## ALSEA MENU

**ANNUAL REPORT 2014** 



# Welcome to ALSEA'S ALSEA'S



All of Alsea's ingredients are portrayed in it. 2014 was a record year for the Company regarding growth, due to the integration to the menu of Vips and El Portón brands in Mexico. Likewise, Grupo Zena in Spain, was incorporated.

Alsea's Specials include the expansion in the Colombian market with Starbucks and the entry to the Brazilian one with P.F. Chang's; the first opening of The Cheesecake Factory in Mexico; as well as the constant development of the organic growth strategy.

Furthermore, it contains International Recipes, Sustainable Recipes with Social and Environmental Value and the Menu with Quality and Talent, as well as our dishes to share.



Alsea is the leading restaurant operator in Latin America and Spain of leading brands in the Quick Service, Coffee Shop, Casual Dining and Family Dining segments.

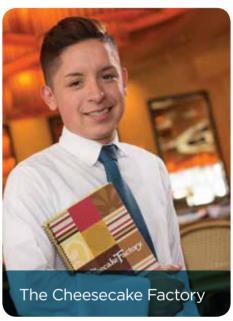






















Its business model includes all units' backup through a Support and Shared Services Center, providing aid in Management, Development and Supply Chain processes. ALSEA ANNUAL REPORT 2014 2 ALSEA ANNUAL REPORT 2014 3

GRI 2.7 | 2.8 | 2.9 | 3.6 | 3.8 | 3.11

### Alsea's Specialties



- · 85 / 61616N

- Acquisition of Grupo Zena in Spain:
- 6 brands. 442 units



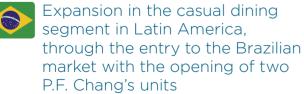


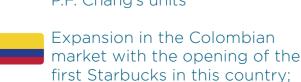












ending the year with six units



Capital issuance 150.8 million

**2,784** Units

2,161 Corporate 623 Sub-franchises 15 brands in 6 countries

in number of units vs prior year

922 Net Openings

### **Growth of 4.5% in Same-Store Sales**

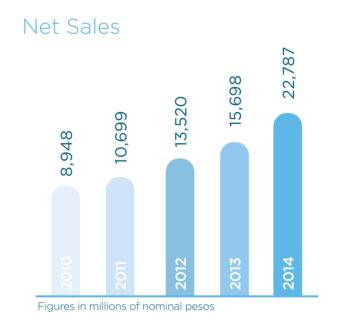
20.0%

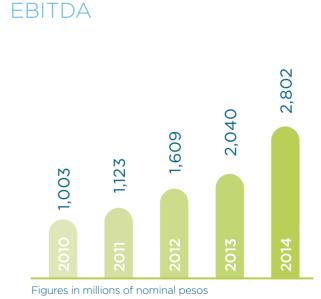
Spain 6.5%

GRI 2.7 | 2.8 | 2.9 | EC1

### 258 million customers served

### 2014 Results





Annual Growth 45.2% Annual Growth 37.4%

**26.3%** CAGR\*....

\*Compound Annual Growth Rate 2010-2014

624 million pesos

CAPEX 2.05 billion pesos

6.9 billion pesos





Share price year ended 2014 \$40.77 pesos

Shares outstanding 837.6 million

Average Value Traded

107 million pesos

### **Debt Structure**

Year	%	Expiration
2015	12%	\$1,377
2016	16%	\$1,750
2017	17%	\$1,949
2018	36%	\$4,055
2019	9%	\$992
2020	10%	\$1,117

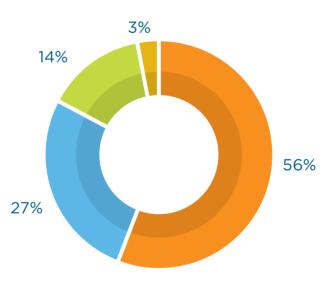
Total Debt .....11.2 billion pesos



\$24,106,880

Fundraising by Fundación Alsea, A.C

### Fundraising composition



- "It's on me" Campaign (customers)Alsea's profit\*
- Employees' contributionFounding Partners' contribution

\*According to the Board's mandate, Alsea donates 1% of its profits to the Foundation

- 3<sup>rd</sup> consecutive year with the ESR Distinction
- EMPRESA SOCIALMENTE RESPONSABLE
- 2<sup>nd</sup> consecutive year in the Mexican Stock Exchange Sustainability Index



• 2<sup>nd</sup> consecutive year in the GPTW ranking



- Caloric information diffusion through the menu boards
- Energy savings 13,001 GJ
- Collection of 679,727 L of burned oil
- Two new children dining rooms



• 815,340 Training hours

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GRI 2.5 | 2.8 | 3.6 | 3.9 | 3.11

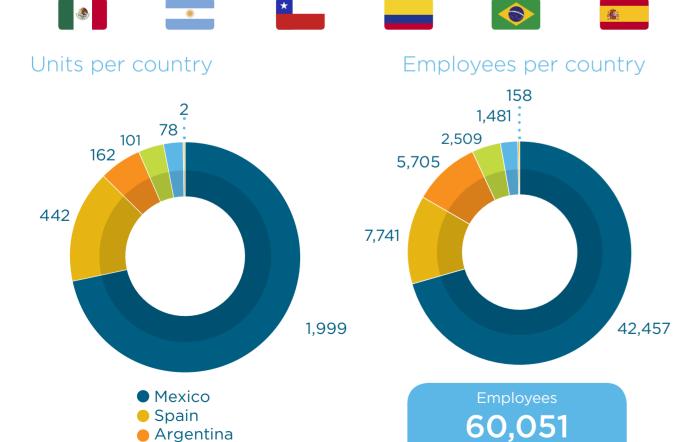


### 6 countries

Chile

Brazil

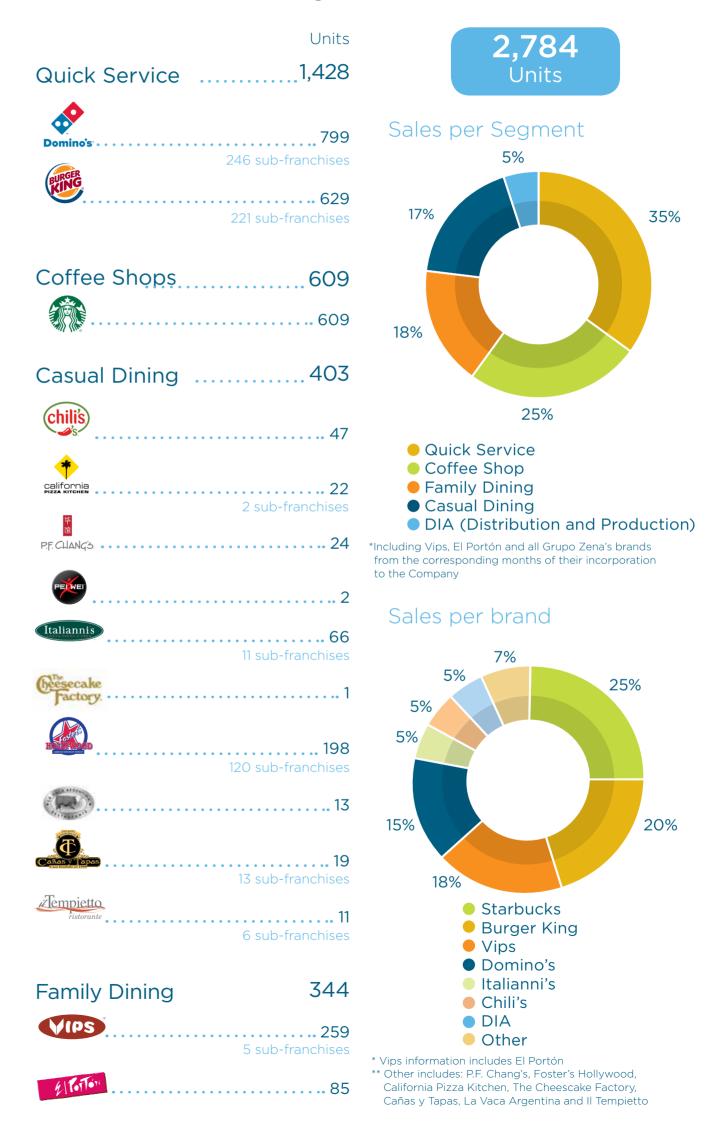
Colombia



85.6%

### **Business Units and Segments Menu**

GRI 2.2 | 2.3 | 2.7 | 3.8



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GRI EC1 | EC8 | EC9 | EN5 | EN26 | EN27 | EN30

### Results Menu



Social and Environmental Value	2013	2014
Operating children dining rooms	3	5
Number of direct beneficiaries from the "It's on me" Movement	777	1,268
Number of indirect beneficiaries from the "It's on me" Movement	5,439	8,876
Number of nutritious meals served	113,092	203,350
Hours of the Human and Warmth Formation program	3,806	6,298
Dining rooms' operation and construction expenses	\$8,977,404	\$12,663,102
Economic donations	\$11,730,345	\$16,227,182
In kind donations	21,611 kg	96,000 kg
Volunteered hours	20,000	23,841
Collection of burned oil	466,682 L	679,727 L
Energy savings	44,869 GJ	13,001 GJ

### Financial Results

### Financial Highlights (1)

	CAGR <sup>(5)</sup>	Annual Growth	2014	%	2013	%
Income Statement						
Net Sales	26.3%	45.2%	22,787.4	100.0%	15,697.7	100.0%
Gross Profit	28.0%	48.1%	15,515.1	68.1%	10,476.9	66.7%
Operating Income	45.5%	31.2%	1,468.5	6.4%	1,119.6	7.1%
EBITDA <sup>(2)</sup>	29.3%	37.4%	2,801.8	12.3%	2,039.9	13.0%
Consolidated Net Profit	40.8%	-5.9%	624.1	2.7%	663.3	4.2%
Balance Sheet						
Total Assets		135.9%	29,337.5	100.0%	12,435.6	100.0%
Cash		67.8%	1,112.9	3.8%	663.3	5.3%
Liabilities with Cost		122.8%	11,239.2	38.7%	5,043.6	40.6%
Major Shareholders' Equity		106.0%	8,800.1	30.3%	4,271.4	34.4%
Profitability						
ROIC <sup>(3)</sup>		-32.2%	8.0%	• • • • • • • •	11.8%	
ROE <sup>(4)</sup>		-48.6%	7.5%		14.6%	
Stock						
Information			• • • • • • • •		• • • • • • • •	
Share Price		0.0%	40.77		40.79	
Earnings per Share		-14.5%	0.85		0.99	
Dividend per Share		NA	0		0.5	
Book Value per Share		69.2%	10.51		6.21	
Shares Outstanding (millions)		21.9%	838.6		687.8	
Operation						
Number of Units	23.3%	49.5%	2,784		1,862	
Employees	28.4%	85.6%	60,051		32,362	

GRI 2.8 | EC1

<sup>&</sup>lt;sup>(1)</sup> Figures in millions of nominal pesos under IFRS standards, except data per share, number of units and employees.

<sup>(2))</sup> EBITDA is defined as operating income before depreciation and amortization.
(3) ROIC is defined as operating income after taxes over net operating investment

<sup>(</sup>total assets - cash and cash equivalents - no-cost liabilities).

<sup>(4)</sup> ROE is defined as net profit over major shareholders' equity. (5) CAGR Compound Annual Growth Rate 2010-2014.

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GRI 1.1 | 1.2 | 4.4 | 4.17 | EC8

### A la Carte Menu

### Message from the Chief Executive Officer

### To our shareholders.

We share with pleasure our 2014 accomplishments. This year we exceeded our expectations and those of our stakeholders, with outstanding results and increasing the Company's diversification and strength.

During this year, we concluded important acquisitions, expanding further in Latin America and branching out into the Spanish market, through the procurement of the leading restaurant operator in the country. Likewise, we placed over 150 million shares, worth 6.9 billion pesos. Thus, for the first time more than 50% of the Company's shares are in possession of the investor public.

We are confident in Alsea's strength and our business model, through which we will achieve the successful growth of our most recent acquisitions. In this manner we reiterate the Company's commitment to its local and foreign shareholders, consequently continuing to surpass their expectations.

### Highlights of our menu

During 2014, we increased our units to 2,784 in six countries, which implies a net growth of 922 units throughout the year; 750 of them are corporate and 172, franchises.

In Mexico, we closed the acquisition process of the restaurant chains Vips and El Portón; in the future, this will represent around 20% of Alsea's total sales. Furthermore, we opened in Guadalajara the first unit of our brand The Cheesecake Factory in Latin America, a brand with impressive reputation in the Food Industry worldwide.

We settled the acquisition of 71.76% of Grupo Zena, leading restaurant operator in Spain. This transaction is an unequalled growth and consolidation opportunity for our business model in a new geographic zone.

Our inorganic growth amounted to 786 units, 259 are Vips, 85 El Portón and 442 units to Grupo Zena in Spain, with Domino's Pizza, Burg-

Sales
22.8
billion pesos

EBITDA
2.8
billion pesos

EBITDA margin 12.3%

Units **2,784** 

CAPEX\*
2.05
billion pesos

\* Excluding acquisitions

We continue with our expansion strategy in the casual dining segment in the South American market. Therefore, this year we inaugurated two P.F. Chang's units in Brazil, one of Latin America's most important economies. With these openings we reacted 24 units in Mexico, Argentina, Chile, Colombia and Brazil.

Moreover, as part of the development and expansion strategy in South America, in midyear we opened the first Starbucks in Colombia. This is a significant step for Alsea and our growth plans, due to the high potential of the coffee market in this country.

The aforementioned reflects the Company's capacity to acquire and integrate new businesses, reaffirming the geography and brand diversification strategy, which combined with organic growth, allowed us to maintain important growth rates throughout our history.

### Specialties

We exceeded widely our previous year's growth, with a 45.1% increase in sales, totaling to 22.8 billion pesos. This is due mainly to our brands' great value and the Company's successful business model, which allows to incorporate new brands easily and develop the ones we currently own.

Our gross profit closed at 15.51 billion pesos, with a gross margin of 68.1%. EBITDA grew 37.4% to 2.8 billion pesos at the year's end 2014.

Our Capex, excluding acquisitions, amounted to 2.05 billion pesos.

### Extra ingredient

We are aware of the existing challenges in our environment, therefore we know that now more than ever we must be ready to face them with a flexible and open attitude, able to respond to society's demands and always take one step further.



A la Carte Menu ALSEA ANNUAL REPORT 2014 12 ALSEA ANNUAL REPORT 2014 13



Our achievements during 2014 regarding Cor- 2014 was a celebration year, since Fundación Alporate Social Responsibility prove our actions' strength, nonetheless we know there is always an rated its 10th anniversary working to ensure food opportunity to do more. Consequently, the Social security, human development and education in Responsibility Committee and Commissions will vulnerable communities. continue working systematically on the reinforcement of the already implemented initiatives and Likewise, the "It's on me" Movement continues the development of new programs, which will allow us to improve our stakeholder engagement.

In 2014, we implemented the Social Responsibility management model in Argentina; our challenge now is conveying it to the rest of the countries where we operate; thus, reaching our medium and and the country. long term goals.

We are proud of the recognition and acknowledgement of these actions. For second consecutive year, we are listed in the Mexican Stock Exchange Sustainability Index; and for the third consecutive year we have obtained the Socially Responsible Company (ESR, for its initials in Spanish) distinction. Furthermore, we continue to align our operations to the United Nations Global Compact.

sea, A.C., our corporate foundation, commemo-

progressing towards its purpose to contribute with the eradication of children malnutrition in Mexico. During this year, it opened two new children's dining rooms, which have the capacity to serve daily 1,460 boys and girls in extreme poverty daily, reaffirming our commitment with society

### **Future Entrees**

In 2015, we will focus our efforts on Alsea's portfolio growth and consolidation in all countries where we operate, which will allow a solid and profitable growth in the future. Moreover, due to our organic expansion plan, we will be able to increase our market share.



We will continue to strengthen our business plans, focusing on profitability and operational efmodel and support center to meet future growth, ficiency, supported by the effort and commitment maintaining a successful development plan which of all employees in Alsea. will include openings objectives in every market where we have presence, with leading brands and As well, it will be a consolidation year; we will look innovative concepts.

Our commitment with our people's development places us once more among the top 15 in the Great I am completely confident that with the support Place to Work ranking -based on the five dimen- of all our employees, customers and shareholders, sion model: credibility, respect, fairness, pride Alsea will achieve the strength and development and camaraderie- a highly remarkable distinction of all its brands and plans, creating value and obwhich we will strive to maintain every year.

During 2015, aiming to support more children and young adults in extreme poverty conditions, we intend to improve our operating capacity in the existing dining rooms and open two new children dinning rooms.

This year we will be faced with several challenges, but furthermore, with opportunities to secure our leading position in the countries where we operate. We will continue our brands' organic growth

for higher efficiency and productivity levels, focused on each unit's profitability.

taining superior results year after year.

Fabián Gosselin **Chief Executive Officer** April, 2015

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GRI 4.8 GRI 2.3

### Strategic Menu



### Purpose

To be the best and largest restaurant operator, assuring an outstanding experience for each customer, with the best brand portfolio and profitability.

### Mission

To have a team that is committed to exceeding our clients' expectations. "Touching people, enriching moments'

### Culture

At Alsea we are dedicated to serve our clients with passion and integrity, having fun and innovating to assure a great experience for each customer.

Hi demand and strong service vocation

### **Strategic Areas**

### Clients

Exceed our clients' expectations with an unequalled experience in product service and image.

### People

Encourage the personal and professional development of our employees.

### Synergy

Ensure synergy, maximizing critical mass in collaboration with our strategic partners.

### Results

Ensure the Company's profitable and sustained growth.

### Social Responsibility

Be recognized by our clients and employees as a socially responsible company.

### **Principles**

### The client comes first

To serve our clients with respect and with passion to ensure a great experience and excellent service.

### Respect and loyalty to our partners and to the Company

Create a unified, respectful and unbiased working environment that is closely tied to the operation.

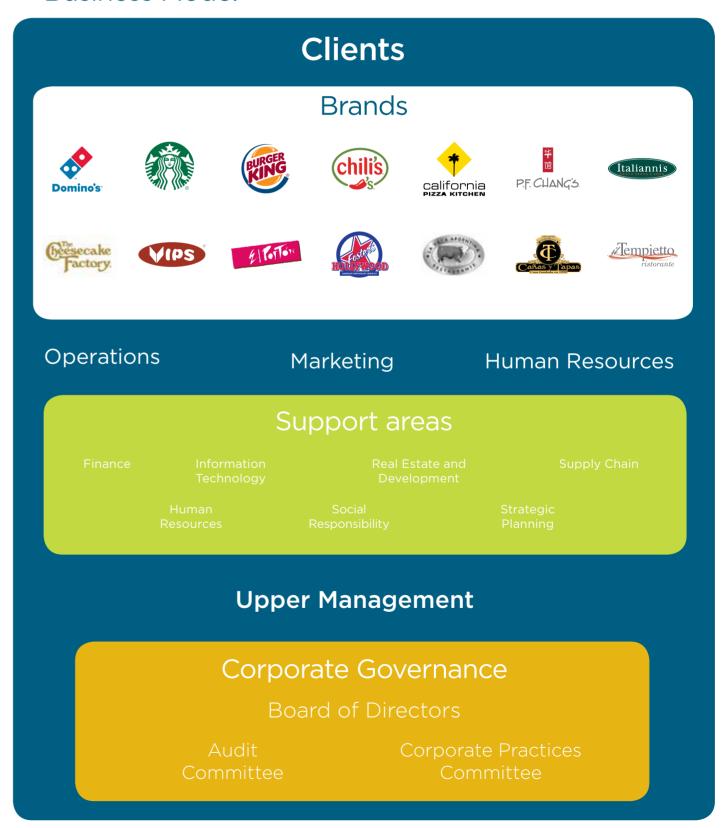
### Personal excellence and commitment

Always act honestly, precisely and fairly, without putting personal interests first.

### Focus on results

Always make strategic decisions that are for the good of the Company in order to improve results, and share them with our team, and to look for opportunities and ideas that improve the restaurants' results.

### **Business Model**



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GRI 2.8 | 3.5



### Social Responsibility Management

Social Responsibility at Alsea -strategic area in the Company- is managed through the following pillars' work: Employees' Quality of Life and Business Ethics, Responsible Consumption, Environment and Community Support; all of them aimed to meet stakeholders' needs and exceed their expectations.

As management system and constant improvement, the Social Responsibility Committee and Commissions continue working systematically on the reinforcement of the already implemented initiatives and the development of new programs, which will allow the Company to reach short, medium and long term goals.

Likewise, Alsea looks for more synergy from the inside. Recent acquisitions force the Company to become more efficient, to align all new brands and drive Social Responsibility actions in each region where it operates.



### Stakeholder Engagement Mechanisms

- Shareholders' Meeting / Annual
- Investor Relations / Permanent
- Internal communication media portfolio / Permanent
- Community engagement / Permanent
- Electronic media / Permanent
- Organizational environment survey / Annual
- Focus groups / Permanent
- The right way (a transparent complaint procedure) / Permanent

## INTERNATIONAL RECIPES















ALSEA ANNUAL REPORT 2014 20 International Recipes ALSEA ANNUAL REPORT 2014 21

GRI 2.5 | 2.7 | 2.8 | 2.9







**42,457** employees

**1,999**units
vs
1,575 in 2013

Growth of 27%

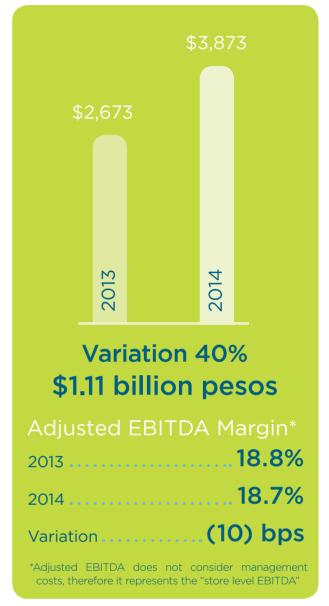
- Acquisition and incorporation of Vips and El Portón to the business model
- Increase of 404 corporate units of all brands
- The Cheesecake Factory's operations startup in Guadalajara, Jalisco
- Mexico represents 70% of Alsea's total served customers

Units
Domino's 604
438
456
chilis 47
california pizza KITCHER 22
P.F. CHANG'S
2
Italiannis 66
Gesecake Factory.
<b>VIPS</b>
£ 616×

### Sales



### Adjusted EBITDA\*





ALSEA ANNUAL REPORT 2014 22 International Recipes ALSEA ANNUAL REPORT 2014 23

GRI 2.5 | 2.7 | 2.9

### South America



**9,853** employees

- Expansion in the casual dining segment in South America, through the entry to the Brazilian market with the opening of two
   P.F. Chang's units
- Growth in the Colombian market with the opening of the first **Starbucks** in this country

343 corporate units vs 287 in 2013

Growth of 20%

- Operation of over **100** units in Chile
- Inauguration of the fresh dough Distribution and Production Center in Colombia
- South America represents 26% of Alsea's total served customers



Argentina

5,705 employees

**162** units

		nit:	
URGER (ING		80	
	4	•	1



**2,509** employees

**101** units



GRI 2.8 | EC1

Colombia

1,481 employees

**78** units





158 employees

Units
ECHANGS 2

2 units

### Sales



### Adjusted EBITDA\*



ALSEA ANNUAL REPORT 2014 24 International Recipes ALSEA ANNUAL REPORT 2014 25

GRI 2.5 | 2.7 | 2.9







**7,741** employees

**442** units

- Through **Grupo Zena's** acquisition in Spain, the Company branches out into the Spanish market with the leading restaurant operator in this country
- Thus, soundly supplementing Alsea's growth and diversification strategy
- Spain represents **4%** of Alsea's total served customers

	Units
	. 198
Domino's	. 140
BURGER	61
Colas y Japas	19
	13
Tempietto ristorante	11

**7%** of Alsea's consolidated sales

### Message form the Chairman of the Board

### To the Board of Directors of Alsea, S.A.B. de C.V.

### Dear Shareholders:

industry. The capital for this purpose was obthat could be an example for Mexico and also strong growth rates along its history. give its shareholders a good return for their investment with security and liquidity.

Today we can confirm that the goals have been fulfilled; in these 15 years Alsea has achieved and profitability expected by the market, taking a compound annual growth in its share price care at all times of the inherent risks of a chaof 20.4% compared to the initial public offering date, closing 2014 at a price of \$ 40.77 pesos. Likewise two subsequent share offers rage, being aware of the task this implies. outstand, in November 2012 and June 2014, reaching a total of 837.6 million outstanding With the aim of strengthening its commitment last ten years.

No doubt 2014 has been the most important. The Company reaffirms its commitment to year for the Company, being the year with society, environment, employees' quality of the highest growth, reaching 2,784 units in six life and customer satisfaction, showing a countries and over 60,000 employees, achie- responsible and solid business beving sales of \$22.7 billion, with an EBITDA of havior, managing to be part of the Mexican \$2.8 billion. Additionally the Company was able to place 150 million shares in the amount of 6.9 second successive year, as well as obtaining the billion pesos, with an oversubscription of more Socially Responsible Distinctive for the third than 6.5 times; this places Alsea as a fully ins- year, generating value for the business, their titutional Company with the perfect combina- employees and shareholders. tion for the founding shareholders to be able to continue maintaining a profitable growth, and ensure the best operation of the restaurants in each opportunity to serve a customer.

Continuing with the long-term vision to ensure profitable growth, during 2014 major acquisitions were completed, expanding the brands Chairman of the Board

In 2014 Alsea celebrated 15 years of being a in Latin America and entering the Spanish marpublic company, it was in 1999 when the Com- ket through the purchase of Grupo Zena, the pany and its shareholders decided to trade on leading restaurant operator in that country. the Mexican Stock Exchange with the intention With this, the Company reflects its capacity to of building a great company in the restaurant purchase and integrate new businesses, reaffirming the brands and geography diversifitained, in order to create an institutional Alsea cation strategy and allowing Alsea to maintain

> The Board of Directors, its governing bodies and management, continue working all together in order to bring Alsea to achieve the growth llenging management, even more now that the Company has such a huge geographical cove-

shares as of December 31, 2014, of which over to be a Company fully attached to the Code of 50% are held by the investing public. In addi- Best Business Practices; through its Board of tion to the Company's organic and inorganic Directors, Alsea ensures the highest standards growth throughout its history, it is noteworthy of corporate governance; generating greater that we have not set aside the retribution to security and confidence to its shareholders. our shareholders through dividends, repre- The Company has achieved outstanding resenting approximately \$1.5 billion pesos in the sults in terms of profitability and efficiency, increasing its diversification and strength.

Stock Exchange Sustainability Index for the



### Corporate Governance



The Board of Directors is comprised by ten members, ratified or appointed by the General and Extraordinary Shareholders' Meetings held on March 14, 2014. The Board includes five Independent Members and one Proprietary Board Member as Chairman.

Concerned about having an impartial approach to strategic planning, Alsea has appointed Independent Members to the Board, which today represent 50% of the total Board Members, exceeding the percentage of 25% required by the Securities Exchange Act. The Company does not have Alternate Board Members, since it is

considered that a Proprietary Member is failing his/her obligations towards the rest of the Board Members by his/her non-attendance. The Company can convene a Shareholders' Meeting at the request of at least 25% of the Board Members.

In compliance with the Securities Exchange Act and seeking to assist the Board of Directors, Alsea has created two committees acting as intermediary management bodies: The Corporate Practices Committee and the Audit Committee, which are comprised exclusively by Independent Board Members.

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GRI 4.5 | 4.6 | 4.7 | 4.8 | 4.9 | 4.10 | 4.11 | HR5 | HR6 | HR7 | SO4

### Corporate Practices Committee

### General occupations:

- I. To present observations on the performance of relevant directors.
- II. To monitor and report operations with related companies, detailing the characteristics of significant operations.
- III. To establish and revise bonuses or comprehensive remuneration packages.
- IV. To review and present the expenses granted by the Board of Directors.

### **Audit Committee**

### General occupations:

- I. To monitor and report the state of the Company's internal control system and internal audit system, and the companies that it controls, and where applicable, a description of their deficiencies and deviations, as well as the aspects that require improvement. For this, opinions, reports, press releases and the external auditor's report will be considered, as well as the reports issued by independent experts who have provided their services during the period covered by the report.
- II. . To review, report and follow up on the preventive and corrective measures implemented based on the results from the investigations performed regarding non-compliance with guidelines and operating policies, and accounting records; whether for the Company itself or companies that it controls.
- III. To report and evaluate the performance of the company that provides external auditing services.
- IV. To report the reviews' main results of the Company's financial statements and the companies that it controls.

- V. To report the description and effects of modifications to the approved accounting policies.
- VI. To report the measures adopted pursuant to the observations made by shareholders, Board Members, relevant directives, employees and in general any third party with respect to accounting, internal controls and matters related to the internal or external audit or even matters arising from complaints made regarding events that are seen irregular in management.
- VII. To report and follow up on the agreements reached at the Shareholders' meetings and the Board of Directors.

Furthermore, striving to strengthen Alsea's positive reputation with a high sense of Social Responsibility, the Company has constituted a Social Responsibility Committee with four commissions: Quality of Life and Business Ethics Commission, Responsible Consumption Commission, Environment Commission and Community Support Commission. Such Committee has representation in the Board of Directors.

The compensation framework for Alsea's Board Members is fixed and calculated based on attendance to Shareholders' meetings and Committees to which each member belongs, their participation in discussions and the effectiveness of strategic decisions made by them.

For more information please go to the Corporate Governance and Reports Center sections of the Alsea website.

For more information on Alsea's Code of Conduct, please visit: http://www.alsea.net/relacion-con-inversionistas/codigo-de-conducta

### **Board of Directors**

### Chairman

Alberto Torrado Martínez

### **Proprietary Members**

Alberto Torrado Martínez

Chairman

Cosme Torrado Martínez

Member

Armando Torrado Martínez

Member

Fabián Gerardo Gosselin Castro
Chief Executive Officer

Federico Tejado Bárcena Alsea Mexico

### **Secretary**

Xavier Mangino Dueñas

Partner of Diaz Rivera y Mangino, S.C.

Independent Board Members
Marcelo A. Rivero Garza

Chairman, Brain Strategic Insight

Julio Gutiérrez Mercadillo

Chairman, Grupo Metis

Raúl Méndez Segura Chairman, Grupo Green River

Iván Moquel Kuri

Partner of Chévez Ruiz Zamarripa y Cía., S.C.

GRI 4.2

León Kraig Eskenazi

**Director and Partner of Ignia Partners, LLC** 

Audit Committee Iván Moguel Kuri

Chairman

Julio Gutiérrez Mercadillo

Member

Raúl Méndez Segura

Member

Elizabeth Garrido López

Secretary

**Corporate Practices Committee** 

Julio Gutiérrez Mercadillo

Chairman

Marcelo A. Rivero Garza

Member

León Kraig Eskenazi

Member

Elizabeth Garrido López

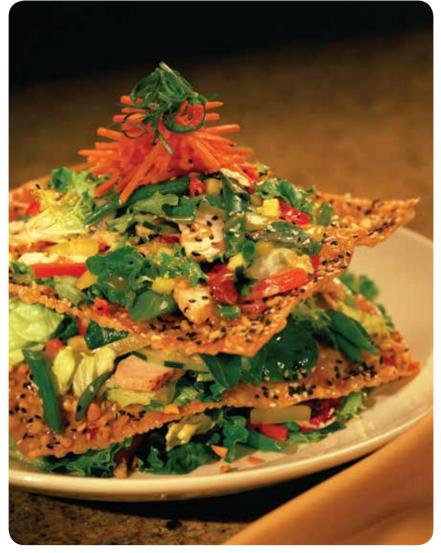
**Secretary** 

### EXTRA INGREDIENT











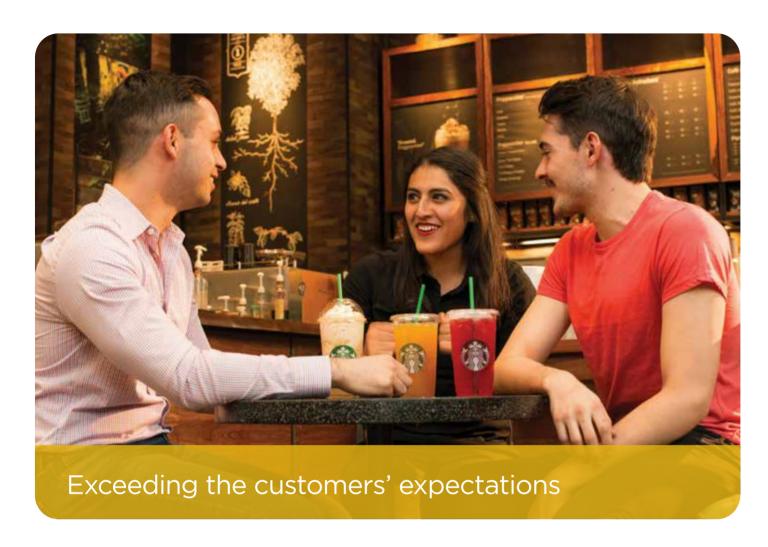




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GRI PR3

### Options that fit your lifestyle



Alsea, convinced that food and beverages match perfectly with the pleasure of a healthy responsible consumption, strives daily to offer the best tasting and prime quality products. The Company is committed to a balanced lifestyle, so it promotes the sharing experience, physical activity, hydration and a moderate consumption.

For this purpose, Alsea carries out activities such as: withdraw salt shakers form tables, eliminate sweeteners from its lemonades and orange juices and use low-fat milk in coffees, besides manufacturing all products with natural and fresh ingredients.

The Company has the responsibility to provide its customers all the nutritional facts they need of the food they ingest, as well as how to combine them and in what proportion and quantities they should be consumed. All together with new options to satisfy all needs and tastes.

### 2014 Actions

- Nutrition signal advance of all Alsea's brands
- Caloric information diffusion through the menu boards
- Nutrition audits to all the Company's brands, as well as advances per ingredient

The innocuousness and confidence of all the products Alsea offers its customers is of the upmost importance. Therefore, the Company has several evaluation processes to measure their quality and safety.













It is Alsea's responsibility to guarantee its customers' health and safety, so it carries out constant improvement processes along its products life cycles, including their packaging manufacture, storage, distribution and supply.

Certification to a total of 93% of 275 national foods and direct contact packaging materials' suppliers

### **Vips Commissariat**

Monthly annual production 750 Tonnes: 85% Processed, 15% Pastries

Monthly shifted volume: **130,000** boxes

70% of the production capacity installed

### Quality assurance

- TIF Plant Certification
- SQF Certification Level 1
- Internal Laboratory

ALSEA ANNUAL REPORT 2014 34 EXTRA Ingredient ALSEA ANNUAL REPORT 2014 35

GRI LA3 | LA4 | LA6 | LA10 | LA12 | LA14 | HR3 | HR5 | SO3

### Menu with Quality and Talent



Alsea holds the best employees to always offer the highest quality in Alsea Menu's service and products. The Company strives for its employees' satisfaction and pride in their work, promoting their comprehensive development and life balance.

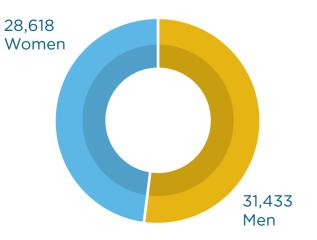
### Alsea's total employees: **60,051**

Increase of **85.6%** vs 2013

Approximately

6,000

promoted
employees in the year



### 2014 Achievements regarding quality of life

- Launch of the Recognition Program for the academic excellence of the operative employees' children in Mexico. Distribution of school supplies to 100% of the children with 9.5 or superior GPA
- Implementation of tiered schedule program in offices. 65% of administrative employees were benefited
- Economic and in-kind support to all employees affected by the Odile hurricane

### **Equal Opportunities**

Alsea's Code of Conduct regulates the guidelines for an ethic and responsible behavior in the Company, ensuring equal opportunities, no discrimination, diversity, anticorruption and respect. Likewise, Alsea supports gender equity and provides salaries based on employees performance and responsibility level.

Salaries are market competitive in all regions where the Company operates, according to the employees' assignments and knowledge.

Alsea strives constantly to improve the employees' quality of life, so it offers several benefits and compensations; complying with each country's law, and in many cases, surpassing it. Examples are the special licenses for direct family member's decease, as well as the possibility of additional vacations based on certain criteria.

The employees' right and processes for collective agreements are respected and conducted conveniently, transparently and upholding the law; as well as Freedom of Association and Collective Negotiation always observing each country's regulation and within a respectful and orderly frame.

Some of the benefits and compensations offered all employees are the following:

- Life insurance
- Additional days off with pay
- Groceries coupons
- Discounts for all of Alsea's brands
- Invalidity or disability coverage
- Maternity or paternity leave

### **Health and Safety**

100%

of Alsea's employees are represented in the Joint Health and Safety Commission

### Training and Development

It is essential for Alsea that all its employees have empowerment initiative and innovation, individual talent and teamwork, all of which allows the Company to achieve its objectives.

Training hours

815,340

Of which

467,368 men 347,972 women

Directors and Subdirectors: **6.948** 

Managers and middle management: **59,500** 

Coordinators, analysts and operative personnel in stores:

748.892

**All employees** received training in anticorruption, through the Code of Conduct

100% of Alsea's employees received a performance review (Mexico Staff)

41% women 59% men

Extra Ingredient ALSEA ANNUAL REPORT 2014 36 ALSEA ANNUAL REPORT 2014 37

GRI LA10 | LA12 | SO3 GRI 3.10 | 3.11 | EN3 | EN4 | EN8



During 2014 the Alsea Leadership Model (MLA, for its initials in Spanish) was re-launched. Its objectives are the following:

 Assure talent for the Company, which is in constant growth.

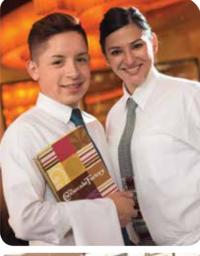
- Provide development opportunities for employees.
- Strengthen a high performance culture.
- Quality and transparency in conversations on career projection and employees' promotions.
- · A deeper and wider talent pool, which in addition is diverse in gender and brands.













Reviewed audience:

455 employees, distributed as follows:

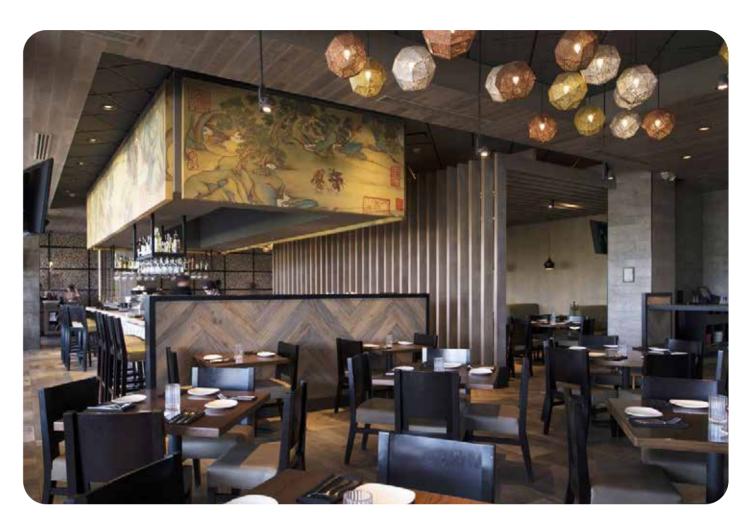
142 women and 313 men (31% and 69%, respectively)

### **High Potential:**

101 employees were identified as high potential, all of whom are ready to

During 2015, the MLA will be further implemented for 100% of Mexico, Argentina, Chile and Colombia's staff; even reaching store managers in Mexico.

### Sustainable Menu



For Alsea, the Environment's care and commitment Energy with the efficient use of natural resources represents an essential value to achieve solid growth. Therefore, it promotes the sustainable operation in its stores, procuring profitability through innovation and leadership in its four action lines: Energy, Water, Waste and Inputs.

As an awareness effort and to spread a Sustainability culture among its employees, during 2014 the Company developed a website intended to create consciousness among society on the importance of this subject. http://www.tipsdesustentabilidad.com/

### Water

Aligned to the 2018 strategic sustainability plan, Alsea remains with the objective of optimizing water consumption within its facilities. During 2014, the total water consumption was:

598,890 m<sup>3</sup> of potable water from municipal water supply and supplier companies

The use of best practices and technologies allows a reduction of energy consumption in Alsea's processes. The improvement in energy efficiency permits the equipment's correct operation and promotes the environment's care within and outside the facilities.

\* January-December 2014

2,050,378 GJ

\* January-December 2014

\* The direct energy consumption calculation includes LP Gas and Natural Gas for Burger King, California Pizza Kitchen, Domino's Pizza, Italianni's, The Cheesecake Factory, P.F. Chang's, Pei Wei,

January-December 2014, all brands included \*51% is estimated information

ALSEA ANNUAL REPORT 2014 38 Extra Ingredient Alsea annual report 2014 39

GRI EN4 | EN5 | EN6 | EN16 | EN18 | EN30

Renewable a	nd non-renewable ind	irect sources:
Source		
Source		
Electric	151,292,872 kWh	544,654 GJ
energy	131,232,072 KVVII	344,034 03
LP Gas	44,137,620 Lt	1,575,713 GJ
Natural Gas	1,735,074 m <sup>3</sup>	65,495 GJ

<sup>\*</sup>Estimated information: 50% LP Gas, 7% Natural Gas, 6% Electric energy

Alsea has accomplished savings and the efficient use of electric energy through the implementation of saving initiatives, such as:

- Change of lighting to LED type
- Installation of efficient lamps, which reduce 70% of consumption and increase 40% illumination, promoting a more favorable work environment
- Installation of equipment that examines energy consumption in real time, allowing swift problem identifications and avoiding unnecessary energy consumption
- Installation of control and automation projects, achieving energy savings

Savings **13,001 GJ** 

Alsea is currently evaluating the use of biodiesel in the Supply Chain transportation (DIA); during 2015 a pilot test will be conducted in DIA trucks that will define the use of such biofuel in Alsea's facilities.

Likewise, the Company will commence using Green Energy, once the current process of "regulations' changes" is completed. **\$5,237,605 pesos** invested in energy saving projects

### **Emissions**

Starting in 2015, a record will be implemented for the calculation of Greenhouse Gasses derived from the refill of cooling gas in air conditioning and refrigeration equipment.

During 2014 the CO<sub>2</sub> emissions generated were:

Direct emissions: 132,414 CO<sub>2</sub> tonnes

Indirect emissions: **75,631 CO<sub>2</sub> tonnes** 

\*Source for CO<sub>2</sub> equivalent factor:

http://www.geimexico.org/factor.html http://www.semarnat.gob.mx/ http://www.inecc.gob.mx/descargas/cclimatico/elab\_inventarios.pdf

### Inputs and Waste

Alsea has a Sustainable Inputs policy which promotes the acquisition of materials and products with sustainable characteristics, for example: electric equipment of low-energy consumption, local inputs that reduce the GHG emissions involved in their transport, products with post-consumption or post-industrial materials, low VOC content, recyclable inputs that reduce to a minimum the use of packaging materials and furnishings with recycled materials, among others. 2015's goal is to integrate a sustainable procurement indicator that considers purchasing a higher percentage of sustainable products.

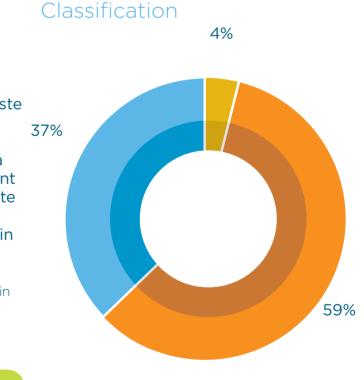


Contributions to the "Cero waste to sanitary landfill in main cities for 2018" goal:

 Pilot test in Starbucks Jalisco, Mexico branches, implementing a comprehensive and sustainable waste management under the concept "Single Stream" for recyclable residues. These will be shipped to a separation plant for their subsequent recycling, compost for organic waste and correct disposal in sanitary landfill for non-recyclable residues in an early phase.

The results of this first stage show that waste in the screened branches behaves as follows:

679,727 L of used oil collected for its proper disposal, preventing the pollution of 679 million liters of water



Recyclable

Organic

Non-Recyclable

The information contained in this section only considers Mexico, and does not include information of Vips, El Portón, and Commissariat

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ALSEA ANNUAL REPORT 2014 40

GRI 4.12 | EC1 | EC8 | EC9

### Menu for Sharing



Alsea supports the growth, development and wellbeing of the communities where it operates through:

- Volunteering
- In-kind donations
- Economic donations

23,841 volunteered hours

96 tonnes
of donated food

### Fundación Alsea. A.C.

Through the Foundation's efforts, Alsea reaffirms its commitment to ensure food security in vulnerable communities and promote human development supporting initiatives in favor of education.

10 years supporting vulnerable communities in Mexico with over \$60,000,000 pesos invested in social causes and over 450,000 beneficiaries

Alsea annually assigns 1% of all business units' profits to the Foundation. Furthermore, it carries out internal and external fundraising campaigns to increase the resources used in initiatives in favor of food security.

**\$24,106,880** pesos collected during 2014





### "It's on me" Movement





In 2014, Alsea fulfilled its commitment to inaugurate the first "Our Dining Room" in Mexico City and one more in Municipio de García, in the State of Nuevo León, Mexico.

### Education



Support to Mano Amiga School, in Chalco, State of Mexico, providing scholarships to ensure the education of young adults in vulnerable conditions.

Alsea Generation:

136 high school

students

with scholarships

### 1,268 children

erved daily

### \$12,663,102 pesos

donated to Comedor Santa María, A.C. for the operation of five children dining rooms "Our Dining Room"

### Community Development



Through the alliance with Fondo para la Paz, I.A.P., Alsea Foundation battles extreme poverty in 12 communities in the State of Oaxaca, Mexico, with initiatives such as:

- Access facility to basic services
- Development of social capital
- Women's empowerment
- Reduction of children malnutrition

Menu for Sharing ALSEA ANNUAL REPORT 2014 42 ALSEA ANNUAL REPORT 2014 43

GRI EC8 | EC9



This is an initiative created with the purpose of supporting coffee producers from Chiapas, Mexico, who lost their crops due to rust, causing the loss of 70% of the expected production volume for 2014.

Starbucks contributed by donating all profits form the Mexico Shade Grown sale for the acquisition of coffee plants that were delivered to the affected producers.

### 2015 Social Responsibility Initiatives

180,000 coffee plants donated to coffee producers in Chiapas

**60** coffee producers benefited with **3,000** plants each



- Products' KPIs to three years
- Follow up of the diffusion plan for Caloric Menus in sale points
- Life in balance posture and plan



- Energy efficiency
- Water consumption efficiency
- Comprehensive Waste Management
- Environmental Management System



### Quality of Life and Business Ethics

- Employees' healthy diet program
- Measurement of the initiative One weekend off for operative managers
- Additional benefits in compensations and flexible work schemes



### Community Support

• Extension of operational capacity in the existing dining rooms and opening of two new "Our Dining Room"

### **GRI Index**

Analysis Fully		
•		
		12-15
Fully		12-15
al Profile		
Fully		2
-		2,9
Fully		2,9,17 Dust jacket
Fully		inside flap 2, 8, 22,
Fully		24, 26
Fully		Dust jacket inside flap
Fully		2, 4, 5, 9, 22, 24, 26
Fully		4, 5, 7, 8, 11, 23 , 25, 27, 32
Fully		4, 5, 22, 24, 26
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meters		
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Fully		Dust jacket inside flap
Fully		Dust jacket inside flap
Fully		Dust jacket inside flap
Fully		Dust jacket inside flap
e and Bound	dary	
Fully		18
Fully		4, 8, Dust jacket inside flap
Fully		8
-		4, 9
Fully		In prior years results were reported by brand. Today they're reported by region
Fully		35
Fully		4, 8, 35
Index		
Fully		45
		Dust jacket
Fully		inside flap
Commitmer	nts and Engag	ement
Fully	1-10	19, 39
Fully	1-10	39, 41
Fully	1-10	39
Partially	1-10	12-15
Fully	1-10	40
-		
Fully	1-10	40
Fully Fully	1-10	40
Fully		
	Fully	Fully

GRI Indicators	Level of reporting	Global Compact Principles	Page
Commitme	nts to Extern	al Initiatives	
4.11	Fully	7	40
4.12	Fully	1-10	43
4.13	Fully	1-10	Dust jacket inside flap
Stakeholde	r Engagemer	nt	maide nap
4.14	Fully		19
4.15	Partially		19
4.16	Partially		19
4.17	Partially	8	12-15
	Performance		
Aspect: Eco	onomic Perfo	rmance	
EC1	Fully		5, 10, 11, 23, 25 27, 42, 43
EC4	Fully		Alsea does no receive any help from the government
Aspect: Ind	irect Econon	nic Impacts	
EC8	Fully		10, 12-15, 42, 4
EC9	Fully		10, 42-44
Environmer	ntal Performa	nce Indicator	S
Aspect: Ma	terials		
EN2	Partially		37
Aspect: Ene	ergy		
EN3	Partially	8	35
EN4	Fully	8	35, 36
EN5	Fully	8-9	10, 36
EN6	Fully	8-9	36
Aspect: Wa			
EN8	Partially	08-sep	35
Aspect: Em	issions, Efflu	ents and Wast	te
EN16	Fully	8	36
EN18	Partially	8	36
EN22	Partially	8	37
EN26	lucts and Serv	8, 9	10. 77
EN27	Partially	8, 9	10, 37 10, 37
Aspect: Over		0, 9	10, 37
EN30	Fully		10, 36
		ent work perf	•
Aspect: Em	ployment		
LA1	Partially		32
LA3	Fully		33
Aspect: Lak	oor/Managen	nent Relations	;
LA4	Fully	6	33 There is no
LA5	Fully		minnimun notice period in collective agreements

GRI 3.12

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> Security is outsourcing personnel

There are

regarding rights

Alsea does not analyze operations regarding human rights

No complains regarding

human rights were presented

33, 34 40

30 There are

compliances regarding this subject Alsea has modules for

Alsea does not contribute to any political

GRI Indicators	Level of reporting	Global Compact Principles	Page	GRI Indicators	Level of reporting	Global Compact Principles
Aspect: Occ	cupational hea	alth and safety	/	Aspect: Sec	curity practice	S
LA6	Fully		There are no security and	HR8	Fully	
LA9	Fully		health issues covered in formal agreements with unions	Aspect: Indi	genous rights  Fully	
Aspect: Trai	ning and edu	cation				
LA10	Fully		7, 33, 34	Aspect: As	sessment	
LA12	Fully		12, 33, 34			
Aspect: Equ	ıal remunerati	ion for womer	A woman is part of The	HR10	Fully	
LA13	Partially		Corporate Practices and Audit	Aspect: Re	mediation	
LA14	Partially		Committees 33	HR11	Fully	
Human Righ	nts Performan	ce Indicators		Society Per	formance Indi	cators
Aspect: Inve	estment and p	procurement p	oractices	Aspect: Co		
HR1	Fully		Alsea holds no invesment agreements with human rights clauses	soa soa Aspect: Pul	Fully Fully	10 10
HR3	Partially		33	Aspect. Ful	blic policy	
Aspect: Nor	n discriminati	on		SO6	Fully	
HR4	Fully		There are no complaints for discrimination incidents.		sponsibility Pe	
Aspect: Ero	adom of asse	ociation and o		Aspect: Cu	stomer health	and safety
bargaining	edom or asso	ociation and t	onective	PR1	Fully oduct and serv	1 ico labolina
HR5	Fully		33, 40	PR3		ice labelling
Aspect: Chil	d labor			PRS	Partially	
HR6	Fully	1-6	40 Alsea supports child labor erradication	PR4	Fully	
Aspect: For	ced and comp	oulsory labor				
HR7	Fully	1-6	40 Alsea rejects forced labor	PR5	Partially	

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# 4	DA S
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WE SI	JPPORT

### **United Nations Global Compact**

### Principles

1. Businesses should support and respect the protection of internationally

proclaimed human rights.

2. Make sure that they are not complicit in human rights abuses.

3. Businesses should uphold the freedom of association and the effective

recognition of the right to collective bargaining.

4. The elimination of all forms of forced and compulsory labor.

5. The effective abolition of child labor.

6. The elimination of discrimination in respect of employment and occupation.

7. Businesses should support a precautionary approach to environmental

8. Undertake initiatives to promote greater environmental responsibility.
9. Encourage the development and diffusion of environmentally friendly technologies.

10. Businesses should work against corruption in all its forms, including

### Millennium Development Goals

The Company contributes to the compliance of the following objectives through all its internally developed actions.

### 1. Eradicate extreme poverty and hunger

- Promote gender equality and empower women
   Ensure environmental sustainability
   Global partnership and development

### Annexes

### Commitments to External Initiatives

### Participation in Chambers and Associations

- to generate social benefits.

### Labor practices and decent work performance Indicators

### Aspect: Employment

\*Spain not included

Total Alsea

GRI LA1

Total workforce by employment type, employment contract, and region.

	Employment type		
	Operative Staff	Administrative Staff	
Mexico	40974	1483	
Argentina	5,448	257	
Chile	2,342	167	
Colombia	1,369	112	
Alsea's total employees	50133	2019	

	Employment Contract
	Unlimited time
Mexico	42457
Argentina	5705
Chile	2509
Colombia	1481
Alsea's total employees	52152
*Spain not included	GRI LA2
Employee	Turnover
Actives average 12	Total leaves December

29,714

46,806

All administrative employees enjoy

- business units)

- Discounts for all of Alsea's brands

### **Aspect: Training and Education**

GRI LA10

Training hours	
Staff	Training hours
Directors and Deputy Directors	1,288 hours
Managers or Middle Management	45,268 hours
Coordinators, analysts or operative staff in store	587,802 hours

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GRI LA11

### Academic support

### Granting criteria:

- 1. The employee's need to take the elected study program specifying its business application or impact (specify a performance indicator).
- Nine Box.
- 3. Have at least one year in the Company.
- considered in the UEN budget and/or soliciting area, managed by Corporate HR.
- 5. Execute them with the suppliers or institutions validated by Corporate HR.

There is also the possibility to study any language, according to the corresponding policy.

### carried out considering the following criteria:

- 1. The employee's need for the chosen language, specifying its business application or impact (specify a performance indicator, for example, telephone calls number, emails, conferences, tra- Aspect: Materials vels, etc.).
- 2. Be identified as High Potential or Main Potential in the talent Nine Box. For high potentials applies a 100% support and for main potential a 50% support.

The language program's financing will be determined with an initial diagnosis to consider the current state and plan a program, which will be its application in regards to the indicator stipulated at the beginning of the program.

Once the program is concluded, the employee gher percentage of sustainable products. cannot request support for a second time until the next calibration and confirming its position on the Grid.

The participant will have to sign and comply with the regulations.

Also, Alsea has early retirement planning programs for those employees thinking of retiring, as well as severance payments for dismissal.

GRII A12

The performance review process is executed in three stages:

- a) Goals setting: the employee meets with his immediate supervisor to clarify which goals to establish and determine the achievable targets. Objectives must be specific, measurable, attai-2. Be identified as High Potential in the talent nable, result oriented and completed within a certain time.
- b) Six months review: during this stage, the pro-4. Have and meet the program's cost, previously gress of each objective is reviewed. The employee meets with his immediate supervisor and they outline strategies to ensure the planned goal's achievement.
- c) Performance Review: during this stage, supervisor and employee meet to register the goal's closure and determine if the defined targets were achieved or not. A feedback session is held regarding the employee's performance. The granting and support definition is Strengths and opportunities are highlighted and action plans are created to improve and drive the employee's development.

### Environmental performance Indicators - Mexico

EN1, EN2

One of Alsea's goals in the sustainable area is to incorporate materials with features that help the Environment's protection. Therefore, the Company has a Sustainable Inputs policy which promotes the acquisition of materials and products with environmental friendly characteristics, such as: electric equipment of low-energy consumption, local inputs that reduce the GHG emissions involved in their transport, products with united to the participant's follow-up file, kept by post-consumption or post-industrial materials, the Training Coordinator. During the program's low VOC content, recyclable inputs that reduce length, an audit on the language's application on to a minimum the use of packaging materials. the position will be carried out in order to verify furnishings with recycled materials, low mercury content lamps, among others. Furthermore, in 2015 Alsea will integrate a sustainable procurement indicator that considers purchasing a hidfill for 2018 goal in Mexico's main cities.

### Aspect: Energy

The basic energy sources used within the organization are: Natural Gas, LP Gas and Electric Energy. The Company is working to consolidate the information regarding gasoline and diesel consumption. During 2014, several strategies were implemented to reduce Electric Energy consumption, achieving a 13,001 GJ savings. Such initiatives consisted of change of conventional lighting to LED technology, installation of equipment that examines energy consumption in real time, allowing swift problem identifications and avoiding unnecessary energy consumption, and installation of control and automation projects, achieving energy savings. The amount invested in energy saving programs was \$5,237,605 pe-

Alsea's purpose is to promote sustainable practices and processes within the organization, so it will evaluate the use of biodiesel in the Supply Chain transportation (DIA), besides green ener-

Besides, during 2015 Alsea will incorporate a regy consumption (Photovoltaic, Wind and Cogecycled materials record that indicates the type neration energy) within its facilities. During 2015 and amount of recycled or reused materials; this the evaluation to use renewable energy will be will contribute to the Cero waste to sanitary lan- completed, however, it is noteworthy that such process will be mainly influenced by the current process of "regulations' changes".

### EN3, EN4, EN5, EN6 Indirect and Direct energy consumption

2014								
Non-renewable indirect and direct sources								
Source Consumption (GJ)								
Electric Energy	151,292,872 kWh	544,654 GJ						
LP Gas	9,388,373 m3	913,736 GJ						
Natural Gas	1,722,912 m3	65,919 GJ						

\* Estimated information 50% LP Gas, 7% Natural Gas, 6% Electric energy
\* Energy consumption corresponding to Alsea's facilities located in Mexic

**Conversion factor									
Units	Conversion factor	Comments							
GJ to KWH	1GJ = 277.778 kWh								
KWH to GJ	1kWh = 0.0036 GJ								
m³ to Kcal ( Gas LP)	1m <sup>3</sup> = 23,246 Kcal	Environmental conditions Standard: 15°C, 101.325KPa							
m³ to GJ ( Gas Natural)	1GJ = 26.137 m <sup>3</sup>								

### Direct energy consumption

	2014 Gas Report							
Reported ye	ar: 2014	Reported unit: Mexico						
		2014 Data		Base Lir	ne – Normalized by i	m³ of Gas		
	# Units	Natural Gas (m³)	LP Gas (m³)	CO <sub>2</sub> ton (Gas/ton)	CO <sub>2</sub> (LP Gas)	CO2 ton / # Units		
Fast food	595	810,011	7,068,040	1,523	10,814,101	18,178		
Coffee Shops	387	-	13,548	-	20,728	54		
Casual Dining	109	912,901	2,306,785	1,716	3,529,380	32,395		
Total	1,091	1,722,912	9,388,373	3,239	14,364,210	12,657		

- \*The Portfolio increased against 2013: 24 "Burger King", 7 "Chilis", 6 "CPK", 214 "Dominos", 8 "Italiannis", 7 "PF Changs", 53 "Starbucks"
- \* Regarding LP Gas, 50% of the information corresponds to billing data and the remaining 50% is information and 7% is estimated.

  \* The displayed information corresponds to the January December 2014 period.

  \*The previous data does not include plants nor 354 units belonging to Vips, Portón and La Finca

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		2013 Data		rmalized by # of nits	
	#Units	Energy (kWh)	CO <sub>2</sub> (ton)	kWh/# Units	CO <sub>2</sub> ton/# Units
Fast Food	595	58,055,952	29,022	108,201	54
Coffee Shops	387	41,970,165	20,981	108,450	54
Casual Dining	108	30,569,677	15,282	278,593	139
Others	19	13,476,153	6,737	1,483,991	742
Total	1,109	144,071,947	72,022	494,809	247

		2013 Data		rmalized by # of nits	
	#Units	Energy (kWh)	CO <sub>2</sub> (ton)	kWh/# Units	CO <sub>2</sub> ton/# Units
Fast Food	613	57,072,907	28,531	101,911	51
Coffee Shops	430	44,249,430	22,120	102,906	51
Casual Dining	132	36,213,332	18,103	274,343	137
Others	21	13,757,203	6,877	1,491,476	746
Total	1,196	151,292,872	75,631	492,659	246

### **Energy Savings**

2014 Goals Achievement (by units)							
Fast Food Total	-5.8%	-5.8%					
Coffee Shops Total	-5.1%	-5.1%					
Casual Dining Total	-3.3%	-3.3%					
Others	0.5%	0.5%					
Total	-0.4%	-0.4%					

Notes:

\*The electricity emission factor value [tCO2e/MWh] corresponding to 2013 was modified from 0.45483 to 0.4999.

\*The Portfolio increased against 2013: 24 - "Burger King", 7 - "Chilis", 6 - "CPK", 214 "Dominos", 8 - "Italiannis", 7 - "PF Changs", 53 - "Starbucks".

\*94% of all information is provided by the CFE and 6% is estimated.

Regarding clean technologies, Alsea considers that such elements have allowed the transformation towards a low carbon consumption and efficient use of resources economy. As this transformation accelerates, Alsea is aware of the impact of clean technologies within its facilities; therefore, it is developing strategic planes to adapt to this modification and fulfill its environmental goals.

### Aspect: Water

During 2014, potable water consumption coming from municipal entities and/or water su-

pplier companies was of 598,890 m3. Such amount considers the potable water consumption in Burger King, Chili's, California Pizza Kitchen, Domino's, Italianni's, P.F. Chang's and Pei Wei; located throughout Mexico.

### Aspect: Emissions, Effluents and Waste

EN16, EN18, EN22

Starting in 2015, a record will be implemented for the calculation of Greenhouse Gasses derived from the refill of cooling gas in air conditioning and refrigeration equipment to reduce atmospheric pollution. During 2014, the CO2 emissions generated were:

> Indirect emissions: 75,631 CO<sub>2</sub> ton Direct emissions: 14,367,449 CO<sub>2</sub> ton

\*Source for CO<sub>2</sub> equivalent factor:

http://www.geimexico.org/factor.html http://www.semarnat.gob.mx/ http://www.inecc.gob.mx/descargas/cclimatico/elab\_inventarios.pdf

**Conversion Factor								
Units	Conversion Factor	Comments						
kWh to TCO <sub>2</sub> equivalent (Electric Energy)	1 MWh= 1000KWh 1MWh= 0.4999 TCO <sub>2</sub> e	The emission factor value of CO <sub>2</sub> equivalent derived from electric energy consumption was considered from the official source http://www.geimexico.org/factor.html						
m³ of Natural Gas to TCO₂equivalent	1,880 g CO <sub>2</sub> / m <sup>3</sup> Natural Gas							
m³ of LP Gas to TCO2equivalent	1 m3 = 1000L 1L= 1,530 g CO <sub>2</sub> 0.001 Ton CO <sub>2</sub> = 1000 g CO <sub>2</sub>							

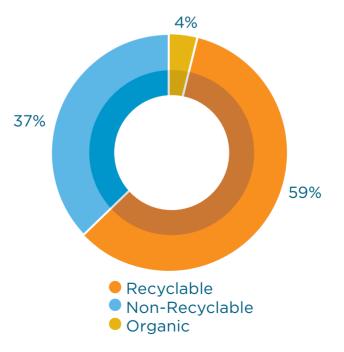
### **Aspect: Products and Services**

EN26

Contributions to the "Cero waste to sanitary landfill in main cities for 2018" goal:

In order to understand the amount and kind of waste generated in Starbucks Coffee Shops in Mexico, a pilot test was carried out in Jalisco state. It included a Waste Audit with the purpose of identifying volumes and types of generated materials, among other aspects, to implement improvements and projects which allow the reduction of waste sent to sanitary landfill.

The results of this first stage show that waste in the screened branches behaves as follows:



### Society Performance Indicators

### Aspect: Public Policy

Alsea does not participate in any activity that allows the Company to influence government policies' formulations.

Alsea contributes to the development of public policies in certain issues that may affect operations, always within the law's framework and upholding the highest ethical standards in every country where it has presence.

### Aspect: Anti-competitive Behavior

The Company respects all regulations regarding economic competition, monopoly practices and free market participation, so it has never received a sanction for acting against them.

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### Management Discussion and Analysis

### Consolidated results for the full year 2014

The following table shows a condensed Income with the same period of 2013. The information is Statement in millions of pesos (excluding EPS), the margin of net sales that each item represents, as well as the percentage change for the year ended on December 31, 2014, in comparison

presented according to the International Financial Reporting Standards (IFRS) and is presented in nominal terms.

	2014	Margin %	2013	Margin %	Change %
Net Sales	\$22,787	100.0%	\$15,698	100.0%	45.2%
Gross Income	15,515	68.1%	10,477	66.7%	48.1%
EBITDA(1)	2,802	12.3%	2,040	13.0%	37.4%
Operating Income	1,469	6.4%	1,120	7.1%	31.2%
Net Income	\$624	2.7%	\$663	4.2%	(5.9)%
EPS (2)	0.847	N.A.	0.991	N.A.	(14.5)%

- (1) EBITDA is defined as operating income before depreciation and amortization.
- (2) EPS is earnings per share for the last 12 months

### Sales

in the Alsea Mexico, Alsea South America, and Alsea Spain segments, mainly due to the increase in sales from the incorporation of Vips and the brands of Grupo Zena in Spain, the expansion in and the effects of the tax reform in Mexico.

Alsea's brands in South America grew in sameportfolio diversification, the Company achieved a consolidated growth of 4.5%. Likewise, the recent acquired brands in Spain showed positive results in the year's last quarter, period in which for the first time they merged with the Company's results, with a same-store sale growth of 8.9% the increase in the cost of some of the main inputs, compared to the same period the previous year. This is in consequence mainly to the commercial strategies combined with the economic recuperation environment the country is going through.

### **EBITDA**

Net sales increased 45.2% to 22.78 billion pesos As a result of the 48.1% growth in gross income in 2014, compared to 15.69 billion pesos during the and the 50.7% increase in operating expenses (exprior year. This increase reflects the sales growth cluding depreciation and amortization), EBITDA grew 37.4% to 2.8 billion pesos at the end of 2014, compared to 2.04 billion pesos in the same period of the previous year. The 762 million pesos increase in EBITDA is mainly attributable to the number of units, and growth of 4.5% in same- the positive contribution from incorporating the store sales during 2014; this was partially offset by brands in Grupo Zena in Spain into the portfolio, the impact of devaluation of the Argentine peso as well as Vips and El Portón brands in Mexico, integrating Starbucks Chile and increasing the number of units. EBITDA margin decreased 70 basis points as a percentage of sales, dropping from store sales; due to the brands and geography's 13.0% in 2013, to 12.3% in 2014, mainly due to the decrease in same-store sales in Mexico, especially during the second half of the year, the impact of the business start-ups on results, as well as the transition, integration and extraordinary expenses of Vips, the drop in consumption in Argentina, and particularly during the second quarter of 2014.

### Operating Income

### Net Income

Net income for the year decreased 39 million pesos, closing at 624 million pesos, in comparison with 663 million pesos from the prior year, mainly due to an increase of 283 million pesos in the allin cost of financing, higher net interest expenses and an increase of 80 million pesos in taxes. Those Earnings per share ("EPS") for the 12 months variations offset the increase of 349 million pesos in operating income.

### Earnings per Share

ended December 31, 2014, decreased to 0,847 pesos, compared with 0.991 pesos for the 12 months ended December 31, 2013.

### Results by Segments

### Mexico

Alsea Mexico		ood and	Beverage		Distrik	oution an	d Produ	ıction		To	tal	
	2014	2013	Var.	% Var.	2014	2013	Var.	% Var.	2014	2013	Var.	% Var.
Same- store sales	(0.4)%	4.0%	(440) bps	-	-	-	-	-	(0.4)%	4.0%	(440) bps	-
Number of units	1,999	1,575	424	27%	-	-	-	-	1,999	1,575	424	27%
Sales	15,591	10,351	\$5,240	51%	5,064	4,330	\$734	17%	20,655	14,681	5,974	41%
Adjusted EBITDA*	3,395	2,363	\$1,032	44%	478	400	\$78	20%	3,873	2,763	\$1,110	40%
Adjusted EBITDA* margin	21.8%	22.8%	(100) bps	-	9.4%	9.2%	20 bps	-	18.7%	18.8%	(10) bps	-

<sup>\*</sup>Adjusted EBITDA does not consider management costs, therefore it represents the "store level EBITDA"

Sales at Alsea Mexico for the full year 2014 increased 40.7% to 20.65 billion pesos, compared to 14.68 billion pesos in the same period of 2013, and represented 73% of Alsea's consolidated sales during the year. This favorable variation of 5.97 billion pesos is mainly attributable to the incorporation of the Vips brand into the portfolio, the increase of 404 corporate units among the different brands over the last 12 months and the increase in sales to third parties in the Distribution and Production segment, due to the growth in the number of units served over the last 12 months. A total of 2,028 units were being served at December 31, 2014, in comparison with 1,570 units in the same period of the prior year, representing an increase of 29.2%. This increase was partially offset by the decrease in same-store sales in the Mexico segment during the year.

Adjusted EBITDA increased 40.1% during the 12 months ended December 31, 2014, closing at 3.87 billion pesos, compared with 2.76 billion pesos reported in the same period of the previous year. This increase is attributable to the margin generated by the higher number of units in operation, in addition to the business mix. This was partially offset by the performance of Burger King Mexico, which was impacted by the contraction in consumption, the results related to the start of operations of The Cheesecake Factory and expenses

related to the integration of Vips. Furthermore, EBITDA during 2014 was affected by the increase in the cost of some of the main inputs, the divestment of some units from the portfolio and the devaluation of the Mexican peso.

### Spain

Alsea Spain	2014	2013
Same-store sales	6.5%	-
Number of units	442	-
Sales	\$1,468	-
Adjusted EBITDA*	\$290	-
Adjusted EBITDA* margin	19.8%	-

\*Adjusted EBITDA does not consider management costs, therefore it represents the "store level EBITDA"

Sales at Alsea Spain represented 6% of Alsea's consolidated sales during the year, and at the end of 2014 included the operations of Foster's Hollywood, Domino's Pizza, Burger King, La Vaca Argentina, Cañas y Tapas and II Tempietto. At the end of the period there were a total of 302 corporate units and 140 sub-franchised units.

Adjusted EBITDA for Alsea Spain at the end of full-year 2014, was 290 million pesos, which represented a margin of 19.8%.

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### South America

Alsea South America	2014	2013	Var.	% Var.
Same-store sales	20.0%	21.1%	(110) bps	-
Number of units	343	287	56	20%
Sales	\$4,621	\$4,219	\$402	10%
Adjusted EBITDA*	\$679	\$583	\$96	17%
Adjusted EBITDA* margin	14.7%	13.8%	90 bps	-

<sup>\*</sup>Adjusted EBITDA does not consider management costs, therefore it represents the "store level EBITDA".

Sales at Alsea South America represented 20% of Alsea's consolidated sales, and at the end of earmarked for unit openings, equipment refur-2014 included Burger King operations in Argentina, Chile and Colombia, Domino's Pizza Colom- different brands that the Company operates. The bia, Starbucks Argentina, Chile and Colombia and remaining 360 million pesos were destined for P.F. Chang's in Chile, Argentina, Colombia and other items, highlighting improvement and logis-Brazil. At December 31, 2014, there were a total of 327 corporate units and 16 sub-franchised other items. units. Sales in this segment increased 9.5% to 4.62 billion pesos, in comparison with 4.219 billion pesos in 2013. This positive change of 402 million pesos was mainly due to the addition of 44 corporate units and 12 sub-franchised ones, and was partially offset by the decrease in same-store sales and to the impact from the 48.8% devaluation of the Argentine peso compared to the end of 2013.

year ended 31 December 2014 increased 16.5%. closing at 679 million pesos, in comparison with and the price agreed for both options (call and put) 583 million pesos in the same period in 2013. EBITDA margin at the end of 2014 improved 90 basis points compared to the same period of the previous year. This increase can be attributed in part to the margin generated by the growth in Bank Debt and Fixed-Rate Bonds same-store sales and the economies of scale arising from the aforementioned increase in corpo- At December 31, 2014, Alsea's total bank debt inrate units, as well as a better business mix derived from the acquisition of Starbucks Chile. This was partially offset by the pre-operating expenses the same date of the previous year. The Comparegarding Alsea's entry into the Brazilian market ny's consolidated net debt in comparison with the with the opening of P.F. Chang's and the start of operations of Starbucks in Colombia, as well as to the impact of devaluation of the Argentine peso.

### Non-operating results

During the 12 months ended December 31, 2014, Alsea made capital investments, excluding acquisitions, of 2.05 billion pesos, of which 1.69

billion pesos -82.5% of total investments- were bishing and remodeling of existing stores for the tics projects, as well as software licenses, among

### Other Long-Term Liabilities

The other long-term liabilities account shows an increase of 3.02 billion pesos, derived from the recognition from liabilities related to the call and put options that were agreed with Britania Investments, S.A.R.L. ("Alia"), the local partner of Grupo Zena, for its entire stake in the company which Adjusted EBITDA at Alsea South America for the is 28.24%. These options have a four year term, meaning they can be executed from October 2018. shall be determined by multiplying by 8.7 times EBITDA for the last 12 months minus the net debt at the end of such period.

creased 6.19 billion pesos, closing at 11.23 billion pesos, in comparison with 5.04 billion pesos on close of 2013 increased 5.74 billion pesos, closing on December 31, 2014 at 10.12 billion pesos, in comparison with 4.38 billion pesos. At December 31, 2014, 87.7% of the debt was long term, and on that date 81% of the debt was denominated in Mexican pesos, 18.6% was in euros and the remaining 0.5% was in Argentine pesos.

The following table shows the balance and structure of total debt in millions of pesos at December 31, 2014.

Institution	Reference Rate	Spread	Due Date	Balance at Dec. 2014
Bancomer	TIIE 28 D	1.50%	April 6, 2018	604,662
Bancomer	TIIE 28 D	1.50%	July 10, 2018	588,034
Santander	TIIE 28 D	0.90%	May 6, 2018	205,721
Santander	3.98%	N.A	January 12, 2015	82,000
Santander	3.98%	N.A	February 18, 2015	300,000
Banamex	TIIE 28 D	1.50%	July 12, 2018	89,338
Banamex	TIIE 28 D	1.50%	July 11, 2018	705,485
Scotiabank	TIIE 28 D	1.18%	July 8, 2019	1'013,775
Banamex / BBVA / HSBC	TIIE 28 D	1.75%	May 29, 2017	1'276,533
Banamex / BBVA / HSBC / Santander	TIIE 28 D	1.25%	September 26, 2019	1'741,580
CEBUR Alsea'13	TIIE 28 D	0.75%	June 14, 2018	2'491,356
Argentina		22.14%		52,362
Spain		2.89%		2'088,333
Total				11'239,180

### Shares Repurchase Program

At year ended, Alsea closed with a balance of 856,201 shares in the repurchase fund. During the forma for the last 12 months) to interest paid 12 months ended December 31, 2014, the Company conducted purchase and sale operations amounting approximately to 34 million pesos.

### Financial Ratios

established in the Company's credit contracts ous year. were as follows: the ratio of: i) Total Debt to

EBITDA (pro-forma for the last 12 months) was 3.3x; ii) Net Debt to EBITDA (pro-forma for the last 12 months) was 2.9x; and iii) EBITDA (proover the last 12 months was 6.2x.

The Return on Invested Capital ("ROIC") decreased from 11.7% to 8.0% during the 12 months ended December 31, 2014. The Return on Equity ("ROE") for the 12 months ended December 31, At December 31, 2014, the financial restrictions 2014 was 7.5%, compared with 14.5% in the previ-

Stock Market Indicators	4T14	4T13	Variation
Book value per Share	\$10.51	\$6.21	69.2%
EPS (12 months) <sup>(1)</sup>	\$0.847	0.991	(14.5)%
Shares in circulation at the close of the period (millions)	837.6	687.8	21.8%
Price per share at close	\$40.77	\$40.79	-

<sup>(1)</sup> EPS is earnings per share for the last 12 months.

### Hedge Profile

The Finance Direction, joint with the Treasury Management, shall manage risks seeking to: mitigate present and future risks; not deviate resources from the operation and the expansion plan and hold the certainty of the Company's future flows, along with a strategy regarding the debt's cost. All instruments will only be used for hedging purposes.

During 2014, hedge derivatives in foreign exchange matured for \$82.5 million dollars, at an average exchange rate of 12.91 pesos per dollar. This hedging resulted in an exchange rate profit of \$20.8 million Mexican pesos. At December 31, 2014 Alsea holds hedges to purchase US dollars in the next 12 months for an approximate amount of \$8 million US dollars, at an average exchange rate of 13.80 pesos per dollar. The foregoing is estimated at an average exchange rate of 14.50 pesos per dollar.

Mexico City, February 25, 2015

**Audit Committee's Annual Report** to the Board of Directors of Alsea, S.A.B. de C.V.

In compliance with the provisions of Sections 42 view, we evaluated its services for the previous and 43 of the Securities Exchange Act and the year and stated an evaluation process for the Rules of the Audit Committee, I hereby inform you about our activities during the year ending on December 31, 2014. During the performance of our work, we have taken into account the recommendations set out in the Code of Best Practices on Corporate Governance and, in accordance with a work program developed from the Committee Rules, we met at least once every quarter to perform the following activities:

### I. Risk assessment

We reviewed, jointly with the Administration and External and Internal Auditors, critical risk factors that could affect the Company's operations, and determined that they have been adequately identified and managed.

### II. Internal control

We ensured that the Administration, in fulfillment of its responsibilities regarding internal control, had established adequate policies and processes. In addition, we followed up on the comments and observations in this respect made by the External and Internal Auditors in the performance of their work.

### III. External audit

We recommended that the Board of Directors hire the external auditors for the Group and subsidiaries for the fiscal year 2014. To this end, we made sure of their independence and compliance with the requirements established by law. We jointly analyze their approach and work program.

We maintained ongoing and direct communication to stay informed on the progress of their work, and take note of their comments on their review and the annual financial statement. We were promptly informed of their conclusions and reports on the annual financial statement and implemented their observations and recommendations resulting from their work.

AWe authorized the fees paid to external auditors for auditing services and other authorized services, making sure that these would not interfere with their independence from the company. Taking into account the Administration's point of

vear 2014.

### IV. Internal audit

In order to maintain its independence and objectivity, the Internal Audit area reports functionally to the Audit Committee.

In due course, we reviewed and approved its annual program of activities. To that end, Internal Audit participated in the process of identifying risks, determining controls and verifying them.

We received periodic reports regarding the progress of the approved work program, changes that might have occurred and the reasons that caused them.

We followed up on the observations and suggestions made by this area and implemented them appropriately.

### V. Financial information, accounting policies and third party reports

We reviewed together with the people responsible, the process of preparation of quarterly and annual financial statements for the Company and recommended the Board of Directors approving and authorizing their dissemination. As part of this process we took into consideration external auditors' opinions and observations and made sure that the criteria, accounting and information policies used by the Administration to prepare the financial information were adequate and sufficient and had been applied consistently with those for the previous year. As a consequence, the information presented by the Administration reasonably reflects Alsea's financial situation, operating results and changes in its financial status for the year that ended on December 31, 2014.

We also reviewed the quarterly reports prepared by the Administration to be presented to the shareholders and the general public, verifying that they were prepared using the same accounting criteria used to prepare the annual

Our review also included reports and any other financial information required by Mexican Regulatory Bodies.

We reviewed and confirmed that during the year 2014 Alsea continued using and implementing the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) to prepare its Financial Statements.

### VI. Compliance with regulations, legal aspects and contingencies

We confirm the existence and reliability of the controls established by the Company, to ensure compliance with any various mandatory legal provisions, making sure that they were properly disclosed in the financial information.

We periodically reviewed the various tax, legal and labor contingencies faced by the company, monitoring the efficiency of the identification and follow-up procedure, as well as their proper disclosure and recording. There were two tax issues in the year to highlight:

a) The Ministry of Finance of Mexico City determined to the society Italcafé S.A. de C.V. taxable income over deposits made to their bank accounts derived from the operation of several restaurants owned by Grupo Amigos de San Angel, S.A. de C.V., nonetheless, such revenues Sincerely, were accumulated by the latter company, giving it all related tax effects. If such determination proceeds, the responsibility of payment of the aforementioned tax credit, although charged to Itlacafe SA de CV, will have to be paid by the former owners of the society.

b) The "Servicio de Administración Tributaria" (SAT) initiated two legal procedures in order to cancel the trades in favor of Distribuidora e Importadora Alsea, S.A. de C.V. and Café Sirena, S.

information. We verified that there is a comprede R.L. de C.V., through which it had authorized hensive process that provides reasonable confi- the application of 0% VAT rate on sandwiches dence as to its contents. In conclusion, we rec- (during the years 2010, 2011, 2012 and 2013); ommend that the Board authorize its publication. such procedures are currently under review by the authorities.

### VII. Administrative aspects

We held regular meetings with the Administration, to keep informed about the operations of the Company, its relevant and unusual activities and events. We also met with internal and external auditors to discuss their progress of their work and any constrains they might have encountered, and to facilitate any private communications they wished to have with the Committee.

Whenever we deemed it advisable, we requested independent experts to provide support and opinions. Similarly, we had no knowledge of any significant lack of compliance with the operating policies, internal control systems, and accounting records policies.

We held executive meetings with the exclusive participation of Committee Members, during which we reached agreements with and made recommendations to the Administration.

The Chairman of the Audit Committee reported our activities to the Board of Directors on a quarterly basis.

Our work was duly documented in records and prepared for each meeting, which were appropriately reviewed and approved by Committee Members.



C.P. Iván Moguel Kuri **Chairman of the Audit Committee**  ALSEA ANNUAL REPORT 2014 56 ALSEA ANNUAL REPORT 2014 57

Mexico City, February 25, 2015

### Corporate Practices Committee's Annual Report to the Board of Directors of Alsea, S.A.B. de C.V.

you our report on the activities we carried out Directors for its ratification. during the year ended December 31, 2014. In the development of our work, we observed the 8. We presented quarterly and accrued results recommendations contained in the Code of Best of the Stock Exchange Plan for the year 2014. Practices on Corporate Governance.

adequate follow-up on the agreements reached authorized by the Board of Directors. during the performance of their duties, inviting any company officers deemed advisable.

mittee, we carried out the following activities:

- quest for dispensation according to Section 28, exchange rate risk of the operation based on the subsection III, paragraph f) of the Securities Ex- authorized budget. change Act; hence, it was not necessary to make any recommendation in this regard.
- Strategic Plan of The Cheesecake Factory, which we recommended to be presented to the Board 12. We were presented the 2015 Budget, which of Directors for its ratification.
- 3. This committee presented and reviewed the Directors for its ratification.
- 4. This committee presented and approved the Strategic Plan of Starbucks Colombia, which we 14. We were presented with the Succession and recommended to be presented to the Board of Talent Development Plans, which we reviewed. Directors for its ratification.
- Strategic Plan of P.F. Chang's Brazil, which we Directors for its ratification.
- 6. This committee presented and approved recommended the approval of the strategy. the divestiture proposal of Pei Wei, which we recommended to be presented to the Board of Directors for its ratification.

- In compliance with Sections 42 and 43 of the 7. This committee presented and approved the Securities Exchange Act and in the name of the proposal to issue stock certificates, which we Corporate Practices Committee. I present to recommended to be presented to the Board of
- 9. We were presented with the update of the To analyze the relevant results of the Compa- shareholder cost applicable at the end of each ny, the Committee held meetings to ensure the quarter of 2014, according to methodology
- 10. We were presented on a quarterly basis with a summary of the risk management opera-To comply with the responsibilities of this com- tions through "forwards of the exchange rate" (Peso-Dollar) conducted over the year. These operations were executed as authorized; that is, 1. During this period we did not receive any re- in compliance with the objective of covering the
- 11. We were presented with the Strategic Plan 2015 - 2019, which we recommended to be pre-2. This committee presented and approved the sented to the Board of Directors for its approval.
  - we recommended to be presented to the Board of Directors for its approval.
- report about Grupo Zena's acquisition, which we 13. We were presented with the Compensation recommended to be presented to the Board of Plan for the CEO's Reporting Line, which we recommended to be presented to the Board of Directors for its approval.
- 15. We were presented with the results of the 5. This committee presented and approved the evaluation of relevant executives in 2014.
- recommended to be presented to the Board of 16. The Corporate Division of Human Resources presented the Compensation Strategy for relevant executives for the year 2015. This Committee

- 17. We were presented with the organizational structure of Alsea 2015, which we recommended to be presented to the Board of Directors for its approval.
- 18. In each and every meeting of the Board of Directors, we presented a report of the activities of the Corporate Practices Committee for its consideration and recommended its ratification and/or approval.

Finally, I would like to mention that as part of our activities, including the preparation of this report, we have always listened to and taken into account the viewpoint of relevant executives, without identifying any notable difference of opinion.

Sincerely,

Corporate Practices Committee Julio Gutiérrez Mercadillo

Julio Patienos

Chairman