



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

**Annual Ordinary General
Shareholders Meeting
April 27th, 2023**

Main boardroom, 10th Floor
Building located at
Paseo de la Reforma No. 255, Colonia
Cuauhtémoc, Mexico City
10:00 a.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

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.

Message from the Chairman of the Board

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



Dear shareholders, collaborators and friends of Grupo Bolsa Mexicana de Valores, Just a few months ago we concluded a challenging 2022 due to different global issues. Among the challenges, we found a sequel of the health crisis caused by COVID-19 and its economic consequences, as well as a humanitarian crisis derived from the war between Russia and Ukraine, which caused a great impact, as well as disruptions in some supply chains. This, in turn, led to shortages of some products and pressure on the prices of some inputs, deteriorating the outlook for the world economy. Given this scenario, the Central Banks reacted with expansive monetary policies to activate the economy. These variables triggered an environment dominated by inflation affecting all countries.

Our Central Bank, Banco de México, in order to deal with inflation and adjustments in economic conditions, began the year with a reference rate of 5.5% and after eight increases throughout the year, it closed at 10.5%.

Despite the foregoing, even in this environment of great challenges, at Grupo Bolsa Mexicana de Valores we achieved revenue growth of 4%, reaching 4,100 million pesos, a sign of our solidity and strategy based on good management of our resources, operational resilience fostered by the diversification of our business and a focus on innovation and excellence in customer service quality. This has allowed us to maintain an EBITDA margin of 61%.

Our Governance is, undoubtedly, a great engine for the organization's development; a pillar that reflects the values of the institution and sets the course of our strategy. Strengthening it is very relevant and in this regard, I am pleased to inform you that we have taken an important step towards diversity in our Board of Directors. With the incorporation in 2022 of Gina Díez Barroso Azcárraga with extensive experience in the real estate and educational field, we have enriched our decision-making. With this addition, 50% of our independent directors are women. On the other hand, in terms of effectiveness review, this year we carried out an evaluation of the Board of Directors, which ratifies our genuine objective of continuous improvement at all levels of the company.

Continuing our diversity efforts, thanks to all the initiatives that we have promoted to strengthen gender equality in the organization, we have been finalists in the IMEF-MEF Equity Award, which makes us very proud and encourages us to keep strengthening our strategy.

TECHNOLOGY AS AN ALLY OF OUR FUTURE

Relevant projects of the organization would not have been possible without our technological infrastructure: staying at the forefront to offer the best solution to our clients is our priority and key to the functioning of the stock market. In this sense, the availability of our systems has been sustained above 99.94%, maintaining high reliability in our operations, we also support the growth of existing businesses and enable capabilities for the creation of new businesses, promoting innovation.

To name a couple of examples, it is important to mention the implementation of Asigna's Risk Engine aligned with international standards and, also the launch of BolsApp, an application focused on increasing financial literacy, where current and potential individual investors will find relevant information about our listed companies and the behavior of the markets for better decision making.

SUSTAINABILITY

Our actions in environmental, social and good governance matters have consolidated us as a benchmark in the sector. We continue creating value for Mexico by promoting sustainable finance and setting an example. Some of our main achievements during 2022 include:

- 44% of the Long-Term Debt was ESG, issuing 22 labelled bonds with a value of 88.7 billion pesos.
- We listed the first blue bond in Mexico.
- We launched the Carbon Neutrality Guide as a reference for public and non-public firms.
- We concluded the third edition of the Sustainable Accompaniment Program, increasing the knowledge and decision-making capabilities of listed companies.
- Within our organization, we expanded the scope of our CO2e emissions measurement.
- We measured our climate risks and opportunities and aligned our environmental reporting based on TCFD recommendations

These initiatives, coupled with our ESG strategy, have positioned us as a member of the S&P/BMV Total Mexico ESG Index and as one of the 14 Mexican companies to be part of the Sustainability Yearbook 2023.

GREAT CHALLENGES, GREAT OPPORTUNITIES

The disruption in the supply chains presented in the last two years has brought into the spotlight the need to diversify the geographical location of some sectors. In this sense, Mexico has a great opportunity to continue its growth, since its infrastructure and proximity to the United States allow us to promote great development opportunities. At Grupo Bolsa Mexicana de Valores we will continue to be allies of our country and Mexicans, we will be an example of unity and agility to take advantage of this moment, supporting companies through financing that allows them to develop the necessary infrastructure to open opportunities that increase their productivity, accelerate their technological innovation and thus, together, we can promote a recovery of the Mexican economy.

To achieve this, I count on the effort and talent of a great team of collaborators, who work every day to make possible the operation of the stock and derivatives market in Mexico and whose extraordinary efforts have been reflected in our results. I thank you for your drive and dedication.

Your vote is important to us

Finally, I thank my colleagues on the Board of Directors because thanks to their vision, experience, and courage, we promote the BMV Group's strategy, which contributes to the economic growth of our country. I also thank our customers and shareholders for the trust they have placed in us and their continued commitment to our institution. In 2023, we will keep collaborating to achieve the highly ambitious goals that we have set for ourselves.

Sincerely,

Marcos Martínez Gavica

Non-executive Chairman of the Board of
Directors

Message from the CEO

*Dear Shareholders,
Collaborators, and the
General Public,*



In 2022, Grupo Bolsa Mexicana de Valores remained as a solid and resilient institution with an unwavering commitment to make possible the Securities and Derivatives Financial Markets in our country in an environment of challenging market conditions. Our diversification approach has shown solid results, our portfolio with 9 business lines is reflected in operational and financial progress with all-time highs in our revenues, operating profit, EBITDA and net profit.

FINANCIAL RESULTS

In 2022, the income of the BMV Group reached \$4,100 million pesos, a figure 4% higher than in 2021; this was due to greater operations in the areas of information services, derivatives and OTC trading. The EBITDA margin was 61% and the Group's net income grew 4% in relation to the previous year, reaching \$1,661 million pesos.

OPERATING RESULTS

Promoting the development of our country and reassuring the confidence that companies have in Grupo BMV to make their projects come true, I am pleased to report that in 2022, three new issuers obtained financing: one CERPI (LOCKXPI) and two Debt issuances (AUNETCB, and EDOMEX). Likewise, a Share Split (LASITE) and the Follow-On of FIBRA MTY were carried out. The capital market showed an average daily traded value of \$17.8 billion pesos, which represents a 4.8% increase over the previous year.

In the derivatives market, the dollar future reached a record of open interest of 1.5 million contracts, equivalent to \$15 billion dollars. For this contract, the daily average notional value increased 36% compared to 2021, the highest figure in the last 7 years. Indeval settled an average of \$5.9 trillion pesos daily and the value of assets under custody in the local market increased 3% compared to 2021, reaching \$31.9 trillion pesos. The Securities Depository Institution obtained authorization from the Internal Revenue Service (IRS) to operate as a Qualified Intermediary in the United States, this will allow control of the tax withholding process for American securities listed in the SIC.

The Equity Central Securities Counterparty (CCV), registered an increase of 7% in the value traded, and a 4.8% in the volume of trades compared to the previous year. It was also released new risk methodologies to determine the requirements for the Contribution and Compensation Fund, providing greater coverage of expected losses, recognizing the liquidity of the products, concentration risks and volatility periods. Asigna, the Central Derivatives Counterparty, registered an average daily open interest of 15.1 million contracts, increasing 7% compared to 2021. It registered an annual average of 34 billion pesos of deposited Margin Deposits (AIMs in Spanish), 2% higher than the previous year.

TECHNOLOGICAL TRANSFORMATION

Our business strategy is supported by a solid technological infrastructure. In this sense, the year 2022 was characterized by the strengthening of our technological strategic plan on three fronts: in terms of operational excellence, we set the base to begin with the segregation of Post-Trade infrastructures. Additionally, 11 processes were automated with Robotic Process Automation and disaster recovery services were optimized.

In order to transform the technological platforms and strengthen our operations, we highlight the update to the infrastructure of the capital market system MONET, as well as the implementation of the Asigna's Risk Engine. Finally, towards the reorientation of the IT role, the Project Management Office was reconsidered under a technology governance approach.

FOCUS ON THE CLIENT

Honoring one of the most important institutional values, which is to put our customers at the center of our decisions, we took another step in our customer service strategy, implementing the Net Promoter Score methodology in all service areas to determine customer satisfaction in our services and plan a roadmap to improve our services.

MEXICO´S SUSTAINABLE STOCK EXCHANGE

In ESG terms, we continue to set the standard to create a more sustainable environment within the Group and with our stakeholders. During 2022 we helped finance ESG projects with the issuance of 22 labelled bonds (1 blue, 6 social, 5 sustainable, 2 green and 8 linked to sustainability). Additionally, we helped to create capacities in environmental matters. On the one hand, through the Guide to Carbon Neutrality, companies can find a way to create their strategy towards net zero emissions and, on the other, thanks to our Sustainable Accompaniment Program, three generations with 393 participants from 210 companies of different sectors and sizes, have been able to acquire deeper knowledge of sustainability and, therefore, make business decisions considering ESG criteria.

According to the 2022 Global Risks Report, the five main risks in the next 5 to 10 years will be due to climate change, which is why we double our efforts by measuring our climate risks and opportunities, we also report under the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD) to measure and create a mitigation strategy in the short, medium and long term. Additionally, we expanded the scope of our measurement of CO₂e emissions, considering business trips, waste management, products and services, as well as the way employees travel to our facilities. At Grupo BMV we strengthen our commitment to promote tools and mechanisms to facilitate investment towards sustainable projects and achieve carbon neutrality.

LOOKING TO THE FUTURE

The Group´s achievements reflect the effort of every work group that form this great family. Their talent makes a difference in the industry, we are ready and well positioned to navigate through an environment of uncertainty and opportunity. The combination of our strategy and our business model make us an attractive company for the market. We will continue to accompany our clients to offer the best stock market solution and we will work hand in hand with our authorities to strengthen the Mexican financial system. Finally, thanks to our clients for their trust, to the financial institutions, investors and all the financial system participants who allow us to keep developing the securities and derivatives market in Mexico.

Sincerely,

José-Oriol Bosch Par

CEO

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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.

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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 2022

Developing the Market

- **Boosting the ESG market:** (44% of total debt issued was ESG)
- **New sustainable products:** Blue bonds
- **Sustainability capacity building** for listed companies
- Ring the Bell for Gender **Equality & Financial Literacy as well as for some social causes, such as Autism (Light it Up Blue) and Breast Cancer**
- ESG reporting as a voluntary listing requirement.
- **Sustainable Accompaniment Program (PAS)** for listed and potential companies. With 393 participants and 210 beneficiary companies
- **Strategic Alliances:** SuME (Sustentabilidad para México A.C.)
- Participated with the **Sustainable Stock Exchanges (SSE)** in the creation of best practices document to create Net Zero goals in the Stock Exchange sector

Within the organization (Setting an example)

- We generated Net Zero methodology (CO2)
- We expanded the scope of our environmental impact, considering in our CO2 footprint the goods and services purchased, as well as moving employees to our facilities
- **Offset CO2 emissions**, benefiting a wind farm in Oaxaca
- We strengthened the **diversity and inclusion** strategy: Implementation of initiatives of Women's Community, LGBT+, Disability and Religions
- We implemented in all business lines the customer satisfaction measurement methodology **Net Promoter Score**
- Publication of **integrated annual report** in accordance with GRI and SASB
- Environmental report according to the TCFD

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- **Policies:** Sustainability and Human Rights
- **Waste management and energy efficiency:** Separation islands and replacement of lighting with LEDs
- We were finalists in the IMEF-MEF Gender Equality Award
- We are part of the **Sustainability Yearbook 2023** with 13 other Mexican companies for the sustainability initiatives we have implemented

ESG Scores and Indexes of which BOLSAA is a part of

Rating	2020	2021	2022	Index
CSA S&P	34 / 100	55 / 100	65 / 100	Dow Jones Sustainability Index MILA S&P/BMV Total Mexico ESG S&P/BMV IPC ESG Tilted S&P/BMV IPC CompMx Rentable ESG Tilted
MSCI	BB	A	A	Emerging markets IMI ESG Screened
Bloomberg	28 / 100	38 / 100	40 / 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 Meeting held on April 28, 2022, 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 more than 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. Indeval 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.

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@grupobmv.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 by-laws 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. 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, 2022, 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, 2022, 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 Member Admission, Securities Listing, Regulatory and Supervisory Committees; and (g) of the report regarding the Company's compliance with its tax obligations for the fiscal year ended December 2021. 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, 2022.

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, 2022. 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, 2022. 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, 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, 2022, 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, 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, 2022, 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 2022. 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, 2022.

1.12. To approve the management of the Audit Committee during the fiscal year ended December 31, 2022.

1.13. To approve the management of the Corporate Practices Committee during the fiscal year ended December 31, 2022.

1.14. To consider as submitted and approve in its terms the report of the Company's Statutory Auditor for the year 2022. 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, 2021 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, 2022."

Relevant Information

Given that the unconsolidated separate income statement and other comprehensive income approved above shows a accumulated profit for the year in the amount of \$1,754,387,000.00 pesos, it is proposed to approve to set aside the amount of \$83,086,000.00 pesos, 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 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 \$1,671,301,000.00 pesos, 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 \$2.30 M.N., 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 \$2.30 M.N. 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 2021.

The dividend would be paid during May 15th, 2023.

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 2022, the average attendance rate at our Board meetings was 100%.

Examined the information provided by directors about their intention to carry out other professional activities or positions outside the BMV s Group held in order to assess related time commitment and the compliance with the maximum number of boards to which they may belong. Concluded that those commitments did not interfere with their obligations as BMV directors nor entail any conflict of interest.

Currently, approximately **53% 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:



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.

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 2022 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
Felipe García Ascencio
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

Statutory Auditor (*comisario*)

José Luis García Ramírez

Committees

Audit Committee

Clemente Ismael 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.

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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 Ismael 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.

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 2022 Shareholders Meeting.

Marcos Martinez has dedicated his professional life to the Mexican Financial Sector for 44 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 2022 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, 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 2022 Shareholders Meeting.

Mr. Cepeda is a board member of financial institutions (Grupo Profuturo, Grupo Nacional Provincial and non-executive president of Valores Mexicanos Casa de Bolsa); and of industrial, commercial and service companies (Grupo Palacio de Hierro, Industrias Peñoles, Fresnillo and EnerAB), all belonging to the same business group (Grupo Bal). Previously, Mr. Cepeda was president and chief executive officer of J.P. Morgan Mexico and chief executive officer of J.P. Morgan Wealth Management Latin America. He led many important investment banking transactions in both the public and private sectors. Mr. Cepeda holds a degree in Economics and Business Administration from the 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 on the board of the Woodrow Wilson International Center for Scholars and has served as an advisor to several organizations related to culture, education and health.

Among others, Mr. Cepeda brings to our board of directors experience and leadership derived from an extensive background in the financial and business sector, and we believe that the fact that he holds other positions on the Boards of companies that are members of the same business group (Grupo Bal) does not affect his time commitment to attend and review the material of the BMV's Board meetings in which he participates, and therefore does not interfere with his duties as a member of the Institution.

Gina Díez Barroso Azcárraga

Member
Independent

Ms. Díez Barroso was appointed as a member of the Board of Directors at our April 2022 Shareholders Meeting.

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. García-Moreno was appointed and ratified as a member of the Board of Directors at our April 2022 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.

Felipe García Ascencio
Member

Mr. García Ascencio is proposed to be appointed as a member to our Board of Directors.

Felipe García is Chief Executive Officer of Banco Santander Mexico. Previously, he was Deputy Managing Director of SCIB (Santander Corporate and Investment Banking) Mexico and Head of Corporate Banking and Finance. He also held the position of Head of Origination for Latin American clients at Credit Suisse. He has experience in the public sector having started his career in the Public Debt Office of the Ministry of Finance and Public Credit.

Among others, Mr. García Ascencio 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 2022 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 2022 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 2022 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 2022 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 2022 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 2022 Shareholders Meeting.

Mr. Reyes-Retana is founder and Chief Executive Officer of Reyes Retana Consultores, S.C. He has more than 39 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 2022 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, as founder of one of the most dynamic companies in the Mexican market, brings to our Board of Directors experience and leadership derived from an extensive business background, especially in the services and consumer sectors, for which reason we consider his permanence despite his 10-year tenure on the BMV's board.

Blanca Avelina Treviño de Vega

Member
Independent

Mrs. Treviño was appointed and ratified as a member of the Board of Directors at our April 2022 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 2022 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 2022 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 2022 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 2022 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 2022 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 and the Corporate Practices Committee of this Company, the amount of \$60,000.00 M.N. 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, 2023, the Company 15'255,308 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 2023 fiscal year. Resolutions in this regard."

Relevant Information

It is proposed to the shareholders to authorize an increase of \$300'000,000.00 M.N., 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, 2022.

Appendix 3. Form of instruction for voting of shares.