



# Fibra Inn Announces Resolutions of its Extraordinary Shareholders' Meetings

**Monterrey, Mexico, May 25, 2020** – Deutsche Bank Mexico, S.A., Banking institution, Trust Division F/1616 or Fibra Inn (BMV: FINN13, ADR OTC: DFBRY) (“Fibra Inn” or “the Company”), a Mexican real estate investment trust internally managed and specialized in the hotel industry serving the traveler with global brands, announces the resolutions for the General Extraordinary Shareholders’ Meetings (“the Shareholders’ Meeting” or “the Meeting”) that took place on May 21, 2020.

## RESOLUTIONS

### EXTRAORDINARY SHAREHOLDERS’ MEETINGS OF FINN13 HOLDERS

FIRST – With 77.05% (seventy-seven point zero five percent) of CBFIs represented at the Meeting, the authorization to substitute Deutsche Bank México, S.A., Institución de Banca Múltiple, as the Fiduciary of the Trust (the “Substituted Fiduciary”).

SECOND – As a result of the prior resolution and subject to the approval of the next item of the agenda, the authorization by 77.05% (seventy-seven point zero five percent) of the CBFIs represented at the Meeting, the designation of CIBanco, S.A., Institución de Banca Múltiple, as the new fiduciary (the “Substitute Fiduciary”) resulting, such that as of the date that the substitution of the substitution agreement that is agreed upon between the Trustee, the Administrator, the Common Representative, the Substituted Fiduciary and the New Fiduciary, this institution assumes all rights and obligations formerly held by the Fiduciary, in accordance with the Trust’s Contract and the remaining issuance documents that are applicable and will be considered as the “Fiduciary” under the contract of the Trust for all related purposes.

THIRD – Authorization and instruction for the Common Representative to contact the Technical Committee and agree to the removal of the Substituted Fiduciary and replace it with the New Fiduciary and to take all the related necessary resolutions.

FOURTH – Once agreed upon by the Technical Committee, the authorization and instruction so that the Trustee, the Administrator, the Common Representative, the Substituted Fiduciary and the New Fiduciary of the Trust, as applicable, sign all of the contracts, agreements, documents, and/or legal filings that are necessary and convenient to carry out the substitution agreed upon per the agenda, including, but not limited to: (i) signing of the contract for the fiduciary substitution, (ii) signing the covenant modifying the Trust’s contract, (iii) presenting the request to update the registration of the CBFIs on the National Register of Securities held by the CNBV (National Securities and Exchange Commission), including any step before the CNBV, the Mexican Stock Exchange, and Indeval, and (iv) issuing a new Title and carrying out the exchange of new Title with the originally-deposited in Indeval.

FIFTH- The authorization, by 88.45% (eighty-eight-point forty-five percent) of the CBFIs represented at the Meeting, the substitution of CIBanco, S.A., Institución de Banca Múltiple as Common Representative of the Trust (the “Substituted Common Representative”).

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SIXTH – The authorization, by 88.45% (eighty-eight-point forty-five percent) of the CBFIs represented at the Meeting, the designation of Masari, Casa de Bolsa, S.A., as new Common Representative of the Holders (the "New Common Representative"), such that, upon the effective date of the substitution agreement between the Trustee, the Administrator, the Fiduciary, the Substituted Common Representative and the New Common Representative, this institution assumes all rights and obligations formerly held by the Trust's Common Representative, in accordance with the Trust's Contract and the remaining issuance documents that are applicable and will be considered as the "Common Representative" under the contract of the Trust for all related purposes.

SEVENTH – Per the favorable agreement of 88.45% (eighty-eight-point forty-five percent) of the CBFIs represented at the Meeting, the authorization and instruction so that the Trustee, the Administrator, the Fiduciary, the Substituted Common Representative and the New Common Representative of the Trust, as applicable, sign all contracts, agreements, documents, and/or legal filings necessary and convenient in order to carry out the approved substitution in the resolutions of this item of the agenda, included but not limited to: (i) signing the contract for the substitution of the Common Representative, (ii) the signing the agreement modifying the Trust's contract, (iii) presenting the request to update the registration of the CBFIs on the National Register of Securities held by the CNBV (National Securities and Exchange Commission), including any step before the CNBV, the Mexican Stock Exchange, and Indeval, and (iv) issuing a new Title and carrying out the exchange of new Title with the originally-deposited Title in Indeval.

EIGHTH - Authorization for Mr. Oscar Eduardo Calvillo Amaya, Mr. Victor Zorrilla Vargas, Mr. Joel Zorrilla Vargas, Mr. Miguel Aliaga Gargollo and Ms. Lizeth Mariel Pedraza Nava so that, in the event it is necessary, they may jointly and in any combination, approve the modifications to any of the clauses of the Trust per any of the resolutions adopted at this Meeting.

NINTH - Authorization for Mr. Oscar Eduardo Calvillo Amaya, Mr. Victor Zorrilla Vargas, Mr. Joel Zorrilla Vargas, Mr. Miguel Aliaga Gargollo and Ms. Lizeth Mariel Pedraza Nava so that, in the event it is necessary, they may jointly and in any combination, two of them may: (i) instruct the Fiduciary and the Common Representative to sign the agreement modifying the Trust's contract, in order to carry out the Resolutions adopted at the Meeting, and (ii) carry out any step of legal action aimed at fulfilling these resolutions, including and not limited to, any action that is necessary to carry out the modifying covenant of the Trust.

TENTH – Authorization for the Administrator, the Fiduciary, and the Common Representative of the Trust to carry out, among others, the following actions: (i) to seek, when necessary, a Notary Public or Broker of their choosing, to formalize the present approvals, (ii) present the requests, announcements, and notifications and carry out any other type of action necessary, and/or convenient based on the approvals adopted at this Meeting, as well as to carry out the necessary clarifications or those that are considered necessary in the present document, and (iii) expedite simple or authenticated copies of the present act that are requested by individual with the legal capability to make such request.

ELEVENTH – Authorization and instruction of this act to the Fiduciary, so that, in the event it is required or in accordance with the resolutions of this Meeting; (i) it modifies the Title that include CBFIs under the ticker symbol FINN13, (ii) consequently, carries out the exchange of the Title deposited before the S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V., by the one that includes the modifications in accordance with the present resolutions, and (iii) carries



out any other action related to and/or necessary per a request by any of the corresponding authorities and entities, including, but not limited to the CNBV, Indeval, and the Mexican Stock Exchange.

TWELFTH – Approval and signature of the present act per the Extraordinary Shareholders' Meeting and instructs the Fiduciary to carry out all actioned referred to herein, taking the present act as instructions for all related legal effects.

### **RESOLUTIONS**

#### **EXTRAORDINARY SHAREHOLDERS' MEETING OF FINN18 HOLDERS**

FIRST – With 66.01% (sixty-six point zero one percent) of CBFi's represented at the Meeting, the authorization to substitute CIBanco, S.A., Institución de Banca Múltiple as Common Representative of the Trust (the "Substituted Common Representative").

SECOND – With 47.66% (forty-seven-point sixty-six percent) of the certificates represented at the Meeting, the appointment of Masari, Casa de Bolsa, S.A., as the New Common Representative of the Certificate Holders (the "New Common Representative"), so that, effective on the date of the substitution of the substitution agreement between the Trustee, the Administrator, the Fiduciary, the Substituted Common Representative and the New Common Representative, this institution assumes all rights and obligations formerly held by the Common Representative of the Certificates, in accordance with the Title that includes all certificates and remaining issuance documents that are applicable and will be considered as the "Common Representative" for all purposes.

THIRD – Per the favorable vote 66.01% (sixty-six point zero one percent) of Certificates represented at the Meeting, the authorization and approval so that the Trustee, the Administrator, the Fiduciary, the Substituted Common Representative and the New Common Representative, as applicable, sign all contracts, agreement, documents and or legal action necessary and convenient in order to carry out the approved substitutions per the resolutions of this item of the agenda, including but not limited to: (i) approval of the substitution contract for the Common Representative, (ii) presenting the request to update the register of the certificates on the National Register held by the CNBV, including any step before the CNBV, the Mexican Stock Exchange, and Indeval, and (iii) issuing a new Title and carrying out the exchange of new Title with the originally-deposited Title in Indeval.

FOURTH – Recognizing the substitution of Deutsche Bank México, S.A., Institución de Banca Múltiple, as Fiduciary of the Trust (the "Substituted Fiduciary"), as well as the appointment of CIBanco, S.A., Institución de Banca Múltiple, as Fiduciary of the Trust (the "New Fiduciary"), approved on this same date by the Extraordinary Shareholders' Meeting for the certificates under the ticker symbol FINN13 issued by the Trust.

FIFTH - Authorization for Mr. Oscar Eduardo Calvillo Amaya, Mr. Victor Zorrilla Vargas, Mr. Joel Zorrilla Vargas, Mr. Miguel Aliaga Gargollo and Ms. Lizeth Mariel Pedraza Nava so that, in the event it is necessary, they may jointly and in any combination, two of them may approve the modifications of the FINN18 Title, per the resolutions adopted at this Meeting.

SIXTH - Authorization for Mr. Oscar Eduardo Calvillo Amaya, Mr. Victor Zorrilla Vargas, Mr. Joel Zorrilla Vargas, Mr. Miguel Aliaga Gargollo and Ms. Lizeth Mariel Pedraza Nava so that, in the event it is necessary, they may jointly and in any combination, two of them may: (i) instruct the



Fiduciary and the Common Representative to modify Title FINN18, in order to carry out the Resolutions approved at the Meeting, and (ii) carry out any step of legal action aimed at fulfilling these resolutions, including and not limited to, any action that is necessary to carry out the formalize modifications to Title FINN18.

SEVENTH – Authorization for the Administrator, the Fiduciary, and the Common Representative to carry out, among others, the following actions: (i) to seek, when necessary, a Notary Public or Broker of their choosing, to formalize the present act, (ii) present the requests, announcements, and notifications and carry out any other type of action necessary, and/or convenient based on the approvals adopted at this Meeting, as well as to carry out the necessary clarifications or those that are considered necessary in the present act, and (iii) expedite simple or authenticated copies of the present act that are requested by individual with the legal capability to make such request.

EIGHTH – Authorization and instruction of this act to the Fiduciary, so that, in the event it is required or in accordance with the resolutions of this Meeting; (i) it modifies the Title that includes the Certificates, (ii) consequently, carries out the exchange of the Title deposited before the S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V., by the one that includes the modifications in accordance with the present resolutions, and (iii) carries out any other action related to and/or necessary to a request by any of the corresponding authorities and entities, including, but not limited to the CNBV, S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V. and the Mexican Stock Exchange.

Drafting, review and, if applicable, approval of the Meeting Agenda Items.

In accordance with the Meeting Agenda, the Chairman of the Meeting suspended the meeting for a brief period, to enable the Secretary to proceed with announcing the present act, at which point, he proceeded with his review.

Once that occurred, Holders unanimously approved the following resolution:

NINTH – Approval and signature of the resolutions per the present Extraordinary Meeting of Holders and instructions for the Fiduciary to carry out all of the approvals discussed herein, using the following resolutions as instructions for all legal purposes.

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### **About the Company**

Fibra Inn is a Mexican trust formed primarily to acquire, develop and rent a broad range of hotel properties in Mexico aimed at the business traveler. The Company has signed franchise, license and brand usage agreements with international hotel brands for the operation of global brands as well as the operation of national brands. Additionally, the Company has development agreements. These hotels enjoy some of the industry's top loyalty programs. Fibra Inn trades its Real Estate Certificates (Certificados Bursátiles Fiduciarios Inmobiliarios or "CBFIs") on the Mexican Stock Exchange under the ticker symbol "FINN13"; its ADRs trade on the OTC market in the U.S. under the ticker symbol "DFBRY".

[www.fibrainn.mx](http://www.fibrainn.mx)



#### **Note on Forward-Looking Statements**

This press release may contain forward-looking statements. These statements are statements that are not historical facts and are based on management's current view and estimates of future economic circumstances, industry conditions, Company performance and financial results. Also, certain reclassifications have been made to make figures comparable for the periods. The words "anticipate", "believes", "estimates", "expects", "plans" and similar expressions, as they relate to the Company, are intended to identify forward-looking statements. Statements regarding the declaration or payment of dividends, the implementation of principal operating and financing strategies and capital expenditure plans, the direction of future operations and the factors or trends affecting financial condition, liquidity or results of operations are examples of forward-looking statements. Such statements reflect the current views of management and are subject to a number of risks and uncertainties. There is no guarantee that the expected events, trends or results will actually occur. The statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, and operating factors. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.