

Proposal to amend Articles 7, 13, 20, and 23 of the bylaws of Nemak, S.A.B. de C.V. (“Nemak”), subject to approval by the Extraordinary General Shareholders’ Meeting to be held on March 27, 2025

Current Version with Proposed Amendments. Additions are indicated in bold , <i>italics</i> , and <u>underlined</u> , while deletions are shown as strikethrough.	Clean Version Incorporating the Proposed Amendments.
Article Seven.- Shares of the Company.- [...] II. The capital stock is variable, the minimum fixed capital being the amount of \$[●]¹ \$6,607’401,163.42 (six billion six hundred seven million four hundred one thousand one hundred sixty-three[●] Mexican pesos [●]/42/100) represented by [●]² 3,144’305,643 ([●]/three billion one hundred forty four million three hundred five thousand six hundred forty-three) common, nominative, Class “I” of Series “A” shares, without par value, fully subscribed and paid. [...]	Article Seven.- Shares of the Company.- [...] II. The capital stock is variable, the minimum fixed capital being the amount of \$[●] ([●] Mexican pesos [●]/100) represented by [●] ([●]) common, nominative, Class “I” of Series “A” shares, without par value, fully subscribed and paid. [...]
Article Thirteen.- Call Requirements.- The call for meetings shall be given through the publication of a notice in at least two major newspapers in the Company’s place of business and in Mexico City and/or in the electronic system established for that purpose by the Ministry of Economy (<i>Secretaría de Economía</i>). [...] <u>Shareholder meetings, whether ordinary or extraordinary, may be held in person or through the use of electronic, optical, or any other technological means that enable the participation of all or part of the shareholders and/or their duly authorized proxies by such means, provided that participation is simultaneous and allows for interaction in deliberations in a manner functionally equivalent to an in-person meeting. It is understood that, in all cases, appropriate mechanisms or measures must be in place to ensure access, verification of participants’ identities, and, where applicable, the recording of their votes, along with the corresponding evidence.</u> [...]	Article Thirteen.- Call Requirements.- The call for meetings shall be given through the publication of a notice in the electronic system established by the Ministry of Economy (<i>Secretaría de Economía</i>). [...] Shareholder meetings, whether ordinary or extraordinary, may be held in person or through the use of electronic, optical, or any other technological means that enable the participation of all or part of the shareholders and/or their duly authorized proxies by such means, provided that participation is simultaneous and allows for interaction in deliberations in a manner functionally equivalent to an in-person meeting. It is understood that, in all cases, appropriate mechanisms or measures must be in place to ensure access, verification of participants’ identities, and, where applicable, the recording of their votes, along with the corresponding evidence. [...]
Article Twenty.- Powers of the Board of Directors.- [...] 1. General power of attorney for lawsuits and collections, delegable and substitutable, without any	Article Twenty.- Powers of the Board of Directors.- [...] 1. General power of attorney for lawsuits and collections, delegable and substitutable, without

¹ This amount shall be the result of subtracting the number of treasury shares as of the date of the Meeting from the share capital.
² This amount shall be the result of subtracting from the total of 3,080,747,324 currently outstanding shares those shares proposed for cancellation.

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limitation, and with all general and special powers, in accordance with Articles 2554 (two thousand five hundred and fifty-four), paragraph one and 2587 (two thousand five hundred and eighty-seven) of the Federal Civil Code and the correlative Articles 2448 (two thousand four hundred and forty-eight), paragraph one and 2481 (two thousand four hundred and eighty-one) of the Civil Code of the State of Nuevo León and its correlative articles of the Civil Codes of the Federal District and the various <u>other</u> States of the Mexican Republic, depending on the place where it is exercised and in accordance with the terms of the other laws and regulations, whether federal or local, that apply. [...] The designee or designees that have been empowered by the Board of Directors with the broadest powers to exercise power of attorney for lawsuits and collections on the terms transcribed above, may in turn name one or more court nominees in accordance with Article 2586 (two thousand eighty-six) of the Federal Civil Code and its correlative Article 2480 (two thousand eighty) of the Civil Code of the State of Nuevo León and its correlative articles in the Civil Codes of the Federal District and the distinct <u>other</u> States of the Mexican Republic in which a judicial mandate is exercised. [...] 2. General power of attorney to exercise all acts of management and control that is unconditionally conceded in the second and third paragraphs of Article 2554 (two thousand five hundred and fifty-four) of the Federal Civil Code, its correlative second and third paragraphs of Article 2448 (two thousand four hundred and forty-eight) of the Civil Code of the State of Nuevo León and its correlative articles in the Civil Codes of the Federal District and the distinct <u>other</u> states of the Mexican Republic in which a judicial mandate is exercised.	any limitation, and with all general and special powers, in accordance with Articles 2554 (two thousand five hundred and fifty-four), paragraph one and 2587 (two thousand five hundred and eighty-seven) of the Federal Civil Code and the correlative Articles 2448 (two thousand four hundred and forty-eight), paragraph one and 2481 (two thousand four hundred and eighty-one) of the Civil Code of the State of Nuevo León and its correlative articles of the Civil Codes of the other States of the Mexican Republic, depending on the place where it is exercised and in accordance with the terms of the other laws and regulations, whether federal or local, that apply. [...] The designee or designees that have been empowered by the Board of Directors with the broadest powers to exercise power of attorney for lawsuits and collections on the terms transcribed above, may in turn name one or more court nominees in accordance with Article 2586 (two thousand eighty-six) of the Federal Civil Code and its correlative Article 2480 (two thousand eighty) of the Civil Code of the State of Nuevo León and its correlative articles in the Civil Codes of the other States of the Mexican Republic in which a judicial mandate is exercised. [...] 2. General power of attorney to exercise all acts of management and control that is unconditionally conceded in the second and third paragraphs of Article 2554 (two thousand five hundred and fifty-four) of the Federal Civil Code, its correlative second and third paragraphs of Article 2448 (two thousand four hundred and forty-eight) of the Civil Code of the State of Nuevo León and its correlative articles in the Civil Codes of other states of the Mexican Republic in which a judicial mandate is exercised.
Article Twenty-Three.- Board Resolutions.- <u><i>The meetings of the Board of Directors, as well as those of its auxiliary committees, may be held in person or through the use of electronic, optical, or any other technology, as if they were in-person meetings, with participation from all or some of the attendees either in person or via electronic, optical, or other technological means, all of which shall have the same validity. [...]</i></u> The decisions of the Board, <u><i>as well as those of its auxiliary committees, may be made using electronic, optical, or any other technology and</i></u> shall be approved by a majority vote of all its proprietary members (or their respective alternates). [...] The minutes of each meeting of the Board must be	Article Twenty-Three.- Board Resolutions.- The meetings of the Board of Directors, as well as those of its auxiliary committees, may be held in person or through the use of electronic, optical, or any other technology, as if they were in-person meetings, with participation from all or some of the attendees either in person or via electronic, optical, or other technological means, all of which shall have the same validity. [...] The decisions of the Board, as well as those of its auxiliary committees, may be made using electronic, optical, or any other technology and shall be approved by a majority vote of all its proprietary members (or their respective alternates). [...] The minutes of each meeting of the Board must be transcribed into the

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transcribed into the Minutes Book, which must be signed, <u><i>either with a handwritten or electronic signature</i></u> , by the Chairman and the Secretary. [...] The resolutions so adopted shall be transcribed into the Minutes Book with the signature, <u><i>either handwritten or electronic</i></u> , of the Chairman and the Secretary.	Minutes Book, which must be signed, either with a handwritten or electronic signature, by the Chairman and the Secretary. [...] The resolutions so adopted shall be transcribed into the Minutes Book with the signature, either handwritten or electronic, of the Chairman and the Secretary.
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