B Kimberly-Clark de México, S.A.B. de C.V.

SUMMARY OF THE MAIN AGREEMENTS ADOPTED BY THE GENERAL ANNUAL ORDINARY AND EXTRAORDINARY SHAREHOLDERS MEETING OF KIMBERLY-CLARK DE MÉXICO, S.A.B. DE C.V., CELEBRATED ON FEBRUARY 28TH, 2019.

- The report of the General Director regarding the operation and operations of the Company during the fiscal year from January 1 to December 31, 2018, prepared in accordance with Article 172 of the General Corporations Law (*Ley General de Sociedades Mercantiles*), was duly presented to the Shareholders Meeting by the General Director of Kimberly-Clark de México, S.A.B. of C.V. (the "<u>Company</u>"), and was approved by the Shareholders Meeting.
- 2. The opinion pursuant to Article 28, section IV, subsection c) of the Securities Market Law (*Ley del Mercado de Valores*) was duly presented by the Board of Directors regarding the report of the General Director previously approved by the shareholders of the Company, and was approved by the Shareholders Meeting.
- The opinion pursuant to Article 28, section IV subsection b) of the Securities Market Law (*Ley del Mercado de Valores*) was presented by the external auditor with respect to the progress of the Company and its operations, for the fiscal year that ended on December 31st 2018, and was approved by the Shareholders Meeting.
- 4. The individual and consolidated Financial Statements of the Company as of December 31st 2018 were approved in all their parts, in the form in which they were submitted for the Shareholders Meeting's consideration.
- 5. The report in compliance with Article 172 paragraph b) of the General Corporations Law (*Ley General de Sociedades Mercantiles*) presented to the Shareholders Meeting by the Board of Directors, regarding the main accounting and information policies and criteria followed in the preparation of the financial information of the Company corresponding to the fiscal year between January 1 and December 31st 2018, was approved by the Shareholders Meeting.

- 6. The report in compliance with the provisions of section XIX of Article 76 of the current Income Tax Law, and reports on compliance with the individual tax obligations of the Company for the fiscal year ending December 31st 2017 were approved by the Shareholders Meeting.
- The report in compliance with Article 28, section IV, subsection a) of the Securities Market Law (*Ley del Mercado de Valores*) presented regarding the activities carried out by the Audit and Corporate Practices Committee during the fiscal year ended December 31st 2018, was approved by the Shareholders Meeting.
- 8. It was agreed that the net income for the year ended on December 31st 2018, amounting to \$4'226,712,218.00 Mex. Cy. (Four thousand two hundred twenty-six million seven hundred twelve two hundred eighteen pesos 00/100 Mexican Currency), which includes the participation in the result of subsidiary companies in the amount of \$705,385,000.00 Mex. Cy. (Seven hundred five million three hundred eighty-five thousand pesos 00/100 Mexican Currency), which is reflected in the individual Income Statement of the Company for the year ended December 31st 2018, will be fully applied to the retained earnings account of previous exercises.
- 9. The proprietary and alternate members of the Board of Directors of the Company were ratified in their positions; Mr. Emilio Carrillo Gamboa was also confirmed as Chairman of the Audit and Corporate Practices Committee of the Company, effective as of the date of the Shareholders Meeting, and in compliance with the provisions of Article 26 of the Securities Market Law (*Ley del Mercado de Valores*), as well, the independence of such Directors was also qualified.
- 10. In accordance with the provisions of Article 26 of the Securities Market Law (*Ley del Mercado de Valores*), the independent Directors as well as the Secretary not member of the Board of Directors were all ratified.
- 11. The remuneration for members of the Board of Directors, owners and alternates, who are not full-time employees and do not receive salaries from the Company, as well as for the Secretary, for the fiscal year ending on December 31st 2019 and until another Shareholders Meeting does not resolve something different, was approved in the amount of \$90,000.00

Mex. Cy. (Ninety thousand pesos 00/100 Mexican Currency), for each session of the Board of Directors and of Committees, constituted by the latter that they attend during said fiscal year.

- 12. The Shareholders Meeting approved the report that was presented by the Board of Directors through its Chairman regarding the Company's policies regarding the acquisition of its own shares was approved.
- 13. The Shareholders Meeting approved the payment for \$1.55 Mex. Cy. (One peso 55/100 Mexican Currency) per share, to be held in 4 (four) exhibits, each of \$0.3875 Mex. Cy. per share.
- 14. It was agreed to reduce the speculative value of the shares representing the capital stock, in its fixed part, through reductions in the capital stock, without cancellation of any share, authorizing the reimbursement of capital, for each of the ordinary, nominative shares, without expression of nominal value, in circulation of Series "A" and "B", of \$0.3875 Mex. Cy. per share, for each exhibition, payable on April 4th, July 4th, October 3rd and December 5th, 2019, of which \$0.000010 Mex. Cy. per share, for each of the speculative value, and \$0.387490 Mex. Cy., for each of the exhibitions, will be done, corresponds to a reduction of the speculative value, and \$0.387490 Mex. Cy., for each of the exhibitions, will be applied to the corporate capital and to other accounting capital items, including the retained earnings from prior years, without Article 135 of the General Corporations Law (*Ley General de Sociedades Mercantiles*) being applicable and affecting the capital contribution account (*CUCA*) of the Company referred to in Article 78 of the Income Tax Law (*Ley del Impuesto Sobre la Renta*).
- 15. It was agreed that the capital reimbursement by reduction, of the four exhibitions payable on April 4th, July 4th, October 3rd, and December 5th, 2019, respectively, will be paid at a rate of \$0.3875 Mex. Cy. to each of the ordinary shares of Series "A" and "B", representing the paid-in capital stock, will be made upon delivery of coupons 61, 62, 63 and 64 of the securities representing outstanding shares.
- 16. It was agreed to empower the Board of Directors, authorizing the Secretary of said Board of Directors to make the notice referred to in Article 9 of the General Corporations Law (*Ley General de Sociedades Mercantiles*) and

make all the determinations that it deems appropriate in relation to the reduction in the capital stock, such as the publication of notices. It was also agreed that the Secretary must certify the integration of the Company's capital stock and, when the Secretary considers appropriate, issue new securities to cover the number of shares that make up the capital stock of the Company.

- 17. It was approved that the Secretary of the Board of Directors will certify the integration of the Company's capital stock, and will record the necessary amendments to the first paragraph of Article Five of the Company's Bylaws in accordance with the resolutions adopted in the Shareholders Meeting.
- 18. It was agreed to authorize the Secretary of the Board of Directors to publish the informative notice or notices related to the payment of the exhibits approved at the Shareholders Meeting, in the media and on the dates it deems appropriate, as well as the notice to shareholders regarding the reimbursement referred to in the previous resolutions, in accordance with the applicable legal provisions and make all the determinations that it deems convenient, and certify the integration of the Company's capital stock and record the necessary reform to the first paragraph of Article Fifth of the Company's Bylaws.

In Mexico City, on February 28th, 2019.

Alberto G. Saavedra O. Secretary of the Board of Directors Kimberly Clark de México, S.A.B. de C.V.