal	Chairman
Juan Domingo Beckmann Legorreta	Member
Nello Raimund Trevisan*	Member
Michael Verdon Cheek*	Member

Rogelio Miguel Rebolledo Rojas*	Member
John Randolph Millian*	Member
Ricardo Cervera Lomelí*	Member
Alexander Gijs Van Tienhoven*	Member
Ángel Ignacio Abarrategui Diez	Alternate Member
Daniel Elguea Solis	Alternate Member
Carlos Javier Vara Alonso*	Alternate Member

\* Independent

- (v) The Chief Executive Officer of the Company was ratified.
- (vi) The members of the Board of Directors and the Secretary are released from liability arising from the performance of their duties, and for such purpose, they were granted the broadest release applicable by law.

VII. Appointment and/or ratification, as applicable, of the Chairman of the Audit and Corporate Practices Committee.

- (i) Ricardo Cervera Lomelí was ratified as Chairman of the Audit and Corporate Practices Committee of the Company.
- (ii) The shareholders resolved that, in connection with the performance of its duties, the Company shall hold the members of the Audit and Corporate Practices Committee, the Chairman, the Executive Secretary, the Secretary and the Alternate Secretary harmless, regarding any claim, lawsuit, proceeding or investigation initiated in Mexico or abroad, to which such individuals could be a party in their capacity as members of the Audit and Corporate Practices Committee or Secretary or Alternate Secretary, respectively.

VIII. Compensation of the members of the Board of Directors, of the Audit and Corporate Practices Committee, as well as of the secretary.

- (i) A net fee of US\$3,500.00 (three thousand five hundred dollars 00/100 currency of the United States of America), to the members of the Board of Directors per meeting attended was approved, but such amount shall not exceed, in one year, the amount of US\$14,000.00 (fourteen thousand dollars 00/100 currency of the United States of America); This fee shall be paid to the Directors or Alternate Directors appearing on their behalf. The Secretary, without being member of the Board, shall receive a net fee of US\$2,000.00 (two thousand dollars 00/100 currency of the United States of America) but such amount shall not exceed, in one year, the amount of US\$8,000.00 (eight thousand dollars 00/100 currency of the United States of America). Likewise, and in addition to the travel allowances that will be reimbursed according to the policies determined by the Company, a net fee of US\$3,500.00 (three thousand five hundred dollars 00/100 currency of the United States of America) shall be paid to the Directors per Meeting of the Board of Directors taking place outside their country of habitual residence. Additional members of management and guests, will not receive any fees

for the Meetings they attend. If calls and exchange of advisory information and/or alignment are required to prepare a Meeting, as well as to cover other topics, these will be covered with the fees described above.

- (ii) A net fee of US\$3,000.00 (three thousand dollars 00/100 currency of the United States of America) was approved for members of the Audit and Corporate Practices Committee for each meeting of the Audit and Corporate Practices Committee to which they attend, but such amount shall not exceed, in one year, the amount of US\$12,000.00 (twelve thousand dollars 00/100 currency of the United States of America). In addition, the travel allowances will be reimbursed according to the policies that, as applicable, are determined the Company by means of a meeting of the Committee that is carried out outside their country of habitual residence. If calls and exchange of advisory information and/or alignment are required to prepare a Meeting, as well as to cover other topics, these will be covered with the fees described above.

IX. Submission and, as applicable, resolutions regarding granting powers of attorney.

The shareholders resolved to revoke the powers of attorney granted by the Company in favor of Cristóbal Francisco Mariscal Estrada.

The above mentioned revocation will be effective as of the date on which the instrument formalizing the minutes of this meeting is registered before the Public Registry of Property and Commerce.

X. Appointment of special delegates to execute and formalize the resolutions adopted by this meeting.

- (i) The special delegates of the meeting authorized to appear before a notary public to formalize all or part of the minutes of the meeting, to manage, as applicable, the registration, either directly or by means of the individual they appoint, of the relevant official copy before the Public Registry of Commerce of the City of Mexico, and carry out all the necessary actions to comply with the resolutions adopted by the meeting, were appointed.
- (ii) The special delegates of the meeting authorized to sign and submit all kinds of certifications and documents and to carry out all kinds of actions, before the National Banking and Securities Commission, Bolsa Mexicana de Valores, S.A.B. de C.V., S.D. Ineval Institución para el Depósito de Valores, S.A. de C.V., and any national or foreign authority, as well as any other public or private company or institution, in connection with the resolutions adopted by the meeting, were appointed.