



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. (THE “COMPANY”)** ARE CALLED TO ASSIST TO THE ORDINARY AND EXTRAORDINARY GENERAL SHAREHOLDERS’ MEETING TO BE HELD ON APRIL 22ND, 2019 at 17:00 IN THE ADDRESS LOCATED AT AVENIDA SAN JERÓNIMO No. 478, 5TH 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 GENERAL LAW OF COMMERCIAL COMPANIES, IN CONNECTION WITH THE TRANSACTIONS MADE BY THE COMPANY AND ITS SUBSIDIARY COMPANIES DURING THE FINANCIAL YEAR FROM JANUARY 1ST TO DECEMBER 31ST, 2018, UPON RECOMMENDATION OF THE AUDIT AND CORPORATE PRACTICES COMMITTEE.
- II. REPORT ON THE COMPLIANCE WITH TAX OBLIGATIONS BY THE COMPANY DURING THE FINANCIAL YEAR ENDED ON DECEMBER 31ST, 2017.
- III. DISCUSSION, MODIFICATION, OR ENDORSEMENT, IF ANY, OF THE ANNUAL REPORT REGARDING THE TRANSACTIONS MADE BY THE AUDIT AND CORPORATE PRACTICES COMMITTEE DURING THE FINANCIAL YEAR FROM JANUARY 1ST TO DECEMBER 31ST, 2018.
- IV. DETERMINATION OF THE APPLICATION OF THE RESULTS OBTAINED BY THE COMPANY.
- V. REPORT OF THE BOARD OF DIRECTORS REGARDING THE SHARES REPRESENTING THE CAPITAL STOCK OF THE COMPANY, REPURCHASED BY THE FUND OF REPURCHASE OF OWN SHARES, AS WELL AS THE 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. REDUCTION OF THE CAPITAL STOCK BY CANCELATION OF TREASURY SHARES.

IX. PARTIAL AMENDMENT OF THE COMPANY BYLAWS AS A RESULT OF THE REDUCTION OF THE CAPITAL STOCK.

X. APPOINTMENT OF THE SPECIAL 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, 5TH 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 ITEMS ESTABLISHED IN THE AGENDA FOR THE CORRESPONDING 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 PASEO DE LOS TAMARINDOS NO. 400-A FLOOR 31, (DLA PIPER MEXICO, S.C OFFICE) BOSQUES DE LAS LOMAS,. 05120, MEXICO CITY, PHONE NUMBER 52611800, IN CHARGE OF XAVIER MANGINO DUEÑAS, WILL ISSUE, ON LABOR DAYS AND WORKING HOURS, THE ADMISSION PASSES FOR THE SHAREHOLDERS' MEETING OF THE COMPANY TO THOSE WHO REQUEST THEM AND CERTIFY THEIR CAPACITY AS SHAREHOLDERS.

MEXICO CITY, MEXICO, MARCH 22, 2019.

XAVIER MANGINO DUEÑAS
SECRETARY OF THE COMPANY