



## Fibra Inn publishes the Contents of the Annual Ordinary Shareholders' Meeting to be held on April 26, 2024

**Monterrey, Mexico, April 8, 2024** – CIBanco, S.A. Institución de Banca Múltiple (as the final and universal beneficiary of Deutsche Bank México, S.A. Institución de Banca Múltiple, División Fiduciaria), in its capacity as Fiduciary of Trust DB/1616, or Fibra Inn (BMV: FINN13) ("Fibra Inn" or the "Company"), an internally managed Mexican real estate investment trust specializing in the hotel industry, serving travelers with global brands, is providing the details of the items to be discussed in its Annual Ordinary Shareholders' Meeting (the "Shareholders' Meeting" or the "Meeting"), to be held on April 26, 2024. The purpose of this announcement is to ensure that shareholders receive timely and transparent information prior to the Meeting. These items, as well as all the information that will be presented in the Meeting, can be found at: <https://www.fibrainn.mx/inversionistas/avisos-atenedores>

### FINN13 CBFH Holders Ordinary Shareholders' Meeting

Fibra Inn hereby shares the items on the agenda to be addressed at the Ordinary Shareholders' Meeting, to be held at 10:00 a.m. on April 26, 2024:

**1. Proposal, discussion, and submission for approval of the Annual Report regarding the Trust's activities for the 2023 fiscal period.**

This item will involve a discussion of the activities conducted by Fibra Inn during 2023: (i) the company became aware of signature of an agreement transferring all rights of the trust called the Founders Trust, which agreement was entered into by Victor Zorrilla Vargas, Joel Zorrilla Vargas, Oscar Eduardo Calvillo Amaya, Robert Jaime Dotson Castrejón and Juan Carlos Hernáiz Vigil as assignors, and by Origin Patrimonial, S.A. de C.V. ("Origin") as assignee, the latter acquiring through that transaction significant influence in the Company, and therefore, changes to the members of Fibra Inn's Technical Committee and Investment Committee were reported, as appointed by the Founders Trust and their respective alternates, as well as the ratification of the President of Investment Committee; (ii) 260 million CBFHs were subscribed, at a price of Ps. 5.80 in two rounds, intended for Holders of the Trust; (iii) the Environmental, Social, and Governance Report ("ESG") for 2022 was published; (iv) Deloitte was ratified as the Trust's External Auditor; (v) Fitch Ratings upgraded its corporate rating of the Trust to 'A-(mex)' with a stable outlook; (vi) the departure of Fernando Rocha Huerta, Director of Acquisitions and Development was announced, and a specialized outside firm was hired to find a replacement for that position; (vii) the departure of Oscar Eduardo Calvillo Amaya, Chief Executive Officer was announced, while Miguel Aliaga Gargollo was appointed to that position. Mr. Aliaga Gargollo previously worked as the Director of Administration and Finance. Alejandro Javier Leal Isla Garza, who was previously the Director of Treasury and Financial Planning assumed the position of Director of Finance; (viii) in 2023 operating numbers, in terms of same-store sales, occupancy was 62.6%, a 5.3 percentage points higher than 2022; a rate of Ps. Ps. 1,674.8 was recorded, a 7.6% increase; and RevPar of Ps. 1,049.0 was recorded, increasing 17.74%; the Trust's revenues increased 16.2%; total NOI margin was 32.9%, and Adjusted EBITDA was 23.6%.

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The Company recommends voting **IN FAVOR** on this item.

**2. Proposal, discussion, and submission for approval of the Annual Report regarding the Trust's ESG activities for the 2023 fiscal period.**

Fibra Inn's ESG activities in 2023 included the following:

- (i) On July 14, 2023, Fibra Inn published its third annual ESG report for fiscal year 2022. [https://fibrainn.mx/assets/docs/informe-asg-2022-vf\\_64e8f723b5ae2.pdf](https://fibrainn.mx/assets/docs/informe-asg-2022-vf_64e8f723b5ae2.pdf)
- (ii) Participated in a Corporate Sustainability Assessment ("CSA").
- (iii) Plans to publish the 2023 ESG report in July 2024.

The Company recommends voting **IN FAVOR** on this item.

**3. Proposal, discussion, and submission for approval of the Annual Report in reference to the activities of the Technical Committee, the Audit Committee, the Corporate Practices Committee, the Nominations and Compensations Committee, the Financial Committee, the Investment Committee, and the Trust's ESG Committee, during the 2023 fiscal period.**

Reports on the activities carried out during the fiscal year 2023 by each committee that comprises Fibra Inn's corporate governance will be presented by each Committee president, as follows:

**Technical Committee**

Committee presided over by Diego Andrés Cisneros.

- (i) Seven meetings were held.
- (ii) The quarterly Consolidated Financial Statements for fiscal year 2023 were approved, upon a recommendation from the Audit Committee.
- (iii) Ratification of the External Auditor was approved, upon a recommendation from the Audit Committee.
- (iv) The fees of the External Auditor were approved, upon a recommendation from the Audit Committee.
- (v) Hiring an External Auditor for the Trust for services other than auditing was approved, upon a recommendation from the Audit Committee, and with the understanding that this will not result in a conflict of interests.
- (vi) The distribution payment was approved in the four quarters of fiscal year 2023, for a cumulative total of Ps. 83.8 million, upon a recommendation from the Audit Committee.
- (vii) The Financial Committee's quarterly reports for fiscal year 2023 were approved. The annual budget for fiscal year 2023 was approved.
- (ix) Modification to the short-term incentives plan for executives was approved, as were the objectives for 2023, upon a recommendation from the Nominations and Compensations Committee.
- (x) Appointment and ratification of members of the auxiliary committees were approved.
- (xi) The Secretary presented a report on the obligations, responsibilities, and recommendations to the members of the Technical Committee, arising from the Securities Market Law, the Code of Professional Ethics of the Mexican Stock Market Community, the Code of Best Corporate Practices, the Internal Regulation of the Mexican Stock Exchange,



- and other applicable provisions. A recommendation was made to the Shareholders' Meeting to approve a capital increase with subscription rights to Shareholders (Rights Offering), as well as the issuance and placement of the appropriate CBFIs.
- (xiii) Contracting the services necessary to carry out a capital increase with subscription rights for Shareholders (Rights Offering) was approved, as was the issuance and placement of the CBFIs, and the Financial Committee was delegated the authority to validate the final fees.
  - (xiv) Divestment from the hotel Hampton Inn by Hilton Querétaro was approved, for a total amount greater than or equal to Ps. 170 million, upon an opinion provided by the Investment Committee.
  - (xv) The formation of a subsidiary of the Trust and Administradora de Activos Fibra Inn, S.C., was approved.
  - (xvi) The investments approved by the Administrator were ratified by General Management, according to the powers established in the Trust's by-laws.
  - (xvii) The appointment of Miguel Aliaga Gargollo as Chief Executive Officer was approved, following the voluntary departure of Oscar Eduardo Calvillo Amaya, as were the amount and composition of remuneration, incentives, and/or compensation corresponding to his appointment, upon a recommendation from the Nominations and Compensations Committee.
  - (xviii) Miguel Aliaga Gargollo was recognized as an acting member of the Technical Committee, appointed by Management by virtue of his appointment as Chief Executive Officer, and Alejandro Javier Leal Isla Garza, Chief Financial Officer, was recognized as Mr. Aliaga Gargollo's alternate.
  - (xix) Several projects to create value for the Trust's investors were analyzed.
  - (xx) Approval was given to the Financial Committee so it will have the power to approve amounts of up to Ps. 50 million and up to a total amount of Ps. 200 million for operation of the FINN13 CBFi Repurchase Fund, as long as there is a Repurchase Funding program for the Trust in effect, approved by the Shareholders' Meeting.
  - (xxi) The Audited Financial Statements for fiscal year 2023 were approved, with the corresponding Opinion without qualifications by the Trust's External Auditor, upon a recommendation from the Audit Committee.

**Audit Committee:**

Committee presided over by Lorena Margarita Cárdenas Costas.

- (i) Four meetings were held.
- (ii) The quarterly Consolidated Financial Statements for fiscal year 2023 were analyzed and submitted for approval.
- (iii) A recommendation was made to the Technical Committee to approve distribution payment in the four months of the fiscal year 2023, for a cumulative total amount of Ps. 83.8 million, upon a recommendation from the Audit Committee.
- (iv) Fulfillment of the recommendations made by the Trust's External Auditor was supervised, which suggestions had been made during the audit in fiscal year 2022.
- (v) Ratification of the Trust's External Auditor for fiscal year 2023 was evaluated and submitted for approval.
- (vi) The recommendation was made to the Technical Committee to approve the fees of the Trust's External Auditor for fiscal year 2023.
- (vii) The quarterly progress of the Trust's External Auditor in the audit of fiscal year 2023 was supervised.



- (viii) Hiring an External Auditor for the Trust to provide services other than auditing was evaluated and submitted to the Technical Committee for approval, with the understanding that such hiring would not present a conflict of interest.
- (ix) The quarterly reports of the Trust's Internal Audit area were reviewed, actions were recommended, and those activities and their results were followed up on.
- (x) The Audited Financial Statements for fiscal year 2023 were analyzed and submitted to the Technical Committee for approval, with the corresponding Opinion without reservations from the Trust's External Auditor.

#### **Corporate Practices Committee**

Committee presided over by Adrián Enrique Garza de la Garza.

- (i) No meetings of this auxiliary committee were held.

#### **Nominations and Compensations Committee**

Committee presided over by Santiago Pinson Correa.

- (i) Five meetings were held.
- (ii) A recommendation was made to the Technical Committee to modify the criteria applicable to executives' short-term compensation, as well as the objectives for 2023. A recommendation was made to the Technical Committee to appoint Miguel Aliaga Gargollo (who was previously the Director of Administration and Finance) as Chief Executive Officer of the Administrator, as well as the amount and composition of the remuneration, incentives, and/or compensation corresponding to his appointment.
- (iv) Alejandro Javier Leal Isla Garza was appointed to the position of Chief Financial Officer (he previously served as the Director of Planning and Financial Management).
- (v) A headhunter was contracted to search for a person to fill the Administrator's position of Director of Acquisitions and Development. A recommendation was made to the Shareholders' Meeting to appoint and/or ratify the Independent Members of the Technical Committee for fiscal year 2024.
- (vii) A recommendation was made to the Shareholders' Meeting to approve the payments to independent board members, as well as the board members appointed by the Founders Trust for fiscal year 2024. The results of the executives participating in the Long-Term Incentive Program for fiscal year 2023 were validated, as authorized by the Shareholders' Meeting in 2021.

#### **Financial Committee**

Committee presided over by José María Garza de Silva.

- (i) Six meetings were held. The quarterly reports to be presented to the Technical Committee with respect to fulfillment and the 12-month projection of the CNBV's financial indexes, and issuance of FINN18 debt, for the four quarters of fiscal year 2023, were approved.
- (iii) Quarterly real free cash flow and the 12-month projection for free cash flow were analyzed for full-year 2023. The evolution and projection of the Net Debt to EBITDA ratio for the four quarters of fiscal year 2023 were reviewed.



- (v) Information regarding the market valuation of Fibra Inn in comparison with other Fibras and issuers in the hotel sector was analyzed.
- (vi) The outlook for meeting the Trust's financial obligations was evaluated.
- (vii) Performance relative to the FINN13 CBFi Repurchase Fund was analyzed, and transactions related thereto were approved.
- (viii) A recommendation was made to the Technical Committee to contract the services necessary to carry out a program to increase capital with subscription rights for Shareholders (Rights Offering), subject to approval at the Shareholders' Meeting.
- (ix) The definitive fees related to the services necessary to carry out a program to increase capital with subscription rights for Shareholders (Rights Offering) were validated, in accordance with what had been approved by the Technical Committee.
- (x) The possible future uses of resources available for investments were evaluated.
- (xi) The Technical Committee received an analysis and recommendation regarding applying the AFFO to distribution payments, debt amortization, and reserves for investments. The Trust's leverage and liquidity ratios for the 12-month period following April 2023 were ratified and submitted for approval by the Shareholders' Meeting.

#### **Investment Committee**

Committee presided over by Marcelo Zambrano Lozano.

- (i) Three meetings were held.
- (ii) The investments approved by the Administrator were ratified by General Management, in compliance with the power established in the Trust's by-laws.
- (iii) A recommendation was made to the Technical Committee to approve divestment from the hotel Hampton Inn by Hilton Querétaro for a total amount greater than or equal to Ps. 170 million.
- (iv) A budget increase to perform PIP on the hotel Hampton Inn by Hilton Saltillo was approved.
- (v) New acquisition opportunities were analyzed, as were development projects.

#### **ESG Committee**

Committee presided over by Miguel Aliaga Gargollo.

- (i) One meeting was held.
- (ii) The annual report in ESG matters for fiscal year 2022 was approved.

The Company recommends voting **IN FAVOR** on this item.

#### **4. Proposal, discussion, and submission for approval of the Annual Report with respect to the Trust's External Auditor for fiscal year 2023, as well as the Technical Committee's opinion regarding the content of this report.**

For this item, the annual report of the Trust's External Auditor, Galaz, Yamazaki, Ruiz Urquiza, S.C. ("Deloitte") will be presented, regarding Fibra Inn's consolidated financial statements, results, and cash flows for the years ended December 31, 2023 and 2022, which will include the favorable opinion of that External Auditor, in accordance with International Financial Reporting Standards ("IFRS"). The favorable opinion of the Trust's Technical Committee in relation to that report will also be presented.



The Company recommends voting **IN FAVOR** on this item.

5. **Proposal, discussion, and submission for approval of the Report in reference to the Fulfillment of Tax Obligations as of December 31, 2023.**

For this item, a report will be presented on fulfillment of the tax obligations in effect in Mexico, as established in Article 86(XX) of the Income Tax Law, for fiscal year 2023, issued by the Trust's Administrator (Administradora de Activos Fibra Inn, S.C.), in which it is stated that no omission whatsoever was found in compliance with those obligations.

The Company recommends voting **IN FAVOR** on this item.

6. **Proposal, discussion, and submission for approval of the Trust's financial statements corresponding to the period ended December 31, 2023, and the application of the results for the period.**

For this item, Fibra Inn's financial statements - prepared in accordance with IFRS and corresponding to fiscal year 2023 - will be presented in detail. These statements include the balance sheet, income statement, profit and loss statement, consolidated statement of changes in shareholders' equity, consolidated cash flow statements, and notes to the consolidated financial statements. This information will be provided to the National Banking and Securities Commission (Comisión Nacional Bancaria y de Valores - "CNBV"), and it can also be found at the following link:

<https://fibrainn.mx/inversionistas/avisos-a-tenedores>

The Company recommends voting **IN FAVOR** on this item.

7. **Proposal, discussion, independent qualification, and ratification of Santiago Pinson Correa as Independent Member of the Technical Committee.**

On this item, at the request of the Nominations and Compensations Committee (having abstained from voting on the proposed candidate to be a member of this Committee), ratification of Santiago Pinson Correa as an Independent Member of the Technical Committee for fiscal year 2024 will be proposed, upon qualification of independence issued at that Meeting.

This candidate has stated under oath that he does not fall under any of the assumptions indicated by the Securities Market Law that would prevent him from acting as an independent board member for a securities issuer.

His CV and statement of independence are available at:

<https://www.fibrainn.mx/corporativo/gobierno-corporativo>

<https://fibrainn.mx/inversionistas/avisos-a-tenedores>

The Company recommends voting **IN FAVOR** on this item.

8. **Proposal, discussion, independent qualification, and ratification of Lorena Margarita Cárdenas Costas as an Independent Member of the Technical Committee.**



On this item, at the request of the Nominations and Compensations Committee (ratification of Lorena Margarita Cárdenas Costas as an Independent Member of the Technical Committee for fiscal year 2024 will be proposed), upon a qualification of independence issued at that Meeting.

This candidate has stated under oath that she does not fall under any of the assumptions indicated by the Securities Market Law that would prevent her from acting as an independent board member for a securities issuer.

Her CV and statement of independence are available at:  
<https://www.fibrainn.mx/corporativo/gobierno-corporativo>  
<https://fibrainn.mx/inversionistas/avisos-a-tenedores>

The Company recommends voting **IN FAVOR** on this item.

**9. Proposal, discussion, independent qualification, and designation of José María Garza Silva as an Independent Member of the Technical Committee.**

On this item, at the request of the Nominations and Compensations Committee (having abstained from voting on the proposed candidate to be a member of this Committee), ratification of José María Garza Silva as an Independent Member of the Technical Committee for fiscal year 2024 will be proposed, upon a qualification of independence to be issued at that Meeting.

This candidate has stated under oath that he does not fall under any of the assumptions indicated by the Securities Market Law that would prevent him from acting as an independent board member for a securities issuer.

His CV and statement of independence are available at:  
<https://www.fibrainn.mx/corporativo/gobierno-corporativo>  
<https://fibrainn.mx/inversionistas/avisos-a-tenedores>

The Company recommends voting **IN FAVOR** on this item.

**10. Proposal, discussion, independent qualification, and ratification of an Independent Member of the Technical Committee.**

With respect to this item, the Nominations and Compensations Committee recommends to the Shareholders' Meeting the appointment of Federico Castillo Arce as an Independent Member of the Technical Committee for fiscal year 2024, upon a qualification of independence to be issued at that Meeting.

Federico Castillo Arce is currently Director of the Mexican Real Estate Sector at Sura Investments; previously he was the Director of Acquisitions at MIRA Companies; he served as Vice President of Development and Consulting for resorts at Jones Lang Lasalle; he was the Director of Finance and Investment at Umbral Capital. He was part of the acquisitions and asset management team at Walton Street Capital Mexico; he partnered with McKinsey & Company, serving clients in Mexico and South America; he also worked at Protego Financial Advisors at its investment bank, and at Banco de México with money market transactions. He is an Economist



from ITAM, and has a Master's of Management from Kenan-Flagler Business School, University of North Carolina.

This candidate has stated under oath that he does not fall under any of the assumptions indicated by the Securities Market Law that would prevent him from acting as an independent board member for a securities issuer.

His CV and statement of independence are available at:

<https://fibrainn.mx/inversionistas/avisos-a-tenedores>

The Company recommends voting **IN FAVOR** on this item.

- 11. Proposal, discussion, independent qualification of Abelardo Hernández Juliá, for meeting the requirements to be designated as an Independent Member of the Technical Committee by a Holder or a group of Holders with a shareholder position that is equal to or greater than 10% of the outstanding CBFIs, in accordance with Mexican Securities Market Law.**

For this item, the qualification of independence of Abelardo Hernández Juliá will be submitted for consideration at the Shareholders' Meeting. Such consideration is due to the fact that a holder or group of holders with at least 10% of CBFIs outstanding (Afore Sura), which has been duly verified through Indeval, has stated its interest in ratifying Mr. Hernández Juliá as a member of the Technical Committee, by virtue of its holding, and as established by the Securities Market Law. It wishes to submit for validation at the Shareholders' Meeting the independence of this candidate, in accordance with the independence criteria indicated by that law.

This candidate has stated under oath that he does not fall under any of the assumptions indicated by the Securities Market Law that would prevent him from acting as an independent board member for a securities issuer.

His CV and statement of independence are available at:

<https://www.fibrainn.mx/corporativo/gobierno-corporativo>

<https://fibrainn.mx/inversionistas/avisos-a-tenedores>

The Company recommends voting **IN FAVOR** on this item.

- 12. Information related to the designation of Abelardo Hernández Juliá as a Member of the Technical Committee (independent and subject to independent qualification of the previous item or by ownership) appointed by a Holder or a group of Holders with a shareholder position that is equal to or greater than 10% of the outstanding CBFIs, in accordance with Mexican Securities Market Law.**

With regard to the above point, and subject to validation of independence at the Shareholders' Meeting, the appointment of Abelardo Hernández Juliá as an Independent Member of the Technical Committee will be reported, in accordance with what is established by the Trust and applicable legislation, in relation to the right of a holder or group of holders that own at least 10% of the total CBFIs outstanding (Afore Sura), which has been duly verified by Indeval.

This item is for **INFORMATION PURPOSES ONLY.**





- 13. Information related to the appointment of Alejandro Wassiliu as a Patrimonial Member of the Technical Committee, and his respective alternate, appointed by a holder or a group of holders with a shareholder position that is equal to or greater than 10% of the outstanding CBFIs, in accordance with Mexican Securities Market Law.**

In addition, continuing as a Patrimonial Member of the Technical Committee, Alejandro Wassiliu, and his respective alternate, Edgar Patricio Sosa Silva, will be reported, appointed by a holder or group of holders whose ownership represents at least 10% of the total CBFIs outstanding (Invercap), which has been duly verified by Indeval, such that they will remain in their positions from the date of their initial appointment in 2021.

This item is for **INFORMATION PURPOSES ONLY.**

- 14. Information related to the appointment of Diego Andrés Cisneros and Santiago Riveroll Mendoza as Patrimonial Members of the Technical Committee and their respective alternates, appointed by the Founders Trust, in accordance with the Trust.**

For this item, a report will be made on the continuation of the current Patrimonial Members of the Technical Committee appointed by the Founders Trust: Diego Andrés Cisneros and Santiago Riveroll Mendoza, and their alternates Carlos Rohm and Pablo Zaldívar Orue, respectively, as established by the Trust, in relation to the right to be appointed by the Founders Trust.

This item is for **INFORMATION PURPOSES ONLY.**

- 15. Proposal, discussion, and submission for approval of the fees for Independent Members of the Technical Committee.**

On this item, at the request of the Nominations and Compensations Committee, a proposal will be made to keep the fees to Independent Members fixed for fiscal year 2024, as per the amounts approved for fiscal year 2023, as follows: (i) Ps. 44,500 for participation in each meeting of the Technical Committee; and (ii) Ps. 36,650 for participation in each meeting of any of the other auxiliary committees of which they are a part, regardless of whether such attendance is in person or by telephone.

The foregoing will apply retroactively to April 1, 2024.

The Company recommends voting **IN FAVOR** on this item.

- 16. Proposal, discussion, and submission for approval of fees paid to Patrimonial Members of the Technical Committee appointed by the Founders Trust.**

On this item, at the request of the Nominations and Compensations Committee, a proposal will be made to keep the fees paid to Patrimonial Members fixed for fiscal year 2024, as per the amounts approved for fiscal year 2023, as follows: (i) Ps. 44,500 for participation in each meeting of the Technical Committee; and (ii) Ps. 36,650 for participation in each meeting of any of the other auxiliary committees of which they are a part, regardless of whether such attendance is in person or by telephone.

The foregoing will apply retroactively to April 1, 2024.



The Company recommends voting **IN FAVOR** on this item.

- 17. Proposal, discussion, and submission for approval of the updated Policy for Independent Members of the Technical Committee approved at this Meeting on April 30, 2021: i) to be named “Policy for Technical Committee Members”; and ii) to change the maximum number of paid meetings for members with authorized fees.**

A proposal will be made to have a maximum of 12 remunerated meetings per year (up to five meetings of the Technical Committee, and up to seven meetings of auxiliary committees), and therefore, the submission will be voted at this Shareholders’ Meeting to change the policy for “Independent Members of the Technical Committee” that was approved by the Shareholders’ Meeting on April 30, 2021, in which payment for up to eight meetings per committee per year was established.

Likewise, the proposal will also be made to rename such policy as “Policy for the Technical Committee Members”.

The foregoing will apply retroactively to April 1, 2024.

The Company recommends voting **IN FAVOR** on this item.

- 18. Proposal, discussion, and submission for approval of the loan-to-value and liquidity ratio of the Trust, for the twelve-month period following April 30, 2024, in accordance with the National Banking and Securities Commission.**

Due to the regulation in the Issuers’ Circular in reference to Fibras, in which it is established that the Shareholders’ Meeting must approve the coverage limits of the expected debt service, and the maximum limit of indebtedness, the following will be submitted for consideration by the Shareholders’ Meeting:

**Debt Service Coverage:** In accordance with the current conditions and current debt profile of Fibra Inn, a proposal will be made at the Shareholders’ Meeting to ratify the limit of debt service coverage for the year 2024, at the same level that was established by the authorities, which is what has been in place at Fibra Inn, and which limit consists of maintaining a value that is greater than or equal to 1.0.

**Limit of indebtedness:** The indebtedness limit that has been in place for FIBRAs consists of maintaining an indebtedness ratio of no more than 50%. Due to the future projections for Fibra Inn operations, a proposal will be made to the Shareholders’ Meeting to ratify the borrowing limit for 2023, at an amount not to exceed 50% of the debt, using the valuation of assets from the immediately prior fiscal year as the reference value.

The Company recommends voting **IN FAVOR** of this item.

- 19. Information related to cancellation of the current Share Repurchase Fund, as well as the proposal, discussion, and submission for approval of the maximum amount to be allocated for the repurchase of the Company’s CBFIs of Ps. 250 million (two hundred and fifty million**



pesos 00/100), for the twelve-month period following April 30, 2024, in accordance with Article 56, Section IV of Mexican Securities Market Law.

A proposal will be made at the Shareholders' Meeting to cancel the previously approved amount, and to authorize Ps. 250 million for the 12-month period following April 30, 2024, with the understanding that the funds will be used with discretion and prudently, always considering maintaining a healthy level of non-operating cash, and at no time may repurchase exceed more than 5% of the CBFIs outstanding. The foregoing considers that over the next 12 months, the Trust must prioritize continuing to remodel some of the hotels, due to contractual commitments, and any strategic investment in those assets intended to obtain better yields, which in some cases might represent relevant capital investments.

The Company recommends voting **IN FAVOR** on this item.

20. **Information related to the long-term compensation plan evaluated by the Nominations and Compensations Committee regarding the 2023 results in reference to the Long-Term Incentive Plan authorized by the Shareholders' Meetings held on April 30, 2021, and April 28, 2022.**

The Shareholders' Meeting will be informed of the results of fiscal year 2023, in relation to the long-term incentives plan authorized at the Shareholders' Meeting in April 2021, which results, as established at that Meeting, were validated by the Nominations and Compensations Committee.

To that end, and as discussed in the Shareholders' Meeting in which this plan was authorized, there is motivation to align interests between the senior executives and Fibra Inn shareholders, thus there is a significant focus on creating value per CBFIs, both by an improvement in price, and by an improvement in the AFFO.

The Company recommends voting **IN FAVOR** on this item.

21. **Appointment of Special Delegates to fulfill the resolutions approved during the Meeting.**

For this item, Miguel Aliaga Gargollo, Alejandro Javier Leal Isla Garza, and Lizeth Mariel Pedraza Nava will be proposed as Special Delegates so that individually or jointly, they may instruct the Fiduciary of the Trust to perform any act necessary to fulfill the resolutions approved at this Shareholders' Meeting.

The Company recommends voting **IN FAVOR** on this item.

22. **Transcription, drafting, and submission for approval of the Meeting Minutes.**

For this item, all agreements reached at the Shareholders' Meeting must be recorded in the minutes.

The Company recommends voting **IN FAVOR** on this item.

The Company is committed to providing investors with information with sufficient time and transparency prior to the next Shareholders' Meeting, and to thus have a voting process that is in line with best corporate practices. Fibra Inn believes that by sharing this information in a timely manner,



every CBFi holder can make their decisions based on the best information, for the individual and collective benefit of Fibra Inn investors.



## Fibra Inn publishes the Contents of the Extraordinary Shareholders' Meeting to be held on April 26, 2024

**Monterrey, Mexico, April 8, 2024** – CIBanco, S.A. Institución de Banca Múltiple (as the final and universal beneficiary of Deutsche Bank México, S.A. Institución de Banca Múltiple, División Fiduciaria), in its capacity as Fiduciary of Trust DB/1616, or Fibra Inn (BMV: FINN13) ("Fibra Inn" or the "Company"), an internally managed Mexican real estate investment trust specializing in the hotel industry, serving travelers with global brands, is providing the details of the items to be discussed in its Annual Ordinary Shareholders' Meeting (the "Shareholders' Meeting" or the "Meeting"), to be held on April 26, 2024. The purpose of this announcement is to ensure that shareholders receive timely and transparent information prior to the Meeting. These items, as well as all the information that will be presented in the Meeting, can be found at: <https://www.fibrainn.mx/inversionistas/avisos-a-tenedores>

### FINN13 CBFH Holders Ordinary Shareholders' Meeting

Fibra Inn hereby shares the items on the agenda to be addressed at the Ordinary Shareholders' Meeting, to be held at 11:30 a.m. on April 26, 2024:

1. **Proposal, discussion, and submission for approval to modify the Trust contract, to include the possibility of investing in residential assets.**

Modify the Trust's by-laws, in order to include the possibility of Fibra Inn investing in assets with a residential component, such that its focus will not be limited by mandate only to the hotel component, thus expanding the scope of strategic investments.

The Company recommends voting **IN FAVOR** on this item.

2. **Proposal, discussion, and submission for approval to modify the Trust contract, to include the possibility of obtaining financing from any entity that is registered with the Mexican Authorities, and not limited to financial institutions.**

A proposal will be made at the Shareholders' Meeting to modify the Trust's by-laws in order to include the possibility that any entity duly registered with the Mexican authorities may be authorized by Fibra Inn's corporate governance bodies, to extend financing to the Company, which in all cases will be used to carry out the purposes of the Trust. The purpose of such a change is so that Fibra Inn can obtain more competitive financing conditions including institutions like insurance companies, foreign banks, and other financial vehicles.

The Company recommends voting **IN FAVOR** on this item.



3. **Proposal, discussion, and submission for approval to modify the Trust contract, to include the auxiliary committees of the Trust, its integration, and responsibilities.**

A proposal will be made at the Shareholders' Meeting to modify the Trust's by-laws to reflect the merger of various existing committees, as long as due compliance with applicable legislation is maintained. The proposal is to merge: i) the Audit, Corporate Practices, and ESG Committee; and ii) the Finance and Investment Committee. Thus, it will be the two mentioned bodies to be merged, and those already existing as established by the mentioned legislation: iii) Technical Committee; and iv) Nominations and Compensations Committee. Note that this merger will make decision-making and fees more efficient.

The Company recommends voting **IN FAVOR** on this item.

4. **Proposal, discussion, and submission for approval to modify the Trust contract, to update the defined term "Founders Trust," and replace it with "Origin Trust," without modifying any of its clauses, rights, or obligations.**

A proposal will be made at the Shareholders' Meeting to change the term "Founders Trust" to "Origin Trust" in the Trust's by-laws, in order to reflect the current reality of the trust. This is due to the fact that the founders of the Company no longer form part of this vehicle, and have transferred their trustee rights to Origin Patrimonial, S.A. de C.V., as disclosed in February 2023. This is with the understanding that there is no modification whatsoever to the rights established in the Trust contract.

The Company recommends voting **IN FAVOR** on this item.

5. **Appointment of Special Delegates to fulfill the resolutions approved during the Meeting.**

For this item, Miguel Aliaga Gargollo, Alejandro Javier Leal Isla Garza, and Lizeth Mariel Pedraza Nava will be proposed as Special Delegates so that, individually or jointly, they may instruct the Fiduciary of the Trust to perform any act necessary to fulfill the resolutions approved at this Shareholders' Meeting.

The Company recommends voting **IN FAVOR** on this item.

6. **Transcription, drafting, and submission for approval of the Meeting Minutes.**

For this item, all agreements reached at the Shareholders' Meeting must be recorded in the minutes.

The Company recommends voting **IN FAVOR** on this item.

The Company is committed to providing investors with information with sufficient time and transparency prior to the next Shareholders' Meeting, and to thus have a voting process that is in line with best corporate practices. Fibra Inn believes that by sharing this information in a timely manner, every CBFi holder can make their decisions based on the best information, for the individual and collective benefit of Fibra Inn investors.

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## About the Company

Fibra Inn is a Mexican trust formed primarily to acquire, develop, and rent hotel properties in Mexico. Fibra Inn is internally managed through its subsidiary, therefore it does not charge any asset management services fees. Fibra Inn has entered into franchise, license, and brand usage agreements with international hotel chains to operate their global brands; it also has domestic-brand properties. These brands have some of the hotel industry's top loyalty programs. Fibra Inn trades its Real Estate Investment Trust Certificates (Certificados Bursátiles Fiduciarios Inmobiliarios or "CBFIs") on the Mexican Stock Exchange under the ticker symbol "FINN13."

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

### Note on Forward-Looking Statements

This press release may contain forward-looking 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 "anticipates," "believes," "estimates," "expects," "plans," and similar expressions, as they relate to the Company, are intended to identify forward-looking statements. Statements regarding the payment of dividends or distributions, the implementation of the 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 conditions. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.