



MEXICHEM, S.A.B. DE C.V.

CALL FOR AN ORDINARY ANNUAL SHAREHOLDERS' MEETING

Upon resolution taken by the Board of Directors of Mexichem, S.A.B. de C.V., at its meeting held on February 20th, 2018, and pursuant to the provisions of the "General Commercial Companies Act" (*Ley General de Sociedades Mercantiles*), and the Bylaws of the Company, the shareholders are hereby convened to attend to the Ordinary Annual Shareholders' Meeting to be held on April 23rd, 2018, at 16:00 hrs., in the auditorium of the offices located at Paseo de la Reforma Número 365, Segundo Piso, Colonia Cuauhtémoc, 06500 Ciudad de México, to address the following matters:

AGENDA

- I. Report of the Chief Executive Officer and, based upon the aforementioned, the Report of the Board of Directors for the purposes of Article 28, section IV, subsection b) of the Securities Market Law (*Ley del Mercado de Valores*) and Article 172 of the General Commercial Companies Act (*Ley General de Sociedades Mercantiles*), regarding the operations and results of the financial year ended December 31st, 2017 and the individual and consolidated audited financial statements of the Company and its Subsidiaries as of such date, as well as the report referred to in Article 76, Fraction XIX of the Law on Income Tax (*Ley del Impuesto sobre la Renta*).
- II. Presentation of the annual report of the Audit and Corporate Practices Committee of the Company.
- III. Proposition and resolution on the application of results for the fiscal year ended December 31st, 2017.
- IV. Designation and/or ratification of the Board members, its Secretary and Assistant Secretary, as well as members of the Committees of the Company in charge of the Audit and Corporate Practices functions.
- V. Determination of compensation for the Board members, Secretary and Assistant Secretary, and members of the Committees of the Company in charge of the Audit and Corporate Practices functions.
- VI. Determination of the maximum amount that may be applied during fiscal year 2018 to the purchase of its own shares by the Company.
- VII. Annual Report of the Board of Directors regarding the adoption or amendment to the "Policies for Acquisitions of Owned Shares" of the Company and regarding the resolutions of such Board of Directors in connection with the purchase and / or placement of owned shares.
- VIII. Designation of delegates to execute and formalize the resolutions to be adopted by the Shareholders.

In order to have the right to concur to the Meeting, the Shareholders must obtain, at the latest on the April 20th, 2018, their Admission Pass at the office of the Secretary of the Company (DRB Abogados) located in Bosque de Alisos No. 45-A, Tercer Piso, Edificio Arcos Oriente, Colonia Bosques de las Lomas, 05120 Ciudad de México, Delegación Cuajimalpa de Morelos, Teléfono 5257.1888, which will be issued to the person in whose name the shares representing the capital stock of the Company are registered to, or based on the certificate issued by S.D. Ineval Institución para el Depósito de Valores, S.A. de C.V., and the complimentary listings issued by the intermediary depositories referred to in the Securities Market Law (*Ley del Mercado de Valores*).

The shareholders can be represented at the Meetings by the person or persons designated by proxy letter duly signed before two witnesses or by attorneys-in-fact with a sufficient general or special power of attorney granted in accordance with the applicable law or, through the formats referred to by Article 49 of the Securities Market Law (*Ley del Mercado de Valores*). The Company will keep at the disposal of the financial intermediaries (*intermediarios del mercado de valores*) that evidence to be able to represent the Shareholders, during the term referred to by Article 49, Fraction III of the Securities Market Law (*Ley del Mercado de Valores*), the formats for the proxies, in order for them to be delivered timely to the person they represent.

The deposit of shares or, if applicable, the delivery of certificates of deposit of such, as well as the distribution of the formats for the proxies for the representatives of the Shareholders, and the delivery of the Admission Passes for the Meeting will be from 10:00 to 14:00 hrs., and from 16:30 to 18:00 hrs., Monday through Friday, at the offices of the Secretary of the Company, from the publication of the present Call, and until April 20th, 2018.

Mexico City, March 14th, 2018.

Lic. Juan Pablo del Río Benítez
Secretary (not member) of the Board of Directors