



Form for the representation of shareholders at the Annual General Ordinary and Extraordinary Shareholders Meeting in terms of Article 49 section III of the Mexican Securities Market Law
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**ORBIA ADVANCE CORPORATION, S.A.B. DE C.V.
ANNUAL GENERAL ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING
APRIL 9, 2024**

**Form for the representation of shareholders at the Annual General Ordinary and Extraordinary Shareholders' Meeting
in terms of Article 49 section III of the Mexican Securities Market Law**

_____ [by my own right] [on behalf of _____] I hereby appoint as my representative _____ and grant such person a special power of attorney deemed as special in regards to its purpose but as general in regards to the powers granted, to appear at the Annual General Ordinary and Extraordinary Shareholders' Meeting of Orbia Advance Corporation, S.A.B. de C.V. ("Orbia" and/or the "Company"), referred to in the heading and vote _____ ordinary nominative shares, of which I am the owner and shall be voted in each of the items of the Agenda prepared for such shareholders' meeting in the way described below, either in the act of the shareholders' meeting or by the delivery of this form.

Agenda for the Annual General Ordinary Shareholders' Meeting

1. Report of the Chief Executive Officer and based on such report, 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 Business Company Law (*Ley General de Sociedades Mercantiles*), regarding the operations and results of the year ended December 31st, 2023 and the Company's individual and consolidated Financial Statements with the auditor's opinion of the Company to the date thereof, as well as the report referred to in section XIX of Article 76 of the Income Tax Law (*Ley del Impuesto Sobre la Renta*).

1.1 [Report of the Chief Executive Officer](#) and based on such [report, 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 Corporations and Partnership Law \(*Ley General de Sociedades Mercantiles*\), regarding the operations and results of the year ended December 31st, 2023:](#)

Approved	Not Approved	Abstain
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1.2 [Individual](#) and [consolidated](#) audited financial statements of the Company and its Subsidiaries as of December 31st, 2023:

Approved	Not Approved	Abstain
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1.3 [The report referred to in Article 76, section XIX of the Income Tax Law \(*Ley del Impuesto sobre la Renta*\):](#)

Approved	Not Approved	Abstain
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2. Presentation of the annual reports of: (i) the Audit Committee; and (ii) the Governance Committee.

2.1 [Presentation of the annual report of the Audit Committee of the Company:](#)

Approved	Not Approved	Abstain
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2.2 [Presentation of the annual report of the Governance Committee of the Company:](#)

Approved	Not Approved	Abstain
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3. Proposition and resolution on the application of results obtained for the year ended December 31st, 2023, including the amount and form of payment of dividends to be distributed to the Company's shareholders.

3.1 Approval of the individual and consolidated net profit of the fiscal year from January 1st to December 31st, 2023 for an amount of USD\$65 Million Dollars and USD\$156 Million Dollars, respectively.

<input type="checkbox"/> Approved	<input type="checkbox"/> Not Approved	<input type="checkbox"/> Abstain
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3.2 Approval to record the individual and consolidated profits and/or losses referred to in section 3.1 to the Accumulated Results account.

<input type="checkbox"/> Approved	<input type="checkbox"/> Not Approved	<input type="checkbox"/> Abstain
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3.3 Approval of the payment to the shareholders of the Company of an ordinary cash dividend of USD\$160,000,000.00 (One hundred and sixty million Dollars of the United States of America) to be paid in four installments throughout 2024.

<input type="checkbox"/> Approved	<input type="checkbox"/> Not Approved	<input type="checkbox"/> Abstain
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4. Appointment and/or ratification of the members of the Board of Directors, its Chairman, its Secretary (non-member) and its Alternate Secretary (non-member), by proposal of the Governance Committee pursuant to Article Thirty Fourth of the Company's Bylaws as well as the Chairs of the Company's Audit Committee and of the Governance Committee.

4.1 Ratification of the Honorary and lifetime Chairman of the Board of Directors:

DON ANTONIO DEL VALLE RUIZ, Honorary and lifetime Chairman (not a member) of the Board of Directors (Non Independent)

<input type="checkbox"/> Approved	<input type="checkbox"/> Not Approved	<input type="checkbox"/> Abstain
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4.2 Appointment and/or ratification of the members of the Board of Directors as follows:

JUAN PABLO DEL VALLE PEROCHENA, Chairman of the Board of Directors (Non Independent Board Member)

<input type="checkbox"/> Approved	<input type="checkbox"/> Not Approved	<input type="checkbox"/> Abstain
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ANTONIO DEL VALLE PEROCHENA, Board Member (Non Independent Board Member)

<input type="checkbox"/> Approved	<input type="checkbox"/> Not Approved	<input type="checkbox"/> Abstain
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MARIA DE GUADALUPE DEL VALLE PEROCHENA, Board Member (Non Independent Board Member)

<input type="checkbox"/> Approved	<input type="checkbox"/> Not Approved	<input type="checkbox"/> Abstain
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FRANCISCO JAVIER DEL VALLE PEROCHENA, Board Member (Non Independent Board Member)

<input type="checkbox"/> Approved	<input type="checkbox"/> Not Approved	<input type="checkbox"/> Abstain
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GUILLERMO ORTIZ MARTINEZ, Board Member (Independent Board Member)

Approved	Not Approved	Abstain
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DIVO MILAN HADDAD, Board Member (Independent Board Member)

Approved	Not Approved	Abstain
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ALMA ROSA MORENO RAZO, Board Member (Independent Board Member)

Approved	Not Approved	Abstain
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MARIA TERESA ALTAGRACIA ARNAL MACHADO, Board Member (Independent Board Member)

Approved	Not Approved	Abstain
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JACK GOLDSTEIN RING, Board Member (Independent Board Member)

Approved	Not Approved	Abstain
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EDWARD MARK RAJKOWSKI, Board Member (Independent Board Member)

Approved	Not Approved	Abstain
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MIHIR ARVIND DESAI, Board Member (Independent Board Member)

Approved	Not Approved	Abstain
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4.3 Appointment and/or ratification of the Chairman, Secretary (non-member) and Alternate Secretary (non-member) of the Board of Directors

JUAN PABLO DEL VALLE PEROCHENA, Chairman of the Board of Directors

Approved	Not Approved	Abstain
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JUAN PABLO DEL RIO BENÍTEZ, Secretary (non-member) of the Board of Directors

Approved	Not Approved	Abstain
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SHELDON VINCENT HIRT, Alternate Secretary (non-member) of the Board of Directors

Approved	Not Approved	Abstain
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4.4 Appointment and/or ratification of the Chair of the Audit Committee and of the Governance Committee

EDWARD MARK RAJKOWSKI, Chair of the Audit Committee

Approved	Not Approved	Abstain
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MARIA TERESA ALTAGRACIA ARNAL MACHADO, Chair of the Corporate Governance Committee

Approved

Not Approved

Abstain

5. Determination of the emoluments for the members of the Board of Directors and for the members of the Committees of the Company.

5.1 Emoluments:

The members of the Board of Directors, with the exception of the Honorary Chairman and the Chairman of the Board of Directors, to receive an annual payment in cash equivalent to USD\$60,000.00 (Sixty Thousand 00/100 Dollars of the United States of America) and a payment in kind equivalent to USD\$90,000.00 (Ninety Thousand 00/100 Dollars of the United States of America) in the Company's restricted shares.

The Honorary Chairman of the Board of Directors to receive an annual payment in cash equivalent to USD\$500,000.00 (Five Hundred Thousand 00/100 Dollars of the United States of America).

The Chairman of the Board of Directors to receive an annual payment in cash equivalent to USD\$750,000.00 (Seven Hundred and Fifty Thousand 00/100 Dollars of the United States of America) and, in addition, will be entitled to receive an additional contingent payment of up to a maximum of USD\$750,000.00 (Seven Hundred and Fifty Thousand 00/100 Dollars of the United States of America), payable based on the achievement of determined specific targets established and assessed by the Governance Committee.

The Chairman of the Audit Committee to receive, in addition to the payment in cash and in kind that as member of the Board of Directors corresponds to him, an annual payment in cash equivalent to USD\$25,000.00 (Twenty Five Thousand 00/100 Dollars of the United States of America) and, the Chairs of the Governance Committee and of the Finance Committee will receive, in addition to their payments as members of the Board of Directors, an annual payment in cash equivalent to USD\$20,000.00 (Twenty Thousand 00/100 Dollars of the United States of America).

Additionally, it is proposed that the Company grants in favor of the members of the Board of Directors and of the abovementioned Committees and in favor of its Secretary and the Alternate Secretary an indemnity consisting in the defense by the Company in case of lawsuits or proceedings initiated against them by reason of the performance of their duties.

It is also proposed to authorize the Company (directly or through its corresponding subsidiaries) to enter into the respective Indemnity contracts with the members of the Board of Directors.

Approved

Not Approved

Abstain

6. Determination of the maximum amount of resources that may be applied, from April 9th, 2024 to April 2025, to the Company's buyback share program.

6.1 Approval of the cancelation of the unused balance of the amount approved on March 30, 2023 for the buyback share program of the Company for the period between March 30, 2023 and April, 2024. Such amount will be determined the day before the shareholders meeting.

Approved

Not Approved

Abstain

6.2 Approve a fund for the repurchase of shares for an amount equal to the total balance of the Company's net profits as of December 31, 2023 and including those withheld from previous years, in the understanding that the acquisition and placement of the applicable shares of the Company will be made in compliance with all applicable dispositions referred to in Article Thirteen of the Bylaws, Article 56 of the Mexican Securities Market Law (*Ley del Mercado de Valores*) and Articles 56 to 63 of the "*Disposiciones de caracter general aplicables a las emisoras de valores y a otros participantes del mercado de valores*".

Approved

Not Approved

Abstain

7. Annual Report of the Board of Directors with respect to the adoption or amendment to the Company's "Policies for the Acquisition of its Own Shares" and report related to the resolutions of such Board of Directors in connection with the purchase and/or placement of the Company's own shares.

Approved

Not Approved

Abstain

Agenda for the General Extraordinary Shareholders' Meeting

8. [Proposal, discussion and, if applicable, approval to amend certain Articles of the Company's Bylaws and its restatement, in order to update and adapt its Bylaws to the recent amendments to the General Business Company Law \(Ley General de Sociedades Mercantiles\) and the Securities Market Law \(Ley del Mercado de Valores\).](#)

Approved

Not Approved

Abstain

9. Appointment of delegates to execute and formalize the resolutions to be adopted by the Shareholders' Meeting.

Approved

Not Approved

Abstain

Date: _____

Shareholder Name

Representative

Witness

Witness