



Mexico City, April 24, 2019.

To the General Annual Ordinary and Extraordinary Shareholders' Meeting of Grupo Rotoplas S.A.B. de C.V.

Pursuant to the provisions of article 28, section IV, item e) of the Securities Market Law ("LMV" for its Spanish acronym), and in my capacity as Chairman of the Board of Grupo Rotoplas S.A.B. de C.V. (the "Company"), I hereby submit to you, on behalf of said body, the annual report on the transactions and activities in which the Management Board has participated, with the assistance of the Board's various auxiliary Committees, pursuant to the provisions of the LMV, during the financial year ended on December 31, 2018.

During said financial year, the Management Board held four meetings on the following dates of 2018: (i) February 13, (ii) April 24, (iii) July 23, and (iv) October 17. Likewise, it held a meeting on February 14, 2019, date when the internal financial statements for the last quarter of 2018 were approved.

In said meetings, they discussed and approved, among other matters, the Company's consolidated quarterly results, thus recording the activities and resolutions in the corresponding minutes for each of said meetings; these minutes have been entered in the Company Board's minutes book.

We should note that the meetings held by the Company's Board were attended by a sufficient—and even greater than the minimum required—number of members to establish quorum for each of the sessions.


In addition to the approval of the financial statements and other reports presented on a quarterly basis regarding the Company's consolidated results, pursuant to the provisions of the LMV and other applicable regulations, as well as of the Company's bylaws, the Board discussed and approved in said meetings, among others, the following transactions and activities:

1. The Company's budget for 2018 was approved, in the terms presented by the CEO.
2. The consolidated financial statements, income statements, balance sheets, and all other reports presented for the last quarter of 2017 and the first three quarters of 2018, and the last quarter of 2018, were discussed, reviewed, and approved.



3. The motion to propose to the Company's general annual shareholders' meeting a capital payback to the Company's shareholders without cancelling shares was approved in the amount of \$174,285,187.39 (one hundred and seventy-four million two hundred and eighty-five thousand one hundred and eighty-seven pesos 39/100, local currency) at a rate of \$0.37 (thirty-seven cents, local currency) per share, through a reduction in capital stock, payable as of May 7, 2018, via S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V., based on the number of shares held by each shareholder, registered prior to the opening bell of the Mexican Stock Exchange (Bolsa Mexicana de Valores, S.A.B.) on April 30, 2018.
4. Various projects that the Company could enter to increase the sale of the water solutions it offers, both in the public and private sector, were analyzed.
5. The status of the new businesses and projects presented previously to the Company's Management Board was followed through.
6. PricewaterCoopers, S.C. was ratified as the External Auditor for financial year 2018.
7. A 7-point increase was achieved in the Corporate Sustainability assessment by RobecoSAM.
8. The board members were informed that the National Banking and Securities Commission's authorization was obtained for the Reopening of the long-term Stock Certificates Program, which was successfully carried out for \$1 billion pesos.
9. The subsidiaries were authorized to ratify the appointments of their board members, and to appoint new members.
10. The 2019 Budget for the Company and subsidiaries was reviewed and authorized.
11. The Company was authorized to vote in favor of approving the national and foreign subsidiaries' financial statements for the financial years up to and including 2018.
12. The motion to propose to the next general annual shareholders' meeting a payback through a decrease of capital stock, at a rate of \$0.38 (thirty-eight cents in local currency) per share was approved.

Regards,


Carlos Rojas Mota Velasco
Chairman of the Board
Grupo Rotoplas, S.A.B. de C.V.

