

# Proposals to the Ordinary General Shareholders' Meeting

**Qualitas Controladora, S.A.B. de C.V.** ("Qualitas", "the Company" or "the Group") (BMV: Q\*), announces its shareholders and the investment community the proposals that will be presented to the Ordinary General Shareholders' Meeting, that will be held on April 27<sup>th</sup>.

#### **Ordinary General Shareholders' Meeting**

- 1. Approve the annual report referred to in article 172 of the General Law of Commercial Companies (*Ley General de Sociedades Mercantiles*), regarding the operations carried out by the company and its subsidiaries during the fiscal year 2022, with the prior opinion of the Audit Committee.
- 2. Acknowledge the compliance with fiscal obligations in the fiscal year concluded on December 31<sup>st</sup>, 2021.
- 3. Approve the Audit Committee and the Corporate Practices Committee annual report regarding their 2022 operations.
- 4. Approve the cash dividend payment amount of \$2,000,000,000.00 pesos (two billion pesos 00/100 M.N.) equivalent to \$5.0 pesos (five pesos 00/100 M.N.) per share, payable in two exhibitions: \$2.5 pesos (two pesos 50/100 M.N.) on May 9<sup>th</sup> 2023 and \$2.5 pesos (two pesos 50/100 M.N.) on November 9<sup>th</sup> 2023. Dividend will be paid from the net taxable income account (CUFIN, as per its acronym in Spanish) referred in the Income Tax Law, generated since 2014.
- 5. Acknowledge the shares representing the capital stock of the Company, repurchased by the share buyback fund in 2022 fiscal year.
- 6. Approve the total amount of \$600,000,000 pesos (six hundred million pesos 00/100 M.N.) that might be meant for the repurchase of shares, on the understanding that it may be increased by an amount equivalent to the profit or return of the buyback fund itself, in the purchase and sale transactions carried out during 2023 fiscal year, with no obligation of a total use of it.
- 7. Nominate and/or ratify the members of the Board of Directors and Committees in accordance to the following:

#### A. Board of Directors

PROPRIETARY MEMBERS		
Jose Antonio Correa Etchegaray - Chairman		
Related		
Bernardo Eugenio Risoul Salas - Vice-Chairman		
Related		
Joaquin Brockmann Dominguez		
Related		
Maria del Pilar Moreno Alanis		
Related		
Wilfrido Javier Castillo Miranda Olea		
Independent		
Juan Marco Gutierrez Wanless		
Independent		



Mauricio Domenge Gaudry		
Independent		
Jose Francisco Torres Olmos		
Independent		
Madeleine Marthe Claude Bremond Santacruz		
Independent		
Alfonso Tomas Lebrija Guiot		
Independent		
Luis Celhay Lopez		
Independent		
David Coppel Calvo		
Independent		

#### New member semblance

## • David Coppel Calvo- Independent

Currently he is commercial Director and member of the Board of Directors of Grupo Coppel. During 2005, he started his career at the group and prior to that, between 2001 and 2003, he worked as commercial manager at Soriana. David Coppel holds an industrial engineer and organizational systems degree by the ITESM and holds an MBA by the IPADE. He has studied different fields in New York, Dublin and China. Additionally, he is member of different committees at Grupo Coppel related to the Afore and to BanCoppel, and he is also member of the Board of Directors from Lululemon México, Corazón Capital, Reinserta AC.

## **B.** Committees:

AUDIT COMMITTEE		
CHAIRMAN	MEMBERS	
Alfonso Tomas Lebrija Guiot	Mauricio Domenge Gaudry	
	Luis Celhay Lopez	

CORPORATE PRACTICES COMMITTEE		
CHAIRMAN	MEMBERS	
Alfonso Tomas Lebrija Guiot	Mauricio Domenge Gaudry	
	Luis Celhay Lopez	

INVESTMENTS, FINANCE AND PLANNING COMMITTEE		
CHAIRMAN	<u>MEMBERS</u>	
Jose Antonio Correa Etchegaray	Juan Marco Gutierrez Wanless	
Related	Wilfrido Javier Castillo Miranda Olea	
	Jose Francisco Torres Olmos	
	David Coppel Calvo	
	Joaquin Brockmann Dominguez - Related	
	Bernardo Eugenio Risoul Salas - Related	
	Alejandro David Elizondo González Related	



#### Officers

Ratify Jose Antonio Correa Etchegaray, as CEO. Ratify Bernardo Eugenio Risoul Salas, as International CEO. Ratify Bernardo Eugenio Risoul Salas, as CFO.

• Compensations for services rendered by Board Members and Committee Members
Proposal to increase the compensation for services rendered by Board and Committee
Members (figures expressed in mexican pesos and as gross amounts) as follows:

BOARD OF DIRECTORS		
Independent Members of the Board	\$430,000 annual	
and Proprietary Secretary		
AUDIT COMMITTEE		
Chairman	\$525,000 annual	
Members	\$265,000 annual	
CORPORATE PRACTICES COMMITTEE		
Chairman and members	\$24,000 per session	
INVESTMENT, FINANCE AND PLANNING COMMITTEE		
Independent members	\$24,000 per session	

Committee directors and members, who are officers or employees of the company or of any of its subsidiaries, shall not receive any remuneration for the performance of their duties.

## Availability of information and documents for the Meeting

Information related to the Meeting; agenda, instructions, proxy forms, and reports mentioned in this document are available on the Company's website www.qinversionistas.qualitas.com.mx >> Sustainability >> Governance >> Assembly information >> 2023

## **About Qualitas**

**Qualitas Controladora (Q)** is the largest auto insurance company in Mexico in terms of market share, with operations in El Salvador, Costa Rica, USA and Peru. Its more than 25 years of experience in the auto insurance segment has allowed the Company to provide top quality service under the largest network in Mexico. Qualitas is listed on the Mexican Stock Exchange (BMV) under the ticker "Q" (Bloomberg: Q\*: MM)

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