



Bolsa Mexicana de Valores, S.A.B. de C.V.

**Annual Ordinary General
Shareholders Meeting
April 28, 2022**

Main boardroom, 10th Floor
Building located at
Paseo de la Reforma No. 255, Colonia
Cuauhtémoc, Mexico City
12:00 p.m. Central Time

Informative document for Shareholders Meeting

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I. Introduction

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Agenda for the Shareholders Meeting

1. Annual reports and audited financial statements.
2. Company's results.
3. Dividend payment.
4. Appointment and/or ratification of directors, statutory auditor (*comisario*) and members of committees.
5. Remuneration and emoluments.
6. Share buyback policy.
7. Maximum amount for share buybacks.
8. Appointment of delegates.

Purpose

The purpose of this document is to provide our shareholders with adequate and timely information to assist them in their decision making. The draft resolutions refer in substantive terms, although their wording and content may vary according to the resolutions adopted at the Shareholders Meeting and the minutes prepared by the Secretary.

From the date of publication of the corresponding Notice of Meeting, the information and documents related to each of the items on the agenda of the Meeting are immediately and free of charge available to the shareholders on the Company's website www.bmv.com.mx.

Your vote is important to us

Participation Facilities

Considering the current circumstances, and in protection of the social interest and public health, the Company will seek mechanisms to facilitate the attendance of shareholders who wish to attend the meeting, by proxy instead of in person. Ensuring the availability of information and the exercise of the attendance and voting rights of our shareholders at all times; as well as respecting the equal treatment and transparency that historically characterize us.

In addition, on this occasion, to the extent possible under the circumstances, we will limit invitations to attend the meeting to persons whose presence is strictly necessary or substantially desirable. We will also restrain non-essential social activities related to the meeting. For further information, please contact the Company at 55 5342-9117 and svilchis@grupobmv.com.mx.

Message from the Chairman of the Board

***Dear shareholders, collaborators,
and friends of Bolsa Mexicana
de Valores Group***



After two challenging years of pandemic and macroeconomic uncertainty, Grupo BMV is focused in continue serving the needs and expectations of our current customers and potential issuers. The purpose of this was to list more companies and help them get attractive sources of financing through the stock market, assist them in generating value hand in hand with investors and propel their growth and development plans.

For two decades, the Mexican financial market has been on a particular path towards its development. Today, we have a strong local capital market made up of 143 local issuers and we are witnessing a remarkable development of the global market or SIC, where assets under custody already exceed 75 billion dollars. Furthermore, the sustained growth of the debt market was essential for companies seeking financing during the pandemic.

Despite a lower economic growth during 2021, our efforts in supporting the different sectors, drivers of the economy and small and medium-sized companies, reaffirm the role of Grupo BMV as an ally of Mexico in terms of development and financial stability.

In an environment of major challenges, it must be noted that during 2021 we supported 10 new companies to obtain financing through different investment vehicles and markets, including: shares, debt, Fibra E, CKD's and CERPI's. This was made possible by understanding their needs and issuance requirements. In addition, 10 companies issued ESG debt to finance sustainable projects.

As a result, 2021 was a positive year for the business. We reported revenues that totaled 3.9 billion pesos, demonstrating operational stability. This came thanks to the diversification, operational resilience and continuity of our strategy towards 2025, as well as the excellence in the service to our clients and a good risk management, which together were a differentiator for the benefit of the Mexican Stock Market.

It's been almost two years for me as Chairman of the Board of Directors of Grupo BMV. Since then, together with the management team we have identified opportunities for the development of the stock market and the company, which are reflected in indicators that drove the business and created value for our shareholders. BMV Groups recorded an EBITDA margin of 61%, 205 basis points above 2020.

As a group, we certainly want to continue strengthening our governance. We are convinced that a fundamental part of the success of our Institution is its foundations and we know that good governance is key to the sustainable development of our business. In that sense, our Board of Directors has been characterized by bringing great value to the organization, setting the course of the corporate strategy with its knowledge, experience and counseling with multiple approaches. Its strategic vision and the commitment to act under the highest ethical and transparency standards, ensuring the interests of all parties, increases the confidence of all our stakeholders and is reflected in the results of Grupo BMV.

During 2021, we strengthened our corporate governance through the following axes:

- **Diversity** – We recognize that decision-making is enriched when different perspectives, visions, experiences and profiles are considered, but especially when we have inclusive participation. Claudia Jañez joined the Board of Directors in 2021. She currently oversees the Executive Board of Global Companies and previously chaired DuPont Latin America. Claudia has contributed significantly to our company with her extensive experience in the industrial sector and multinational strategic vision. At the end of 2021, 30% of independent directors are women.
- **Communication** – We know that promoting transparency involves leading by example, so we have increased the information of the profiles of our Board of Directors on our website, emphasizing the career path and key competencies of each Director, ensuring that they are in line with the needs of our institutional strategy.
- **Effectiveness review** – We recognize that evaluation processes allow us to verify the fulfillment of our objectives and are a source of learning. Therefore, we have implemented agreements and actions that benefit the Group; we have carried out performance evaluations of the Board in the areas of strategy, risk management, ethical and stakeholder relations.

Over time, Grupo BMV has undergone challenging times, and our philosophy of corporate responsibility has been a great differentiator and a fundamental key for continuity in market operations. This would certainly not be possible without the dedication and professionalism of our collaborators.

At Bolsa Mexicana de Valores, together with other institutions and stock market participants, we have joined forces to promote financial awareness and, with new technological tools, the digitalization and demand for financial services has increased. This has resulted in a skyrocketing increase of over 300% in the number of investors in 2021, which resulted in 2.8 million investment accounts registered in Mexican Brokers.

The path to digitalization

We are a leader company in technological solutions, always at the forefront, with service levels constantly above 99.99%, permanently meeting the expectations and needs of our customers. The current context demands greater innovation and disruption in the development of services, aimed at a more agile, intuitive and digital user experience.

Likewise, in 2021 we continued transforming our technology, giving continuity to our 2025 strategic plan, which is based on four stages: operational excellence, reorientation of the IT role, transformation of technological platforms and disruptive technologies. It goes hand in hand with the growth of the existing businesses and enables capacities for the creation of new businesses by enhancing innovation and business transformation.

An example of this are our actions to generate a 100% electronic process for the issuance of securities, which concluded in the first quarter of 2022 and represents an important transformation in the Mexican securities market.

Sustainability

It is no coincidence that sustainability has become a central criterion for investors and consumers when making investment decisions or purchasing goods or services. Through Grupo BMV, companies can finance their operations with ESG criteria, making the most of their resources without compromising the future generations'.

This year, Grupo BMV took significant steps in Environmental, Social and Governance matters, creating sustainable value for Mexico and we did so following two ways:

o Developing the market

- 26% of the total long-term debt issued, or 36 billion pesos, was ESG.
- Additionally, we started promoting sustainability-linked bonds, strengthening our range of sustainable products.
- We created sustainability capabilities for listed companies through workshops, as well as a Sustainable Enhancement Program.

o Setting the example

- We join the commitment to be a “Net Zero Carbon Emissions” company along with five other stock exchanges around the world.
- We created new policies and strengthened the code of ethics and conduct, based on ESG criteria.
- We strengthened our diversity and inclusion strategy.
- We generated an energy efficiency plan.

This allowed us to increase our level of sustainability and gave us greater visibility globally. The efforts translate into being the first stock exchange in Latin America to be incorporated into the *Dow Jones Sustainability MILA Pacific Alliance Index*, which recognizes the Pacific Alliance companies with the best ESG performance.

Vision for the future

Looking ahead to 2022, we see a challenging year, but also a more promising reality with an increased economic reactivation. As an organization I am confident that we will live up to the needs of our customers, community, shareholders and the country. We will continue to be the best option for financing the projects that Mexico needs.

We will continue working on generating a digital and innovation culture using disruptive technologies, building a company that takes care of its employees and promotes their development, and also strengthening organizational culture.

We will take strong steps to be part of the solution to the risks of climate change through ESG products.

I recognize and appreciate the efforts of our collaborators. I admire your commitment and ability to adapt, the results of Grupo BMV, are without question the result of your work and determination to achieve the organizational goals despite the challenges.

Last, I acknowledge and thank my colleagues on the Board of Directors for their continued support, commitment and presence, which has been key to the development of the strategy of Grupo BMV. I also thank our shareholders and customers for their trust. We will continue working firmly to maintain our organizational purpose: To facilitate the operation of the Mexican securities and derivatives market, covering all stages of stock market operations.

Sincerely,

Marcos Martínez Gavica

Non-executive Chairman of the Board of
Directors

Message from the CEO

Dear Shareholders, Collaborators, and the General Public,



The year 2021 will be remembered for its challenging global settings and moments of high volatility and uncertainty, but also as one of the best years for financial markets in over a decade. We observed in most stock indices double-digit annual returns driven by factors such as generalized recovery, monetary stimulus, and results of listed companies that surpassed our expectations.

At Grupo Bolsa Mexicana de Valores, we remained faithful to our purpose of facilitating the operation of the stock and derivatives market in Mexico, covering all stages of stock market operations. Our wide experience and robust infrastructure made a difference given the complexity of the year, which translated into a period of good results for our shareholders and for the stock market.

Financial Results

Market Growth

In particular, the Mexican market had one of its best periods in more than 12 years; 27 of the 35 issuers that make up our main stock exchange ended the year positively. Additionally, the second half of the year was marked by record highs for our main index (IPC), where during August 8 new marks were reached, and in December the last high of the year was registered above 53 thousand points.

Profitability

Our focus on Grupo BMV's value chain allows us to facilitate financing for Mexico's development and subsequent securities trading, mitigate risks through our central counterparties, provide certainty to securities settlement, and provide high-value information services to market participants. Additionally, we have promoted efforts so that the stock market, in addition to being an excellent financing vehicle, is also a driver of institutionalization, transparency and sustainability in Mexican companies.

Your vote is important to us

This increased the profitability of our business, **generating historical records in revenues, operating profit, EBITDA margin and net income**. Revenues reached \$3.9 billion pesos and an EBITDA margin of 61%. Net income was worth \$1.6 billion pesos, achieving a growth of 7% over the previous year.

Diversification and Operations

We have 9 business lines that offer comprehensive services to facilitate the operation and post-trading of securities and derivatives. In that sense, 49% of revenue comes from subscriptions and 51% from transactional revenue.

In the capital market, the average daily traded value during 2021 stood at \$17 billion pesos, which represented an increase of 6% compared to the previous year. In the local market, the increment was 5%, and in the global market 7%.

In line with the commitment to promote Mexico's economic development and trust in the services provided by Grupo BMV, the issuance of Fibras E, Mexico Infrastructure Partners, the subsequent stock issues of Grupo Vasconia and Vesta, as well as the unquoted issues of Sempra, Alterna and Elementia in the capital market stand out. In relation to CKDs/CERPIS, there were seven placements in 2021. In the debt segment, as of December 2021, 1,091 short-term stock issues were placed for a total amount of \$167.1 billion pesos. While long-term placements amounted to 140 stock issues for a total amount of \$141.1 billion pesos.

In Indeval, \$6.1 trillion pesos were settled daily on average and the value of assets under custody marked an all-time high of \$30.8 trillion pesos.

Technological transformation

We continued working on our strategic plan that, on the one hand, supports the growth of existing businesses and on the other hand, enables the capabilities for the creation of new business lines based on the needs of the market and with the highest levels of cybersecurity. Among other projects:

- We modernized the platforms of capitals, derivatives, clearing houses and central securities depository.
- We created the Digital Products area to provide the market with innovative, disruptive solutions focused on customer experience.
- We trained employees in responsiveness issues.

In 2022 we will continue to focus on developing solutions that accelerate digital transformation, optimize processes, and enrich the experience of our customers:

- We will expand the product offering through the generation of transactional historical information to attract new participants to the market.
- We will implement an area for the settlement of securities loans.
- We will provide custody services enabling access to local market infrastructure and foreign financial institutions.
- We will continue to strengthen the security scheme of our digital systems.

Focusing on the customer

Customer service is our priority in the execution of our activities. The collaborators at Grupo BMV are prepared to provide a service of exceptional quality and in 2021, they were trained on new and better responsiveness issue techniques. On the other hand, in order to measure the satisfaction and expectations of our customers, we implemented the Net Promoter Score (NPS) Methodology in some business areas, displaying high satisfaction results. In 2022, all areas of Grupo BMV will implement this methodology.

The Sustainable Stock Exchange of Mexico

As a stock exchange, we recognize the fundamental role we play in the economic, social and sustainable development of the country.

According to the 2021 Global Risks Report, four of the five most relevant risks concerning the population were environmental risks, which implies that, in the next two decades, the way we inhabit our planet will change considerably. In 2021, we formalized our commitment to become a net zero carbon emissions company, where on the one hand we will promote the decarbonization of the market and, on the other hand, we will strengthen our environmental strategy within the organization.

In 2021, we continue to boost the ESG market through:

1. **ESG products and services.** Since 2016, 86,647 million pesos have been issued through Grupo BMV's platform, corresponding to 38 ESG bonds: 35 labeled and 3 linked to sustainability. We created two ESG indices to continue promoting and supporting companies that perform well in terms of sustainability.
2. **Capacity building.** Through the **Sustainable Accompaniment Program (PAS)**, we aim for all types of companies to be able to count on training in Environmental, Social and Governance matters.
3. **Strategic alliances.** We actively participate in the initiatives of Sustainable Stock Exchanges (SSE) in the generation of two documents: one focused on the incorporation of TCFD and the other on gender equality.

4. **Financial awareness.** We are aware that the need for financial education is now increasing. In 2021, we changed paradigms in educational terms, where with the support of technological resources we trained 51,220 people through courses, conferences and webinars, a figure 10% higher than that of the previous year and 39% above 2019 results. On the other hand, we had four new alliances and collaboration agreements and we held the event Ring the Bell for Financial Literacy as part of our initiatives to promote financial culture in Mexico.

Practice what we preach

We cannot promote a sustainable and governance culture if we do not start within ourselves. Our strategy and initiatives place Grupo BMV as the Sustainable Stock Exchange of Mexico and make us a key ally for the transition towards a sustainable and low-carbon economy.

In **environmental** issues, we gave continuity to our strategy by measuring our environmental impact and taking charge by offsetting 100% of the CO2 emissions generated in Scope 1 and 2 and in turn benefiting the project of a wind farm in Oaxaca. Additionally, we have identified our environmental risks and opportunities, generating a report based on TCFD recommendations.

From the **social perspective**, our talent is the basis of our success, so in 2021 we analyzed functions and redefined roles to address the market's needs in a more efficient and centered manner. In order to continue with the organizational development aligned with the business strategy, our staff was trained in topics such as: sustainability, unconscious biases, responsiveness and customer-centered services.

Behind our success, there is a diverse team that enriches our projects. Although we have been characterized as a diverse and inclusive company, in 2021 we launched the Diversity and Inclusion program, in which three communities were built: Women, LGBT+ and Disability, through which initiatives will be generated in favor of the diversity of talent and equal opportunities within the organization.

Finally, the return to the new "normal", after the COVID pandemic, led us to implement the staff reinstatement plan in a safe, gradual and flexible manner.

In terms of **governance**, we strengthened it through the creation of Policies such as Sustainability and Human Rights, we reinforced controls through Grupo BMV's risk management model and our Ethics Code was optimized in terms of discrimination due to COVID-19.

Facing the future

2022 promises to be a year with big challenges and growth opportunities. In Grupo Bolsa Mexicana de Valores we will continue to be allies of the financial authorities and our stakeholders, working together for the economic reactivation and development of the stock and derivatives market of our country.

We will continue to support companies in Mexico to materialize their projects through our financial products and services, as well as technological tools. In turn, we will generate more services that allow us to increase the number of investors.

We will continue to promote sustainability, accompanying companies and creating ESG capabilities that allow them to set the path to become more environmentally and socially resilient.

We will work hand in hand with financial authorities and regulators, as well as other bodies to strengthen financial culture in Mexico.

I am especially grateful to Grupo BMV collaborators, who in the face of a complex scenario experienced in 2021 gave their maximum effort and commitment, demonstrating that we are one step ahead as an organization. We have the capabilities to continue transforming challenges into great opportunities, we will accompany our clients in their growth projects and in a year that will require the work of those who make the operation of the Mexican stock and derivatives market possible.

Sincerely,

José-Oriol Bosch Par

CEO

II. Our Philosophy

At Grupo Bolsa Mexicana de Valores we are aware that our Institutional Philosophy reflects the fundamental purpose of the organization and establishes the frame of reference that must guide strategic, tactical and operational decisions, as well as the basic principles on which all employees commit their daily actions. In this sense -as an Institution-, it is our duty to define it, promote it and keep it in force.

Our values

Six values essentially define our organization and guide the actions and performance of all of us who proudly collaborate in Grupo BMV.



Teamwork unites our talent to achieve better results.



Integrity guides all our actions.



Transparency is the basis of the confidence we generate in the marketplace.



Innovation, the backbone of transformation and continuous improvement.



Client Service is the priority in the execution of our activities.



Excellence drives our daily work.

Your vote is important to us

Mission

We make it possible for the securities and derivatives market to function in Mexico.

Vision

To maintain our leadership in the securities and derivatives markets, through the excellence of our services, expertise and innovation, and thus be a catalyst for economic progress.

With commitment and passion,
to promote the growth and development of the country

Through an integrated business group, covering all stages of stock market operations, from promotion, order execution, transaction settlement, custody and clearing, risk management, as well as the generation of real-time and value-added information.

Supported by our talent and experience, that ensure competitiveness and high standards of efficiency and transparency in the provision of services, as well as the optimal use of state-of-the-art platforms and technology.

Sustainability

Our sustainability strategy is aligned with the mission of our business and is reflected in an 8-Dimensional Model, which we integrate as a constant in Grupo BMV to guide decisions and obtain a profitable and sustainable performance in the long term.



In 2020 we identified our priorities in terms of business sustainability that have the greatest impact inside and outside Grupo BMV through a materiality analysis. This exercise involved our stakeholders, such as employees, clients, authorities, investors and senior management through a survey and interviews.

Your vote is important to us

The analysis yielded 31 material issues, which allow us to evaluate our priorities in order to continue generating value, minimize our risks and strengthen our institutional strategy.



Main Initiatives for 2021

Developing the Market

- **Boosting the ESG market:** (26% of total debt issued was ESG)
- **New sustainable products:** Creation of sustainability-linked bonds.
- **Sustainability capacity building** for listed companies
- Ring the Bell for Gender **Equality & Financial Literacy**
- Incorporated ESG reporting as a voluntary listing requirement.
- **Sustainable Accompaniment** Program (SAP) for listed and potential companies.
- **Strategic Alliances:** SuME (Sustentabilidad para México A.C.)
- Participated with the **Sustainable Stock Exchanges SSE** in the creation of 2 best practice documents: derivatives and climate.

Within the organization (Setting an example)

We joined the commitment to become a **Net Zero (CO2)** company together with 5 other stock exchanges. **Offset CO2 emissions**, benefiting a wind farm in Oaxaca.

Strengthening of **diversity and inclusion** strategy: Creation of Women, LGBT+ and Disability Community

Strengthening of customer service and measurement with **Net Promoter Score**

Publication of **integrated annual report** in accordance with GRI.

Policies: Sustainability and Human Rights

Waste management and energy efficiency: Separation islands and replacement of lighting with LEDs.

ESG Scores and Indexes of which BOLSAA is a part of

Rating	2019	2020	2021	Index
CSA S&P	26 / 100	34 / 100	55 / 100	Dow Jones Sustainability Index MILA S&P/BMV IPC ESG Tilted S&P/BMV IPC CompMx Rentable ESG Tilted
MSCI	BB	BB	A	Emerging markets IMI ESG Screened
Bloomberg	21.4 / 100	28.9 / 100	38.8 / 100	Bloomberg ESG Data Index

III. Corporate Governance

Board of Directors

The management of our business is vested in a Board of Directors, which is currently composed of 15 directors and their alternates. Our directors and their alternates were elected or ratified at our Shareholders Meetings held on April 29, 2021, and will continue in office until the next Annual Ordinary General Shareholders Meeting.

Pursuant to the Mexican Securities Market Law (*Ley del Mercado de Valores*), at least 25% of the members of the Board of Directors of a public company must be independent, and currently more than half of the members are independent. Pursuant to our by-laws, a majority of the members of our Board of Directors and at least a majority of the members of each of our committees must be independent. In addition, all members of the Audit Committee and the Corporate Practices Committee must be independent directors, and the members of the Disciplinary, Supervisory, Regulatory and Securities Listing Committees must be independent as well.

In addition, gender diversity, age and professional experience make a balanced Board, nurtured by different perspectives and approaches, oriented towards value creation.

The Company has solid mechanisms for the identification, monitoring and management of relevant risks and the directors have access to management and external advice, if they consider it convenient, in order to supervise and follow up on such relevant risks. The Board of Directors' supervision of the management of relevant risks is adaptable to the circumstances and to changes in the risks themselves.

The existence of a Board of Directors with a majority of independent members is intended to mitigate the origination of conflicts of interest between the Board of Directors and any group of shareholders of the BMV.

Committees

We have different committees that assist the Board of Directors in the fulfillment of its functions.

Audit Committee

Some of the main functions of our Audit Committee are as follows:

- Evaluate and give an opinion regarding the services of our external auditors;
- Supervise internal control and internal audit systems;

- Prepare an opinion, to be submitted to the Board of Directors, with respect to our financial statements prepared by our Chief Executive Officer (including an opinion as to whether our accounting policies and criteria are adequate and sufficient);
- Obtain expert opinion as deemed necessary or appropriate
- Require from our Chief Executive Officer and employees, reports related to the preparation of financial information;
- Start investigations with respect to transactions, internal control and internal audit systems and accounting records, and report any irregularities to the Board; and
- Give opinions on matters within its competence.

All current members of the Audit Committee are considered financial experts in accordance with applicable regulation.

Corporate Practices Committee

Our Corporate Practices Committee has, among others, the following functions:

- Give opinions regarding any matter within its competence, including the performance of our officers and related party transactions;
- Give opinions regarding the compensation to be paid to our officers and directors;
- Give an opinion regarding waivers for directors and officers to benefit from corporate opportunities that would otherwise belong to us;
- Obtain the opinion of experts as deemed necessary or appropriate;
- Be informed and give an opinion about related party transactions in terms of the Mexican Securities Market Law; and
- Make recommendations to our Board of Directors regarding the compensation of our Chairman, Chief Executive Officer and other senior officers.

Technology Committee

The Technology Committee has, among others, the function of performing advisory and consulting activities in technological matters, to know and follow up on the implementation of the main technology projects of the Company and of the legal entities it controls and to report to the Board of Directors of the Company on the status of these projects, including any deviations it may detect, as well as any other functions entrusted to it by the Board of Directors.

Nomination and Compensation Committee

The Nomination and Compensation Committee has, among other duties, the function of proposing to the Company's Shareholders Meeting a list of the names of those persons who, in its opinion, should be members of the Company's Board of Directors, as well as the compensation for corporate and management bodies.

Listing Committee

The Listing Committee determines whether to allow the listing of new issuers or securities for trading on the BMV.

Disciplinary Committee

The Disciplinary Committee has, among other duties, to hear and resolve cases of alleged violations of the rules issued by the BMV, as well as to impose the corresponding disciplinary measures.

Member Admission Committee

The Member Admission Committee is responsible for resolving the admission of new Mexican brokerage firms to operate on the BMV. This Committee will have the power to consult with external experts regarding any matter submitted for its approval.

Supervisory Committee

The Supervisory Committee's function is to analyze possible violations of the provisions issued by the BMV, as well as to propose to the Disciplinary Committee the imposition of disciplinary measures.

Regulatory Committee

The Regulatory Committee has, among others, the function of issuing self-regulatory provisions applicable to the BMV, brokerage firms and other market participants.

Statutory Auditor (comisario)

Given that the BMV is a regulated company and is considered a financial institution for purposes of the National Banking and Securities Commission Law, the BMV has both a Statutory Auditor and an Audit Committee.

Management

José-Oriol Bosch Par **Chief Executive Officer**

Mr. José-Oriol Bosch Par was appointed Chief Executive Officer effective January 1, 2015.

He has 35 years of solid experience in the securities and banking sectors. Prior to joining us, Mr. Bosch was a member of the board of directors of J.P. Morgan for more than 22 years, a member of the boards of directors of the Mexican Stock Exchange, of the Central Counterparty of Securities, of S.D. Ineval Institute for the Deposit of Securities and the MexDer Mexican Derivatives Market, as well as a member of the Technical Committee for Asigna, Clearing and Settlement, a member of the Executive Committee of the Mexican Association of Securities Institutions, and a member of the Financial Markets Committee of the Mexican Banking Association.

Ramón Güemez Sarre **Deputy Chief Executive Officer – Administration, Finance and Sustainability**

Mr. Ramón Güemez Sarre was appointed as Deputy Chief Executive Officer of Administration, Finance and Sustainability of the Mexican Stock Exchange on July 1st, 2021. Mr. Güemez joined the Mexican Stock Exchange in May 2008 in the Investor Relations Department, and headed the Administration and Finance Department (2013-2021). Previously, he held the position of Finance Director at SIF ICAP, S.A. de C.V., (a subsidiary of the BMV) and worked in international companies such as General Electric and Citibank. He began his professional career at Banco Mexico. He holds an actuarial degree from Universidad Anáhuac and an M.B.A. from McGill University in Montreal, Canada. McGill University in Montreal, Canada.

José Manuel Allende Zubiri **Deputy Chief Executive Officer – Issuers, Information and Markets**

Mr. José Manuel Allende Zubiri is the Deputy Chief Executive Officer of Issuers, Information and Markets of the Mexican Stock Exchange and has been with Grupo BMV since June 2000. From January 2011 to June 2012, he served as Chief Executive Officer of Valmer. From January 2005 to December 2010, he served as Director of Issuers and Business Development of Grupo BMV.

Mr. Allende holds a Bachelor's degree in Business Administration from Universidad Iberoamericana (UIA) and a Master's degree in Finance from Universidad Anáhuac and the Senior Management Program in Innovation and Technology from the Instituto Panamericano de Alta Dirección de Empresa (IPADE).

Hugo A. Contreras Pliego
Deputy Chief General Legal and Compliance Officer

Mr. Hugo Arturo Contreras Pliego is Deputy Chief Legal and Compliance Officer of Grupo BMV. He joined the Mexican Stock Exchange in 2001 as Deputy Director to the Presidency and has been in charge of the Legal Department (2002-2015) and the Executive Directorate of Regulatory Compliance (2015-2018). Previously, he held various positions at the Mexican Securities Commission (CNV), Director of Securities at the SHCP and Vice President of CONSAR.

He has a degree in Business Administration with a postgraduate degree in Financial Administration from the Universidad Tecnológica de México, and has attended several seminars on the securities and derivatives markets in the U.S.A.

Roberto González Barrera
Deputy Chief Executive Officer – Post Trade

Mr. Roberto González Barrera has been Deputy Chief Executive Officer of Post-Trade of since 2015. He has more than 30 years of experience in the financial sector, working at BBVA, ING-Barings Casa de Bolsa and Banamex-Citi. For 14 years he was a proprietary director of Indeval and member of the executive committee, was a Proprietary Director of CCV, member of the Executive Committee of the Board since its inception and was a member of the Technical Committee of Asigna for 7 years.

Roberto González Barrera holds a Bachelor's degree in Business Administration from Universidad Iberoamericana.

Claudio Vivian Gutiérrez
Deputy Chief Executive Officer – Technology

Claudio Vivian has been Deputy Chief Technology Officer of BMV since 2020. Mr. Vivian has more than 23 years of experience as Chief Technology Officer, participating in the technological transformation of local and global companies in different industries.

Related party transactions.

We have from time to time entered into transactions with our shareholders and with entities owned or controlled, directly or indirectly, by us or certain of our directors, officers and shareholders. Any related party transactions have been consistent with normal business operations, using terms and conditions available in the market and in accordance with applicable legal standards.

Talent Attraction Policy

Within Grupo Bolsa Mexicana de Valores, we do not discriminate in any way with respect to gender, race, age, religious creed, political doctrine, sexual orientation and social or physical condition; likewise, in our selection process we do not question or reject any candidate due to health issues, pregnancy, family planning and disability. On a quarterly basis, an analysis of the main indicators with information on the aforementioned topics is submitted to our Management for its knowledge and corresponding supervision.

IV. Requirements for attendance to the Shareholders Meeting

Shareholders Meetings

The following summary is for informational purposes only and is not intended to be an exhaustive description of the company's bylaws or applicable law, nor is it intended to constitute advice in this regard. Nor is it intended to replace the due study, by each shareholder, of the Company's bylaws or the applicable legislation.

For BMV, the interest of each and every one of its shareholders is paramount. In addition to respecting the statutory and legal minority rights, which are briefly summarized in this section, BMV promotes close, continuous and constant communication with its shareholders and seeks, in all cases, to facilitate the exercise of their rights. We reiterate to each BMV shareholder our absolute availability to receive their observations, concerns and comments. To this effect, we suggest that you contact the Secretary of the Company, at rrobles@roblesmiaja.com.mx; and/or our investor relations area, at bmvinvestors@bmv.com.mx.

Types of Shareholders Meetings

The shareholders meeting is the supreme body of the corporation. BMV has two types of shareholders meetings: ordinary and extraordinary shareholders meetings. The by-laws and applicable law differentiate the matters to be dealt with at each type of meeting. Ordinary general shareholders meetings are held from time to time, and at least once a year, within four months after the close of each fiscal year. Among other matters, ordinary general shareholders meetings are concerned with receiving and, if applicable, approving various reports and financial information from management, external auditors and corporate bodies; appointing or ratifying directors of the Audit committee and Corporate Practices committee chairmen and approving their emoluments; approving the maximum amount of resources, for each fiscal year, that may be used to purchase our own shares; as well as approving certain relevant transactions, in terms of the Mexican Securities Market Law (Ley del Mercado de Valores). Extraordinary general meetings may be held at any time and deal with matters such as amendments to the by-laws, mergers, transformations and capital increases or reductions.

Installation Quorum

Ordinary general meetings will be considered legally constituted at first call if at least 50% of the subscribed voting shares are represented; in the case of second or subsequent calls, ordinary general meetings will be considered legally constituted with any number of shares represented. Extraordinary general meetings will be deemed to be legally constituted on first call if at least 75% of the subscribed voting shares are represented; and on second or subsequent call, they will be deemed to be legally constituted if at least 50% of the subscribed voting shares are represented.

Development of Shareholders Meetings

Shareholders meetings are held at the Company's registered office (*domicilio social*), except in case of acts of God or force majeure, and must only deal with the matters included in the agenda. General shareholders meetings are presided over by the chairman of the board of directors or, in his absence, by the vice-chairman, if any, or, in his absence, by the person designated by the meeting itself. The secretary of the board of directors will act as secretary of the shareholders meetings; in his absence, the alternate secretary will act as secretary, and in the absence of the alternate secretary, whoever is appointed by the shareholders meeting will act as secretary. The chairman may, considering the circumstances, suspend or defer the holding of the meeting.

Voting

At shareholders meetings, each share will entitle its holder to one vote. Except for matters requiring the affirmative vote of a qualified majority: (i) at ordinary general shareholders meetings, resolutions will be valid if approved by the vote of a simple majority of the shares represented at the time of voting; and (ii) at extraordinary general shareholders meetings, resolutions will be valid if approved by the vote of shares representing at least 50% of the subscribed voting shares.

Notwithstanding, the favorable vote of shares representing at least 75% of the total capital stock will be required to resolve on various relevant matters, including, among others, amendments to the bylaws, variations to the capital stock, relevant capital investments, mergers, strategic alliances, spin-offs, divestitures, and the approval for any person or group of persons to acquire ownership or control of 5% of the shares representing the capital stock of the company.

In addition, shares acquired in violation of the Company's bylaws and applicable legal provisions will not have voting rights.

Minority Rights

The minority rights of BMV shareholders include: (i) for holders of shares, for each 10% they represent individually or in the aggregate of the capital stock, (a) to request a one-time postponement, for 3 calendar days, of the vote on any matter regarding which they do not consider themselves sufficiently informed; (b) to appoint a director and his/her respective alternate; and (c) to require the chairman of the board or of the committee or committees that carry out the functions regarding corporate practices and auditing, to call a general shareholders meeting. In addition: (ii) shareholders who, individually or jointly, hold 20% or more of the capital stock, may judicially oppose the resolutions of the general meetings in respect of which they have voting rights, and (iii) shareholders representing at least 5% of the capital stock, may directly bring a civil liability action against the directors.

Regarding the appointment of directors, in particular, we note that, at the ordinary meeting, the nomination committee will present a slate of directors for ratification or appointment. Shareholders who can demonstrate ownership of 10%, acquired in accordance with the by-laws, may, prior to the meeting, exercise their right to appoint a director and his respective alternate, in which case they may no longer exercise their voting rights to appoint the directors and their alternates to be elected by the majority. In order to exercise this right, shareholders must comply with the requirements of legitimacy, process (in due time and form), and eligibility set forth in the bylaws.

Exercise of Voting Rights

In order to exercise voting rights at shareholders meetings, shareholders must prove their ownership and representation in accordance with the terms set forth in the respective notice of meeting and in the bylaws. We always suggest that you carefully review the accreditation and representation requirements set forth in each call to our shareholders meetings.

In this regard, we note that the acquisition of shares or the execution of any type of agreement that grants control or rights to acquire 5% of the shares of capital stock by any person or group of persons may only be made with the prior discretionary authorization of the board of directors and the extraordinary general shareholders meeting. To this effect, we emphasize that the board of directors may determine, at its discretion, whether any person is acting in a joint or coordinated manner. In addition, no person or group of persons may acquire, directly or indirectly, through one or more simultaneous or successive transactions of any nature, control of shares representing more than 10% of the capital stock of the company, unless authorized by the Mexican Ministry of Finance and Public Credit (*Secretaría de Hacienda y Crédito Público*). If share acquisitions are made or agreements are entered into without observing the aforementioned requirement, the shares subject to such acquisitions or agreements will not grant any right to vote at any shareholders meeting of the corporation and the corporation may not recognize the ownership of the shares thus acquired.

Attendance Rights

In order to be entitled to attend the Meeting, shareholders must deliver to the Company's offices located at Paseo de la Reforma 255, Colonia Cuauhtémoc, Zip Code 06500, Mexico City (Telephone 555342-9117), no later than the business day prior to the date of the Meeting (hours from 9:00 A.M. to 6:00 P.M. on business days), the proxy or form mentioned below and the share certificates or depository receipts issued by a domestic or foreign financial institution or by S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V., as well as any other applicable legal or tax requirements. Upon delivery of the aforementioned documents, shareholders will be issued their admission cards, which they must deliver to the registration table to attend the Meeting. Brokerage firms and other depositors with S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V. are reminded that, in order to obtain the aforementioned admission cards, they must present, if applicable, a list containing the name, address, nationality and number of shares of the shareholders they represent.

From the date of publication of the Notice of Meeting, the information and documents related to each of the items set forth in the agenda of the Meeting are immediately and freely available to the shareholders on the Company's website www.bmv.com.mx.

The shareholders may be represented by proxies by means of a power of attorney granted in accordance with the applicable legislation or by means of forms prepared by the Company pursuant to the provisions of Article Twenty-Second of the Company's bylaws and Article 49 Section III of the Securities Market Law, the aforementioned forms prepared by this issuer will be available to the securities market intermediaries who can prove that they have the representation of the issuer's shareholders through S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V., at the website indicated in the

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immediately preceding paragraph or at Paseo de la Reforma 255, Colonia Cuauhtémoc, Postal Code 06500, Mexico City (Telephone 555342-9117), within the term established in the aforementioned Article 49 Section III of the Securities Market Law.

The Company will seek mechanisms to facilitate the attendance of shareholders who so wish to attend the next meeting, by proxy instead of in person. This, ensuring at all times the availability of information and the exercise of the attendance and voting rights of our shareholders; as well as respecting the equal treatment and transparency that historically characterize us. Additionally, on this occasion, to the extent possible and considering the circumstances, we will limit invitations to attend the meeting to persons whose presence is strictly necessary or considerably convenient. We will also suppress non-essential social activities related to the meeting. For further information, please contact the Company at (55) 5342-9117 and svilchis@grupobmv.com.mx.

Recordings shall not be permitted at the Meeting. This prohibition includes photographic images, audio and/or video recordings. The use of cell phones, tablets or computers is strictly prohibited.

V. Proposals for the Shareholders Meeting

This section provides a certain information for each item to be discussed at the Meeting, including supporting information that is relevant to the shareholders decision making and a voting recommendation by the Company's management for each item on the agenda.

- Item I. Annual reports and audited financial statements.**
- Item II. Company's results.**
- Item III. Dividend payment.**
- Item IV. Appointment and/or ratification of the directors, statutory auditor and members of committees.**
- Item V. Remuneration and emoluments.**
- Item VI. Share buyback policy.**
- Item VII. Maximum amount for share buybacks.**
- Item VIII. Appointment of delegates.**

Item I. Annual reports and audited financial statements.

“Presentation and, if applicable, approval of: (a) the report of the Chief Executive Officer prepared pursuant to Article 172 of the General Law of Commercial Companies and 44 section XI of the Securities Market Law, accompanied by the opinion of the external auditor, regarding the operations and results of the Company for the fiscal year ended December 31, 2021, as well as the opinion of the Board of Directors regarding the content of such report; (b) the report of the Board of Directors referred to in Article 28, section IV, paragraph e) of the Securities Market Law and Article 172, paragraph b) of the General Law of Commercial Companies, containing the main accounting and information policies and criteria followed in the preparation of the Company's financial information, as well as the operations and activities in which said Board was involved in accordance with the Securities Market Law; (c) the Audited Financial Statements of the Company as of December 31, 2021, separate unconsolidated and consolidated; (d) the annual report on the activities carried out by the Audit Committee and the Corporate Practices Committee; (e) the Statutory Auditor's report, pursuant to the terms of Article 166 of the General Law of Commercial Companies; (f) of the annual report on the activities carried out by the Issuer Securities Listing and Regulatory Committees; and (g) of the report regarding the Company's compliance with its tax obligations for the fiscal year ended December 2020. Resolutions thereon.”

Relevant Information

It is proposed to the shareholders:

1.1. To consider as submitted and approve the Chief Executive Officer's Report to the Board of Directors, in compliance with Articles 172 of the General Corporations Law and 44 section XI of the Securities Market Law, accompanied by the report of the External Auditor.

1.2. To consider as submitted and approve the Report of the Board of Directors to the Annual Ordinary General Shareholders Meeting, in compliance with Article 28, section IV, paragraph e) of the Securities Market Law, regarding the Company's operations and results during the fiscal year ended December 31, 2021.

1.3. To consider and approve the Opinion of the Board of Directors on the contents of the Chief Executive Officer's report, in compliance with Article 28, section IV, paragraph c) of the Securities Market Law.

1.4. Add a copy of the aforementioned reports, as well as the attached report and the corresponding opinion, to the file of the minutes of the Meeting.

1.5. To consider as submitted and approve the Report of the Board of Directors to the Annual Ordinary General Shareholders' Meeting, in compliance with Article 28, section IV, paragraph d) of the Securities Market Law, in connection with Article 172, paragraph b) of the General Corporations Law, which contains the main accounting and information policies and criteria followed in the preparation of the Company's financial information. Add a copy of the report to the file of the minutes of the Meeting.

1.6. To consider as submitted and approve the Report of the Board of Directors to the Annual Ordinary General Shareholders Meeting, in compliance with Article 28, section IV, paragraph e) of the Securities Market Law, regarding the activities and operations in which the Board of Directors participated during the fiscal year ended December 31, 2021. Add a copy of said report to the file of the minutes of the Meeting.

1.7. To consider as presented and approve in all its parts the audited financial statements of the BMV, separate, non-consolidated and consolidated, with figures as of December 31, 2021. Add a copy of said financial statements to the file.

1.8. To consider as submitted and approve in its terms the report of the Chairman of the Audit Committee, Mr. Alfonso González Migoya, in compliance with Articles 28, section IV, paragraph a) and 43 of the Securities Market Law, regarding the activities and functions of said Committee during the fiscal year ended December 31, 2021, and the management of said Committee during the corresponding fiscal year. Add a copy of the report to the file of the minutes of the Meeting.

1.9. To consider as presented and approve in its terms the report of the Chairman of the Corporate Practices Committee, Mr. Alfonso González Migoya, in compliance with Articles 28, section IV, paragraph a) and 43 of the Securities Market Law, regarding the activities and functions of said Committee during the fiscal year ended December 31, 2021, and the management of said Committee during the corresponding fiscal year. Add a copy of the report to the file of the minutes of the Meeting.

1.10. To consider as submitted and approve in their terms the reports rendered by the other Committees of the Company for the year 2021. To add a copy of the reports to the file of the minutes of the Meeting.

1.11. To approve the management of the Board of Directors during the fiscal year ended December 31, 2021.

1.12. To approve the management of the Audit Committee during the fiscal year ended December 31, 2021.

1.13. To approve the management of the Corporate Practices Committee during the fiscal year ended December 31, 2021.

1.14. To consider as submitted and approve in its terms the report of the Company's Statutory Auditor for the year 2021. To add a copy of the report to the file of the minutes of the Meeting.

1.15. To consider the tax report of the BMV for the fiscal year ended December 31, 2020 as filed. To add a copy of said report to the file of the minutes of the Meeting.

For more information, see **Appendix 1** and **Appendix 2**.

Item II. Company's results.

“Resolutions in connection with the accumulated results of the Company, as of December 31, 2021.”

Relevant Information

Given that the unconsolidated separate income statement and other comprehensive income approved above shows a net profit for the year in the amount of \$1,597'187,743.32 MXN, it is proposed to approve to set aside the amount of \$79,859,387.17 MXN, in order to increase the legal reserve fund of the Company referred to in Section II of Article Sixty-Nine of the Company's Bylaws.

Considering the amount to be set aside to increase the maximum amount that may be used for the purchase of the Company's own shares referred to in item seven of the Agenda, it is proposed that the amount of \$1,517'328,356.15 MXN be allocated to the retained earnings account pending application.

For more information, see the financial statements contained in [Appendix 2](#).

Item III. Dividend payment.

“Presentation and, if applicable, approval of the proposal of the Board of Directors to pay a cash dividend at the rate of \$2.16 MXN, for each of the outstanding shares at the time of payment. Resolutions thereon.”

Relevant Information

It is proposed to declare a cash dividend, to be distributed at the rate of \$2.16 MXN per share.

Said dividend come from the Net Tax Profit Account (*Cuenta de Utilidad Fiscal Neta*) referred to in Article 77 of the Income Tax Law from the year 2020.

The dividend would be paid during the month May, 2022.

Item IV. Appointment and/or ratification of the directors, statutory auditor and members of committees.

“Appointment and/or ratification of the members of the Board of Directors and Statutory Auditors, proprietary and alternate, as well as the Chairman of the Audit and Corporate Practices Committee; qualification on the independence of the members of the Board of Directors of the Company, pursuant to the provisions of Article 26 of the Securities Market Law. Resolutions in this regard.”

Relevant Information

Since 2017, following international best practices, our Board of Directors has had Corporate Governance Guidelines with various policies to support the directors of the Mexican Stock Exchange in the exercise of their duties. Our Corporate Governance Guidelines address, among others, topics such as the composition of our Board, its duties, eligibility and diversity criteria, relationship with the BMV Group and conflicts of interest, expectations towards Directors, ethics, securities transactions, processes related to Board and Committee meetings, as well as CEO succession plan.

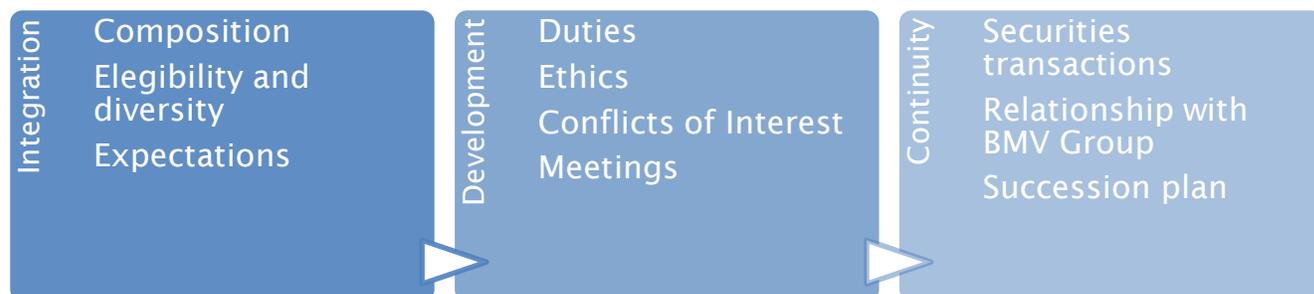
Our Corporate Governance Guidelines can be consulted at: https://www.bmv.com.mx/work/models/Grupo_BMV/Resource/480/2/images/Corporate%20Governance%20Guidelines.pdf.

Board members shall endeavor to attend the board meetings to which they are summoned and devote sufficient time to review the information provided to them in advance. The BMV will make the BMV Group's personnel available to answer the directors' questions, ensuring that they are sufficiently informed when deliberating and resolving.

It is considered good practice for directors to attend at least 75% of the meetings called during the period for which they were appointed.

During 2021, the average attendance rate at our Board meetings was 100%.

Currently, approximately **51% of the members of the BMV's Board** are independent. Our independent directors, from time to time, state that they comply with the independence requirements required by applicable regulations and corporate governance best practices, in accordance with the following statement:



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The proposal for the composition of our Board of Directors includes a diverse selection of individuals who would provide us with their personal and professional experience and perspective, with the ability to hold constructive discussions at board meetings. Our Board of Directors is comprised of a diverse group of highly qualified leaders in their respective areas of expertise. Our directors have diverse industry experience and expertise in management, strategic and financial planning, compliance, and leadership development. Many of our directors have gained expertise in corporate governance and industry practices and trends through their leadership roles as directors of other listed and unlisted entities. We believe that each director brings to the Company unique and highly valuable experience and represents the best interests of the Company as a whole and its shareholders. We believe that the candidates presented to the Meeting, meet the criteria of capability, experience and diversity.

By agreement of the Nomination Committee, Gina Díez Barroso has been nominated for appointment to join our Board of Directors during the cycle beginning on April 2022, as an independent Director. We are proud to be joined by such a talented and experienced businesswoman, which we hope will enrich our Board of Directors with her perspective, talent and experience.

The proposed integration of our Board of Directors has the recommendation of our Nomination and Compensation Committee. In addition, it is proposed to approve the management of the Board for the 2021 fiscal year. We emphasize the proposal for appointment each of the candidates to our Board of Directors individually, and not in a slate or in an aggregate manner.

Proposed candidates for appointment and/or ratification:

Directors

Members

Marcos Alejandro Martínez Gavica (**Chairman**)
Carlos Bremer Gutiérrez
Eduardo Cepeda Fernández
Gina Díez Barroso Azcárraga
Felipe García-Moreno Rodríguez
Héctor Blas Grisi Checa
Carlos Hank González
Claudia Jañez Sánchez
Ernesto Ortega Arellano
Tania Ortiz Mena López Negrete
Eduardo Osuna Osuna
Clemente Ismael Reyes-Retana Valdés
Alberto Torrado Martínez
Blanca Avelina Treviño de Vega
Eduardo Valdés Acra

Alternate members

Edgardo Mauricio Cantú Delgado
Tomás Christian Ehrenberg Aldford
Marcos Ramírez Miguel
Álvaro Vaqueiro Ussel

Secretary

Secretary

Rafael Robles Miaja

Alternate secretary

María Luisa Petricioli Castellón

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Statutory Auditor (*comisario*)

Óscar Aguirre Hernández

Committees

Audit Committee

Clemente Reyes-Retana Valdés
(Chairman)
Claudia Jañez Sánchez
Marcos Alejandro Martínez Gavica
Eduardo Valdés Acra

Corporate Practices Committee

Tania Ortiz Mena López Negrete
(Chairman)
Gina Díez Barroso Azcárraga
Alberto Torrado Martínez
Marcos Alejandro Martínez Gavica

The Board of Directors shall determine the other members and chairmen of the other Committees of the Company.

Independent Directors

Our board complies with applicable Mexican corporate governance standards and best practices. It is comprised of a majority of independent directors and goes beyond the Mexican legal standards for board independence.

Each candidate is presented to the Meeting for qualification as independent, as well as their respective alternates, due to their experience, capacity and professional prestige, we believe that they can perform their duties free of conflicts of interest and without being subject to personal, patrimonial or economic interests.

Pursuant to Article 26 of the Mexican Securities Market Law, Marcos Martínez Gavica, Claudia Jañez Sánchez, Gina Díez Barroso Azcárraga, Tania Ortiz Mena López Negrete, Clemente Reyes-Retana Valdés, Alberto Torrado Martínez, Blanca Avelina Treviño de Vega and Eduardo Valdés Acra, are considered to be independent directors.

Due to their experience, capacity and professional prestige, we consider that these persons can perform their duties free of conflicts of interest and without being subject to personal, patrimonial or economic interests. Furthermore, they do not meet any of the restrictions of independence contained in Article 26 of the Securities Market Law. Consequently, the candidates meet the independence criteria established by the Securities Market Law for the members of the board of directors of publicly traded companies.

Pursuant to the Mexican Securities Market Law, independent directors who cease to be independent during their term of office must inform the board of directors no later than the next board meeting.

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Profiles and biographies of proposed directors.

Marcos Alejandro Martínez Gavica **Chairman of the Board of Directors** **Independent Director**

Mr. Martínez Gavica was appointed and ratified as Chairman of the Board of Directors at our April 2021 Shareholders Meeting.

Marcos Martinez has dedicated his professional life to the Mexican Financial Sector for 42 years. He was Chairman of the Board of Grupo Financiero Santander. In addition, in 2005, he was President of the Mexican Banking Association (ABM) for two years and for the second time for the period 2017 / 2019. Before joining Santander, he spent 18 years at Grupo Financiero Banamex-Accival (now Citibank), where he started as a credit analyst, managing all commercial areas of the bank and was General Director of Acciones y Valores (Accival). He holds a degree in Chemical Engineering from the Universidad Iberoamericana and an MBA from IPADE.

Mr. Martínez Gavica is committed to integral development in Mexico, as evidenced by the Corporate Social Responsibility programs he has promoted. The Universities Program aims to generate new opportunities for the university community. With the agreement with UNICEF and the Fideicomiso por los Niños de México, the Program supports the future of the country's children and also promotes programs aimed at improving the working and personal conditions of the Group's employees. Marcos Martínez is currently a member of several Boards of Directors of companies, chambers of commerce and non-profit associations.

Carlos Bremer Gutiérrez **Member**

Mr. Bremer was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

Mr. Carlos Bremer is Chairman of the Board and Chief Executive Officer of Value Grupo Financiero. He is also a member of the Board of Directors of the Clinton Foundation, the World Education Fund in New York and América Móvil, S.A.B. de C.V., among others. Mr. Bremer holds a degree in Business Administration and Industrial and Systems Engineering from the Instituto Tecnológico y de Estudios Superiores de Monterrey.

Among others, Mr. Bremer brings to our board of directors experience and leadership derived from an extensive background in the corporate and financial sectors.

Eduardo Cepeda Fernández
Member

Mr. Cepeda was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

Mr. Cepeda is a board member for Grupo Profuturo and Grupo Palacio de Hierro. Previously, Mr. Cepeda was president and chief executive officer of JP Morgan Mexico and chief executive officer of JP Morgan Wealth Management Latin America. JP Morgan Wealth Management Latin America. He led many important investment banking transactions in both the public and private sectors. Mr. Cepeda holds a B.A. degree in Economics and University of Deusto, Bilbao and an MBA from the University of Southern California. Mr. Cepeda served two terms as Vice President of the Mexican Banking Association and also served as Vice President of the Mexican Banking Association and also served on the board of the Woodrow Wilson International Center for Scholars. Mr. Cepeda has also served as an advisor to several organizations related to culture, education and health.

Among others, Mr. Cepeda brings experience and leadership to our board of directors, from his ample track record in the financial and business sectors.

Gina Díez Barroso Azcárraga
Member
Independent

Ms. Díez Barroso is an independent member of Banco Santander's Board. She has also been an independent member of Banco Santander Mexico's board and other companies within Banco Santander Mexico, as well as advisor to Americas Society and Council of the Americas, Laurel Strategies, and Qualitas of Life Foundation. She is also founder and president of Grupo Diarq and Centro de Diseño y Comunicación (Universidad Centro), advisor of Dalia Empower, member of the Committee of 200 (C200) and representative of Mexico in the W20 initiative, women in the G20. She is founder and board member of the Pro-Educación Centro and Fundación Diarq Foundations. Ms. Díez Barroso holds a degree in Design from the Centro de Diseño de la Ciudad de México.

Ms. Díez Barroso brings experience to our board of directors in the real estate and education sectors, and possesses ample knowledge regarding sustainability and responsible business matters, as a founder and patron of foundations centered in education, diversity and social aid.

Felipe García-Moreno Rodríguez

Member

Mr. Garcia-Moreno was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

He is currently President and Chief Executive Officer of J.P. Morgan in Mexico and has more than 27 years of experience as an investment banker. He holds a Bachelor's degree in Economics from the Instituto Tecnológico Autónomo de México (ITAM) with honors and a Master's degree in Business Administration and Public Policy from Stanford University.

Among others, Mr. García-Moreno brings to our board of directors experience and leadership derived from an extensive background in the financial sector and securities markets.

Héctor Blas Grisi Checa

Member

Mr. Grisi was appointed to the Board of Directors at our April 2021 Shareholders Meeting.

Héctor Grisi is a member of the Board of Directors of Grupo Financiero Santander México and its subsidiaries. Previously, he was Executive Chairman and Chief Executive Officer of Grupo Financiero Credit Suisse (Mexico), S.A. de C.V. He was a member of the Board of Credit Suisse Americas and of the Credit Suisse Global Committee. He also held various positions at Grupo Financiero Invermexico and Casa de Bolsa Inverlat. He was Vice President of the Mexican Banking Association until 2015. Mr. Grisi Checa holds a degree in Finance from Universidad Iberoamericana in Mexico City, where he graduated with honors.

Among others, Mr. Grisi brings to our board of directors experience and leadership derived from an extensive background in the financial sector.

Carlos Hank González

Member

Mr. Hank was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

Mr. Hank is currently chairman of the board of directors of Grupo Financiero Banorte (GFNorte), as well as a member of the board of directors of other companies. Mr. Hank González holds a degree in business administration with a major in finance from Universidad Iberoamericana.

Among others, Mr. Hank González brings to our board of directors experience and leadership stemming from his career and tenure in executive positions, including in the financial sector.

Claudia Jañez Sánchez
Member
Independent

Ms. Jañez was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

Ms. Jañez is the first female representative of the Executive Council of Global Companies (*Consejo Ejecutivo de Empresas Globales (CEEG)*) and participates in forums, associations and programs to promote women's efforts and capabilities. Previously, she was president of Dupont Mexico and Latin America. She holds a law degree from Universidad La Salle, a Diploma in Negotiation from Harvard and an MBA from IPADE.

Among other things, Ms. Jañez brings to our board of directors experience and leadership from her leadership experience to our board of directors stemming from her career and tenure in executive positions, including in the corporate sector.

Ernesto Ortega Arellano
Member

Mr. Ortega was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

Currently, Mr. Ernesto Ortega is Director of Capital Markets of Grupo Financiero Inbursa and is a member of the Board of Directors of the Investment Funds of such group, as well as Impulsora del Fondo Mexico. Mr. Ernesto Ortega holds a Bachelor's degree in Accounting from the Universidad Nacional Autónoma de México.

Among others, Mr. Ortega brings to our board of directors experience and leadership derived from an extensive background in the financial sector and securities markets.

Tania Ortiz Mena López Negrete

Member
Independent

Ms. Ortiz Mena was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

She has more than 26 years of experience in the business sector. He currently serves, either in a management capacity or as a member of the board of directors, in different companies that are part of recognized institutions or business groups such as Infraestructura Energética Nova, S.A.B. de C.V. He is also a board member of the Mexican Natural Gas Association and other organizations and advisory boards. Tania Ortiz Mena holds a B.A. in International Relations from Universidad Iberoamericana and an M.A. in International Relations from Boston University.

Ms. Ortiz Mena brings to our board, among others, her experience as a director and executive of prestigious international companies, extensive development and leadership in strategic planning, complex sectors, such as energy, and a global and diverse perspective.

Eduardo Osuna Osuna

Member

Mr. Osuna was appointed as a member of the Board of Directors at our April 2021 Shareholders Meeting.

Mr. Eduardo Osuna has been Country Manager of Mexico for BBVA Group since 2015. Throughout his professional career, he has held various positions of responsibility at BBVA, such as General Manager of Corporate and Government Banking between 2012 and 2015, General Manager of Commercial Banking between 2010 and 2012, as well as General Manager of Hipotecaria Nacional between 2006 and 2010 and Deputy General Manager of Risk and Legal of Hipotecaria Nacional between 2005 and 2006. He has also been a member of BBVA Management Committee since 2006. Mr. Osuna holds a degree in Mechanical-Electrical Engineering from Universidad La Salle, A.C. de México and an MBA from Instituto Panamericano de Alta Dirección de Empresa (IPADE).

Among others, Mr. Osuna brings to our board of directors experience and leadership derived from an extensive background in the financial sector.

Clemente Ismael Reyes-Retana Valdés

Member
Independent

Mr. Reyes-Retana was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

Mr. Reyes-Retana is founder and Chief Executive Officer of Reyes Retana Consultores, S.C. He has more than 38 years of experience in the financial sector and participates as an independent director and member of audit and corporate practices committees at Chedraui, Banorte, Sicrea and Grupo Herso, among others. Mr. Reyes-Retana holds an actuarial degree by Universidad Nacional Autónoma de México.

Mr. Reyes-Retana brings to our board, among others, his experience as an advisor to several companies and leadership in planning and consulting in multiple fields of the business sector.

Alberto Torrado Martínez

Member
Independent

Mr. Torrado was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

He is Chairman of the Board and founder of Alesa, S.A.B. de C.V. He is also a member of the Board of Directors of Banco Santander and participates in several business and social responsibility organizations. Mr. Torrado holds a degree in accounting from the Instituto Tecnológico Autónomo de México (ITAM) and has other postgraduate studies from IPADE and Harvard Business School.

Among others, Mr. Torrado brings to our board of directors experience and leadership derived from an extensive background in business, especially in the services and consumer sectors.

Blanca Avelina Treviño de Vega

Member
Independent

Mrs. Treviño was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

Ms. Treviño is President and CEO of Softtek, a leading IT services company in Latin America. She is a member of the Board of Directors of Walmart de Mexico and Grupo LALA, as well as a member of the Mexican Business Council. Ms. Treviño holds a Bachelor's degree in Computer Science by Instituto Tecnológico de Estudios Superiores de Monterrey (ITESM).

Among others, Ms. Treviño brings to our board of directors experience and leadership derived from an extensive background in business, particularly in the information technology sector.

Eduardo Valdés Acra
Member
Independent

Mr. Valdes was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

Mr. Valdés Acra is currently a member of the Board of Directors of Corporación Actinver. He has been a member of the Board of Directors of several companies such as Grupo Carso. Mr. Valdés Acra holds a degree in Business Administration from Universidad Iberoamericana.

Among others, Mr. Valdés brings to our board of directors experience and leadership derived from an extensive background in the financial sector and other industries.

Edgardo Mauricio Cantú Delgado
Alternate Member

Mr. Cantú was appointed and ratified as a member of the board of directors at our April 2021 Shareholders meeting.

Mr. Cantú Delgado serves as Chief Executive Officer of Vector Casa de Bolsa, S.A. de C.V. and is a member of the Board of Directors of several companies, including IFM Asesoría en Administración, Enerall, Synthetic Genomics, and several national and international organizations in the financial industry. Mr. Cantú holds a degree in Industrial and Systems Engineering from the Instituto Tecnológico y de Estudios Superiores de Monterrey (ITESM), and a Master's degree in Business Administration (MBA) with a specialization in finance from the same institute.

Mr. Edgardo Cantú brings to our board of directors experience and leadership as a result of his background in the financial industry, which has enabled him to design and execute multiple growth strategies.

Tomás Christian Ehrenberg Aldford
Alternate Member

Mr. Ehrenberg was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

He currently serves as Chief Executive Officer of Grupo Financiero Bx+. He holds a degree in Mechanical Engineering from the Universidad Anáhuac and a Diploma in Finance from the Instituto Tecnológico Autónomo de México (ITAM) and a Diploma in Marketing from the Universidad Iberoamericana.

Among others, Mr. Ehrenberg brings to our board of directors experience and leadership derived from an extensive background in the banking industry.

Marcos Ramírez Miguel
Alternate Member

Mr. Ramírez was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

Mr. Ramírez Miguel is currently Chief Executive Officer of Grupo Financiero Banorte and has extensive experience in the financial sector. He is founder of Finventia and was president of the Asociación Mexicana de Instituciones Bursátiles, A.C. (AMIB). He holds a degree in Actuarial Science from Universidad Anáhuac, a postgraduate degree in Finance from the Instituto Tecnológico Autónomo de México (ITAM) and an MBA from E.S.A.D.E. Barcelona, Spain.

Among others, Mr. Ramírez brings to our board of directors experience and leadership derived from an extensive background in the financial sector.

Álvaro Vaqueiro Ussel
Alternate Member

Mr. Vaqueiro was appointed and ratified as a member of the Board of Directors at our April 2021 Shareholders Meeting.

He is currently General Director of Corporate & Investment Banking at BBVA and a member of the Board of Directors of Casa de Bolsa BBVA. He holds a degree in Industrial Engineering from Universidad Iberoamericana in Mexico and a Master's degree in Engineering Economics from Stanford University.

Among others, Mr. Vaqueiro brings to our board of directors experience and leadership derived from an extensive background in the financial sector and securities markets.

Item V. Remuneration and emoluments.

“Remuneration to the members of the Board of Directors and Statutory Auditors, owners and alternates, as well as the members of the Audit and Corporate Practices Committees. Resolutions in this regard.”

Relevant Information

It is proposed to the Meeting to grant to each of the members of the Board of Directors and Secretary of the Company, as emolument for the performance of their duties, the amount in cash that, after deducting the corresponding tax, is equivalent, in local currency, to two gold coins (*centenarios oro*), for their attendance to each of the meetings of the Board of Directors.

It is also proposed to state the Statutory Auditor has previously declined to receive any emolument for the performance of his duties that may be determined by the Meeting.

Likewise, it is proposed to grant each of the members of the Audit Committee of this Company, the amount of \$60,000 MXN before taxes, and of the Corporate Practices Committee the amount of \$25,000 MXN before taxes, for their participation in the work for each of the sessions of those Committees.

Item VI. Share buyback policy.

“Presentation and, if applicable, approval of the Board of Directors' report on the Company's policies regarding the acquisition of own shares and, if applicable, placement thereof. Resolutions thereon.”

Relevant Information

As of March 31, 2022, the Company holds 6'091,681 of its own Series "A", Class I shares.

The Company has policies for the acquisition of its own shares consistent with applicable legal provisions and best practices.

Item VII. Maximum amount for share buybacks.

"Proposal and, if applicable, approval of the maximum amount of resources that may be allocated to the purchase of own shares for the 2022 fiscal year. Resolutions in this regard."

Relevant Information

It is proposed to the shareholders to authorize an increase of \$300'000,000 MXN, to be used for the acquisition of shares of the Bolsa Mexicana de Valores, S.A.B. de C.V., with the understanding that this amount will remain in effect until such time as it is modified by a Shareholders Meeting and the limitation referred to in Article 56 of the Securities Market Law is complied with.

Item VIII. Appointment of delegates.

"Appointment of delegates to formalize and give effect to the resolutions adopted by the Annual Ordinary General Shareholders Meeting."

Relevant Information

It is proposed to the shareholders to authorize various persons so that in the name and on behalf of the Company, they may prepare and present the notices legally required in connection with the resolutions adopted at this Meeting, and so that in the name and on behalf of the Company they may appear before the Notary Public of their choice in order to request and grant the notarization of all or part of these minutes, as well as to issue simple or certified copies thereof as may be requested.

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VI. Appendixes

Appendix 1. Reports

Appendix 2. Financial Statements for the year ended December 31st, 2021.

Appendix 3. Form of instruction for voting of shares.