Next, you will find a summary of the resolutions approved by the Regular and Special Shareholders' Annual Meeting (the "Meeting") of Grupo Bimbo, S. A. B. de C. V. (the "Corporation") held on April 11, 2012:

**First Resolution -** "The merger of the Corporate Practices Committee with the Corporate Auditing Committee was approved in order to simplify the corporate structure".

**Second Resolution -** "As a result of the above resolution, the amendment of the corporate bylaws relevant part was approved, pursuant to the amendment draft enclosed to the minutes as **"Exhibit A"**, which is an integral part thereof."

**Third Resolution -** "The amendment of the Corporation's Board of Directors faculties was approved, so that it can delegate the faculty to grant and revoke the power of attorney granting and substitution in the powers of attorney granted on behalf of the Corporation."

**Fourth Resolution -** "The amendment of the corporate bylaws, in its relevant part, was approved, pursuant to the amendment draft enclosed to the minutes as **"Exhibit A"**, which is an integral part thereof."

**Fifth Resolution -** "The following reports were approved: the one set forth by article 172 of the Business Company General Law, including the report on Accounting Practices and Policies of the Corporation and audited Financial Statements of the Corporation, consolidated with those of its subsidiaries, for the fiscal year ended on December 31, 2011; the Chief Executive Officer report, the External Auditor report and the reports of the Auditing and Corporate Practices Committees of the Corporation, and all the acts and facts performed thereby as of December 31, 2011 were ratified."

**Sixth Resolution -** "The report submitted by the External Auditor regarding the compliance with the fiscal obligations on the account of the Corporation for the fiscal year ended on December 31, 2010, as provided by article 86, item XX of the Income Tax Law, was approved."

**Seventh Resolution -** "It was approved that the entire net profits obtained by the Corporation during the fiscal year ended on December 31, 2011 shall be applied to the previous fiscal years profits and losses account, provided that the legal reserve, to which the Corporation is bound, has been duly constituted."

**Eighth Resolution -** "The payment of a divided in cash, in a lump sum, against the previous fiscal years profits and losses on the account and debited to the Net Fiscal Profit account, at a rate of $0.15 MXP (zero pesos fifteen cents MXP) per each "A" Series shares representing the Corporation's capital stock that are currently outstanding. The dividend shall be paid from April 20 of this year, against the submittal of coupon number 1 of the instruments currently outstanding.

The shareholders who wish to receive their payment on the day stated shall submit their coupon between next April 12 and 17, those shareholders who submit their coupon after those days shall receive their payment within a reasonable term after the submittal of their coupon to the Corporation's Secretary Office."

**Ninth Resolution -** "The death of mister Alexis Rovzar de la Torre, member of the Corporation's Board of Directors, was recorded; releasing at this act all his successors-in-title from any obligation and liability for the performance of his position."

**Tenth Resolution -** "It was resolved to accept, from this date onwards, the resignation submitted by mister Jose Antonio Fernandez Carbajal to the position that he held as Holder Director in the Corporation's Board of Directors, in view of that he was thanked for his performance in the position that he held, the proceedings that he conducted while in such position were approved and he was granted the fullest settlement as provided by the law, releasing him from each and all obligations and liabilities for his performance as of this Meeting date."

**Eleventh Resolution -** "The appointment of Messrs. Thomas Heather Rodriguez and Edmundo Vallejo Venegas as Holder Directors in the Corporation's Board of Directors was accepted."

**Twelfth Resolution -** "The other members, holder directors that integrate the Corporation's Board of Directors were ratified; therefore, such Board of Directors remained integrated as follows:

| **Holder Directors** |
|---|
| Roberto Servitje Sendra |
| Henry Davis Signoret |
| Arturo Fernandez Perez |
| Ricardo Guajardo Touche |
| Thomas Heather Rodriguez |
| Agustin Irurita Perez |
| Luis Jorba Servitje |
| Mauricio Jorba Servitje |
| Fernando Lerdo de Tejada Luna |
| Nicolas Mariscal Servitje |
| Jose Ignacio Mariscal Torroella |
| Maria Isabel Mata Torrallardona |
| Raul Obregon del Corral |
| Javier de Pedro Espinola |
| Ignacio Perez Lizaur |
| Lorenzo Sendra Mata |
| Daniel Servitje Montull |
| Edmundo Vallejo Venegas" |

**Thirteenth** Resolution - "The appointment of Messrs. Roberto Servitje Sendra, as Holder Chairman, and mister Daniel Servitje Montull, as Alternate Chairman, was ratified."

The appointment of mister Luis Miguel Briola Clement and mister Pedro Pablo Barragan Barragan as Holder Secretary and Alternate Secretary, respectively, without being members of the Corporation's Board of Directors, was also ratified.

| Holder Chairman | Alternate Chairman |
|---|---|
| Roberto Servitje Sendra | Daniel Servitje Montull |

| Holder Secretary | Alternate Secretary |
|---|---|
| Luis Miguel Briola Clement | Pedro Pablo Barragan Barragan" |

**Fourteenth** Resolution - "The holder directors of the Board of Directors shall receive as remuneration for the performance of their duties, the amount of $ 50,000.00 MXP (Fifty thousand pesos 00/ 100 MXP) per meeting attended. The members of the Board of Directors, who are also officers of the Corporation, shall not receive a remuneration for the performance of their duties."

**Fifteenth Resolution -** "The ratification of the Chairman and of the entire members that integrate the Auditing Committee of the Corporation was approved. Moreover, the integration of mister Thomas Heather to the Auditing Committee was approved, which shall be integrated as follows:

**Auditing Committee**

Chairman

- Henry Davis Signoret
- Arturo Fernandez Perez
- Thomas Heather Rodriguez
- Agustin Irurita Perez
- Ignacio Perez Lizaur"

**Sixteenth Resolution -** "The members of the Auditing Committee shall receive a remuneration for the performance of their duties in the amount of $ 60,000.00 MXP (Sixty thousand pesos 00/ 100 MXP). Moreover, the members of the other Committees of the Corporation shall receive, as compensation for the performance of their duties the amount of $ 30,000.00 MXP (Thirty thousand pesos 00/ 100 MXP) per meeting attended. The Corporation officers, who are members of any of the Committees, shall not be entitled to any compensation."

**Seventeenth Resolution -** "The report submitted about the Corporation's purchase of shares, as well as the maximum amount of resources that the Corporation might allocate to purchase its own shares, as provided by article 56 of the Stock Exchange Law, shall be of $600,000,000.00 MXP (Six hundred million pesos 00/ 100 MXP)."

**Eighteenth Resolution -** "The Meeting delegates appointed are Messrs. Guillermo Jorge Quiroz Abed, Miguel Arellano Carrillo, Luis Miguel Briola Clement and Pedro Pablo Barragan Barragan so that either jointly or separately, on behalf and in representation of the Corporation, appear before the Notary Public of their election to legalize, completely or partially, the minutes of

this Meeting and to register the deed testimony in the Public Registry of Commerce of the Corporation's domicile, and to issue and certify copies of this minutes."

It is issued for all the legal effects deemed convenient.

Mexico City, April 11, 2012.

**GRUPO BIMBO, S. A. B. DE C.V.**

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Luis Miguel Briola Clement
Secretary of the Board of Directors