

Mexico City, April 11th, 2019.

Proposals to the General Ordinary and Extraordinary Shareholders' Meeting 2019

Grupo Rotoplas S.A.B. of C.V. ("Rotoplas" or "the Company") (BMV: AGUA *), the leading provider of water solutions in the Americas, announces the proposals that will be submitted to the Ordinary and Extraordinary Shareholders' Meeting that will be held on April 26th, 2019, at 10:00 hrs. in Mexico City.

- **Company's Board of Directors Report.**

To approve the Board of Directors report for the financial year ended December 31st, 2018.

- **Certification of the of Company's bylaws.**

The approval of the Company's bylaws, in terms of Article 34, section V, of the General provisions applicable to securities issuers and other securities market participants.

- **Capital reimbursement to Company's shareholders through a capital reduction.**

To approve a capital reimbursement to the shareholders of the Company through a capital reduction, in the amount of MXN\$0.38 (thirty-eight cents) for each outstanding share.

The corresponding payment will be made in cash and in a single exhibition through the S.D. Indeval, Institución para el Depósito de Valores S.A. de C.V., as of May 7th, 2019.

- **Appointment or ratification of the members of the Board of Directors and members of the Audit, Corporate Practices and Compensation Committees of the Company.**

The ratification of twelve members and the appointment of three members will be proposed.

Board of Directors	
Ratification	
Carlos Rojas Mota Velasco	Chairman of the Board
Mario Antonio Romero Orozco	Board Member
Gonzalo Uribe Lebrija	Board Member
Carlos Rojas Aboumrad	Board Member
Francisco José González Gurriá	Board Member
Alfredo Elías Ayub	Board Member
Pablo Iturbe Fernández	Board Member
John G. Sylvia	Independent Board Member
Francisco Amaury Olsen	Independent Board Member
José María Tomás González Lorda	Independent Board Member

Alejandro Aboumrad Gabriel	Independent Board Member
Luis Fernando Reyes Pacheco	Independent Board Member
Appointment	
Marina Diaz Ibarra	Independent Board Member
Alberto Esteban Arizu	Independent Board Member
Jerónimo Marcos Gerard Rivero	Independent Board Member
Revocation	
Jaime Serra Puche	Independent Board Member

The following is a brief profile of Marina Diaz Ibarra, Alberto Esteban Arizu and Jerónimo Marcos Gerard Rivero:

Marina Diaz Ibarra currently is Strategy Director and member of the Board of WOLOX, a software development and digital innovation company in which she is responsible for the definition of the expansion strategy in the Americas region. Before joining WOLOX, Marina served as General Manager for Argentina, Chile and Peru in Mercado Libre. She was also part of Under Armour Global as Senior Director of Product Line and as Marketing Manager of Emerging Markets Apparel at NIKE.

Marina Diaz has an MBA from Wharton School, University of Pennsylvania, a Master in Project Management from the Technological Institute of Buenos Aires and a Bachelor's Degree in Economics from the University Torcuato Di Tella.

Alberto Esteban Arizu currently is the CEO of Bodega Luigi Bosca – Arizu Family and is the great-grandson of the winery's founder. He also serves as Chairman of Wines of Argentina, an organization that brings together Argentine wine exporters and promotes. For the last 25 years, he has traveled to more than 50 countries around the world, developing the international strategy for marketing and positioning of his family's wines and promoting the brand "Argentine wine" in the world.

Alberto Arizu has a degree in Business Administration from the National University of Cuyo, with a Postgraduate degree in Strategic Marketing from the United States International University of San Diego, and a Management Development Program IAE from the Universidad Austral.

Jerónimo Marcos Gerard Rivero is currently president of Mexico Retail Properties (MRP), a company dedicated to real estate development, acquisition and administration of commercial properties in Mexico. He is on the board of directors of MRP CKD, Retail Management Services, Mexican Private Equity Association (AMEXCAP), Mexican Association of Real Estate and Infrastructure Funds (AMFII), Acciona, Grupo Ingeniería Arquitectura y Asociados (GIA), Telefónica México (Pegaso PCS), Infraestructura Institucional y Grupo Mexicano de Desarrollo.

Jerónimo Gerard has a degree in Economics from the Instituto Tecnológico Autónomo de México (ITAM) and a Master in Business Administration from Stanford University.

The following integration of the Audit Committee, Corporate Practices Committee and Compensation Committee is proposed:

- Audit Committee:
To ratify John G. Sylvia as president, Francisco Amaury Olsen as secretary and José María Tomás González Lorda as member.

- **Corporate Practices Committee:**
To appoint Jerónimo Marcos Gerard Rivero as president, Luis Fernando Reyes Pacheco as secretary and John G. Sylvia as a member.
- **Compensation Committee:**
To ratify Luis Fernando Reyes Pacheco as president and José María Tomás González Lorda as secretary.
- **Emoluments to the members of the Board of Directors and to the Audit, Corporate Practices and Compensation Committees of the Company.**

It is proposed to ratify the payment of three "Centenary" coins (or its equivalent in Mexican pesos, paid by check or electronic transfer of funds) as compensation for each session of the Board of Directors.

For the Audit, Corporate Practices and Compensation Committees of the Company, the payment of one "Centenary" coin (or its equivalent in Mexican pesos, paid by check or electronic transfer of funds) as compensation for each session of the Committee.

- **Acquisition and placement program of the Company's own shares.**

It is proposed to approve the report on the acquisition and placement program of the Company's own shares, as well as to authorize the maximum amount of resources amounting to the total net profits of the Company, including retained earnings existing as of December 31st, 2018, for the purchase of own shares during the fiscal year 2019, in terms of article 56 section IV of the Securities Market Law.

- **Information and related documents for the Shareholders' Meeting.**

Related documents (agenda, proxy form, reports) are available on the Company's website: <https://rotoplas.com/investors/shareholders-meeting/>

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Company's description

Grupo Rotoplas S.A.B. of C.V. is the leading company in America of individual and integral solutions for the storage, conduction and improvement of water. With 40 years of experience in the industry and 22 plants in the Americas, Rotoplas has a presence in 14 countries and a portfolio with 27 product lines. As of December 2014, Grupo Rotoplas is listed on the Mexican Stock Exchange (BMV) under the key of the AGUA board.



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