



RESOLUTIONS ADOPTED AT THE MEXICHEM'S GENERAL ORDINARY SHAREHOLDERS MEETING HELD ON AUGUST 30, 2017.

- 1.1 “Based on the opinion and recommendation of the Audit Committee and of the Board of Directors, and in compliance with Article 47 of the Stock Market Law, it is hereby approved to proceed, through Mexichem’s subsidiary, Mexichem Soluciones Integrales Holding, S.A. de C.V., with the acquisition of: i) voting shares representing 80% of the paid in capital stock; ii) all of the non-voting shares representing approximately 0.4% of the paid in capital stock, both of Netafim, Ltd. (“Netafim”), a company incorporated under the laws of the State of Israel; and iii) certain loans granted to Netafim by some of Netafim’s shareholders, which are Bluedrip S.ar.l, and Netafim Hatzetim Holdings, Cooperative Association Limited (the “Acquisition” or the “Transaction”); under the terms and conditions (including price) included in the respective stock purchase agreement, which were explained to this Mexichem’s Shareholders Meeting and which are described in the Information Memorandum that was revealed through the Mexican Stock Market last August 15, 2017.”
- 1.2 A resolution is hereby adopted to ratify each and all of the procedures and acts undertaken by Mexichem and / or its representatives prior to this Shareholders Meeting, intended for, in preparation of or conducting to the Acquisition to which Resolution 1.1 above refers, including but not limited to, the entering into the respective stock purchase agreement and the preparation and publication of the Information Memorandum describing the Acquisition which was revealed through the Mexican Stock Market last August 15, 2017.”
- 1.3 It is approved that Juan Pablo del Valle Perochena and/or Antonio Carrillo Rule and/or Rodrigo Guzmán Perera, be appointed delegates with the faculties required so that any of them, acting individually or jointly, in representation of Mexichem, may conduct all negotiations and actions, as well as to sign any documents, including agreements, certificates, titles, instruments, notifications, requests or notices, as needed for formalizing the Acquisition to which Resolution 1.1 above refers, or relating to or derived from the Acquisition.”
- 2.1 It is approved that Juan Pablo del Valle Perochena, Antonio Carrillo Rule, Rodrigo Guzmán Perera, Berenice Muñoz Jalpa, Marcela Muñoz Moheno and María

Guadalupe Rodríguez Lozano be appointed as Delegates of this Shareholders Meeting so that they may, on behalf of Mexichem, appear before the Notary Public of their choice to obtain the formalization of all or parts of this meeting's minutes; for issuing copies or certified copies of such minutes as needed or requested from them, as well as for, directly or acting through third parties which they appoint, obtaining the recordation of the respective Notary's deed in the Public Registry of Commerce at the corporate domicile of Mexichem, as and if needed."

- 2.2 The persons indicated in Resolution 2.1 above are hereby authorized to present and/or publish the notices and other communications that are needed to be filed before the National Banking and Securities Commission, the Mexican Stock Exchange, the S.D. Indeval, institution for the Deposit of Securities, and before any third parties in connection with the resolutions adopted by this Shareholders Meeting, as well as to carry out all other acts needed."