





























Mission

Sustainable solutions for the global transportation industry. Providing structures that help our customers move the world more efficiently, while protecting the environment and ensuring long-term economic and social value generation for our stakeholders.

Vision

We endeavor every day to build the future of vehicle structures, co-creating with our partners and providing sustainable solutions for generations to come.

Values



Person Oriented

We work to build our own happiness and contribute to everyone else's



Agile

We learn fast, adapt and move forward to add value



Humble

We leverage our strenghts and overcome our weaknesses



High Performing

We always collaborate and exceed expectations



Transcendent

We ensure our actions have a positive impact

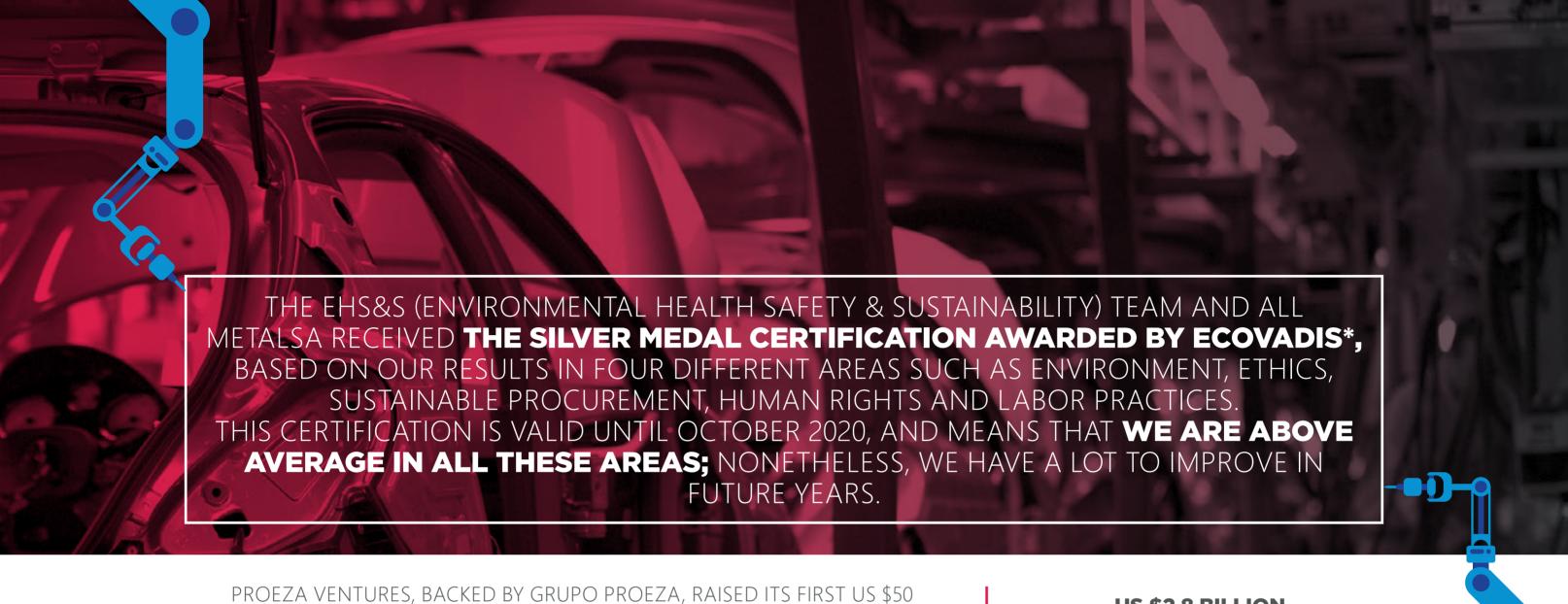
GRUPO PROEZA

METALSA IS THE AUTOMOTIVE SUBSIDIARY

of Grupo Proeza, an industrial Mexican group owned, managed and operated by the Zambrano family. It has the mission to build a better world through the development of businesses which generate economic and social value through its two operating units and two investment ones.







PROEZA VENTURES, BACKED BY GRUPO PROEZA, RAISED ITS FIRST US \$50 MILLION FUND, TO INVEST EXCLUSIVELY IN MOBILITY-FOCUSED START-UPS, **BECOMING THE LARGEST LATAM-ESTABLISHED FUND IN THIS SPACE.**

ISO 14001:2015 CERTIFICATION
IN ALL OUR MANUFACTURING SITES

10 COUNTRIES **19** MANUFACTURING PLANTS

US \$2.8 BILLION REVENUES

13,240 COLLABORATORS

 EcoVadis monitors sustainability in global supply chains and helps companies to adopt sustainable practices.



GRI 201: 103-1, 103-2, 103-3 GRI 102-14, 102-15

WHAT DOES SUSTAINABILITY MEAN FOR METALSA, AND WHAT IS OUR APPROACH TO DOING BUSINESS?

Here at Metalsa, we are committed to fostering a high quality of life for everyone working at our company and aim to cultivate a solid value chain and corporate citizenship to help protect the environment, while developing the communities where we operate. Sustainability is at the core of Metalsa, and as such, we build upon our principles and strategies responsibly to ensure our actions have a positive impact, guaranteeing a long-term economic and social value for our stakeholders.

In summary, we see sustainability as a pie, from which its slices need to be distributed uniformly amongst all our stakeholders, who are impacted by our actions.





Here at Metalsa, how have we maintained our philosophy on Sustainability during 2019?

Our core Values, which are the foundation of our operations, were adapted and molded in 2019 to have a clearer vision of where our decisions and strategies should be directed.

Our five new Values moved us with purpose working to build our happiness and contributing to everyone else's; leveraging our strengths and overcoming our weaknesses; learning fast, adapting and moving forward; and collaborating and exceeding expectations while altogether ensuring that our actions have a positive impact in the workplace and our daily life.

We managed to transform our goals into actions by looking through the lens of the three spheres of sustainability and implemented collaborative projects to address the concerns and challenges facing our stakeholder community.

From a social development standpoint, we launched projects that had substantial impact on engaging the community through education and awareness activities. We enabled community groups to champion self-sustainable projects, empowered young people by giving them the tools to champion innovation within their community, and facilitated and strengthened vulnerable groups to gain visibility to achieve transformative change in their environment.

From an economic development perspective, we identified areas within our communities where we invested and foster growth in infrastructure, promoted strategies to create employment and opportunities for our collaborators to be more agile and have fulfilling careers, while supporting cultural diversity and inclusiveness within the workplace.

Finally, our growing contribution to a healthy planet is driven by our culture of responsible consumption and proper waste management; moreover, we were able to obtain significant reductions in greenhouse gas emissions. By increasing attention to the environmental crisis, we were able to make positive changes in mindset on environmental sustainability.

The road to sustainability is a long one, and we continue to concentrate our efforts on evaluating our processes and their impacts to achieve a deeper understanding of the importance of sustainable development within our communities.

We continue to adhere to international reporting standards and support initiatives to disseminate appropriate information among our stakeholders. We comply with sustainability standards and certifications, and actively evaluate the impacts of our processes, resulting in establishing strategies to help identify ways to preserve our strengths and solutions to address our weaknesses.

More importantly, we continue to embrace change that will drive us to accomplish long-term sustainability goals, which is consistent with long-term sustainability development for Metalsa and the communities where we operate.

Our determination to keep sustainability at our core is our approach to conducting good business. In order to ensure we meet this critical mission, we will continue to steer our efforts to raise awareness about sustainability among all of those with whom we do business.

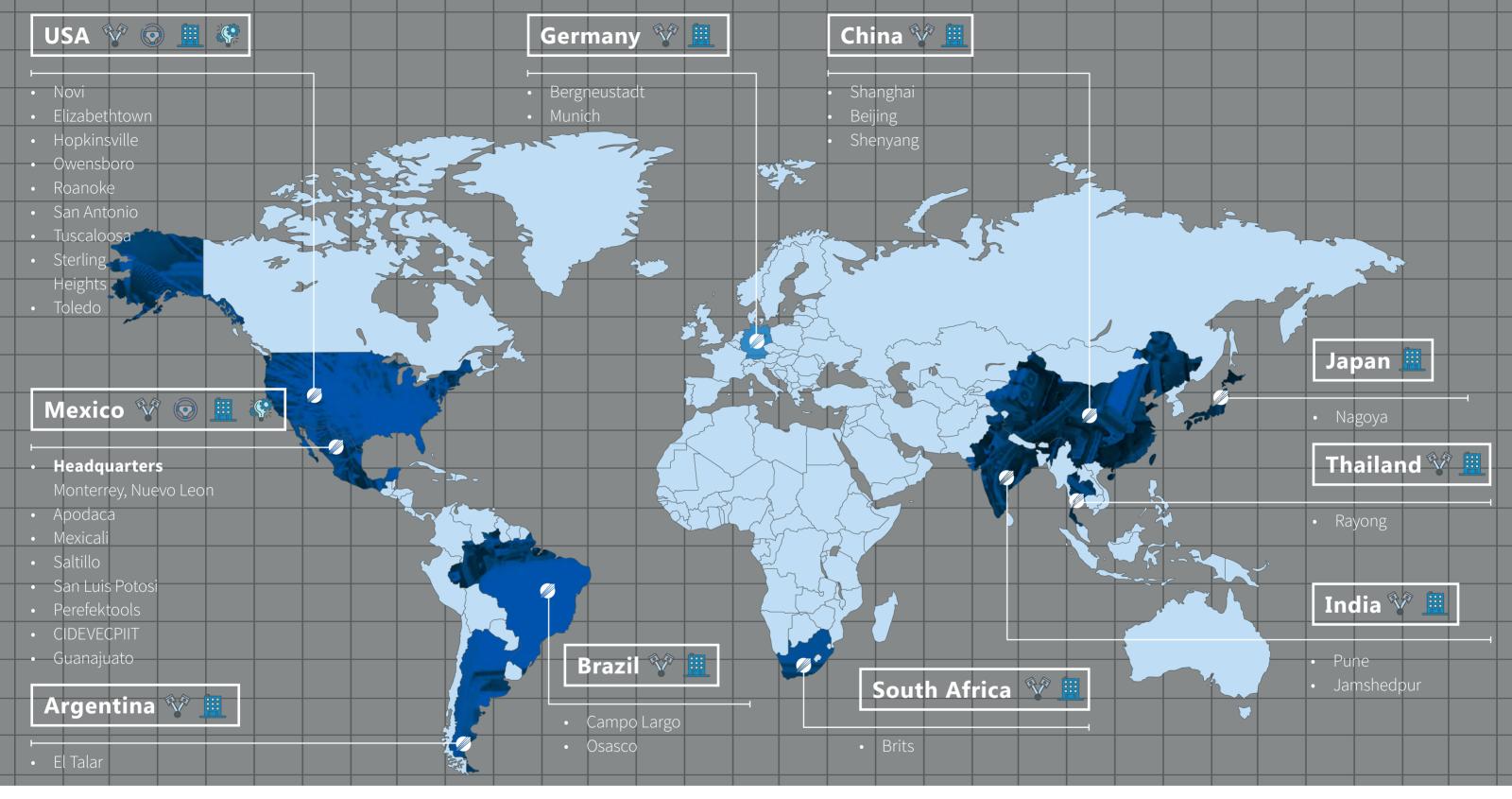
Embracing our environmental objectives as a top priority and aligning all our efforts to our Values is what makes us a strong company in doing things the right way. I am proud to witness our philosophy transcend as a critical part of our operation in how we do business in the months and years to come.

In this report, you will discover details and actions we are taking to preserve our environment and stakeholders as enablers of a sustainable world, and I encourage your support throughout our journey to sustainable excellence.

SINCERELY, **LEOPOLDO CEDILLO**CHIEF EXECUTIVE OFFICER













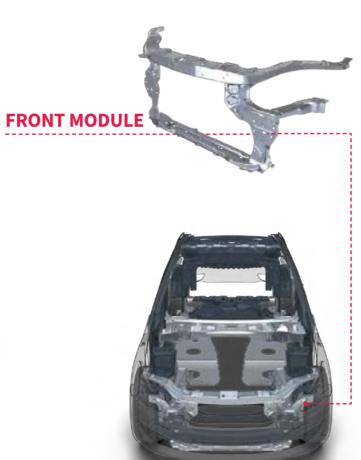




LICITE VEHICLES

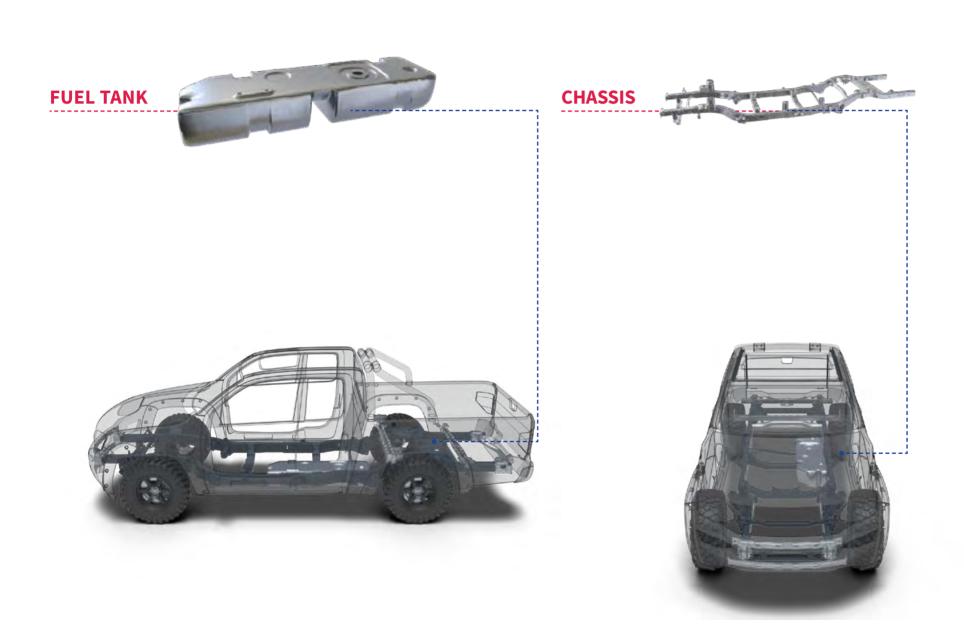
Passengercars

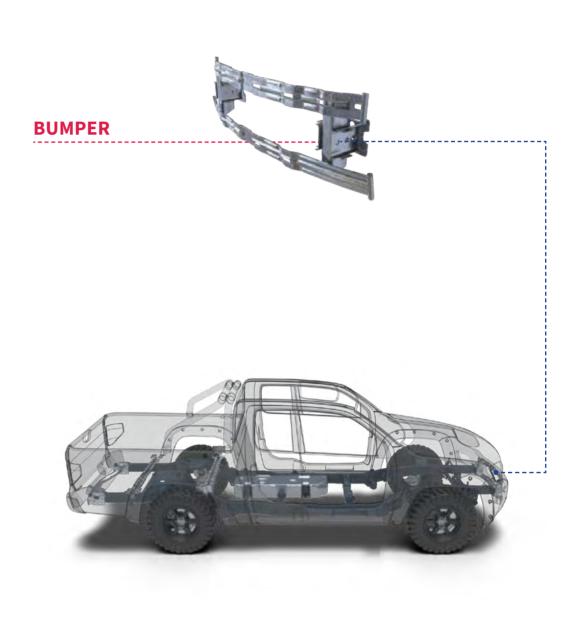




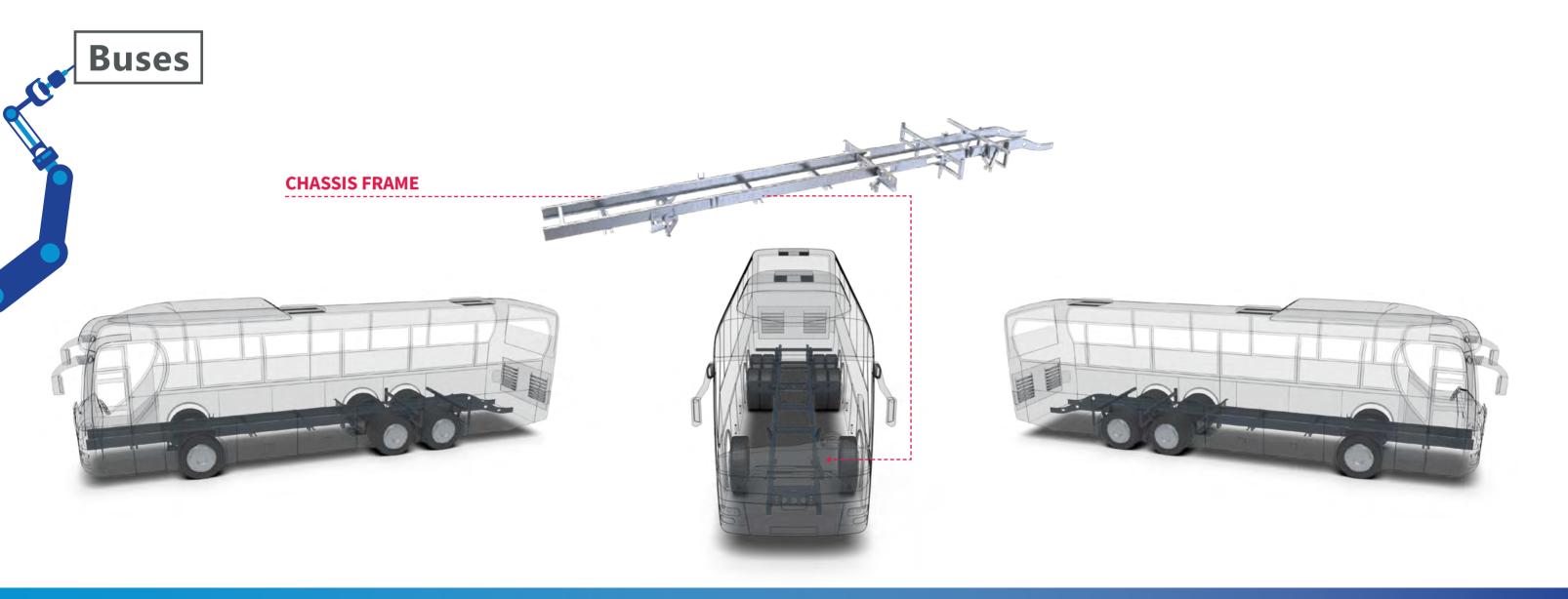


Light trucks

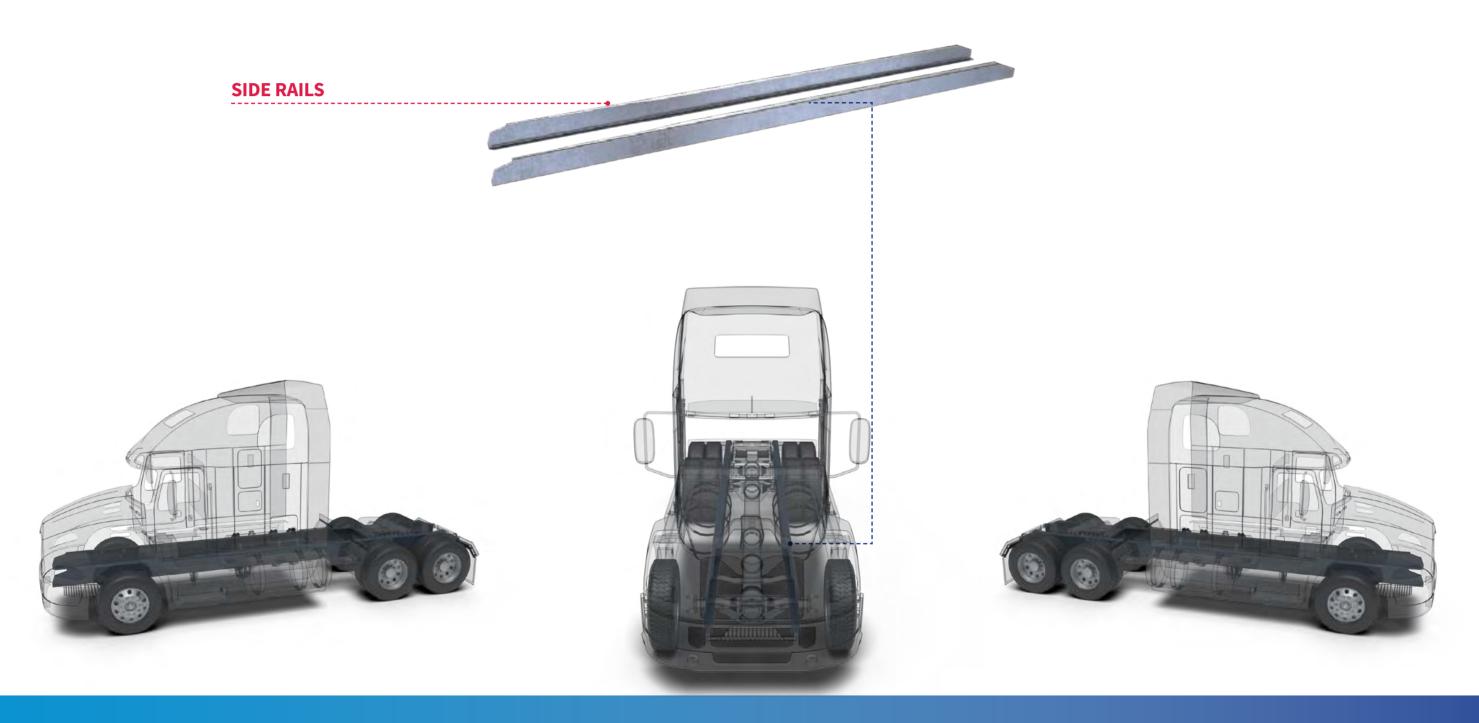


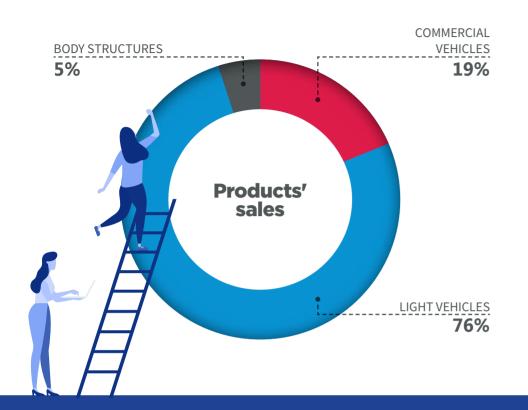


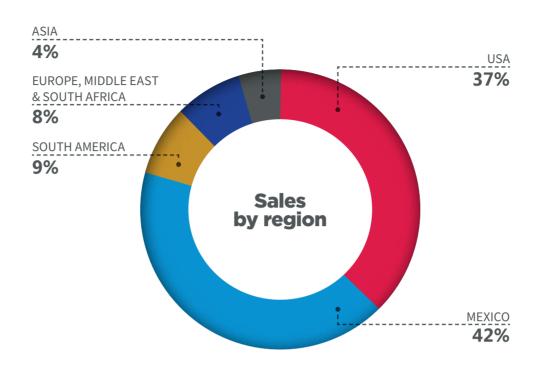
COMMERCIAL VEHICLES



Light trucks











Furthermore, we are a full-service partner to major related to our products' welding and geometry.

multiple customers worldwide in several brands Assessment (CQI-15) standard. and markets, from basic utility vehicles through high luxury vehicles.

automotive Original Equipment Manufacturers We carry out special procedures and verification (OEM) and provide additional services; such as processes that are intended to ensure the integrity design and development; prototype and testing; of the welding. These take into account Metalsa's value and engineering; and production and launch. best practices, lessons learned, and documented Substances content in our products is verified with processes created by our Joining System At Metalsa, we provide products and solutions for Knowledge Center and AIAG Welding System

Moreover, all designs are submitted to virtual Through our customer scorecards, we receive durability to find any thinning or fracture of the one of our customers. feedback regarding our overall performance; material, as well as any fatigue that degrades customers evaluate the products' quality, delivery, the performance of the components Metalsa cost, warranty, among others, so we can improve supplies. Some physical tests are performed any glitches. Our main safety assessments are for prototypes, including four posts, track

durability, rolling and towing dynamometer, among others, so the results obtained from simulation are verified.

the Material Data Sheet, which is uploaded into the International Material Data System (IMDS) as part of our Production Part Approval Process (PPAP) and that of our suppliers. This way, we ensure compliance with all regulations related to end of simulations of the forming process and vehicle life vehicle directives and those unique for each

WE STRIVE TO **DELIVER THE BEST PRODUCTS** WITH **OUTSTANDING QUALITY.**



Metalsa Operating System Model

MOS objective is to achieve a comprehensive approach to:

- 1. People safety and development, ensuring all collaborators work in a safe environment, conductive for their physical and mental wellbeing.
- 2. Customer satisfaction by providing outstanding quality, deliver and cost.
- 3. Profitability through waste elimination.

Objective

People safety & development Customer satisfaction Profitability OUR NEW
SUSTAINABILITY
STRATEGY AIMS
TO BECOME ONE
COHESIVELY WITH
MOS, IN ORDER
TO MAXIMIZE ALL
SUSTAINABILITY
EFFORTS AND
INITIATIVES, AND THUS,
THE IMPACT THEY
HAVE ON THE
ENVIRONMENT AND
COMMUNITIES.

Sub Systems



Health, Safety & Environment

Sustainability

Quality

Competitiveness & Standardization

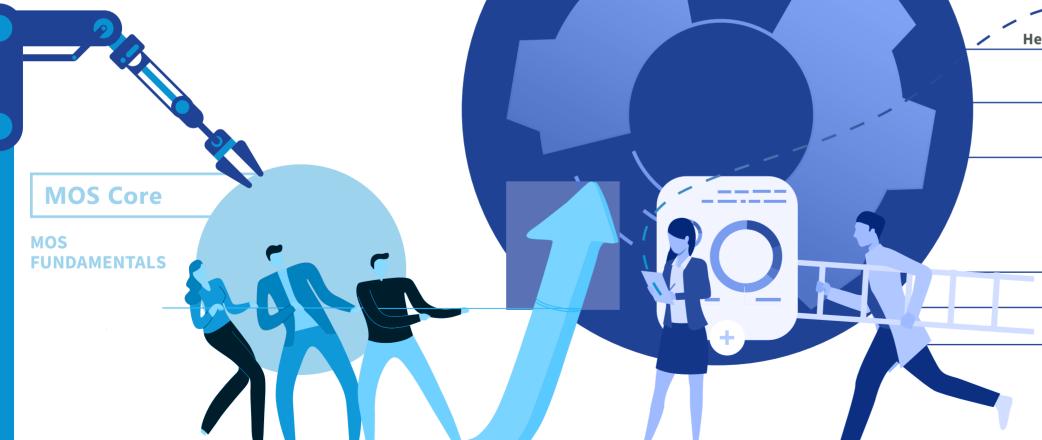
Production Process Engineering Maintenance Supply Chain

Global Project & Program Management

Manufacturing Strategies

Business Practices

DURING 2019,
WE STARTED TO
REDEFINE OUR
SUSTAINABILITY
STRATEGY. THIS
NEW APPROACH WILL
STATE OUR VALUES
AND PURPOSE AS A
COMPANY, STRIVING
TO CREATE ADDED
VALUE FOR ALL OUR
STAKEHOLDERS IN THE
THREE SUSTAINABILITY
DIMENSIONS: PEOPLE,
PLANET AND PROFIT.







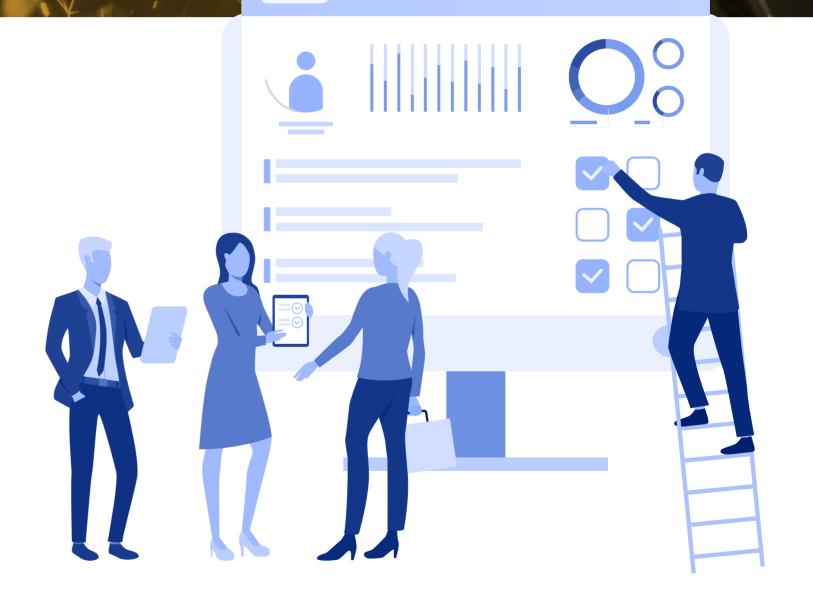




STAKEHOLDERS GRI 102-21, 102-40, 102-42, 102-43, 102-44

After evaluating how Proeza's companies influence stakeholders and which are the ones that have a strong influence in the Group's performance and permanence, our stakeholders were grouped in four main categories.

OUR
SUSTAINABILITY
STRATEGY
DEFINES THE
STAKEHOLDERS
WITH THE
HIGHEST
INFLUENCE
IN OUR
OPERATIONS.



Dimension	Stakeholder	Communication channels	Expectations and concerns	Response
• Community	• Collaborators	 Social media Email LinkedIn Communication meetings Transparency Line Face to face meetings Office screens Metalsa Listens and Responds website 	 Interest to be part of Metalsa Work climate survey Anonymous grievance resolution Organizational culture and operations Company's strategies and goals Operating results Working conditions 	 New hires Collaborators' satisfaction programs Action plans Opinion on organizational culture Suggestions and grievances resolutions Working with a single goal Consolidation of business best practices
	• Families	Face to face meetingsWebsiteSocial mediaInternal promotion	Women's empowermentCollaborators' children careFamily integration and wellbeing	Equal opportunities for men and womenDaycare serviceSocial and sport events
• Governing Framework	• Proeza shareholders	 Email Annual Meeting Website Zanet system Conference calls with CEO and CFO Facet to face meetings 	More frequent communications	 Zanet system' development New KPI's for website Implementation of conference call
• Value Chain	• Suppliers	 Emails Face to face meetings B2B meetings Expositions Transparency Line 	 Define working agreements Suppliers' development Commission to strengthen and develop value chains 	 Contracts' updating Logistics' plans Renewing suppliers Increase local investment Programs for suppliers' development Connection with local businesses

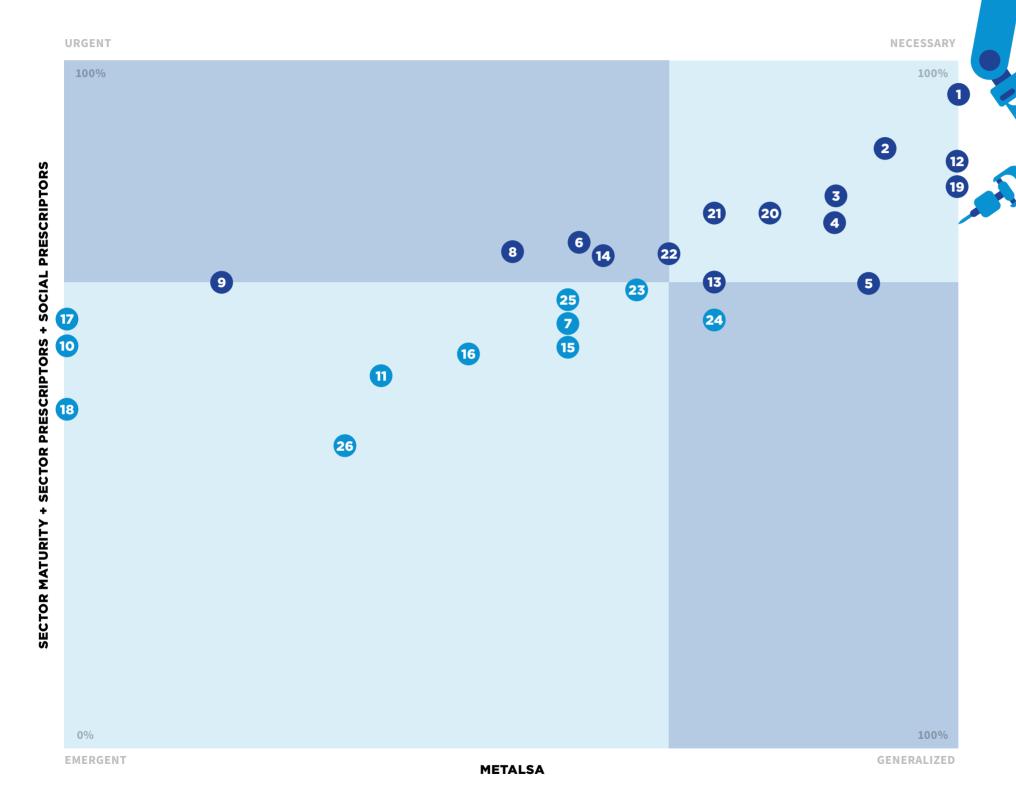
Dimension	Stakeholder	Communication channels	Expectations and concerns	Response
• Value Chain	• Customers	 Emails Face to face meetings B2B meetings Expositions Transparency Line 	 Define working agreements Customers' development Commission to strengthen and develop communities 	 Contracts' updating Logistics' plans Increase local investment Connection with local businesses
• Corporate Citizenship	• Environment and Community	 Emails Face to face meetings Inspections and visits to sites Training 	 Regulations, certifications and audits Diversity topics Work inclusion Community development programs Youth education programs Work opportunities for young people Community health and wellbeing Environmental compliance Civil protection compliance 	 Attention to regulators Participation in industry chambers Talent attraction Equal opportunities Community programs to improve quality of life Social Responsibility training Open education Environmental programs to reduce footprint Working plans Training of safety brigades Contracts' updating

MATERIALITY ASSESSMENT GRI 102-46, 102-47

WE RENEWED
OUR MATERIALITY
ASSESSMENT TO
FOCUS EFFORTS
AND INCREASE
OUR POSITIVE
IMPACT.

During 2019, we renewed our materiality assessment with a sustainability consultancy, aiming to identify material topics to focus on, as well as tendencies, risks and opportunities. The methodology used complies with the Global Reporting Initiative's (GRI) guidance to identify, prioritize and validate material topics. Hence, we carried out a qualitative and quantitative analysis of the industry's maturity, sector risks and social risks through a benchmark comparing the sector's most significant companies, laws and industry chambers, as well as voluntary associations. Besides material aspects, this assessment revealed areas of opportunity for our company –urgent topics–, which are reported as material, since they are of great relevance for the sector. All results were portrayed in the following matrix.

Feedback and expectations from our stakeholders are of the utmost importance for Metalsa. Therefore, during 2020 we will present these topics to our critical stakeholders –Customers, Suppliers and Collaborators– to obtain their opinions and fulfill their needs, as well as to validate material aspects.



- **01.** Operations
- **02.** Product & service development
- **03.** Ethics & integrity
- **04.** Corruption, bribery & transparency
- **05.** Brand management
- **06.** Risk management
- **07.** CSR Management
- **08.** Customer relations management
- **09.** Financial topics
- **10.** Cybersecurity
- **11.** Corporate Governance
- **12.** Environmental Policies
- **13.** Energy ecoefficiency

- 14. Waste management
- **15.** Water management
- **16.** Climate change
- **17.** Materials
- **18.** Biodiversity
- 19. Social topics management
- **20.** Occupational health & safety
- **21.** Supplier standards
- 22. Human rights
- 23. Social impact
- **24.** Diversity & equal opportunities
- **25.** Human development
- **26.** Talent attraction

Material and urgent aspects were then translated to Topic Specific GRI Standards:

Material aspect	Topic Specific GRI Standard • GRI 102. General Disclosures. Organizational profile		
Operations			
Product / service development	GRI 416: Customer health and safetyGRI 417: Marketing and labeling		
Ethics and integrity	GRI 102. General Disclosures. Ethics and integrity		
Corruption / bribery / transparency	 GRI 102: General Disclosures. Ethics and integrity GRI 205: Anticorruption GRI 206: Anti-competitive behavior GRI 415: Public policy 		
Social topics management	GRI 419: Socio Economic Compliance		
Supplier standards	 GRI 204: Procurement Practices GRI 308: Supplier Environmental Assessment GRI 414: Supplier Social Assessment 		
Occupational health and safety	GRI 403: Occupational health and safety		
Human rights	 GRI 406: Non-discrimination GRI 407: Freedom of Association and Collective Bargaining GRI 408: Child Labor GRI 409: Forced or Compulsory Labor GRI 412: Human Rights Assessment 		
Environmental policies	GRI 307: Environmental compliance		
Energy eco-efficiency	GRI 302: Energy		



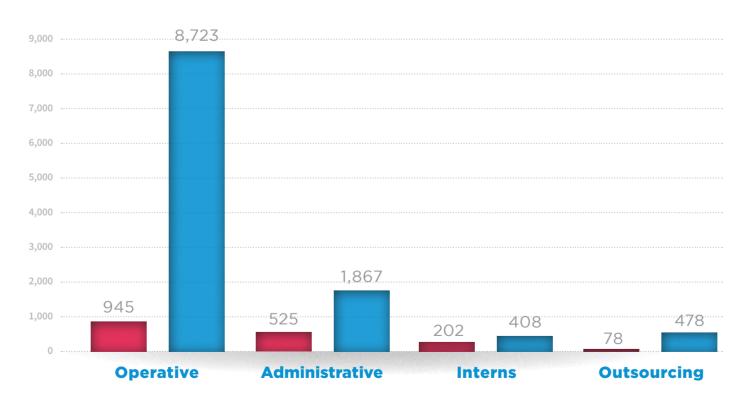




We promote talent, commitment and motivation among our collaborators, as well as a sense of belonging and pride to be part of Metalsa's family. We live our values; therefore, we encourage an outstanding work environment, where every team member has the opportunity to boost their professional and personal development.

13,240 COLLABORATORS WORLDWIDE

Collaborators by gender and contract





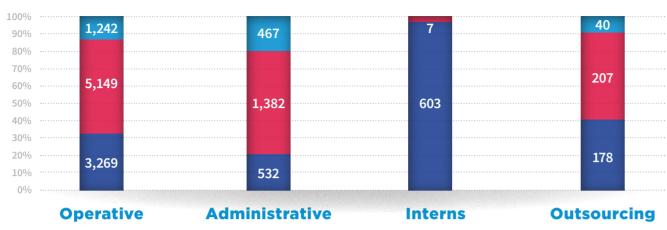
86.8%



13.2%

- * 14 collaborators did not disclose their gender.
- * 86.7% have permanent contracts and 99.1% work full-time.

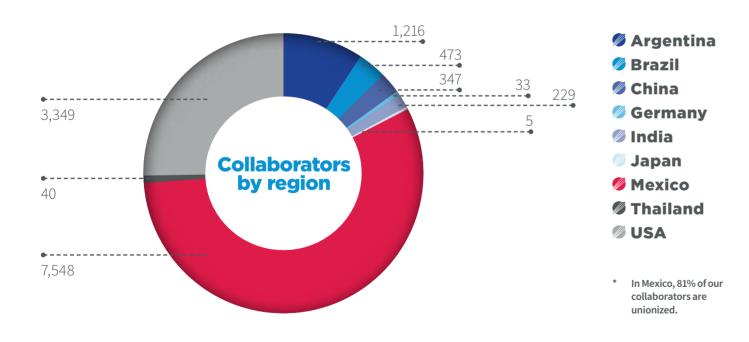
Collaborators by age range



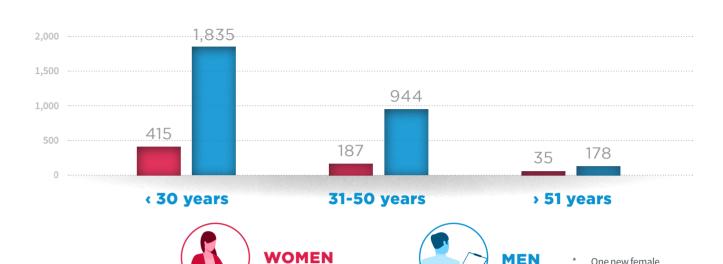




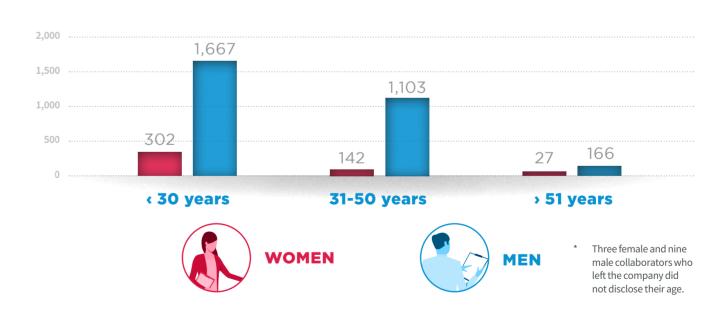




New hires



Dismissals



TURNOVER RATE:

ADMINISTRATIVE: 9.45%

OPERATIVE: **21.60%**

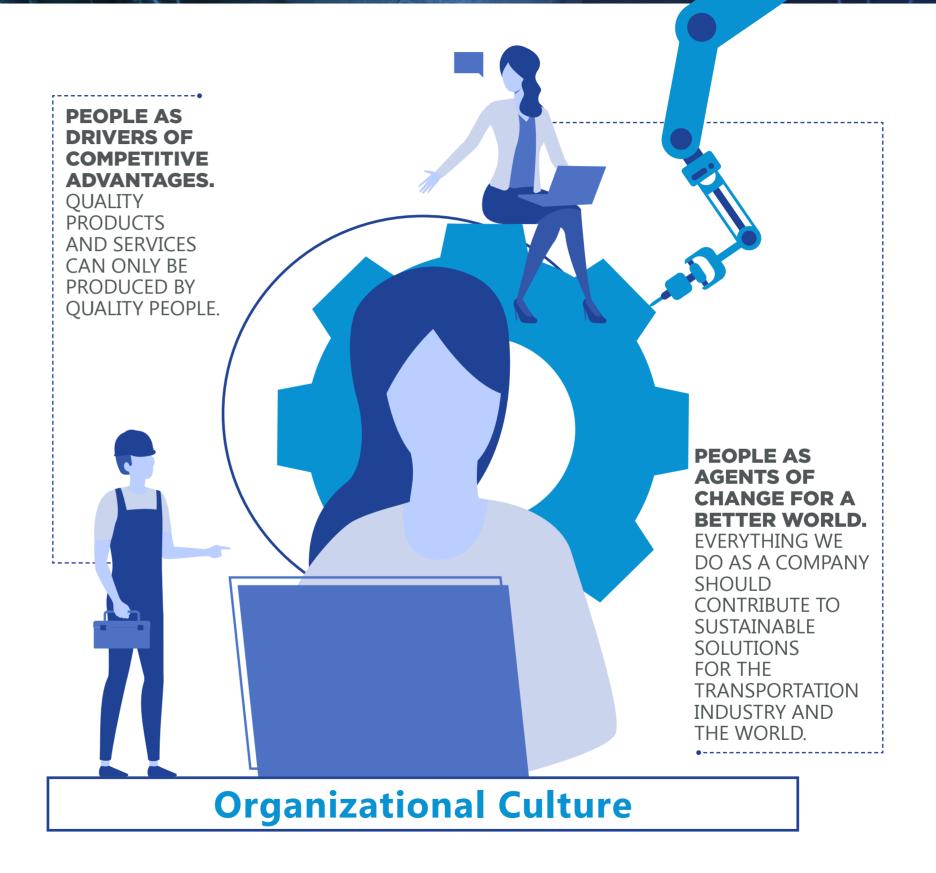
MEN

One new female collaborator did not

disclose her age.

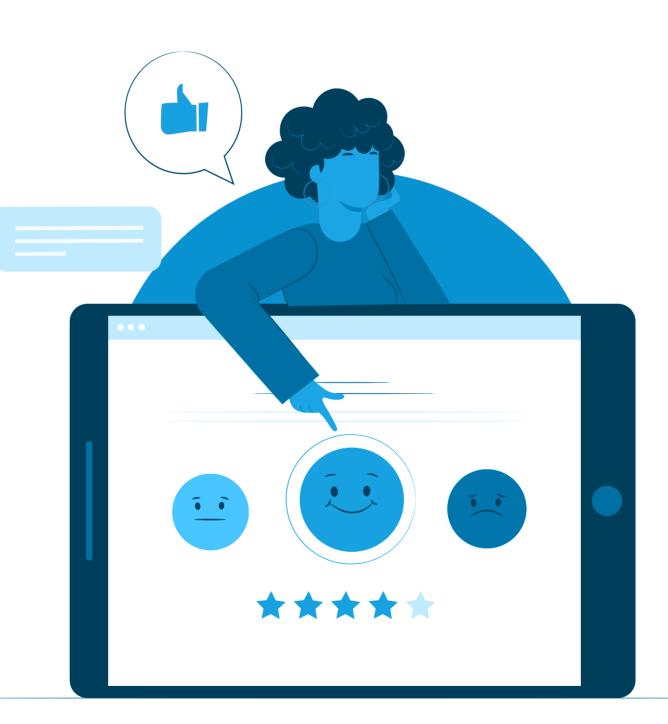
We provide competitive benefits, well beyond the law's requirements, aiming to retain the best talent and contribute to the improvement of their quality of life. Their remuneration includes fixed and variable pay, equity-based pay, signing bonuses or recruitment incentive payments, termination compensation clawback, paid vacations, life insurance, medical insurance (private or governmental) and retirement saving plans. In addition, we provide maternity and paternity benefits, in line with local regulations.

WE AIM TO CREATE AN ENVIRONMENT OF TRUST, TRANSPARENCY AND RESPECT AMONG OUR COLLABORATORS.



At Metalsa we offer equal opportunities for everyone through a strict non-discrimination perspective. We have the unyielding commitment to prevent, manage and sanction any type of conduct that goes against our Culture or values.

OUR APODACA
AND SALTILLO
SITES
OBTAINED THE
FAMILIARLY
RESPONSIBLE
COMPANY
DISTINCTION,
WHICH
RECOGNIZES
OUR BEST
LABOR
PRACTICES.



In order to assess Metalsa's work environment, every two years our collaborators complete the Employee Satisfaction Survey (ESS). The ESS measures several significant categories for their quality of life, and thus, our business' profitability.

IN 2019, OUR SALTILLO SITE **OBTAINED THE INCLUSIVE** COMPANY **DISTINCTION DUE** TO THE OPEN SPACES PROGRAM IMPLEMENTATION, WHICH FOCUSES ON HIRING PEOPLE WITH DISABILITIES AND RAISING AWARENESS ABOUT VULNERABLE PEOPLE AMONG THE WORKFORCE.

Training and Development

WE STRIVE TO TRAIN ALL COLLABORATORS NOT ONLY ON THE REQUIRED SKILLS TO **EXCEL IN THEIR** ROLES, BUT IN **OUR QUALITY** AS A WAY OF LIFE CULTURE AND METALSA'S VALUES. THUS, **WE ESPECIALLY PROMOTE DIVERSITY AND HUMAN RIGHTS.**

Furthermore, we develop collaborators' capabilities that they can use not only for their everyday duties, but in their personal lives. We manage all our training programs through a service model divided into an Expert Center and a Human Development Solution Center; the Human Development Business Partner translates developmental needs and shares them with the Human Development Share Center and Center of Expertise (CoE). Within the CoE, we provide training through Metalsa University, which has three schools: Leadership, Business and Operations so that all learning solutions are aligned with our business strategy.

We have the goal to build a different learning culture, creating a self-learning mindset. Hence, during 2019, we designed innovative, comprehensive and measurable learning experiences with a high-impact for our business; and we integrated several new solutions into the Metalsa University.

During 2019, we imparted several training sessions, such as the Metalsa Leaders program for the second generation of leaders, the Sampling Tooling Program, Development Digital Program for Human Development Business Partners, Disruptive Learning, Quality Certification Program for Specialist in Mexico, accelerated training initiatives, among others. In addition, we granted scholarships so our most committed collaborators could finish their college bachelor degrees, or enroll for master degrees, PhD's or a second language.

Every year we carry out a performance assessment to operative and administrative personnel; in 2019, all eligible collaborators participated.

IN 2019, **WE INVESTED 80 TRAINING-HOURS PER** COLLABORATOR, APPROXIMATELY.

Health and Safety

GRI 403: 103-1, 103-2, 103-3 GRI 403-1, 403-2, 403-3, 403-5, 403-7, 403-8, 403-9

An excellent quality and performance greatly depend on the conditions we provide our collaborators, including any contractor or outsourced personnel, to carry out their daily activities. Therefore, we are committed to concentrate efforts on the wellbeing of their physical and emotional health and safety through several initiatives. Metalsa's global operations are regulated by the Safety and Health Management System, which comprises practices, tools, training programs, behaviors, responsibilities, risks and incident responses to ensure safe processes and is applicable to all personnel worldwide.

THE ENVIRONMENTAL,
HEALTH AND SAFETY
DEPARTMENT OVERSES
COMPLIANCE WITH
ALL REGULATIONS
AND MANAGES SAFETY
INITIATIVES TO IMPROVE
AND PROMOTE OUR BEHAVIORBASED SAFETY MODEL.

We encourage collaborators to report any risk or unsafe condition they witness. Through the Incident Management procedure, we classify safety risks and impacts, from near misses to fatalities. All incidents are investigated with a strict methodology; the plant coordinator reviews and approves these investigations to find their origin and implement preventive and/or corrective actions. On a regular basis, the progress of these actions is reviewed with the plant coordinator or leadership team.

This year we implemented regional safety committees with weekly reports to share best practices and reduce incidents. We reinforced a prevention mindset in our workforce; thus, modifying risky behaviors to avoid accidents, report dangerous conditions and teach first aid resources.

DURING 2020, WE WILL CERTIFY STRATEGIC MANUFACTURING SITES² UNDER ISO 45001, OCCUPATIONAL HEALTH AND SAFETY MANAGEMENT SYSTEM.

WE CONSTANTLY ORGANIZE
WORKSHOPS, FAIRS
AND COMMUNICATION
CAMPAIGNS TO IMPROVE
OUR COLLABORATORS'
PHYSICAL,
PSYCHOLOGICAL AND
EMOTIONAL HEALTH.

Furthermore, we provide constant training on health and safety topics, such as job safety analysis, cardinal rules and behaviors, use of safety scorecards, emergency plans, health programs, as well as specific courses for high-risk activities, like the use of personal protective equipment, elevated work, material guarding and handing working in confined spaces, among others.



COMMUNITY DEVELOPMENT

During 2019, we developed our internal policy Sustainable Community Development and Social Investment, which defines the proper management of community relations in all our sites. Each site must assign an annual budget for community events according to their specific needs, which are approved through internal assessment a tool. Subsequently, they must report monthly their progress and compliance.

In 2020, we plan to completely implement this Policy, which aims to identify opportunity areas in communities where we have presence to define projects and actions to improve their quality of life.

Recapacicla

We aim to promote and raise awareness about environmental protection in our communities. During 2019, we implemented the "Recapacicla" program in Saltillo community to reduce pollution and waste, teaching the importance of proper waste disposal and recycling.

We convened two collection campaigns, where we

WE STRIVE TO CREATE A RELATIONSHIP BASED ON TRUST WITH THE COMMUNITIES WHERE WE OPERATE, THUS, CONTRIBUTING **TO RAISING THEIR QUALITY OF LIFE AND ECONOMIC DEVELOPMENT, AS WELL AS INCREASING OUR** PROFITABILITY.

encouraged collaborators, their families and members from the community to collect recyclable waste, such as PET, paper, cardboard and used aluminum materials. These were sold to a specialized company, and the amount was donated to participating schools.

SPARK Program

Together with Lego Education, we developed the SPARK Program to reach schools in communities with low incomes and limited resources, where many of the students have reduced opportunities and abandon their studies in order to work and help their families.

THIS PROGRAM
AIMS TO MOTIVATE
AND ENCOURAGE
YOUNG
PEOPLE'S
INTEREST IN
SCIENCE AND
TECHNOLOGY.





SUPPLY CHAIN GRI 204, 308, 408, 409, 412, 414: 103-1, 103-2, 103-3 GRI 102-9, 204-1, 308-2, 412-3, 414-2

Our procurement process begins by understanding our customers' requirements and specifications. Subsequently, once all necessary materials for the finished products have been determined, suppliers are assessed and rated. We aim to properly manage our supply chain in order to ensure all acquired products comply with the required conditions, as well as to strengthen relations with third parties and set fair prices for the materials we purchase.

Our Procurement area is responsible of all relations with suppliers; it defines applicable terms and conditions of commercial relations. The Logistics

area maintains operations running smoothly by communicating all requirements to suppliers so they comply with the production plan.

The main products we purchase are steel, extruded aluminum, fasteners, welding wire, wire forms, metallic stamping parts and chemicals for coating. In addition, we procure the services and spare parts necessary for the business to continue operating.

Strategic suppliers in Metalsa must be able to comply with time restrictions and specifications. The minimum requirements that must be met are:

compliance with our Code of Conduct, certification of its quality system, a satisfactory score in the Metalsa process audit, maintain an adequate performance, confidentiality agreement, meeting the requirements mentioned in the terms and conditions of purchase and in the Metalsa Supplier Manual – which includes sustainability topics, such as conflict minerals and sustainable sourcing –.



Metalsa Supplier Business Assessment

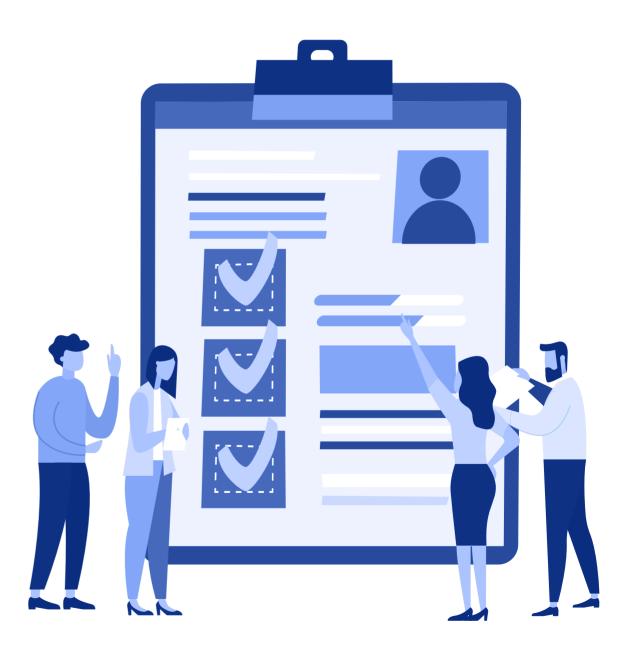
WE STRIVE
TO DEVELOP
LONG-TERM
COMMERCIAL
RELATIONS
WITH SUPPLIERS
WHO HAVE
BUSINESS
GOALS AND
VALUES
ALIGNED TO
METALSA'S.

Through this evaluation, we execute a comprehensive assessment of our supply chain. We use it to select new suppliers and follow-up on the existing's performance. We rate each supplier's quality, environmental and social practices. If we detect and opportunity for improvement or non-compliance with our guidelines, we request corrective measures so that the relation continues; subsequently, they must be reexamined to ensure they improved.

The questionnaire includes topics regarding quality, employment conditions, human rights, ethics, corporate governance, legal compliance, sustainability, as well as criteria aligned to institutions and standards like International Automotive Task Force (IATF), Automotive Industry Action Group (AIAG), ISO 14001, among others.

Due to the comprehensive approach of the MSBA, we are certain our new suppliers have working environmental and social policies and practices, mitigating, thus, any impact their operations may have. All our suppliers comply with our Supplier Manual and international labor laws, ensuring there is no risk of infringing people's human rights, such as child or forced labor.

IN 2019, WE ASSESSED 82% OF OUR SUPPLIERS.

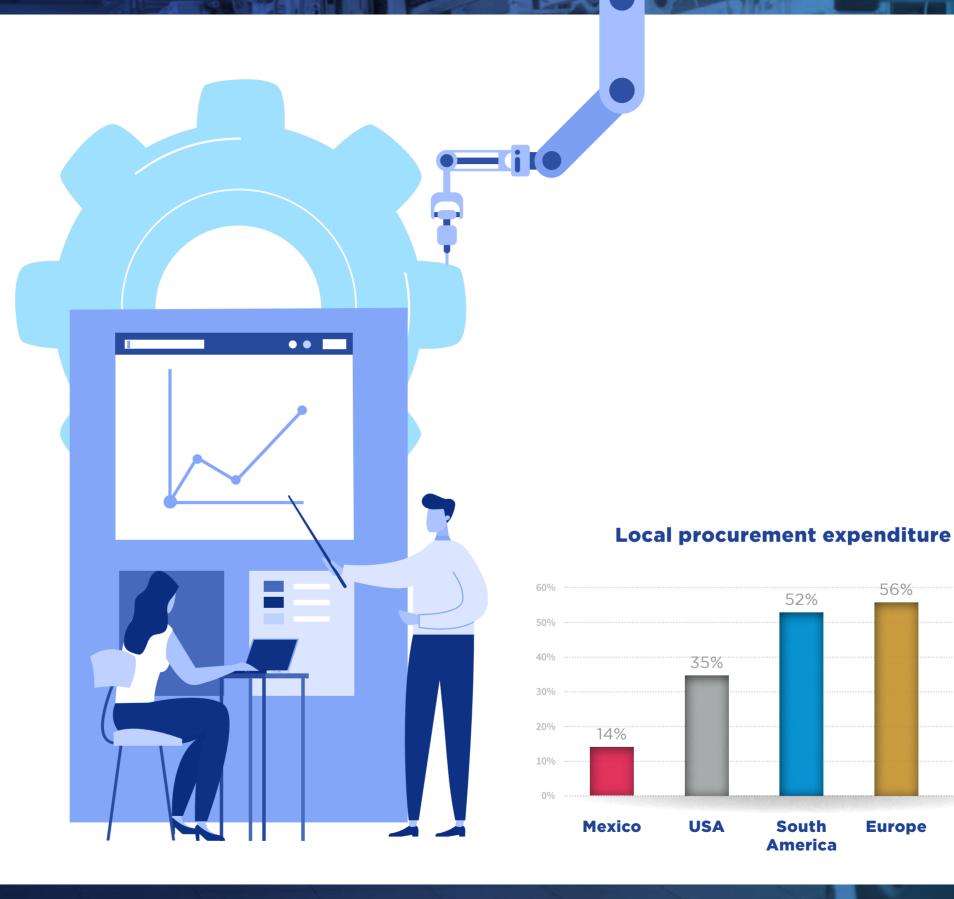


We seek to develop local suppliers to ensure a positive economic impact in the communities where we have presence, as well to increase their wellbeing. Furthermore, we strive to engage with minority suppliers, such as companies owned by women or veterans. We have a program to develop small enterprises so they can successfully supply products and services for our sites' operations.

+5,000 **SUPPLIERS**

20% OF OUR **PROCUREMENT BUDGET IS INVESTED IN LOCAL SUPPLIERS**³

3 Local suppliers refer to companies whose capital is from the same region where they are consumed, not necessarily the location of the manufacturing sites. Thus, the economic spill stays in the community.



56%

Europe

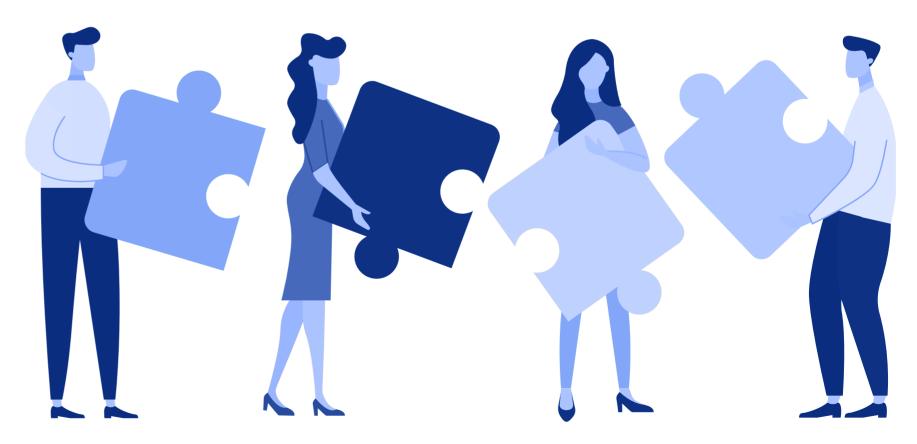
46%

Asia

CORPORATE GOVERNANCE GRI 102-18, 102-19, 102-20, 102-22, 102-23, 102-24, 102-28, 102-35, 102-36 GRI 102-18, 102-19, 102-20, 102-20, 102-23, 102-24, 102-28, 102-35, 102-36 GRI 102-18, 102-19, 102-20, 102-20, 102-23, 102-24, 102-28, 102-35, 102-36 GRI 102-18, 102-19, 102-20, 102-20, 102-23, 102-24, 102-28, 102-35, 102-36 GRI 102-18, 102-19, 102-20, 102-20, 102-23, 102-24, 102-28, 102-35, 102-36 GRI 102-18, 102-19, 102-20, 102-20, 102-20, 102-24, 102-28, 102-35, 102-36 GRI 102-18, 102-19, 102-20, 102-20, 102-20, 102-24, 102-28, 102-35, 102-36 GRI 102-18, 102-19, 102-20, 102-20, 102-20, 102-24, 102-28, 102-35, 102-36 GRI 102-18, 102-19, 102-20, 102-20, 102-20, 102-24, 102-28, 102-35, 102-36 GRI 102-18, 102-19, 102-20, 102-20, 102-20, 102-24, 102-28, 102-35, 102-36 GRI 102-18, 102-19, 102-20, 102-

OUR CORPORATE GOVERNANCE COMPLIES WITH THE BEST INTERNATIONAL PRACTICES.

All governance organisms in Metalsa are controlled by Grupo Proeza's guidelines and integrated by several committees. The Shareholders' Meeting is Metalsa's highest governance body; within its shareholders, Grupo Proeza has 99% of available shares.



Board and Committees

The **Board of Directors** is responsible for the business management and represents the shareholders' interests. Its current members are Pablo Guadalupe Zambrano Benítez, Leopoldo Cedillo Villarreal and Rodrigo de la Maza Serrato. The main responsibilites of the Board are:

Establish the company's strategic direction according to the plan prepared by top management and then submit it for review and approval by the Assembly.

--• Authorize the strategic plans for growth and development (next three years) proposed by Metalsa's Leadership Team (MLT) and coordinated with Grupo Proeza. Once the plans are approved, the Board must inform the Assembly.

THE BOARD IMPLEMENTS AND MAINTAINS THE HIGHEST GOVERNANCE STANDARDS.

Question, validate and approve Metalsa's operating plans proposed by MLT, as well as annual operating budgets.

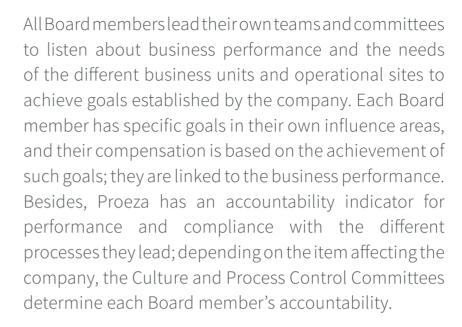
Watch over shareholders' interests.

Observe and supervise the development of Metalsa's projects.

Approve plans drawn up by all Work Teams.

The **Advisory Board**, designated and approved by the Assembly, supports Metalsa and the Board on its functions. It is comprised by three independent directors, two executives and four proprietary directors from Grupo Proeza.

Member	Position
Olav Volidal	• Chairman (Independent)
Daniel Ninivaggi	Independent Director
Tony Posawatz	Independent Director
Enrique Zambrano Benítez	Proprietary Director
Pablo Zambrano Benítez	Proprietary Director
Mauricio Morales Zambrano	Proprietary Director
Pilar Zambrano Barrera	Proprietary Director
Leopoldo Cedillo Villarreal	• Executive
César Calva Amsler	• Executive



The Audit Committee has two main action lines:

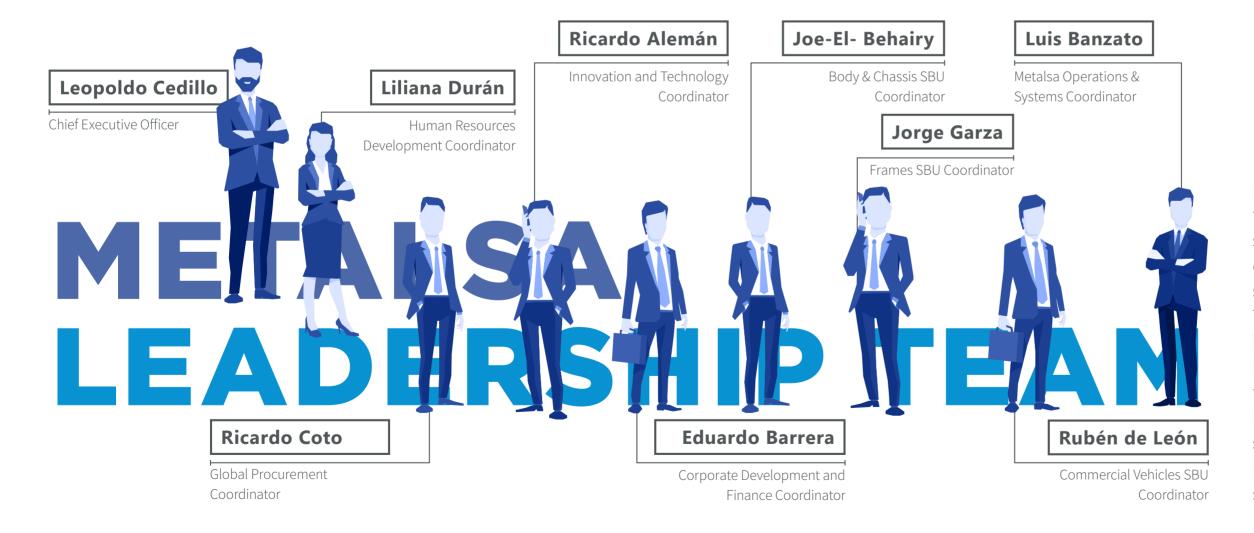
- **Internal Control:** To audit the business process and ensure the correct usage of assets and business operation in the different areas.
- **External Audit:** A third party that complements the activities performed by internal control.

THE ADVISORY BOARD AND COMMITTEES ANALYZE SPECIFIC MATTERS AND ISSUE RECOMMENDATIONS TO THE BOARD.



Leadership Team

Metalsa's Leadership Team is accountable for all business decisions and operations' supervision. The company's coordinator is the Chief Executive Officer, who is responsible for translating Proeza's requirements and guidelines into goals and strategies for Metalsa. The MLT must observe and manage all operations, so the established targets are met with the highest quality standards.



Metalsa's CEO has the responsibility to express shareholders and stakeholders' interests; therefore, he evaluates and directs concerns and situations to the appropriate body. The CEO receives the results from internal consultations to company's beneficiaries, as well as comments from other stakeholders, such as the Metalsa Advisory Board, the other subsidiaries of Grupo Proeza, the Board of Directors, collaborators, suppliers and customers.

Code of Conduct

GRI 205, 206, 406, 407, 408, 409, 412, 415, 419: 103-1, 103-2, 103-3 GRI 102-16, 102-17, 102-25, 205-1, 205-2, 205-3, 206-1, 406-1, 412-2

As part of Proeza, all our operations are guided by a Code of Conduct, inspired by the 10 Principles of the United Nation's Global Compact. This document includes Metalsa's values and guidelines to ensure ethical operations.

The main topics included in the Code are the protection of human rights, rejection of child or forced labor, freedom of association, non-discrimination, promotion of equal opportunities, client service, free market competition, regulatory compliance and the expected relationship with suppliers. In addition, it ascertains our commitment to transparency throughout all our operations, prohibiting any acts of corruption, such as bribes, gifts to/from third parties, fraud, extortion, embezzlement, facilitation payments, and donations to political parties, among others.

ALL NEW EMPLOYEES
MUST READ, UNDERSTAND
AND COMPLY WITH OUR
CODE OF CONDUCT
AND CONFLICT OF
INTEREST POLICY.

Every three years all collaborators must take an e-learning training to reinforce the Code's concepts. To guarantee their compliance, the Code is translated to all languages of the counties where we operate. In addition, we created the Internal Work Regulation considering the Code, which is adapted at each site depending on the collective bargaining agreements and the context of the local organization. Furthermore, we are currently developing 14 anticorruption policies for the entire Group; we will implement them during 2020.

OUR OPERATIONS ARE ALIGNED WITH THE FOREIGN CORRUPT PRACTICES ACT (FCPA) REQUIREMENTS.

5 MEMBERS OF THE ETHICS AND COMPLIANCE COMMITTEE HAVE BEEN EXTENSIVELY TRAINED ON ANTICORRUPTION PROCEDURES.



Conflict Minerals

Conflict Minerals refers to materials sourced in Democratic Republic of the Congo that finance armed conflicts in the region. Armed groups in that area earn hundreds of millions of dollars every year by trading conflict minerals and their derivatives. These are products of slavery, child labor, pillaging, extortion, violence, among other inhuman acts, that the armed groups exert all over this region.

Conflict Mineral initiatives require for the metal processing industry to make an extensive investigation of the smelters they source from and try to trace the metal ore up to the extraction point. Our Conflict Minerals Policy requires materials' suppliers to provide yearly the last released version of Conflict Minerals Reporting Template (CMRT), verifying that the contained information is accurate and up to date. Those suppliers which are directly involved in the metal processing industry must request directly to the smelters to join the Conflict Free Certification Process.

Transparency Line

Our Transparency Line is an anonymous, confidential and independent tool to report any deviation from the Code of Conduct or our values to promote ethical behaviors among all our stakeholders. Reports may be sent 24/7, through local numbers for each country or through the website https://www.tlproeza.com/. Every report is sent to Proeza's Transparency Committee and Internal Audit for their investigation and resolution.

Moreover, all sites and links to the corporate portal have the Metalsa Listens and Responds mailboxes, so collaborators can make suggestions and complaints of any nature. Human Development is responsible to attend, classify and direct them to the responsible area.

During 2019, most of the reports were regarding several types of abuse of power; 95% of all grievances were resolved satisfactorily. It is noteworthy that none of the reports were about corruption, anti-competitive behavior or discrimination incidents.

DURING THE YEAR, WE ORGANIZED COMMUNICATION CAMPAIGNS TO PROMOTE THE TRANSPARENCY LINE THROUGH EMAILS, POSTERS, VIDEOS AND MEETINGS.

For more information on our Code of Conduct, please visit:

https://www.tlproeza.com/assets/pdf/c1dd960ab7ac3b7cca18ddfc4ac7bb86.pdf





The Environmental, Health and Safety Department is in charge of monitoring environmental performance. In addition, it establishes annual performance objectives, based on the performance of the previous year, sales conditions and the number of projects assigned to the sites.

Through our Environmental Management System, we map and minimize our operations' risks and impacts on the planet. We carry out specific actions to achieve the reduction of energy and water consumption, as well as waste control and diminution, which in turn lead to finding new opportunities to decrease its generation and materials' use.

IN 2020, WE SEEK
TO IMPLEMENT
ISO 15008 TO
CARRY OUT
ENVIRONMENTAL
RISK ANALYSIS
IN OUR
OPERATIONS,
AS WELL AS
ASSESS DIFFERENT
ACCIDENTS'
SCENARIOS.

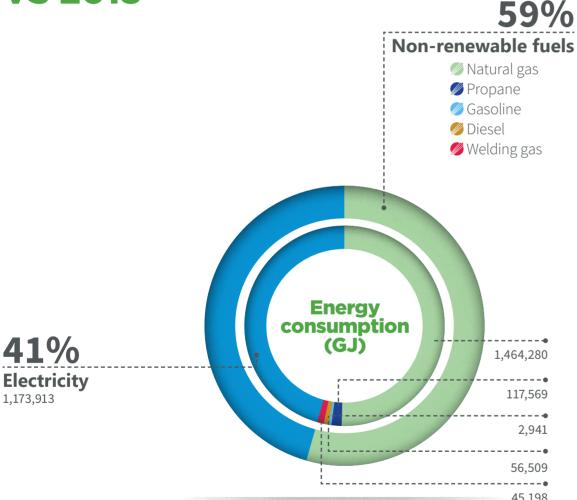
Environmental Efficiency

ENERGY INTENSITY:

949.54 GJ/ MILLION DOLLARS The Environmental, Health and Safety area designs and deploys tools and programs, both technical and to raise awareness, that support the reduction of energy consumption and the implementation of efficiency projects. Each plant is in charge of executing them individually and consequently, must comply with the local legislation and particular conditions of the region.

In 2019, we focused on stabilizing energy consumption in our operating processes and designing and implementing projects to increase its efficiency in two action lines: reduce waste and explore renewable and clean energy sources at competitive costs. Moreover, we continue raising awareness among collaborators to modify and improve behaviors to reduce energy consumption in our sites.

2019 ENERGY CONSUMPTION: 2,860,411 GJ; 1.15% REDUCTION VS 2018



Global Sustainability Awareness Program

Aiming to promote a comprehensive approach to sustainability, we encouraged all sites to develop innovative projects that help protect the environment and promote an efficient resource use. Every plant selected a KPI to focus their efforts on –GHG emissions, energy or water consumption or waste managementand implemented their solutions to have a positive impact on the planet. In addition, we included awareness activities regarding energy and water use, and waste and emissions' reduction, as well as brainstorming conferences to improve our processes.

Furthermore, we strive to maintain our emissions and waste within parameters defined by local regulations in all the communities where we have presence. We measure the emissions of gases and particles pursuant to regulatory requirements of our operating sites to ensure the health and safety of our personnel and neighboring communities and to protect the environment.

Most of the greenhouse gases generated in our operations relate to our consumption of fossil fuels –such as gasoline, diesel, natural gas and propane–and electrical energy. Our commitment to reduce GHG emissions is focused on energy savings and efficiency goals in our process and involves all our sites and collaborators.

16 REDUCTION PROJECTS, RESULTING IN A

9% REDUCTION OF GHG EMISSIONS INTENSITY VS 2018, SURPASSING THE 6% DECREASE GOAL SET FOR 2019

	Emissions O _s e
Direct emissions:	88,089
Indirect emissions:	146,206
Total	234,295

GHG EMISSIONS INTENSITY: 78 T CO₂E/ MILLION DOLLARS Additionally, we strive to reduce waste produced by our operations. We totalize, segregate and dispose of our solid waste in all our manufacturing sites. We separate waste into two main categories:

- Hazardous waste (confined and co-processed):
 3,146 t
- Non-hazardous waste (to landfill and to be recycled): 5,540 t

36% OF ALL NON-HAZARDOUS WASTE GENERATED WAS RECYCLED

12 WASTE REDUCTION INITIATIVES; WE DECREASED 13% WASTE GENERATION VS 2018

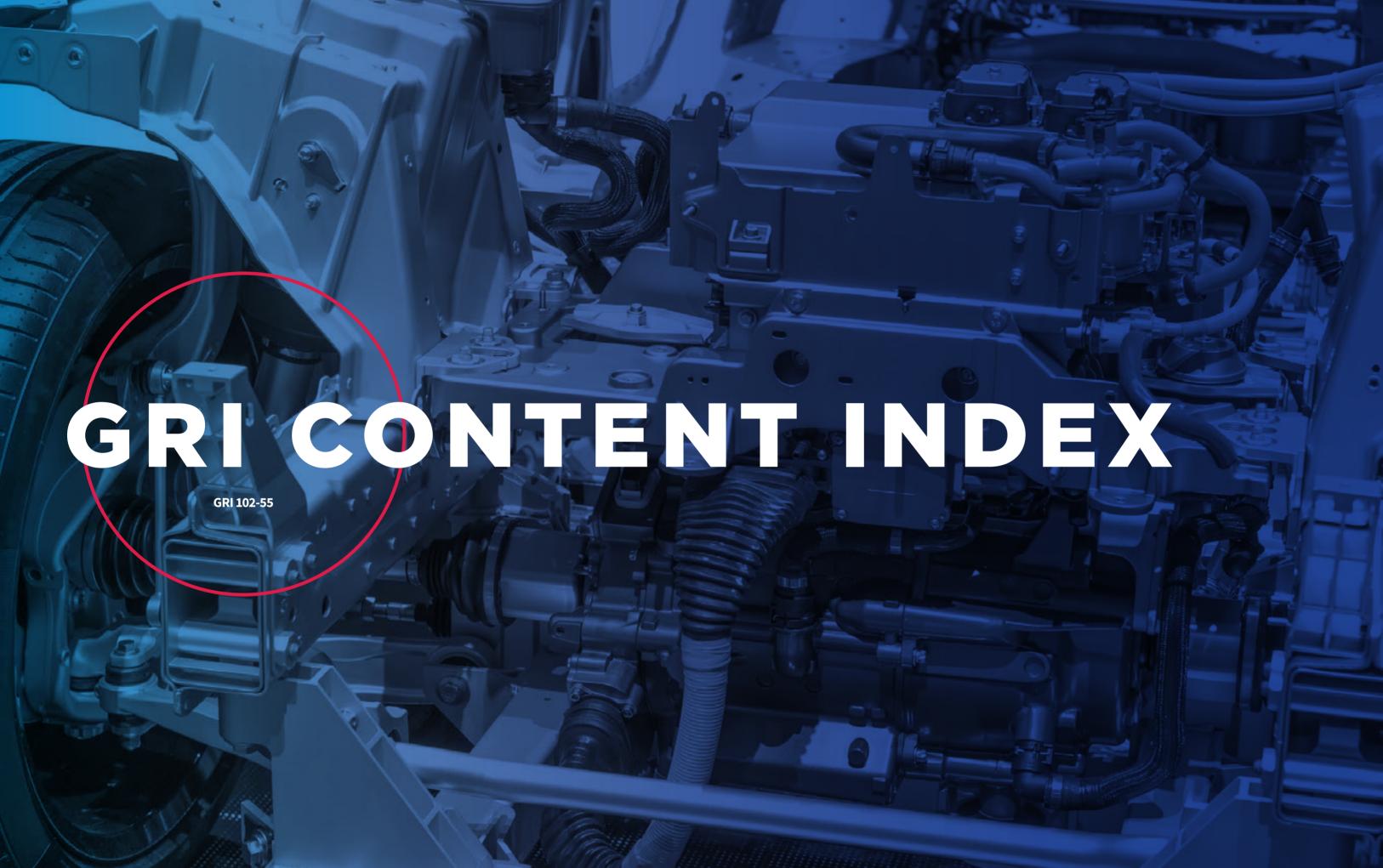
Water is an essential resource in the operation of Metalsa. We make permanent efforts to reduce its consumption in all processes and we comply with regulations in every country where we have presence. Our water consumption comes mostly from groundwater and the municipal water supply. We also assess water-stressed regions, based on the Aqueduct Tool, from the World Resources Institute (WRI), to identify and evaluate water risks.

WATER CONSUMPTION: 1,084,745 M³; 6.65% REDUCTION VS 2018

Regarding water discharges, we comply with local regulations' parameters. We use chemical processes to ensure used waters' quality; it goes through internal and external water treatment plants, and subsequently is discharged to municipal sewage systems. In 2019, we discharged 318,619 m³ of water.







GRI Standard	Disclosure	Page / Direct response
		1. Organizational profile
	102-1	5
11/1/201	102-2	5, 15
Mark 1	102-3	58
7	102-4	13
	102-5	58
	102-6	15
	102-7	13, 15
	102-8	31
	102-9	39
	102-10	13
	102-11	21
	102-12	48
GRI 102: General disclosures 2016	102-13	Metalsa is a member of: Centro Empresarial de San Luis Potosí, S.P. Industriales Potosinos, A.C. Centro Patronal de Nuevo León Consejo Mexicano de Comercio Exterior del Noreste, A.C. Efecto Directo, S.A. de C.V. Universidad Autónoma De Nuevo León Universidad De Monterrey Frbc Ns-Renta S. de R.L. de C.V. Asociación de Maquiladoras y Manufactureras de Exportación de N.L., A.C. Asociación de Profesionales en Seguridad Social, S.A. de C.V. Centro de Productividad de Monterrey, A.C. Cluster Automotriz de Nuevo Leon, A.C. Industria Nacional de Autopartes, A.C. Metalsa Structural Products, Inc. Chamber Directory & Community Guide Proof Hopkinsville Kiwanis Club Inc. Society for Human Resource Management Bluegrass Automotive Manufacturer Association Marklines Co., Ltd Original Equipment Suppliers Association
100		2. Strategy
	102-14	10
	102-15	10
		3. Ethics and integrity
	102-16	6, 21, 46
2	102-17	46



GRI Standard	Disclosure	Page / Direct response
		GRI 200: ECONOMIC STANDARDS
GRI 103:	103-1	10, 15
Management	103-2	10, 15
approach 2016	103-3	10, 15
GRI 201: Economic Performance 2016	201-1	15
	102.1	20
GRI 103:	103-1	39
Management approach 2016	103-2	39
CDI 20 4	103-3	39
GRI 204: Procurement Practices 2016	204-1	39
GRI 103:	103-1	46
Management	103-2	46
approach 2016	103-3	46
The same of	205-1	46
GRI 205:	205-2	46
Anticorruption 2016	205-3	46 / During 2019, there were no incidents of corruption.
GRI 103:	103-1	46
Management	103-2	46
approach 2016	103-3	46
GRI 206: Anti-competitive behavior 2016	206-1	46 / During 2019, there were no legal actions for anti-competitive behaviors.

GRI Standard	Disclosure	Page / Direct response
		GRI 300: ENVIRONMENTAL STANDARDS
GRI 103:	103-1	48
Management	103-2	48
approach 2016	103-3	48
GRI 302:	302-1	48
Energy 2016	302-3	48
GRI 103:	103-1	48
Management	103-2	48
approach 2016	103-3	48
GRI 306:	306-1	48
Effluents and	306-2	48
waste 2016	306-3	There were no spills in any of our sites during 2019.
GRI 103:	103-1	48
Management	103-2	48
approach 2016	103-3	48
GRI 307: Environmental compliance 2016	307-1	In 2019, a plant in Mexico, as well as Beijing and Roanoke sites were fined by environmental institutions. We are strengthening our process and management to avoid fines and pollution in the future.
GRI 103:	103-1	39
Management	103-2	39
approach 2016	103-3	39
GRI 308: Environmental supplier assessment 2016	308-2	39

GRI Standard	Disclosure	Page / Direct response
		GRI 400: SOCIAL STANDARDS
GRI 103:	103-1	31
Management	103-2	31
approach 2016	103-3	31
GRI 401:	401-1	31
Employment 2016	401-2	31
GRI 103:	103-1	36
Management	103-2	36
approach 2016	103-3	36
	403-1	36
	403-2	36
	403-3	36
	403-5	36
GRI 403:	403-6	31
Occupational health and safety 2018	403-7	36
120	403-8	36
The state of	403-9	36 / No deaths occurred during 2019.
	409-10	No deaths or illnesses due to bad health related to work occurred in 2019. We carry out health risk assessments and implement programs to ensure respiratory, visua and auditory health.
GRI 103:	103-1	46
Management	103-2	46
approach 2016	103-3	46
GRI 406: Non-discrimination 2016	406-1	46

GRI Standard	Disclosure	Page / Direct response
GRI 103:	103-1	46
Management	103-2	46
approach 2016	103-3	46
GRI 407: Freedom of association and collective bargaining 2016	407-1	We have not identified any operations or supplier where employees' freedom of association might be at risk.
GRI 103:	103-1	39, 46
Management	103-2	39, 46
approach 2016	103-3	39, 46
GRI 408: Child labor 2016	408-1	We have not identified any operations or suppliers where child labor risks exist.
GRI 103:	103-1	39, 46
Management	103-2	39, 46
approach 2016	103-3	39, 46
GRI 409: Forced or compulsory labor 2016	409-1	We have not identified any operations or suppliers where there might be incidents of forced labor.
CDI 107:	103-1	39,46
GRI 103: Management	103-2	39,46
approach 2016	103-3	39,46
GRI 412:	412-1	All our sites, especially those in Asia and South Africa, have been audited to ensure there is no child or forced labor, and that all Human Rights are respected.
Human Rights assessment 2016	412-2	46
assessment 2010	412-3	39

GRI Standard	Disclosure	Page / Direct response
		GRI 400: SOCIAL STANDARDS
GRI 103:	103-1	39
Management	103-2	39
approach 2016	103-3	39
GRI 414: Supplier Social Assessment 2016	414-2	39
GRI 103:	103-1	46
Management	103-2	46
approach 2016	103-3	46
GRI 415: Public policy 2016	415-1	Metalsa does not contribute to any political parties or representatives.
GRI 103:	103-1	15
Management	103-2	15
approach 2016	103-3	15
GRI 416:	416-1	15
Customer health and safety 2016	416-2	There were no incidents of non-compliance with regulations related to the health and safety of our services in 2019.

GRI Standard	Disclosure	Page / Direct response
GRI 103:	103-1	15
Management	103-2	15
approach 2016	103-3	15
GRI 417:	417-1	15
Marketing and labeling 2016	417-2	There were no cases of non-compliance related to the information of our products during 2019.
GRI 103:	103-1	46
Management	103-2	46
approach 2016	103-3	46
GRI 419: Socio economic compliance 2016	419-1	We comply with local regulations where we operate. In 2019, we had no fine of sanction due to socio economic non-compliances.



