

ORDINARY SHAREHOLDERS' MEETING CALL

DATE: 04/09/2014

QUOTING SYMBOL: GSANBOR
COMPANY NAME: GRUPO SANBORNS S.A.B. DE C.V.
TYPE OF MEETING: ANNUAL ORDINARY
DATE OF EVENT: 04/28/2014
TIME: 13:00
PLACE: Lago Zurich No. 245, Presa Falcón Building, 6 th Floor, Ampliación Granada, Delegación Miguel Hidalgo, CP 11529, México D.F.
DECREETS RIGHTS: YES
TYPE OF RIGHTS: CASH DIVIDEND

AGENDA

I. Submission, discussion and approval, in its case, of (i) the report from the Chief Executive Officer (CEO) according to articles 44 section XI of the Mexican Stock Market Law and 172 of the General Law of Mercantile Companies, together with the opinion from the external auditor, about the operations and results of the Company for the fiscal year concluding on December 31, 2013, as well as the opinion of the Board of Directors regarding the content of said report, (ii) the opinion and the report of the Board of Directors including the main policies, accounting and information criteria followed in the preparation of the financial information of the Company mentioned in Article 172, item b) of the General Law of Mercantile Companies, (iii) the report of the activities and operations in which the Board of Directors intervened according to article 28, section IV, item e) of the General Law of Mercantile Companies, and (iv) the Financial Statements of the Company as of December 31, 2013. Resolutions on the subject.

II. Submission of the report about the compliance of the tax situation of the Company for the tax year 2013 in compliance of the obligation comprised in the provisions of Article 86 section XX of the Regulation to the Income Tax Law. Resolutions on the subject.

III. Submission, discussion and approval, in its case, of the proposal for the application of profits. Resolutions on the subject.

IV. Submission, discussion and approval, in its case, of the cash dividend payment of \$0.80 MXN (Zero pesos 80/100 MXN) per share from the balance of the tax profit account 2013, divided in two equal installments of \$0.40 (Zero pesos 00/100 MXN) per share each one. Resolutions on the subject.

V. Appointment and/or ratification of the members of the Board of Directors and the Secretary. Resolutions on the subject.

VI. Determination of the fees for the members of the Board of Directors and the Secretary of the Company. Resolutions on the subject.

VII. Appointment and/or ratification of the members of the Audit and Corporate Practices Committee. Resolutions on the subject.

VIII. Determination of the fees for the members of the Audit and Corporate Practices Committee. Resolutions on the subject.

IX. Submission, discussion and approval, in its case, of the amount up to \$3,000,000,000.00 (Three thousand million pesos 00/100 MXN) as maximum amount of funds to acquire own shares for the tax year 2014, in terms of the article 56 of the Mexican Securities Market Law. Resolutions on the subject.

X. Appointment of delegates to formalize and comply with the resolutions adopted by the Meeting. Resolutions on the subject.

From this date is available to shareholders immediately and free of charge, the information related to each of the points set out in the agenda.

Mexico City, April 10, 2014.

Mr. Omar Lugo Andere
Secretary of the Board of Directors

ATTENDANCE REQUIREMENTS

In order to be entitled to assist and, as the case may be, vote at the Shareholders' Meeting, the shareholders must obtain their corresponding admission card at the address: Lago Zurich No. 245, Presa Falcón Building, 6th Floor, Ampliación Granada, Delegación Miguel Hidalgo, C.P. 11529, Mexico City. Previous appointment with Mrs. Rosa María Juárez Casimiro at the phone number (01 55) 5257 9301 (México City) from 9:00 to 14:00 hrs. and from 16:00 to 18:00 hrs no later than April 25, 2014. Admission cards shall be issued once the corresponding receipts have been submitted to the shareholders that request them on time with proof issued by S.D. Indeval, Institución para el Depósito de Valores, S.A. de C.V., supplemented as the case may be, with the lists referred in the article 290 of the Mexican Stock Market Law. Shareholders may be represented by a representative appointed by proxy according to the provisions of Article 49, section III of the Securities Market Law.