

QUÁLITAS CONTROLADORA, S.A.B. DE C.V.

CALL TO THE SHAREHOLDERS MEETING

IN ACCORDANCE WITH THE BYLAWS OF THE COMPANY, THE SHAREHOLDERS OF **QUÁLITAS CONTROLADORA, S.A.B. DE C.V.** ARE CALLED TO ASSIST TO THE ORDINARY AND EXTRAORDINARY GENERAL SHAREHOLDERS'S MEETING TO BE HELD ON APRIL 28, 2016 at 17:30 IN THE ADDRESS LOCATED AT AVENIDA SAN JERÓNIMO No. 478, 5° FLOOR, JARDINES DEL PEDREGAL, ZIP CODE 01900, MEXICO CITY, IN ACCORDANCE WITH THE FOLLOWING:

A G E N D A

ORDINARY

- I. DISCUSSION, MODIFICATION OR ENDORSEMENT, IF ANY, OF THE ANNUAL REPORT REFERRED TO IN THE GENERAL PROVISION OF THE ARTICLE 172 OF THE CORPORATION'S LAW, IN CONNECTION WITH THE TRANSACTIONS MADE BY THE COMPANY AND ITS SUBSIDIARY COMPANIES DURING THE FISCAL YEAR FROM JANUARY 1ST TO DECEMBER 31ST, 2015, PREVIOUS RECOMMENDATION OF THE AUDIT COMMITTEE.
- II. REPORT ON COMPLIANCE WITH TAX OBLIGATIONS BY THE COMPANY DURING THE FISCAL YEAR ENDED DECEMBER 31ST, 2014.
- III. DISCUSSION, MODIFICATION, OR ENDORSEMENT, IF ANY, OF THE ANNUAL REPORT IN REGARD TO THE TRANSACTIONS MADE BY THE AUDIT COMMITTEE AND BY THE CORPORATE PRACTICES COMMITTEE DURING THE FISCAL YEAR FROM JANUARY 1ST TO DECEMBER 31ST, 2015.
- IV. DETERMINATION OF THE APPLICATION OF THE RESULTS OF THE COMPANY.
- V. REPORT OF THE BOARD OF DIRECTORS REGARDING THE SOCIAL EQUITY OF THE COMPANY, REPURCHASED BY THE FUND OF OWN EQUITY REDEMPTION, AS WELL AS THEIR RELOCATION AND DETERMINATION OF THE AMOUNT OF RESOURCES THAT MAY BE ALLOCATED TO THE REPURCHASE OF OWN SHARES.
- VI. APPOINTMENT OR RATIFICATION, IF ANY, OF THE MEMBERS OF THE BOARD OF DIRECTORS, OFFICERS, AND MEMBERS OF THE INTERMEDIATE MANAGEMENT BODIES OF THE COMPANY.
- VII. DETERMINATION OF THE REMUNERATION PAYABLE TO THE MEMBERS OF THE BOARD OF DIRECTORS AND THE MEMBERS OF THE INTERMEDIATE MANAGEMENT BODIES OF THE COMPANY.

EXTRAORDINARY

- VIII. PROPOSAL TO MODIFY VARIOUS ARTICLES OF THE BYLAWS OF THE COMPANY, ONLY TO COMPLY WITH THE LATEST AMENDMENTS TO THE CORPORATION'S LAW.

IX. APPOINTMENT OF THE DELEGATES IN ORDER TO FORMALIZE AND EXECUTE THE RESOLUTIONS ADOPTED.

THE SHAREHOLDERS OF THE COMPANY ARE HEREBY REMINDED THAT AS THE SHARES OF THIS COMPANY ARE ALL REGISTERED, ONLY THE SHAREHOLDERS WHOSE NAMES APPEAR AS REGISTERED IN THE REGISTRY OF SHARES OF THE COMPANY WILL BE ABLE TO ATTEND THE MEETING.

LIKEWISE SINCE THE PUBLICATION DATE OF THIS CALL, THE SHAREHOLDERS WILL FIND AT THEIR DISPOSAL, IN THE ADDRESS LOCATED AT AV. SAN JERÓNIMO NO. 478, 5 FLOOR, COLONIA JARDINES DEL PEDREGAL, C.P. 01900, MEXICO CITY, AND IN THE PUBLIC SITE OF THE COMPANY WWW.QUALITAS.COM.MX IMMEDIATELY AND FREE OF ANY CHARGE THE INFORMATION AND DOCUMENTS RELATED TO EACH ONE OF THE POINTS ESTABLISHED IN THE AGENDA FOR THE CORRESPONDING MEETING, AS WELL AS THE POWER OF ATTORNEY IN ORDER TO BE REPRESENTED IN SUCH MEETING.

IN ORDER TO ATTEND THE SHAREHOLDERS' MEETING, THE SECRETARY OF THE COMPANY WILL ISSUE THE ADMISSION PASSES, FOR WHICH THE SHAREHOLDERS MUST DEPOSIT THEIR SHARES OR SUBMIT THE DEPOSIT CERTIFICATE OF THE SHARES ISSUED BY ANY CREDIT INSTITUTION OR BY THE SD INDEVAL. S.A. DE C.V. (A MEXICAN SECURITIES' DEPOSITARY) IN ACCORDANCE WITH THE BYLAWS OF THE COMPANY.

THE SECRETARY OF THE COMPANY LOCATED AT CORPORATIVO SANTA FE 505, 3RD FLOOR, OFFICE NUMBER 300, COLONIA CRUZ MANCA, AVENIDA SANTA FE, 05349, CUAJIMALPA, IN MEXICO CITY, PHONE NUMBER 52926602, WHICH IS IN CHARGE OF XAVIER MANGINO DUEÑAS, WILL ISSUE, ON LABOR DAYS AND HOURS, THE ADMISSION PASSES FOR THE SHAREHOLDERS' MEETING OF THE SOCIETY TO THOSE WHO REQUEST THEM AND PROVE THEIR CAPACITY AS SHAREHOLDERS.

MEXICO CITY, MEXICO, APRIL 7, 2016.

XAVIER MANGINO DUEÑAS
SECRETARY OF THE COMPANY