



**SUMMARY OF RESOLUTIONS FROM THE ORDINARY AND
EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING OF COX ENERGY
AMÉRICA, S.A.B. DE C.V., HELD ON NOVEMBER 16, 2021**

On November 16, 2021, at 1:00 p.m. in Mexico City, United Mexican States ("Mexico"), the shareholders of Cox Energy América, S.A.B. de C.V. (the "Company") gathered in the boardroom located in Torre Virreyes, Pedregal No. 24, 24th Floor, Colonia Molino del Rey, Zip Code 11040, Miguel Hidalgo, to hold the Ordinary and Extraordinary General Shareholders' Meeting (the "Meeting") of Cox Energy América, S.A.B. de C.V. (the "Company"), which were previously and duly called by means of a notice published on October 28, 2021, through the system established by the Ministry of Economy.

The scrutineer, after examining the certificates delivered by the attendees and other documents displayed by them to prove their identity, stated that 136,670,836 of the 165,061,448 outstanding shares representing the capital stock of the Company were duly represented, or 82.79%. By virtue of the foregoing, the Meeting was declared legally in session and legitimately constituted.

You are hereby informed of the Agenda and the resolutions adopted at the Meeting:

FIRST AGENDA ITEM

Proposal, discussion and, if applicable, approval of the amendment to article three of the Company's bylaws, regarding the Company's corporate purpose.

The following is a transcript of the resolutions adopted by the Board related to the first item on the Agenda:

*SOLE ITEM. "In this case and for all legal purposes, the amendment to Article Three of the Company's Bylaws in force is hereby approved, in order to modify the corporate purpose of the Company and that said article be drafted in the terms set forth in **Exhibit 3** of these minutes; as well as to carry out all acts that may be necessary or convenient for the purpose of carrying out a notarization before the National Banking and Securities Commission".*

SECOND AGENDA ITEM

Proposal, discussion and, if applicable, approval of the establishment of a stock option plan for employees, directors, and officers of the Company and of the legal entities controlled by it.

The following is a transcript of the resolutions adopted by the Board related to the second item on the Agenda:



FIRST. *"The development of a stock option plan for employees, directors and officers of the Company and of the legal entities that it controls is approved, as well as the creation of the trust required for the implementation of such plan, through the contribution of shares representing up to 2% (two percent) of the total capital stock of the Company; shares that may be contributed by current shareholders of the Company or by the Company, through the payment of the shares currently held in its Treasury."*

SECOND: *"It is approved to empower and instruct the Board of Directors to (i) constitute the trust in terms of the previous resolution, (ii) develop and implement the specific characteristics of the stock option plan for employees, directors and officers of the Company and of the legal entities it controls, and (iii) carry out each and every one of the acts that may be necessary in order to carry out, perfect and implement the two previous points".*

THIRD. *"It is approved to grant and instruct the Secretary Non-Member of the Board of Directors, any member of the Board of Directors, the Chief Executive Officer or any other proxy or legal representative of the Company designated by the Board of Directors, to carry out all notices, procedures, formalities and acts, whether before public or private entities, that may be necessary to implement the stock purchase plan for employees, directors and officers of the Company, as determined by the Board of Directors in terms of the foregoing resolution."*

THIRD AGENDA ITEM

Proposal, discussion and, if applicable, approval to carry out the dual listing of shares representing the Company's capital stock on the "BME Growth" stock exchange in the Kingdom of Spain.

The following is a transcription of the resolutions adopted by the Board related to the third item on the Agenda:

SOLE ITEM - *"It is approved that the Company, through any of its proxies or legal representatives, proceeds to carry out each and every one of the procedures, promotions, formalities and acts that may be necessary or convenient to carry out the dual listing of the shares representing the capital stock of the Company on the "BME Growth" stock exchange of the Kingdom of Spain, subject to the fact that such procedure is carried out in compliance with the applicable legislation and, in general, to subscribe all documents, execute procedures, publications, notices and/or any other necessary items or convenient acts in accordance with the aforementioned."*



FOURTH AGENDA ITEM

Proposal, discussion and, if applicable, approval for the revocation and granting of powers of attorney of the Company.

The following is a transcript of the resolutions adopted by the Board related to the fourth item on the Agenda:

FIRST. "The revocation of all the powers previously conferred by the Company is approved, except for the following powers of attorney:

- a. *Those granted in favor of Jorge Morales Ochoa, Linda Yazmín Muñoz García and Sergio Alberto Muñoz Cruz through public deed 79,271, dated June 15, 2017, granted before Lic. Mario Filogonio Rea Field, Mexico City Notary Public 106;*
- b. *Those granted in favor of Enrique José Riquelme Vives in the Unanimous Resolutions adopted outside the Ordinary and Extraordinary General Shareholders' Meeting held on April 25, 2020, which are notarized through public deed 88,604 dated April 28, 2020, executed before Lic. Luis Antonio Montes de Oca Mayagoitia, Mexico City Notary Public 29; and,*
- c. *Those granted in favor of José Antonio Hurtado de Mendoza García, Javier García Arenas and Emiliano Agustín Espinoza Labbé through public deed 91,391 dated November 10, 2021, granted before Lic. Luis Antonio Montes de Oca Mayagoitia, Mexico City Notary Public 29."*

SECOND.- "The ratification of the powers of attorney previously granted by the Company in favor of the following is approved (i) Jorge Morales Ochoa, Linda Yazmín Muñoz García and Sergio Alberto Muñoz through public deed 79,271, dated June 15, 2017, granted before Lic. Mario Filogonio Rea Field, Mexico City Notary Public 106, which will remain in effect until December 31, 2022, at which time they will be considered revoked; (ii) Enrique José Riquelme Vives in the Unanimous Resolutions adopted outside the Ordinary and Extraordinary General Shareholders' Meeting held on April 25, 2020, which are notarized through public deed 88,604 dated April 28, 2020, executed before Lic. Luis Antonio Montes de Oca Mayagoitia, Mexico City Notary Public 29; and, (iii) José Antonio Hurtado de Mendoza García, Javier García Arenas and Emiliano Agustín Espinoza Labbé through public deed 91,391 dated November 10, 2021, granted before Lic. Luis Antonio Montes de Oca Mayagoitia, Mexico City Notary Public 29."

FIFTH AGENDA ITEM

Appointment of delegates to comply with the resolutions adopted by the Assembly and, if applicable, to formalize resolutions in this regard, as appropriate.

The following is a transcription of the resolutions adopted by the Board related to the fifth item on the Agenda:



SOLE ITEM. *Enrique José Riquelme Vives, José Antonio Hurtado de Mendoza García, Martín Ignacio Sucre Champsaur, Enrique González Casillas, Ignacio Coscolla Martínez, Javier García Arenas, Antonio Medina Cuadros, Lilia Georgina Alonzo Bernal, María Gabriela Dávila, Alfonso Díaz Chávez, Eduardo Flores Herrera, Jorge Humberto Escalante Zollino, Santiago Puente Fernández, Anamaría Melina Clares Pastrana, Mariana Gutiérrez Torre, Mauricio Hubard Vértiz, Zully Barbosa Villa, Lorenzo Dávila Villegas, Alejandra Sofía Sandoval Márquez, Rodrigo Corta Cattori and Enrique Reséndiz Rodea, Betancourt are designated as special delegates to this Meeting so that, jointly or separately, they may carry out all the necessary or convenient acts and/or formalities that may be required, to fully comply with the resolutions adopted at this Meeting, including, without limitation, to go before the notary public of their choice, if necessary, to notarize these minutes in their entirety or as applicable, to present the notices, responses, requests, updates and notifications that may be applicable, as well as to carry out the procedures that may be required before the National Banking and Securities Commission, the Bolsa Institucional de Valores, S. A. de C. V. and the Mexican Stock Exchange, S. A. de C. V., as well as the Mexican Stock Exchange, S. A. de C. V., as the case may be, in order to comply with the resolutions adopted at this Meeting. A. de C.V. and S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V. and any other corresponding authorities.*

The public deed evidencing the notarizing of the minutes of the Ordinary and Extraordinary General Shareholders' Meeting shall be made available for inspection by the investor public within 5 business days following the date of the Ordinary and Extraordinary General Shareholders' Meeting, in accordance with the applicable legal provisions.