

# HOTELES CITY.

## RESOLUTIONS

**HOTELS CITY EXPRESS, S.A.B. DE C.V.  
ANNUAL GENERAL ORDINARY AND EXTRAORDINARY STOCKHOLDERS' MEETING  
APRIL 25, 2024**

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**ITEM ONE.** Presentation, discussion, and, if applicable, approval: (a) of the reports and opinion referred to in Article 28, Section IV, of the Securities Market Law, for the fiscal year ended December 31, 2023; (b) the Board of Directors' report referred to in subsection (b) of Article 172 of the General Corporations Law containing the accounting and information policies and criteria followed in the preparation of the Company's financial information; (c) the Company's audited and consolidated financial statements corresponding to the fiscal year ended December 31, 2023; (d) the Company's tax obligation compliance report, in terms of Section XIX of Article 76 of the Income Tax Law; and (e) application of results.

"**FIRST.** The report submitted by the Audit and Corporate Practices Committee in compliance with Article 28, section IV, paragraph (a) of the Securities Market Law, regarding the functions and activities of corporate practices and auditing during the fiscal year ended December 31, 2023, is deemed submitted and approved in its terms, and the management of the Audit, Risk, and Corporate Practices Committee is approved. The management of the Audit, Risk, and Corporate Practices Committee during the fiscal year ended December 31, 2023, is also approved. A copy of the Audit, Risks, and Corporate Practices Committee report will be added to the meeting minutes for this Annual Meeting."

"**SECOND.** The report, which was accompanied by the external auditor's report, and in compliance with Article 172 of the General Corporations Law and Article 44 Section XI of the Securities Market Law, was presented by the Chief Executive Officer to the Board of Directors and, in compliance with Article 28, section IV, subsection (b) of the Securities Market Law, is deemed submitted and approved in its terms. The report on the operations and results of the Company during the fiscal year ended December 31, 2023, as well as the opinion presented by the Board of Directors on the contents of said report, in compliance with Article 28, Section IV, paragraph (c) of the Securities Market Law, was submitted by the Chief Executive Officer to the Board of Directors. A copy of said report, as well as of the attached opinion and the corresponding opinion, is hereby added to the Minutes of this Annual Meeting."

"**THIRD.** A report in compliance with Article 28, section IV, paragraph (d) of the Securities Market Law, in connection with Article 172, paragraph (b) of the General Corporations Law, was presented by the Board of Directors to the Company's Ordinary General Shareholders' Meeting, containing the main accounting and information policies and criteria followed in the preparation of the Company's financial information, and its terms were deemed to have been rendered and approved. A copy of said report is to be added to the Minutes of this Annual Meeting."

"**FOURTH.** The report referred to in Article 28, section IV, paragraph (e) of the Securities Market Law is deemed to have been rendered and approved. A copy of said report is to be added to the Minutes of this Annual Meeting."

"**FIFTH.** The Company's audited Financial Statements as of December 31, 2023, in the form they were presented for the consideration of the Annual Meeting, are deemed presented and approved in all their parts. A copy of said Financial Statements shall be added to the Minutes."

"**SIXTH.** By virtue of the foregoing resolutions, the management of the Board of Directors during the fiscal year ended December 31, 2023 is hereby approved."

"**SEVENTH.** The shareholders are hereby informed that the tax report for the fiscal year ended December 31, 2022, which was filed on May 26, 2023, complied with the provisions of Article 76, Section XIX of the Income Tax Law.

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"**EIGHTH.** It is hereby stated for the record that the Annual Meeting approves and takes note that, the tax report corresponding to the fiscal year ended December 31, 2023, has not yet been issued and that it may not be filed until June 30, 2023. In order to comply with the provisions of Article 76 Section XIX of the Income Tax Law, the first General Shareholders' Meeting to be held after the issuance of the tax report corresponding to the fiscal year ended December 31, 2023, will be informed, on compliance with the Income Tax Law Regulations, regarding the Company's compliance with its tax obligations for the fiscal year."

"**NINTH.** It is approved and noted that, in the Company's individual financial statements, net profits are established as of December 31, 2023, therefore, in fiscal year 2023, 5% of the net profits will be set aside for the legal reserve established in the General Corporations Law."

"**TENTH.** Pursuant to the provisions of Clause Forty-Five of the Company's bylaws, the Meeting hereby resolves to delegate and authorize the Board of Directors to establish the terms and conditions under which the payment of dividends will be made. It is hereby approved and authorized that the maximum amount of the resources that the Board of Directors may allocate for the payment of dividends be up to the total balance of the net profits of the Company, as reflected in the Company's consolidated financial statements, as of the last fiscal year and considering the order of priority established in Clause Forty-Five, with the understanding that said maximum amount will remain in effect until the Company's Ordinary General Shareholders' Meeting determines a new amount."

"**ELEVENTH.** The Board of Directors is authorized to sign and deliver each and every one of the documents, as well as to give any notice and notifications that correspond to any third party, including any authority or public or private registry, to make the publications required to comply with the resolutions agreed upon and the applicable legal provisions; and to file with the National Banking and Securities Commission, the Bolsa Mexicana de Valores, S.A.B. de C.V., and S.D. Ineval Institución para el Depósito de Valores, S.A. de C.V. such notices as may be necessary or convenient in connection with the decree and payment of dividends to be made in terms of these resolutions."

**ITEM TWO.** Proposal, discussion, and, if applicable, approval: (i) Of the management of the Board of Directors and the Company's Chief Executive Officer for the fiscal year ended December 31, 2023; (ii) Appointment or ratification, if applicable, of (a) the Eligible Directors, (b) the other members that comprise the Company's Board of Directors, (c) the Chairman of the Audit, Risk, and Corporate Practices Committee, (d) the persons that comprise the Company's Audit, Risk and Corporate Practices Committee; (e) the Chief Executive Officer, and (f) the non-member Secretary of the Board of Directors; and (iii) Determination of the corresponding emoluments.

"**FIRST.** Pursuant to the provisions of Clause Fourteen of the Company's Bylaws, it is approved to ratify the appointment of Eduardo Raúl Azcárraga Pérez, Francisco Andragnes, and Luis Eduardo Barrios Sánchez, as Eligible Directors of the Board of Directors of the Company, and it is resolved and noted that directors Francisco Andragnes and Eduardo Raúl Azcárraga Pérez qualify as independent directors and director Luis Eduardo Barrios Sánchez does not qualify as independent in terms of the provisions of Article 26 of the Securities Market Law."

"**SECOND.** It is approved that, in terms of Clause Fourteen of the Company's Bylaws, Thomas McDonald, Luis Alberto Chapa González, Armando J. García Segovia, Mario Gamboa Cavazos, and Jaime Enrique Espinosa de los Monteros Cadena, be ratified as proprietary members of the Board of Directors of the Company and that they be automatically reelected for an additional period of one (1) year serve in their functions."

"**THIRD.** Pursuant to the provisions of Clause Fourteen of the Company's Bylaws, it is approved to ratify Mr. Luis Eduardo Barrios Sánchez as Chairman of the Board of Directors of the Company."

"**FOURTH.** It is approved and noted that, in accordance with the information presented to the Meeting by Thomas McDonald, Luis Alberto Chapa González, Armando J. García Segovia, Mario Gamboa

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Cavazos, and Jaime Enrique Espinosa de los Monteros Cadena, said directors qualify as independent directors in terms of the provisions of Article 26 of the Securities Market Law."

"**FIFTH.** It is approved the appointment of Kanika Soni, Amy Ziegenfuss, and Alberto Ignacio Sánchez Y Palazuelos as new members of the Board of Directors of the Company, and Mr. Ricardo Maldonado Sosa as alternate Board Member for Luis Eduardo Barrios Sánchez"

"**SIXTH.** It is noted that, according to the information presented to the Meeting by Kanika Soni, Amy Ziegenfuss, and Alberto Ignacio Sánchez Y Palazuelos, said directors qualify as independent directors, as does Mr. Ricardo Maldonado Sosa as an alternate director, in terms of the provisions of Article 26 of the Mexican Securities Market Law. It is hereby stated for the record that the information presented for such determination will be kept in the Company's files and that the same is attached to these minutes."

"**SEVENTH.** It is resolved to ratify Mr. Marco Saccucci Merolle as Secretary non-member of the Company's Board of Directors."

"**EIGHTH.** It is noted that, by virtue of the foregoing resolutions, as of today the Board of Directors is comprised of the following persons:

<b>Proprietary Members</b>
Luis Eduardo Barrios Sánchez (Chairman)
Armando J. García Segovia
Eduardo Raúl Azcárraga Pérez
Luis Alberto Chapa González
Francisco Andragnes
Thomas McDonald
Jaime Enrique Espinosa de los Monteros Cadena
Mario Gamboa Cavazos
Kanika Soni
Amy Ziegenfuss
Alberto Ignacio Sánchez Y Palazuelos
Ricardo Maldonado Sosa (alternate)

"**NINTH:** The actions taken by all the members of the Company's Board of Directors and by the Secretary who is not a member of the Board of Directors are approved, in both cases, for fiscal year 2023 and they are released from any liability they may have incurred in the legal performance of their duties."

"**TENTH.** It is approved that, for the fiscal year 2024, the emoluments to be paid to the members of the Board of Directors shall be a payment of \$90,000.00 M.N. (ninety thousand pesos 00/100 M.N.) per director, per meeting attended."

"**ELEVENTH.** Mr. Jaime Enrique Espinosa de los Monteros Cadena is hereby ratified as Chairman of the Audit, Risk and Corporate Practices Committee".

"**TWELFTH.** The appointment of Jaime Enrique Espinosa de los Monteros Cadena, Francisco Andragnes, and Eduardo Raúl Azcárraga Pérez as members of the Audit and Corporate Practices Committee is hereby ratified".

"**THIRTEENTH.** It is hereby noted that the Audit, Risk, and Corporate Practices Committee of the Company is composed as follows:

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Integration of the Audit, Risks, and Corporate Practices Committee
Jaime Enrique Espinosa de los Monteros Cadena (Chairman)
Francisco Andragnes
Eduardo Raúl Azcárraga Pérez

"**FOURTEENTH.** The determination of the emoluments corresponding to the Chairman of the Company's Audit, Risk, and Corporate Practices Committee, to be applied during fiscal year 2024, is approved, indicating that said emoluments will be \$75,000.00 (seventy-five thousand pesos 00/100 M.N.) per meeting attended and for the other members of the Audit, Risk and Corporate Practices Committee will be \$30,000.00 (thirty thousand pesos 00/100 M.N.) per meeting attended.

"**FIFTEENTH.** It is resolved to ratify the appointment of Mr. Luis Eduardo Barrios Sánchez as Chairman of the Board of Directors of the Company, to approve the actions carried out for the fiscal year 2023, and he is released from any liability he may have incurred in the legal performance of his office."

"**SIXTEENTH.** It is hereby stated for the record that the persons ratified and appointed as Directors have accepted their ratification or appointment, protesting and guaranteeing the faithful performance of their duties in the manner provided in the Company's bylaws."

**ITEM THREE.** Proposal, discussion and, if applicable, approval: (a) Of the maximum amount of resources that the Company may allocate to the acquisition of its own shares for the 2024 fiscal year in terms of Article 56 of the Securities Market Law; and (b) Of the report referred to in section (III) of Article 60 of the General Provisions applicable to issuers of securities and other participants in the securities market; and (c) Of the report of transactions that represent more than 20% (twenty percent) or more of the consolidated assets of the Company.

"**FIRST.** It is approved and noted that (i) in the fiscal year 2023, the acquisition of 20,216,473 shares representing the capital stock of the Company was carried out with the repurchase fund, and (ii) that the procedures pursuant to which the repurchase of shares could be carried out and, if applicable, subsequent placement on the market, are those indicated in the report submitted to this Annual Meeting regarding Article 56 of the Securities Market Law and Article 60 section III of the General Provisions applicable to issuers of securities and other participants in the securities market, a copy of which is added to the file of this Annual Meeting and approved in terms hereof."

"**SECOND.** It is hereby approved the amount of \$800,000,000.00 M.N. (eight hundred million pesos 00/100 M.N.) as the maximum amount of resources that the Company may use for the acquisition of its own shares during the 12 (twelve) months following the date of this Annual Shareholders' Meeting. Said amount will be in effect during the said period, unless the Shareholders' Meeting determines otherwise, with the understanding that such maximum amount will remain in effect until the Annual Ordinary General Shareholders' Meeting of the Company determines a new amount."

"**THIRD.** The Board of Directors and the Chief Executive Officer are empowered to carry out and instruct on the repurchase of shares, and to determine, if applicable, the amount to repurchase and the amount of capital stock that may be allocated to the acquisition of the Company's own shares, and if applicable, to instruct the conversion of such shares into treasury shares. The Board of Directors or the Chief Executive Officer shall determine the method of repurchase and the accounting or capital adjustments that may be necessary or advisable and, in particular, to determine whether the purchase is made against stockholders' equity as long as the shares belong to the Company, or, as the case may be, to the capital stock or other corresponding items, in the event that it is resolved to convert them into treasury shares, without the need for a resolution or resolution of this Meeting, it being understood that such transactions will be reported in a timely manner to the Annual Ordinary General Meeting of the Company to be held during the 2024 fiscal year. "

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"**FOURTH.** It is approved that the acquisition of the Company's own shares may be carried out through market orders or through a public offering, as applicable, in accordance with the provisions of Article 56 and other applicable provisions of the Securities Market Law and Article 56 and other applicable provisions of the General Provisions Applicable to Issuers of Securities and other Participants in the Securities Market, in accordance with the terms and conditions that, if applicable, are determined by the persons responsible for the Company in matters of acquisition of own shares and for ordering the purchase and placement of own shares or the Board of Directors, as applicable."

"**FIFTH.** The ratification to the Company is approved for certain subsidiaries of the Company to transfer their rights over their properties, directly or through investment trusts, to an investment and real estate trust issuing CBFIs (the "Fibra Hotelera"), with the purpose of providing the Company with sufficient flexibility to be able to execute the transaction related to its assets and the launching of Fibra STAY during the next twelve months."

**ITEM FOUR.** Proposal, discussion, and, if applicable, approval: (a) Of the change of the Company's name; (b) To amend Clause One of the Company's bylaws; (c) To revoke the Company's powers of attorney and (d) To grant the Company's powers of attorney.

**FIRST.** "It is approved to change the name of the Company from "HOTELES CITY EXPRESS, S.A.B. DE C.V." to "**PROMOTORA DE HOTELES NORTE 19, S.A.B. DE C.V.**", according to the Authorization of Denomination attached to these Minutes as Exhibit "C" and, consequently, Clause One of the Company's bylaws must be amended, according to the terms of the following Resolution."

Likewise, the corresponding agencies are instructed to be notified of this change so that they can make the necessary updates and registrations.

**SECOND:** It is approved to amend Clause One of the Company's bylaws to read as follows:

*"The name of the Company shall be "PROMOTORA DE HOTELES NORTE 19", which shall be followed by the words "SOCIEDAD ANÓNIMA BÚRSATIL DE CAPITAL VARIABLE" or its abbreviation "S.A.B. DE C.V."."*

**THIRD.** "It is approved to REVOKE the powers of attorney that were conferred by the Company in favor of LUIS EDUARDO BARRIOS SÁNCHEZ, MARCO SACCUCCI MEROLLE, SANTIAGO PARRA GUTIÉRREZ, JUAN CARLOS PIOQUINTO VÁZQUEZ, JOSÉ ANTONIO MAYOL MASCORRO, MIGUEL ANGEL BÁEZ TEPEXICUAPAN, and RAFAEL BÁEZ TEPEXICUAPAN, before public deed number 27,907 dated April 30, 2020, MIGUEL ANGEL BÁEZ TEPEXICUAPAN and RAFAEL SÁNCHEZ RODRIGO, before public deed number 27,907 dated April 30, 2020, executed before Antonio Andere Pérez Moreno, Notary Public No. 231 of Mexico City, Mexico. 231 of Mexico City, whose first testimony is registered under the Electronic Mercantile Folio 288399 -1 in the Public Registry of Commerce of the same City."

**FOURTH:** It is hereby approved and effective as of this date, TO GRANT the following powers of attorney:

I.- In favor of LUIS EDUARDO BARRIOS SÁNCHEZ, SANTIAGO PARRA GUTIÉRREZ, MARCO SACCUCCI MEROLLE, JUAN CARLOS PIOQUINTO VÁZQUEZ, SANDRA ALICIA AVALOS TERÁN, BALTAZAR ARTERO FERNÁNDEZ TRUJILLO, CHRISTIAN ANTONIO GARCÍA ORDAZ, HÉCTOR RODRIGO VÁZQUEZ MONTOYA and JUAN CARLOS SAUCEDO MENDOZA, to be exercised jointly or separately:

GENERAL POWER OF ATTORNEY FOR LITIGATION AND COLLECTIONS, pursuant to the first paragraph of article two thousand five hundred and fifty-four of the Civil Code for the Federal District, now Mexico City, and of its correlative articles in each and every one of the Civil Codes of the States of the Mexican



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Republic and of the Federal Civil Code, with all the general powers and including those powers that require special clause in accordance with article two thousand five hundred eighty seven of the Civil Code for the Federal District, today Mexico City, and of its correlative articles in each and every one of the Civil Codes of the States of the Mexican Republic and of the Federal Civil Code, without including the power to assign or donate property, including, but not limited to, the following: exercise all kinds of rights and actions before any authorities of the Federation, of the States, of Mexico City and of the Municipalities, whether in voluntary, contentious or mixed jurisdiction and whether they are civil, judicial, administrative or labor authorities, whether they are Conciliation and Arbitration Boards, Local or Federal; answer claims, file defenses and counterclaims; articulate and absolve positions; settle; conciliate, enter into and subscribe agreements, receive payments and commit to arbitration; submit to any jurisdiction; challenge magistrates, judges, clerks, experts and other persons who may be challenged in law; withdraw from the main action, its incidents, any appeal and the amparo, which they may file as many times as they deem convenient; submit all kinds of evidence; acknowledge signatures and documents, object to them and accuse them of being false; attend hearings, proceedings and auctions; make bids, offers and improvements and obtain for the Company the adjudication of all kinds of assets and, by any title, make and formulate accusations, complaints and lawsuits; to grant pardon and to become a party in criminal cases or coadjutant of the Public Prosecutor's Office, cases in which they may exercise the broadest powers required by the case to be the legal representatives of the Company, having the labor representation of the Company. The appointed attorneys-in-fact shall exercise the powers and faculties granted to them above mentioned, before individuals and before all kinds of Administrative or Judicial Authorities, being able to sign all public or private documents that may be necessary or convenient for the full compliance of this power of attorney.

II.- In favor of LUIS EDUARDO BARRIOS SÁNCHEZ, SANTIAGO PARRA GUTIÉRREZ, MARCO SACCUCCI MEROLLE, JUAN CARLOS PIOQUINTO VÁZQUEZ, SANDRA ALICIA AVALOS TERÁN, BALASAR ARTERO FERNÁNDEZ TRUJILLO, HÉCTOR RODRIGO VÁZQUEZ MONTOYA and CHRISTIAN ANTONIO GARCÍA ORDAZ, to be exercised jointly or separately:

GENERAL POWER OF ATTORNEY FOR LAWSUITS AND COLLECTIONS AND ACTS OF ADMINISTRATION IN LABOR MATTERS, whereby the attorneys-in-fact appointed shall enjoy, jointly or separately, all the general powers and those that require a special clause in accordance with the Law, empowering them, in accordance with and for the purposes of articles eleven, forty-six, one hundred thirty-four third section, five hundred twenty-three, seven hundred eighty-six, seven hundred eighty-seven, eight hundred seventy-six, eight hundred seventy-eight, eight hundred eighty-eight and eight hundred eighty-four of the Federal Labor Law, in force until April thirtieth, two thousand nineteen; as well as in accordance with and for the effects of articles eleven, forty-six, one hundred and thirty-four third section, five hundred and twenty-three, six hundred and eighty-four B, six hundred and eighty-four E, seven hundred and eighty-six, seven hundred and eighty-seven, eight hundred and seventy-three A, eight hundred seventy-three C, eight hundred seventy-three D, eight hundred seventy-three F, eight hundred seventy-three H, eight hundred seventy-three I, eight hundred seventy-three J, eight hundred ninety-three, eight hundred ninety-seven B and nine hundred twenty-one of the Federal Labor Law in force. He may represent the company before all kinds of labor unions, attend all kinds of hearings, summons, summons, requirements, settlements, transactions, agreements, settlements, settlements, articulate or absolve positions, promote or withdraw from the amparo trial, file criminal complaints and lawsuits, grant pardon, promote inexistence of strikes, promote economic conflicts, to act as an employer before the workers with the broadest powers of representation, without any limitation and without impediments of any kind, to propose conciliatory arrangements, enter into transactions, make all kinds of decisions, negotiate and sign labor agreements, and for all purposes of individual and collective conflicts. In general for all labor-management matters and to exercise before any of the labor and social services authorities referred to in article five hundred twenty-three of the Federal Labor Law; they may also appear before the Conciliation and Arbitration Boards, whether Local or Federal; the Federal Center for Labor Conciliation and Registration or the Conciliation Centers of the Federal Entities; Labor Courts or Tribunals, whether Local or Federal; consequently, they will represent the employer for the purposes of the aforementioned articles eleven and forty-six, and also the legal representation of the company for all purposes of proving its legal personality and capacity in or out of court, pursuant to the terms of article six hundred ninety-two, second and third sections of the Federal Labor Law; they may appear for the confessional evidence in the terms of articles seven hundred eighty-six and seven hundred eighty-seven of the Federal Labor Law, with powers to absolve and articulate positions with the character of legal representatives of the company, with precise powers to present the confessional evidence in all its parts; may indicate an address to hear and receive notifications in the terms of article seven hundred

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thirty-nine, may appear with all the sufficient legal representation to attend the hearing referred to in article eight hundred seventy-three in its two stages of conciliation and of claim and exceptions, as well as to attend the hearing for the offer and admission of evidence referred to in article eight hundred and eighty, in the terms of articles seven hundred and thirty-nine, eight hundred and seventy-five, eight hundred and seventy-six, eight hundred and seventy-seven, eight hundred and seventy-nine and eight hundred and eighty; They may also attend the hearing for the presentation of evidence under the terms of articles eight hundred eighty-three and eight hundred eighty-four of the Federal Labor Law in force until April thirty-third, two thousand nineteen; Likewise, they will represent the employer for the purposes of the aforementioned articles eleven and forty-six, and also the legal representation of the company for all purposes of proving the legal capacity in court or out of court, in the terms of article six hundred ninety-two, second and third sections of the Federal Labor Law; request the initiation of the conciliation proceeding in terms of article six hundred eighty-four B; may appear at the conciliation hearing referred to in article six hundred eighty-four E; may appear at the hearing of the confessional evidence in the terms of articles seven hundred eighty-six and seven hundred eighty-seven of the Federal Labor Law, with powers to absolve and articulate positions as legal representatives of the company, with specific powers to hear the confessional evidence in all its parts; may indicate an address to hear and receive notifications in the terms of article seven hundred thirty-nine; answer claims, offer evidence in terms of article eight hundred and seventy-three A; counter-reply, object to evidence of their opponent, as well as offer evidence in relation to their counter-reply, in terms of article eight hundred and seventy-three C; they may appear with all sufficient legal representation to attend the preliminary hearing referred to in article eight hundred and seventy-three F in all its stages, as well as to attend the trial hearing referred to in article eight hundred and seventy-three H; They may also appear at the evidence phase referred to in article eight hundred and seventy-three I, all of the above articles of the Federal Labor Law in force; they are also empowered to propose conciliatory arrangements, enter into transactions, to make all kinds of decisions to negotiate and sign labor agreements, at the same time they may act as representatives of the company as administrators specifically for all kinds of labor lawsuits or proceedings that are processed before any authority. Likewise, this power of attorney is granted, expressly including, but not limited to, powers for acts of administration in labor matters such as the employment and distribution of workers, the determination of the tasks that correspond to each position or work area, and their remuneration and; if applicable, the dismissal or promotion of all types of workers, and therefore, may sign all types of labor contracts or agreements and terminate or rescind them.

This power of attorney may be exercised, jointly or separately, before all kinds of Administrative or Judicial authorities, whether Federal, Mexico City, State, or Municipal; before Labor Authorities, Conciliation Centers, Courts and, in general, before all kinds of persons, whether individuals or corporations.

At the same time, they may enter into employment contracts and terminate them. For such purposes, they will individually enjoy all the powers of a general agent for lawsuits and collections and acts of administration, under the terms of the first two paragraphs of articles two thousand five hundred fifty-four, two thousand five hundred eighty-seven and two thousand five hundred seventy-four of the Civil Code for the Federal District, today Mexico City, and the correlative of these in the other federal entities where the mandate is exercised; they may answer criminal charges, complaints and accusations; may become an assistant of the Public Prosecutor's Office, in terms of article one hundred eighty-eight and the other pertinent articles of the Federal Code of Criminal Procedures; may grant the pardon referred to in article ninety-three of the Criminal Code; They may receive payments, may file all kinds of appeals, lawsuits and proceedings, whether civil, mercantile, criminal, administrative, labor and even injunctive relief; and may withdraw from any of them; they may represent the company before all kinds of courts of any jurisdiction and exercise all kinds of actions, exceptions, defenses and counterclaims, engage in arbitration and arbitration. The appointed attorneys-in-fact shall exercise the powers and faculties granted to them above mentioned, before individuals and before all kinds of Administrative or Judicial Authorities, being able to sign all public or private documents that may be necessary or convenient for the full compliance of this power of attorney.

III.- In favor of LUIS EDUARDO BARRIOS SÁNCHEZ, SANTIAGO PARRA GUTIÉRREZ, MARCO SACCUCCI MEROLLE, JUAN CARLOS PIOQUINTO VÁZQUEZ, SANDRA ALICIA AVALOS TERÁN, BALASAR ARTERO FERNÁNDEZ TRUJILLO, HÉCTOR RODRIGO VÁZQUEZ MONTOYA and CHRISTIAN ANTONIO GARCÍA ORDAZ, to be exercised jointly or separately:

GENERAL POWER OF ATTORNEY FOR ADMINISTRATIVE ACTS, pursuant to the provisions of the second paragraph of article two thousand five hundred and fifty-four of the Civil Code for the Federal District,

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now Mexico City, and of its correlative articles in each and every one of the Civil Codes of the States of the Mexican Republic and the Federal Civil Code, with powers to carry out all the operations inherent to the purpose of the granting company, in the understanding that the appointed attorneys-in-fact may not, under any circumstances, dispose of any assets of the company, nor contract liabilities, bonds, guarantees or grant liens on behalf of the granting company, nor in favor of third parties.

IV. In favor of LUIS EDUARDO BARRIOS SÁNCHEZ as ATTORNEY "A", in favor of SANTIAGO PARRA GUTIÉRREZ as ATTORNEY "B" and in favor of JUAN CARLOS PIOQUINTO VÁZQUEZ and MARCO SACCUCCI MEROLLE, as ATTORNEYS "C", to be exercised: (i) jointly by ATTORNEY "A" with ATTORNEY "B", or (ii) jointly by ATTORNEY "A" with any of ATTORNEYS "C", or (iii) jointly by ATTORNEY "B" with any of ATTORNEYS "C":

SPECIAL POWER TO OPEN, MANAGE, AND CLOSE BANK, SECURITIES, AND INVESTMENT ACCOUNTS in the name of the Company, as well as any other type of accounts of the Company, in the United Mexican States or abroad, including the power to draw against such accounts, appoint and remove the persons authorized to draw against such accounts, to make deposits and withdraw funds from said accounts through electronic transfers and to carry out all acts, enter into and sign, in the name and on behalf of the Company, any other contracts, instruments, notices or documents, public and private, derived from or related to the accounts described in this paragraph.

V.- In favor of LUIS EDUARDO BARRIOS SÁNCHEZ as ATTORNEY "A", in favor of SANTIAGO PARRA GUTIÉRREZ as ATTORNEY "B" and in favor of JUAN CARLOS PIOQUINTO VÁZQUEZ and MARCO SACCUCCI MEROLLE, as ATTORNEYS "C", to be exercised: (i) jointly by ATTORNEY "A" with ATTORNEY "B", or (ii) jointly by ATTORNEY "A" with any of ATTORNEYS "C", or (iii) jointly by ATTORNEY "B" with any of ATTORNEYS "C":

a) - GENERAL POWER OF ATTORNEY FOR DOMAIN ACTS, under the terms of the third paragraph of article two thousand five hundred and fifty-four of the Federal Civil Code and its correlative and concordant articles of the Civil Codes of each one of the States of the Mexican Republic and the Federal District, today Mexico City.

b) - POWER of attorney in order that, on behalf of the Company, they may execute and sign all kinds of contracts, agreements, documents, deeds of credit, bonds, and pledges, as well as carry out all the procedures and formalities required before any authorities, whether federal, state or municipal, credit institutions, surety companies, insurance companies, notaries public, among others, and in general, including but not limited to, to carry out any other act that may be necessary to carry out the following:

- (i) To negotiate and enter into credit agreements with any financial institution, being empowered to negotiate, agree, and enter into any contract, agreement, or acts tending to extend or modify the credits that may be requested.
- (ii) To subscribe and deliver to the financial institution(s) with which loans are contracted, the corresponding promissory notes or negotiable instruments, which document the amounts requested and agreed upon in the loan agreement.
- (iii) To constitute a mortgage on its industrial unit and a mortgage on real estate it owns and to grant a mandate so that in its name and on its behalf the Financial Institution(s) may dispose of the mortgaged assets in the event of default.
- (iv) To constitute guarantees of any nature required for the contracting of the aforementioned loan(s), whether its own or from third parties, being empowered to constitute the Company as a joint and several obligors with respect to obligations assumed by third parties and to grant any type of security interest, or to extend or modify those already granted.
- (v) To assign or under any other title, transfer the rights and benefits derived from the accounts receivable of which the Company is or becomes the holder under the terms and conditions



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agreed with the financial institutions from which it obtains credits. Approve, sign, endorse, and execute the acts, contracts, and agreements necessary to obtain credits.

Therefore, powers are conferred to exercise acts of administration and dominion in terms of the second and third paragraph of article two thousand five hundred fifty-four of the Civil Code for the Federal District and of the correlative provisions of the Civil Codes of the States of the United Mexican States and to grant, subscribe, issue, endorse and guarantee credit instruments in terms of article nine of the General Law of Credit Instruments and Operations (Ley General de Títulos y Operaciones de Crédito).

c) - The appointed attorneys-in-fact shall exercise the powers and faculties granted to them, which in each case are determined, before individuals and before all kinds of Administrative or Judicial Authorities, being able to sign all public or private documents that may be necessary or convenient for the full compliance of this power of attorney.

VI. In favor of LUIS EDUARDO BARRIOS SÁNCHEZ as ATTORNEY "A", in favor of SANTIAGO PARRA GUTIÉRREZ as ATTORNEY "B" and in favor of JUAN CARLOS PIOQUINTO VÁZQUEZ and MARCO SACCUCCI MEROLLE, as ATTORNEYS "C", to be exercised: (i) jointly by ATTORNEY "A" with ATTORNEY "B", or (ii) jointly by ATTORNEY "A" with any of ATTORNEYS "C", or (iii) jointly by ATTORNEY "B" with any of ATTORNEYS "C":

POWER TO AUTHORIZE, SUBSCRIBE, ACCEPT, DRAW, ISSUE, AND ENDORSE ALL TYPES OF CREDIT SECURITIES on behalf of the Company, under article nine of the General Law of Credit Instruments and Transactions."

VII.- In favor of RAFAEL SÁNCHEZ RODRIGO and DIANA NOEMI FLORES HERRERA, so that they may exercise them, jointly or separately, in the name and on behalf of the Company, in the form and terms and with the powers and limitations indicated in the following paragraphs:

a).- GENERAL POWER OF ATTORNEY FOR LAWSUITS AND COLLECTIONS AND ADMINISTRATIVE ACTS, with all the general powers and even the special powers that according to the Law require power of attorney or special clause, in the terms of the first two paragraphs and the fourth paragraph of article two thousand five hundred and fifty-four of the Federal Civil Code and article two thousand five hundred and eighty-seven of the same law and the correlatives of both in the Civil Codes of the other Federal Entities where it is exercised, WITHOUT INCLUDING THE POWER TO ASSIGN PROPERTY, but limited as to its object, so that in the name and on behalf of the Company:

(i) carry out any formalities and/or procedures that may be required within the procedures before the authorities of the Tax Administration Service of the Ministry of Finance and Public Credit, the Mexican Social Security Institute, the National Institute of the National Workers' Housing Fund, the Retirement Savings System, the Institute of the National Fund for Workers' Consumption and the Payroll Tax Tax Payers' Registry and/or any other of the other Mexican Tax Authorities, the Sistema del Ahorro para el Retiro, the Instituto del Fondo Nacional para el Consumo de los Trabajadores and the Padrón de Contribuyentes del Impuesto sobre la Nómina of Mexico City and/or any other of the federal entities of the United Mexican States and other different governmental authorities, whether municipal, local or federal; y

(ii) carry out any type of tax or administrative acts, procedures or formalities before any authority, whether federal, state, local or municipal, including, without limitation, the Federal Taxpayers Registry, the Federal Treasury, the Ministry of Economy (including the General Directorate of Foreign Investment and the National Registry of Foreign Investment), the Mexican Social Security Institute, the National Institute for the Workers' Housing Fund, the Retirement Savings System, the National Institute of the National Workers' Consumer Fund, the Ministry of Foreign Affairs, the National Immigration Institute, the National Institute for Migration, the Federal Taxpayers' Registry and the Mexican Social Security Institute, the Instituto Nacional para el Fondo de la Vivienda de los Trabajadores, the Sistema del Ahorro para el Retiro, the Instituto del Fondo Nacional para el Consumo de los Trabajadores, the Secretaría de Relaciones Exteriores, the Instituto Nacional de Migración, the Padrón de Contribuyentes del Impuesto sobre la Nómina de la Ciudad de México and/or any other of the federal entities of the United Mexican States and the Registro Público de Comercio.

# HOTELES CITY.

In the exercise of the power of attorney granted, including but not limited to, the appointed attorneys-in-fact may formulate, sign, and file tax returns, annual, provisional, or final, whether monthly, bimonthly, or other, as well as send and file informative returns, statistical returns, tax notices and obtain the e.Firma (formerly advanced electronic signature). Likewise, they may file all types of procedures, formalities, refund requests, and returns related to the compliance of tax obligations, notices of all types before the Federal Taxpayers Registry (including, without limitation, obtaining and modifying the Federal Taxpayers Registry and processing and obtaining the e.Signature (formerly Advanced Electronic Signature) and Password before the Tax Administration Service of the Ministry of Finance and Public Credit) either for modification of obligations before such registry or for registration of employees, among others, provided that they are those provided for by the applicable tax provisions in force, sign and receive notices and notifications, send reports for tax purposes, issue certificates and documents on the tax situation of the principal company, deliver payments, such as surcharges, fines, claim the refund, remission, compensation or crediting of the undue payment of taxes or balances in favor of the principal company, and any other type of contributions, receive notifications, offer and receive evidence, as well as present promotions and receive the replacement of the tax identification card or any other necessary documents, obtain the digital signature before the Mexican Social Security Institute, the National Workers' Housing Fund Institute, affiliate the company's employees before said Institutes, attend and resolve visits from labor or social security authorities, whether local or federal, as well as attend audits from the tax, labor or social security authorities. Likewise, the appointed attorneys-in-fact may request their registration as legal representatives before such agencies, as well as before all kinds of individuals or corporations, agencies or entities of the Federal Public Administration, before the Public Administration of the Government of Mexico City, the governments of all the States of the Mexican Republic and their centralized or parastatal agencies or entities, and request, process and obtain permits, licenses and authorizations before any authority, agency, agency or entity of any kind, whether municipal, local or federal. The appointed attorneys-in-fact are expressly authorized to sign all kinds of documents and writings related to these matters, as well as to hear all kinds of notifications, carry out formalities, and, in general, to execute any necessary or convenient act. Likewise, power of attorney in tax matters is granted and conferred in favor of the designated attorneys-in-fact, in the terms of article nineteen of the Federal Tax Code, with all the general powers and those that conform to the Law and special clauses, to act as tax agents before the Ministry of Finance and Public Credit, to intervene and finalize all the operations of fiscal nature, as well as to sign as many documents, requests and declarations as necessary, also to go before the Ministry of Finance and Public Credit (Tax Administration Service) in order to process and obtain the tax identification card of the company and the Federal Taxpayers Registry.

The appointed attorneys-in-fact shall exercise the powers and faculties granted jointly or separately, with the limitations that may be determined, before individuals and before all kinds of Administrative or Judicial Authorities, being able to sign all public or private documents that may be necessary or convenient for the full compliance of this power of attorney.

VIII.- In favor of LUIS EDUARDO BARRIOS SÁNCHEZ, SANTIAGO PARRA GUTIÉRREZ, MARCO SACCUCCI MEROLLE, and JUAN CARLOS PIOQUINTO VÁZQUEZ, power to grant and revoke powers of attorney as they deem convenient, with or without powers of substitution, always acting within the scope of their own powers and subject to the limitations that, if any, are established in this resolution".

**ITEM FIVE.** Appointment of delegates to comply with the resolutions adopted by the Annual Meeting and, if necessary, formalize them as appropriate.

**SOLE.** Karen Daniela Aguilar Rosas and María Teresa Morales Núñez as delegates of this Annual Meeting, are hereby authorized to appear, jointly or separately, before the notary public of their choice, in order to request and grant the total or partial notarization of these minutes, to issue the simple or certified copies, either in their entirety or the pertinent parts, of these minutes that may be requested, as well as to give any notice and notifications that may correspond to any third party, including any authority or public or private registry, to make the publications that may be required to comply with the resolutions agreed upon at the Annual Meeting and with the applicable legal provisions; and file with the National Banking and Securities Commission ("CNBV"), the Mexican Stock Exchange ("BMV"), and S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V. Such notices as may be necessary or convenient.