

BMV/Press Release

FIBRA MACQUARIE MÉXICO ANNOUNCES ORDINARY AND EXTRAORDINARY HOLDERS' MEETING

MEXICO CITY, November 8, 2023 – FIBRA Macquarie México (FIBRA Macquarie or the Trust) (BMV: FIBRAMQ) announced on this day by means of the publication of a call notice (the “Call Notice”) that it will hold an ordinary and an extraordinary meeting (the “Meeting”) of holders of the real estate trust certificates identified with ticker “FIBRAMQ 12” (Certificados Bursátiles Fiduciarios Inmobiliarios or CBFIs), on December 1, 2023, at 11:00 am (Mexico City time) at the offices of the Common Representative located at Av. Paseo de la Reforma No. 284, Piso 9, Col. Juárez, Alcaldía Cuauhtémoc, C.P. 06600, Mexico City, to attend the matters set forth in the agenda (the “Agenda”).

The Agenda of the Extraordinary Meeting is:

- I. Proposal, discussion and, if applicable, approval to amend the Trust Agreement, the Global Certificate, as applicable, other Operation Documents, to allow, among other, the Trust to carry out Distributions in-kind, pursuant to the terms set forth in Clause 4.4, paragraph (b) and other related provisions of the Trust Agreement, as well as to instruct the Common Representative and the Trustee, according to their applicable capacity, to execute the necessary and/or convenient acts in order to comply with the resolutions adopted herein, including, without limitation, to carry out an update of the registration of the CBFIs in the RNV, and to execute all documents, procedures, publications and press releases necessary therefore, as requested or instructed by the Manager, in case necessary. Actions and resolutions in this regard.

The Agenda of the Ordinary Meeting is:

- II. Proposal, discussion and, if applicable, approval to use the CBFIs held in the Treasury of the Trust as approved by the Extraordinary Holders Meeting held on August 27, 2014, to make Distributions in-kind, as well as to instruct the Common Representative and the Trustee, according to their applicable capacity, to execute the necessary and/or convenient acts in order to comply with the resolutions adopted herein, including, without limitation, to carry out an update of the registration of the CBFIs in the RNV, and to execute all documents, procedures, publications and press releases necessary therefore, as requested or instructed by the Manager, in case necessary. Actions and resolutions in this regard.

Common matters to the Ordinary and Extraordinary Holders Meetings:

- III. Designation of delegates that, as needed, formalize and give effect to the resolutions adopted at the Meeting.

A copy of the presentation to be provided to the Meeting is attached to this announcement. The Call Notice and materials to be presented at the Meeting will be available in FIBRA Macquarie's website at www.fibramacquarie.com.

Attendance and Voting Instructions

Holders that intend to attend the Holders Meeting shall submit no later than the business day prior to the date of such Holders Meeting: (i) the deposit certificate issued by S.D. Ineval Institución para el Depósito de Valores, S.A. de C.V., (ii) the evidence of ownership that for such purposes is issued by the corresponding custodian, if applicable, and (iii) if applicable, the proxy letter duly signed before two witnesses, or the power of attorney for representation at the Holders Meeting granted under applicable law, in the offices of the Common Representative at Av. Paseo de la Reforma No. 284 piso 9, Col. Juárez, C.P. 06600, Mexico City, Mexico, to the attention of Claudia Alicia García Ramírez and/or Karla Estrada Jimenez from 10:00 to 15:00 hours, from Monday to Friday, as of the date on which this call to the Meeting had been published.

Simultaneously with the delivery of the documents referred to in this paragraph, the Common Representative shall provide to Holders of Certificates the information related to the telephone and/or digital platform that guests may use to participate in the Meeting, so they are able to connect to the Meeting. Provided, that Holders shall issue their corresponding votes directly or by means of their relevant attorney-in-fact, at the offices of the Common Representative. Likewise, the Holders are welcome to contact the Common Representative, whether via email (claudiagarcia@monex.com.mx) or telephone (+52 (55) 5231-0134) in case they have any queries related to the scope of the matters that comprise the Agenda of the Meeting.

CBFI holders must contact their custodian to make the necessary arrangements. Please refer to FIBRA Macquarie's website at www.fibramacquarie.com for further information.

About FIBRA Macquarie

FIBRA Macquarie México (FIBRA Macquarie) (BMV:FIBRAMQ) is a real estate investment trust (fideicomiso de inversión en bienes raíces), or FIBRA, listed on the Mexican Stock Exchange (Bolsa Mexicana de Valores) targeting industrial, retail and office real estate opportunities in Mexico, with a primary focus on stabilized income-producing properties. FIBRA Macquarie's portfolio consists of 239 industrial properties and 17 retail properties, located in 20 cities across 16 Mexican states as of September 30, 2023. Nine of the retail properties are held through a 50/50 joint venture. For additional information about FIBRA Macquarie, please visit www.fibramacquarie.com.

Cautionary Note Regarding Forward-looking Statements

This release may contain forward-looking statements. Forward-looking statements involve inherent risks and uncertainties. We caution you that a number of important factors could cause actual results to differ significantly from these forward-looking statements and we undertake no obligation to update any forward-looking statements.

Other than Macquarie Bank Limited ABN 46 008 583 542 (“Macquarie Bank”), any Macquarie Group entity noted in this document is not an authorized deposit-taking institution for the purposes of the Banking Act 1959 (Commonwealth of Australia). The obligations of these other Macquarie Group entities do not represent deposits or other liabilities of Macquarie Bank. Macquarie Bank does not guarantee or otherwise provide assurance in respect of the obligations of these other Macquarie Group entities. In addition, if this document relates to an investment, (a) the investor is subject to investment risk including possible delays in repayment and loss of income and principal invested and (b) none of Macquarie Bank or any other Macquarie Group entity guarantees any particular rate of return on or the performance of the investment, nor do they guarantee repayment of capital in respect of the investment.

THIS RELEASE IS NOT AN OFFER FOR SALE OF SECURITIES IN THE UNITED STATES, AND SECURITIES MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES ABSENT REGISTRATION OR AN EXEMPTION FROM REGISTRATION UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED.

THIS ANNOUNCEMENT IS NOT FOR RELEASE IN ANY MEMBER STATE OF THE EUROPEAN ECONOMIC AREA.

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FIBRA
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México

FIBRA Macquarie México

Extraordinary Holders' Meeting

December 1, 2023



Important information



FIBRA
Macquarie
México

This document has been prepared by Macquarie Asset Management México, S.A. de C.V. ("MAM Mexico"), as manager, acting in the name and on behalf of CIBanco, S.A., Institución de Banca Múltiple ("CIBanco"), as trustee, of FIBRA Macquarie México ("FIBRA Macquarie").

As used herein, the name "Macquarie" or "Macquarie Group" refers to Macquarie Group Limited and its worldwide subsidiaries, affiliates and the funds that they manage. Unless otherwise noted, references to "we" "us", "our" and similar expressions are to MAM Mexico, as manager, acting in the name and on behalf of CIBanco, as trustee, of FIBRA Macquarie.

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This document includes forward-looking statements that represent our opinions, expectations, beliefs, intentions, estimates or strategies regarding the future, which may not be realized. These statements may be identified by the use of words like "anticipate," "believe," "estimate," "expect," "intend," "may," "plan," "will," "should," "seek," and similar expressions. The forward-looking statements reflect our views and assumptions with respect to future events as of the date of this document and are subject to risks and uncertainties.

Actual and future results and trends could differ materially from those described by such statements due to various factors, including those beyond our ability to control or predict. Given these uncertainties, you should not place undue reliance on the forward-looking statements. We do not undertake any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

No risk control mitigant is failsafe. Notwithstanding the mitigants described herein, losses may occur as a result of identified or unidentified risks. Past performance is no indication of future performance.

Certain information in this document identified by footnotes has been obtained from sources that we consider to be reliable and is based on present circumstances, market conditions and beliefs. We have not independently verified this information and cannot assure you that it is accurate or complete. The information in this document is presented as of its date. It does not reflect any facts, events or circumstances that may have arisen after that date. We do not undertake any obligation to update this document or correct any inaccuracies or omissions in it. Any financial projections have been prepared and set out for illustrative purposes only and do not in any manner constitute a forecast. They may be affected by future changes in economic and other circumstances and you should not place undue reliance on any such projections.

Recipients of this document should neither treat nor rely on the contents of this document as advice relating to legal, taxation or investment matters and are advised to consult their own professional advisers.

No member of the Macquarie Group accepts any liability whatsoever for a direct, indirect, consequential or other loss arising from any use of this document and/or further communication in relation to this document.

Any discussion in this document of past or proposed investment opportunities should not be relied upon as any indication of future deal flow.

The growth opportunities described herein are not necessarily reflective of all potential investments, which may have significantly different prospects and other terms and conditions. No assurance can be given that any such growth opportunities will be pursued by FIBRA Macquarie.

Qualitative statements regarding political, regulatory, market and economic environments and opportunities are based on our opinion,

belief and judgment. Such statements do not reflect or constitute legal advice or conclusions. Investment highlights reflect our subjective judgment of the primary features that may make investment in the relevant sector attractive. They do not represent an exclusive list of features and are inherently based on our opinion and belief based on its own analysis of selected market and economic data and its experience in Mexico.

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This document is not for release in any member state of the European Economic Area.

The Agenda of the Extraordinary Meeting is:

- i. Proposal, discussion and, if applicable, approval to amend the Trust Agreement, the Global Certificate, as applicable, other Operation Documents, to allow, among other, the Trust to carry out Distributions in-kind, pursuant to the terms set forth in Clause 4.4, paragraph (b) and other related provisions of the Trust Agreement, as well as to instruct the Common Representative and the Trustee, according to their applicable capacity, to execute the necessary and/or convenient acts in order to comply with the resolutions adopted herein, including, without limitation, to carry out an update of the registration of the CBFIs in the RNV, and to execute all documents, procedures, publications and press releases necessary therefore, as requested or instructed by the Manager, in case necessary. Actions and resolutions in this regard.

The Agenda of the Ordinary Meeting is:

- ii. Proposal, discussion and, if applicable, approval to use the CBFIs held in the Treasury of the Trust as approved by the Extraordinary Holdings Meeting held on August 27, 2014, to make Distributions in-kind, as well as to instruct the Common Representative and the Trustee, according to their applicable capacity, to execute the necessary and/or convenient acts in order to comply with the resolutions adopted herein, including, without limitation, to carry out an update of the registration of the CBFIs in the RNV, and to execute all documents, procedures, publications and press releases necessary therefore, as requested or instructed by the Manager, in case necessary. Actions and resolutions in this regard.

Common matters to the Ordinary and Extraordinary Holdings Meetings:

- iii. Designation of delegates that, as needed, formalize and give effect to the resolutions adopted at the Meeting.

Executive Summary



FIBRA
Macquarie
México

Background

FIBRA tax regime overview

- Mexican tax laws require FIBRAS to distribute a minimum of 95% of the taxable income to maintain their FIBRA status. The FIBRA tax and financial reporting year ends in 31 December, and the regulatory deadline to distribute the taxable income is March 15 of the following year, i.e. by March 15, 2024 for the FY23 fiscal year.
- Mexico tax laws currently require that certain non-cash unrealized items are included in the taxable income on top of the income from operations and assets sales, such non-cash items include:
 - Mexican CPI inflation index on net debt balances
 - Unrealized Mexican Peso FX gains/losses on net USD debt balances

FIBRA Macquarie Certificates held in treasury

- FIBRA Macquarie has 93.4 million CBFIs in treasury

Proposal

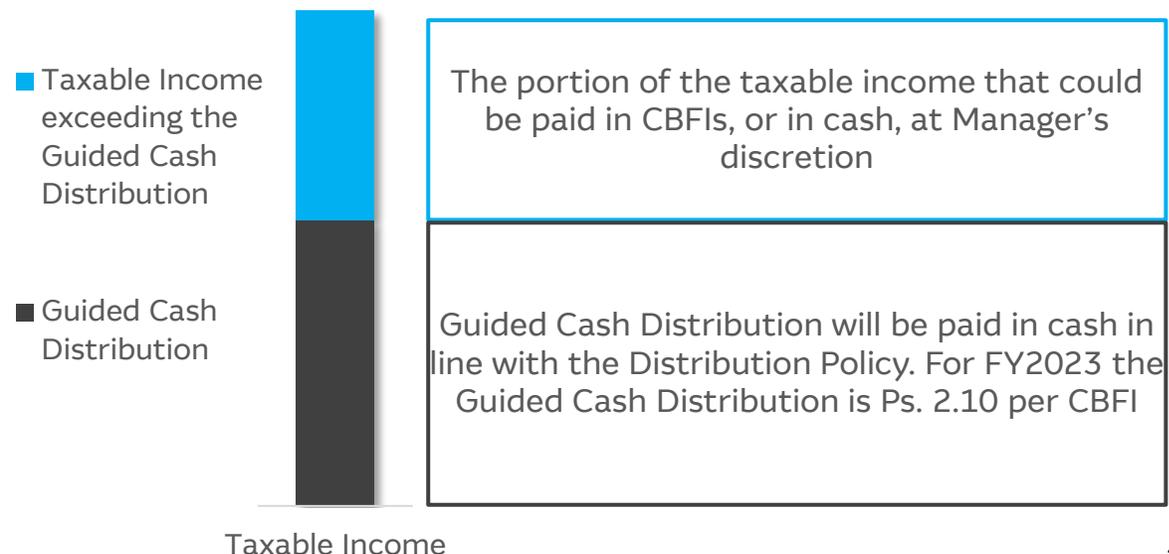
Amend the Trust Agreement and the Global Certificate to allow the Trust to carry out **Distributions in kind**, considering the following aspects:

- FIBRA Macquarie will pay guided distributions in cash (“Guided Cash Distribution”), in accordance with the Distribution Policy. FIBRAMQ has historically initiated AFFO and Distribution per CBFIs guidance at the beginning of each calendar year

Proposal (continued)

- If the taxable result at the end of the year is higher than the Guided Cash Distribution, the Manager will have the optionality to pay in CBFIs, partially or as a whole, the amount of the taxable income exceeding the Guided Cash Distribution
- Allow for the use of the CBFIs held in the Treasury of the Trust to be used for Distributions in CBFIs

Example



► Changes to Article XII “Distributions” – adding section 12.2 “Distributions in CBFIs”

Issuance and/or deposited in the Trust Accounts and/or in order to hedge interest rates related to the loans obtained by the Trust or by any Investment Trust as provided for in this Agreement; provided, that the Trust may not enter into derivative transactions for speculation purposes; and provided, further, that, except for any derivative hedging transactions entered into by the Trustee in connection with the conversion of Pesos received as part of the Initial Issuance into Dollars, in the event (i) the payment obligations of the Trust under any derivative transaction entered into in accordance with this paragraph (b) represents 5% (five percent) or more (but less than 20% (twenty percent)) of the value of the Trust Estate, that has been entered into as part of simultaneous or successive transactions within a period of 12 (twelve) months commencing on the date of the first transaction and which may be considered a single transaction, such transaction shall be approved by the Technical Committee, and (ii) the payment obligations of the Trust under any derivative transaction entered into in accordance with this paragraph (b) represents 20% (twenty percent) or more of the value of the Trust Estate, based on the relevant closing numbers of the immediately preceding quarter, that has been entered into as part of simultaneous or successive transactions within a period of 12 (twelve) months commencing on the date of the first transaction and which may be considered a single transaction, such transaction shall be approved by the Ordinary Holder Meeting.

ARTICLE XII DISTRIBUTIONS

Section 12.1. Distributions. The Trustee shall make distributions to the Holders of the CBFIs (each, a “Distribution”) pursuant to and in accordance with the prior written instructions of the Manager; provided, that such Distributions may be in cash or in CBFIs, in accordance with the provisions of this Article XII. Each Distribution shall be made in accordance with the following:

(a) The Manager shall instruct the Trustee in writing, at least 6 (six) Business Days in advance of the date on which a Distribution shall be made, in order for it to make such Distribution; provided, that if any such Distribution does not comply with the Distribution Policy, then it shall be subject to the prior approval of the Technical Committee, unless such Distribution does not comply with the provisions of Article 187 of the LISR and other applicable tax provisions, in which case it must be approved by the Holders Meeting. The Trustee shall publish such instruction through the BMV and Emisnet at least 6 (six) Business Days in advance of the date on which the respective Distribution shall be made. In the event of Distributions made in CBFIs, the Manager shall include in the instruction for each Distribution, the number of CBFIs to be distributed and, if applicable, the price to be distributed in Pesos for any resulting fractions in the CBFIs to be distributed; provided, that such information shall be disclosed by the Trustee to the public through the Emisnet.

(b) For purposes of ~~the~~ a Distribution in cash, the Manager shall instruct the Trustee in writing to transfer the amounts to be distributed in cash to the Distribution Account, and to make such Distribution in cash to the Holders.

(c) The payment of the ~~Distribution~~ Distributions (either in cash or in CBFIs) shall be made on a pro rata basis among the Holders on the basis of the CBFIs owned by each of them as of the date of the relevant Distribution. Distributions in CBFIs shall be made in the terms

determined by the Manager and disclosed to the Holders through the Emisnet, in accordance with the provisions of paragraph (a) above.

Section 12.2. Distributions in CBFIs.

(a) Distributions in CBFIs shall be subject to the Distribution Policy, provided, that if any such Distribution does not comply with the Distribution Policy, then it shall be subject to the prior approval of the Technical Committee, unless such Distribution does not comply with the provisions of Article 187 of the LISR and other applicable tax provisions, in which case it must be approved by the Holders Meeting. Any Distribution of CBFIs shall also be subject to the terms determined by the Manager and disclosed to the Holders through Emisnet.

(b) Unless otherwise determined by the Manager, Distributions in CBFIs to the Holders shall be carried out through Indeval, in whole or in part, but, in any case, on a pro rata basis. CBFIs that are distributed shall be freely tradable and shall not be subject to sale restrictions (lock-ups) or any other contractual transfer restrictions.

(c) As the basis for the determination of the number of CBFIs to be distributed pursuant to this Section, the Manager shall use the average closing price of the CBFIs for the last 60 (sixty) trading days, including the corresponding calculation date, which date shall be the immediate prior Business Day to the date on which the Manager delivers the Trustee the instruction to make a Distribution as described in Section 12.(a) above, provided, that “trading day” shall mean any day in which the stock exchange where the CBFIs are listed is open to the public for trading activities.

(d) Any Additional Issuance of CBFIs required to make Distributions in CBFIs shall require the prior approval of the Ordinary Holders Meeting as set forth in Section 3.2 hereof.

(e) If the number of CBFIs to be distributed to each Holder is not a whole number, such number shall be rounded down to the nearest lower whole number, and the resulting fractions shall be distributed in cash.

(f) The Trustee, upon instructions from the Manager, shall enter into any acts, contracts and agreements necessary or convenient (including any filing of any applications or similar actions before governmental authorities, Indeval, CNEV and/or the BMV) to carry out the Distributions in CBFIs as instructed by the Manager.

ARTICLE XIII EXPENSES AND INDEMNITIES

Section 13.1. Expenses. (a) All Trust Expenses shall be paid by the Trust (using available funds from the Trust Accounts) or by any Investment Trust, as determined by the Manager. All Manager Expenses shall be paid by the Manager.

(b) To the extent that the Manager or any of its Affiliates pays any Trust Expenses, the Trust (using available funds from the Trust Accounts) or any Investment Trust shall reimburse the Manager upon request.