

Walmart de México y Centroamérica

Informs on the details of the proposal that the Board of Directors will submit for approval at the next Extraordinary Shareholders' Meeting

Mexico City, June 7, 2021

Wal-Mart de Mexico, S.A.B. de C.V. (BMV/BIVA: WALMEX) hereby informs to its shareholders and to the public in general as well, on the proposals that the Board of Directors will present during the Extraordinary Shareholders' Meeting, that will be held on June 22, 2021, at 9:00 am, at the Company's offices in Mexico City.

Amendment to the third clause of the corporate bylaws

In order to reflect the new legal provisions regarding subcontracting, a proposal will be made to amend the third clause of the corporate bylaws, related to the Company's corporate purpose and the activities it can perform to carry out such purpose. The proposed changes are:

| | Original Text | Proposed Reform |
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| Third Clause | <p><i>The Company's purpose is to:</i></p> <p>(a) To promote, incorporate, organize, exploit and take interest in the capital and equity of any commercial or civil corporation, partnership or industrial, commercial, service and other corporation, both domestic and foreign, as well as to participate in their management or liquidation;</p> <p>(b) To acquire, through any legal means, shares or other equity interests in any type of corporations, commercial or civil, either upon incorporation or thereafter, and to sell, transfer, deal with shares or other interests, including any negotiable instruments;</p> <p>(c) To provide, contract and receive any technical, consultation and advisory services and enter into any agreements or contracts for the attainment of these purposes.</p> <p>(d) To assume any obligations on its own behalf or on behalf of third parties, to issue, subscribe, endorse, grant and protest any type of negotiable instruments, to issue guarantees, bonds, in rem or personal guarantees, on its own behalf or on behalf of third parties, to assume joint obligations and execute any instruments or documents permitted by law, with the participation, if any, of persons and institutions, domestic and foreign, if required by law;</p> <p>(e) To acquire, issue and offer securities to the public, in accordance with the applicable provisions, and to repurchase shares in accordance</p> | <p><u>Company's main purpose.</u> - without standing the general capacity of the Company which the present clause and the Article 4° (fourth) of the Securities Market Law refer, as well as the faculty of the General Shareholder's Meeting to recognize and ratify any actions taken by the Company not included in the list below, the main purpose of the Company is:</p> <ol style="list-style-type: none">1. To promote, incorporate, organize, exploit and take interest in, and acquire directly or indirectly through any legal means shares, participation, participation certificates or representative interests of the capital or equity of all types of commercial or civil corporations or associations, trusts, industrial, commercial or services or any other kind of domestic or foreign companies, from its incorporation or at any time thereafter, as well as sell, grant, transfer, negotiate, encumber or dispose or pledge such shares, participations, participation certificates or interests.2. To acquire, issue and offer values privately or publicly or in any other way in |

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| <p>with the terms of the Securities Market Law and those provisions derived therefrom;</p> <p>(f) To acquire, dispose of, lease, sublease, and grant rights for the use and disposal of, and in general, the exploitation of, any movable property or real estate, including appurtenances and accessories;</p> <p>(g) To execute any agreements and contracts with local, municipal or federal governments and authorities, with any entity, public or private, including affiliates and subsidiaries of the corporation, and with any individuals, domestic or foreign;</p> <p>(h) To execute transactions with any type of securities and derivative transactions;</p> <p>(i) To register, purchase, lease, assign, renew, prove use and dispose of trademarks, parents, invention certificates, trade names, industrial designs, trade notices, registration of models, copyright, inventions and processes;</p> <p>(j) To establish, lease, operate and possess plants, facilities, workshops, warehouses, offices and agencies in the United Mexican States or abroad;</p> <p>(k) To act as commission agent or mediator and represent any commercial enterprises;</p> <p>(l) To maintain insurance policies with domestic or foreign insurance companies;</p> <p>(m) To participate in any bidding process, whether national or international, including those conducted through electronic means, of the Federal Government, local or municipal governments, autonomous or decentralized public bodies, as well as any agency or instrumentality thereof; and</p> <p>(n) In general, to carry out any acts, execute any contracts and agreements, as well as transactions of any nature in accordance with the terms of the applicable law.</p> | <p><i>terms of the applicable dispositions and to acquire its own shares in terms of the Securities Market Law and the provisions resulting from it.</i></p> <p>3. <i>To execute operations and trade with all types of securities, including derivative instruments.</i></p> <p>4. <i>To obtain, acquire, register, possess, use, prove the use, license, sublicense and dispose of any type of franchises, patents, trademarks, commercial names, copyrights, as well as any other type of legal intellectual or industrial property.</i></p> <p><u>Activities regarding the Company's main purpose:</u></p> <p><i>Likewise, and notwithstanding the generality of article 4° of the Securities Market Law applicable to this date, considered reproduced at this point as if the text was introduced, and in consequence of what is here established, the Company can carry out all dealings, acts, contracts, agreements, records, declarations, processes and /or procedures in the broadest sense of such terms, which could be private or public that result necessary and / or convenient to carry out the main purpose of the Company, as described herein in this clause 3rd, whichever the nature of these may be, commercial, civil, administrative, penal, labor, fiscal, or any other, regardless of the form as long as it is not forbidden or restricted by the law, and in any case in which any previous governmental authorization is required as long as the mentioned requirement has been already obtained, including without limiting:</i></p> <p class="list-item-l1"><i>I. To Obtain and grant financing, by any means; issue bonds, obligations, securities certificates and /or any other type of debt, and or credit titles and /or value titles with or without guarantees.</i></p> <p class="list-item-l1"><i>II. To grant and receive in rem or personal guarantees for its own or third party's obligations, including, mortgages, pledge, trusts or any other figure; as well as to constitute as a joint obligor, guarantor and/or a third party guarantor whether they are related or not;</i></p> |
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| | | <p>III. To subscribe, accept, rotate, endorse, guarantee, protect and/or in any other form negotiate with any credit and/or negotiable instruments</p> <p>IV. To acquire and transfer (even by donation) movable or immovable properties, give or take them under leasing and/or sub leasing or in any other way possess, receive and/or grant them the use and enjoyment of the above, in any form and under any title, being included through loan contracts</p> <p>V. To obtain, acquire, possess, use and have all kind of registrations, lists, concessions, permissions, licenses and authorizations, as well as modify, update take notes; and/or cancel any of that registrations and/or lists regarding any securities that are issued in one or more stock markets in Mexico or abroad, in which that case, placed them in any institution for the securities safeguarding in Mexico or abroad.</p> <p>VI. To participate directly or indirectly, individually or as part of a consortium, in all kind of contests and/or public or private bids, whether national or international, as well as contests procedures by restricted invitation or directly award and/or contracts that are called by the federal or local public administration entities, whether centralized or parastatal, decentralized organisms, the union powers, municipal, local or federal authorities, the majority state-owned companies, productive state companies, constitutionally autonomous organisms and, generally any government entity, national or international, regardless of the form and/or proportion of that participation, including without limitation acting directly or indirectly as bidder or awardee, even in the form of the consortium or through its participation in any preexisting vehicle or created specifically effect, subcontractor, inclusive and common representative</p> <p>VII. To acquire insurance policies with national or international entities; and</p> <p>VIII. To contract third parties, whether individuals or legal entities, national or foreigners, that are necessary and or convenient for the development and or achievement of the activities that are part of its corporate purpose.”</p> |
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Employee stock option plan for the Company's subsidiaries

At the last General Annual Ordinary Shareholder's Meeting, changes to the metrics considered in granting performance incentives for employees of the Company's subsidiaries were approved in order to include the concepts: "Extended Assortment Gross Merchandise Value" and "Net Promoter Score". Constant changes in the competitive environment require that those metrics can be amended by the Board of Directors from time to time, informing the shareholders of the use of this faculty at the General Annual Ordinary Shareholder's Meeting. Therefore, it is proposed to modify the approved metrics as follows:

"The Company's Board of Directors, with previous opinion from the Audit and Corporate Practices Committees, will be entitled to determine, from time to time, the metrics that will be considered to measure the performance of the employees of the subsidiaries of the Company and according to which the incentives of the stock plans will be granted. The Board of Directors should inform annually the use of the provided faculty to the shareholders at the General Ordinary Shareholder's Meeting."

Appointment of special delegates

A proposal will be made to authorize Alberto Manuel Sepúlveda González Cosío, Sandra Susana Varela Medina and Juan Carlos Núñez González to, indistinctly, attend to the Public Notary of their choice to process and provide the total or partial protocolization of the corresponding act.

Contacts

| Investor Relations | Corporate Communication |
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