

SUMMARY OF THE AGREEMENTS OF THE ORDINARY ANNUAL SHAREHOLDERS' MEETING OF MEXICHEM, S.A.B. DE C.V., HELD ON APRIL 25, 2017.

- I.1 “It is hereby deemed as presented and approved the report filed by the Board of Directors, under the terms of Article 28 Fraction IV of the Securities Market Law, in connection with the year ended on December 31, 2016, which comprises the following documents which are also hereby approved:
- a) The Report from the CEO prepared pursuant to Article 44 Fraction XI of the Securities Market Law, as well as the individual and consolidated Financial Statements of the Corporation as of December 31, 2016 and which are comprised of: (i) Statement of Financial Position; (ii) Income Statement and Other Wholesome Results; (iii) Statements of Variations to Shareholder’s Equity; (iv) Cash Flow Statement; and (v) Notes to Financial Statements;
 - b) The External Auditors’ Opinion to the individual and consolidated Financial Statements of the Corporation with numbers as of December 31, 2016, as well as the Report by such External Auditors of compliance with the Corporation’s fiscal obligations during the fiscal year for the year ended on December 31, 2015 referred to in Article 76 Fraction XIX of the Income Tax Law, hereby evidencing that such report was read and the same was distributed among those present;
 - c) The opinion of the Board of Directors, based in the one pertaining to the Audit Committee, regarding the content of the Report from the CEO referred to in item a) above.
 - d) The Report referred to by Article 172 item b) of the General Law on Business Associations wherein containing the main policies and accounting criteria and of information followed in preparing the financial information corresponding to the fiscal year ended on December 31, 2016; and
 - e) The report regarding the main transactions and activities where the Board of Directors was involved during the fiscal year ended on December 31, 2016*
- I.2 “Due note is taken that all the documents and information referred to in resolution I.1 above were made available to those present and it is ordered to add a copy thereof to the file of this Meeting.”

- I.3 “Based on the opinion and/or recommendation of the Audit Committee and the Board of Directors referred above, each and every one of the transactions carried out by the Corporation, during the fiscal year ended as of December 31, 2016 are hereby approved, approving and ratifying also each of the acts carried out by the Board of directors, its Secretary and Alternate Secretary, as well as by the CEO of Mexichem, S.A.B. de C.V., during the aforementioned fiscal year, who are hereby released from any liability in that effect.”
- II.1 “It is hereby deemed as presented and approved the Annual report of the Audit Committee and the Corporation’s Corporate Practices, under the terms of Article 43 of the Securities Market Law, presented by the Board of Directors for purposes of Article 28 Fraction IV of the same Law. Add a copy of such Report to the file of this Meeting.”
- II.1 “Due note is taken of the Statement of Income contained in the Audited Financial Statements of the Corporation approved in the presentation of point I of the Agenda, throw a majority net consolidated profit of the year 2016, for the amount of USD\$238’399,000.00 (Two Hundred and Thirty Eight Million Three Hundred and Ninety Nine Thousand Dollars 00/100) and a net individual loss of \$672’719,858.00 (Six Hundred and Seventy Two Million Seven Hundred Nineteen Thousand Eight Hundred Fifty Eight Pesos 00/100 M.N.) which in the Corporation’s functional currency equal a net profit of USD\$238’399,000.00 (Two Hundred and Thirty Eight Million Three Hundred and Ninety Nine Thousand Dollars 00/100).
- III.2 “Due note is taken that on the date hereof a legal reserve is constituted for the limit equivalent to the fifth part of the Corporation’s capital stock, therefore the separation of 5% of the profit under the terms of Article 20 of the General Law on Business Corporations is not admissible.
- III.3 “It is hereby approved to record and carry the net individual loss generated in the year 2016, that amounts to the amount of \$672’719,858.00 (Six Hundred and Seventy Two Million Seven Hundred Nineteen Thousand Eight Hundred Fifty Eight Pesos 00/100 M.N.) which in the Corporation’s functional currency is equal to a net individual profit of USD\$238’399,000.00 (Two Hundred and Thirty Eight Million

Three Hundred and Ninety Nine Thousand Dollars 00/100) to the Corporation's Accrued Results account."

- IV.1 "Due note is taken of the term of management of the owner and alternate members of the Board of Directors, as well as of its Secretary and Alternate Secretary, and all the actions carried out by them during the performance of their position are hereby ratified, releasing such persons from any liability they might have incurred in the development of their roles."
- IV.2 "Mr. Don Antonio del Valle Ruiz is hereby ratified as Honorary Lifetime President of the Board of Directors."
- IV.3 "It is hereby resolved to reelect Messrs. Juan Pablo del Valle Perochena, Antonio del Valle Perochena, María Guadalupe del Valle Perochena, Adolfo del Valle Ruíz, Ignacio del Valle Ruíz, Jaime Ruíz Sacristán, Divo Milán Haddad, Fernando Ruíz Sahagún, Guillermo Ortiz Martínez, Eduardo Tricio Haro and Eugenio Santiago Clariond Reyes, as owner members of the Board of Directors, who being present or having knowledge of their possible appointment and/or reelection have accepted their positions, protesting to their true and due performance and have been released from granting any bond, hereby recording the rating by this Meeting of Messrs. Divo Milán Haddad, Fernando Ruíz Sahagún, Guillermo Ortiz Martínez, Eduardo Tricio Haro and Eugenio Santiago Clariond Reyes, as Independent Owner Members under the terms of the Securities Market Law and the Corporate By-Laws."
- IV.4 By virtue of the position, reelection referred to in the above resolutions, the Board of Directors of the Corporation have been integrated by the Owner Members listed below:

BOARD OF DIRECTORS

Don Antonio Del Valle Ruíz
Honorary Lifetime President

Don Juan Pablo del Valle Perochena
Don Antonio del Valle Perochena
Doña María Guadalupe del Valle Perochena
Don Adolfo del Valle Ruíz
Don Ignacio del Valle Ruíz
Don Jaime Ruíz Sacristán
Don Divo Milán Haddad*
Don Fernando Ruíz Sahagún*
Don Guillermo Ortiz Martínez*
Don Eduardo Tricio Haro*
Don Eugenio Santiago Clariond Reyes Retana**

***Independent Members**

- IV.5 “Mr. Don Juan Pablo del Valle Perochena is hereby ratified as President of the Board of Directors, with the authorities inherent to your position.”
- IV.6 “Mr. Juan Pablo del Río Benítez, Esq., is hereby ratified as Secretary of the Board of Directors as well as to appoint Mr. Francisco Ramón Hernández Castillo, Esq., as Alternate Secretary of the Board of Directors, respectively, who are not members of the Board of Directors.”
- IV.7 “Due note is taken of the term of management of the members of the Audit Committee and the Corporation’s Corporate Practices Committee, as well as their respective Secretary and hereby ratify all the actions carried out by such Committees during the performance of their position, releasing such persons from any liability they might have incurred due to the development of their functions.”
- IV.8 “It is hereby resolved to reelect as Chairman of the Corporation’s Audit Committee Mr. Fernando Ruíz Sahagún, who being present or having knowledge of his possible appointment has accepted his position, protesting to its true and full performance and has been released from granting any bond.”
- IV.9 “It is hereby resolved to reelect as Chairman of the Corporate Practices Committee of the Corporation Mr. Eugenio Santiago Clariond Reyes, who being present or having knowledge of his possible appointment has accepted his position, protesting to his true and full performance and has been released from granting any bond.”
- V.1 “It is hereby resolved that the Chairman of the Board of Directors, of the Audit Committee and of the Corporate Practices Committee to receive the amount of

\$160,000.00 (One Hundred and Sixty Thousand Pesos 00/100 M.N.) for each meeting they attend to, as well as that the members of the Board of Directors, of the Audit Committee and the Corporate Practices Committee to receive the amount of \$80,000.00 (Eighty Thousand Pesos 00/100 M.N.), for their attendance to each meeting they attend to.”

- V.2 “It is hereby resolved that, in connection with the performance of their position, the Corporation undertakes to hold harmless the members of the Board of Directors, its Secretary and Alternate Secretary, of the Audit Committee and of the Corporate Practices Committee and its Secretary, in connection with any claim, suit, procedure or investigation filed in Mexico or in any of the countries in which securities market the securities issued by the Corporation are registered or listed or other securities issued based on such securities, wherein such persons may be involved in their capacity as members of the Board of Directors, the Audit Committee and the Corporate Practices Committee, the Secretary or Alternate Secretary thereof, including payment of any damage or loss caused and the amounts necessary to reach, if deemed adequate, a settlement, as well as the aggregate attorney’s fees and expenses and other advisors hired to supervise such persons’ interests, in the events mentioned, provided that the Board is authorized to determine, in the aforementioned events, if deemed convenient hiring the services of attorneys and other advisors other than those used by the Corporation if applicable.”
- V.3 “It is hereby evidenced that the indemnities granted to the persons indicated in the immediate above resolution, therefore regarding the acts in previous years, will continue in effect for the statute of limitations indicated by Law.”
- VI.1 “It is hereby resolved to approve the cancellation of the balance of the repurchase fund for USD\$551’578,956.00 (Five Hundred and Fifty One Million Five Hundred and Seventy Eight Thousand Nine Hundred Fifty Six Dollars of the United States of America 00/100) that was not used during the period that ran from April 28, 2016 and until April 24, 2017. The repurchase fund approved was of USD\$551’581,093.00 (Five Hundred and Fifty One Thousand Five Hundred and Eighty One Thousand Ninety Three Dollars of the United States of America 00/100)

of which the corporation exercised and keeps in treasury shares for an amount equal to USD\$2,137.00 (Two Thousand and One Hundred Thirty Seven Dollars of the United States of America 00/100). Thus, once the repurchase fund has been constituted only for the amount equivalent to the shares that the corporation keeps in treasury for USD\$2,137.00 (Two Thousand and One Hundred Thirty Seven Dollars of the United States of America 00/100), it is hereby approved to increase the repurchase fund by USD\$385'000,000.00 (Three Hundred Eighty Five Million Dollars of the United States of America 00/100), so that added to the USD\$2,137.00 (Two Thousand and One Hundred Thirty Seven Dollars of the United States of America 00/100) that to the date of this meeting have been repurchased by the corporation, to remain in an aggregate of USD\$385'002,137.00 (Three Hundred Eighty Five Million and Two Thousand and One Hundred Thirty Seven Dollars of the United States of America 00/100). Thus, it is hereby approved to transfer the amount of USD\$385'000,000.00 (Three Hundred Eighty Five Million Dollars of the United States of America 00/100), from the Accrued Profits accounts to the repurchase fund, provided that the purchase and placement of own shares in question, will be carried out by the Corporation through the Bolsa Mexicana de Valores, S.A.B. de C.V., at market price and complying with the other provisions indicated for such purpose by Articles Seventh of the Corporate By-Laws, 56 of the Securities Market Law and 56 to 63 of the General Provisions applicable to securities issuers and other participants of the securities market" (Sole Circular Letter). The CEO, Managing Director and Finance and Legal Director of the Corporation, are hereby authorized to handle or instruct, indistinctively, the resources of the fund for the purchase of the Corporation's own shares, while the Corporate Comptroller and the Treasurer are hereby authorized to do so, but always jointly with any of the persons appointed first. The above is also approved to carry out the purchase and placement of such shares, in the event of being necessary."

- VII.1 "Under the terms and for the purposes of the provisions of the last paragraph of Article 56 of the Securities Market Law and Article 60 of the "General provisions applicable to issuers of securities and other participants of the Securities Market" ("Circular Letter"), due note is taken that the Board of Directors of the Corporation, did not agree any change or amendment to the Corporation's Policies in Matters of

Acquisition of Own Shares during the period comprised between the above general ordinary annual shareholders' meeting and that is held on that date, being the last amendment approved with respect to the Policies and Agreements regarding Transactions with Securities and the Acquisition and Placement of Own Shares, in its meeting held on February 24, 2015."

VII.2 "Due note is taken that pursuant to the Corporation's accounting records: (i) as of December 31, 2015 there are 48'585,778 shares repurchased; (ii) the Corporation acquired during the fiscal year ended as of December 31, 2016, through transactions carried out in the Bolsa Mexicana de Valores, S.A.B. de C.V., the amount of 37'448,193 shares of the Sole Series of those issued by it and, on the other hand, replaced in the same fiscal year the amount of 34'813,604 shares of such Series, y (iii) the Ordinary General Shareholders' Meeting by resolution of December 7, 2016 approved the payment of a dividend for forced reinvestment in shares of the Company at the rate of 0.025 shares for each share outstanding at that date, that is, a new share for every 40 Shares in circulation, which resulted in a decrease in the shares held in the repurchase fund for 51'219,490 shares, derived from which there is a balance as of December 31, 2016 of the shares repurchased kept in the Corporation's Treasury of 877 shares of the Sole Series."

VIII.1 "Messrs. Juan Pablo del Valle Perochena, Antonio del Valle Ruíz, Antonio Carrillo Rule, Rodrigo Guzmán Perera, Francisco Ramón Hernández Castillo, Álvaro Soto González, Marcela Muñoz Moheno and Maria Guadalupe Rodríguez Lozano, are hereby indistinctively authorized, as Representatives of this Meeting, so that, on behalf and representation of the Corporation, appear before Notary Public of their choice in order to process and grant formalization of all or part of this minute; to issue simple or certified copies requested thereof, as well as to personally or through third parties request and attain registration of the corresponding notary certified copy before the Commercial Public Registry of the Corporation's address."

VIII.2 "The persons mentioned in agreement VIII.1 are hereby indistinctively authorized to file and/or publish notices, communications, writings and other communications required to be filed before the National Banking and Securities Commission, the Bolsa Mexicana de Valores, S.A.B. de C.V., before S.D. Indeval Institución para el

Depósito de Valores, S.A. de C.V., and before third parties in general, in connection with the agreements adopted during this Meeting, as well as to carry out any relevant proceedings.”