



**SUMMARY OF THE RESOLUTIONS OF THE EXTRAORDINARY GENERAL
SHAREHOLDERS' MEETING OF VISTA OIL & GAS, S.A.B. DE C.V., HELD ON
JULY 18TH, 2019**

In Mexico City, Mexico, at 10:00am on July 18th, 2019, the shareholders of Vista Oil & Gas, S.A.B. de C.V. (the "Company") met in the meeting room located at Torre Virreyes, Pedregal No. 24, Piso 24, Colonia Molino del Rey, Zip Code 11040, Miguel Hidalgo, in order to hold an Extraordinary General Shareholders' Meeting (the "Shareholders' Meeting"), to which they were duly and previously called by means of the notice published on July 2, 2019 through the electronic system of the Ministry of Economy (*Secretaría de Economía*).

The teller (*escrutador*), after reviewing the deposit certificates (*constancias de depósito*) and other documents exhibited by the attendees to evidence their legal capacity, certified that 64,606,022 of the 75,929,002 outstanding shares (*i.e.* 85.08741100008137%) of the capital stock of the Company were duly represented. Therefore, the Shareholders' Meeting was declared as legally convened.

We hereby inform you the resolutions adopted in the Shareholders' Meeting in connection with the Agenda.

FIRST ITEM OF THE AGENDA

Proposal, discussion and, if appropriate, approval of an increase in the variable portion of the Company's capital stock through the issuance of ordinary, nominative, Series "A" shares with no par value, as provided in article 53, section II of the Securities Market Law (Ley del Mercado de Valores) and article seven of the current Company's by-laws, to be placed through a public offering, prior registration with the National Securities Registry (Registro Nacional de Valores); associated resolutions.

Below is an excerpt of the resolution of the Shareholders' Meeting in connection with the first item of the Agenda:

"Hereby and for all legal purposes:

- (i) the increase in the variable portion of the Company's capital stock (the shares to be issued as a result of such increase, the "Additional Shares") through the issuance of 20,000,000 ordinary, nominative Series "A" shares with no par value, (the Series "A" shares of the Company, the "Series A Shares"), as provided by article 53, section II of the LMV and article seventh of the current Company's by-laws, where the increase will be for an amount equal to multiplying (x) the*



number of Additional Shares effectively placed under the Global Offering by (y) the subscription price of such Additional Shares, same which will be equal to the placement price of the Additional Shares in the Global Offering and converted into pesos, if applicable, using the exchange rate determined by the Offering Delegates (as defined below). [...];

- (ii) it is confirmed that pursuant to article 53 of the LMV and article seven of the current Company's by-laws, the preemptive subscription right referred to therein with respect to the Additional Shares issued in accordance with subsection (i) above may not be exercised by the Company's shareholders;*
- (iii) the Company is hereby authorized to carry out all necessary or convenient actions to conduct the Global Offering, including all actions required or convenient to obtain the listing of the Series A Shares and/or the ADSs on the New York Stock Exchange ("NYSE"), further authorizing the Board of Directors, (a) in exercise of its authority under article thirtieth eight, subsection (r) of the current Company's by-laws to, directly or through any director, officer or attorney-in-fact of the Company appointed as of this date (whose designation is hereby ratified) or in the future (each an "Offering Delegate") to, (1) determine the terms and conditions of the Global Offering [...];*
- (iv) [...];*
- (v) [...];*
- (vi) each and every action carried out as of this date by the Company through its legal representatives or attorneys-in-fact and/or its advisors in connection with the authorization to update the registration of the shares representing the capital stock of the Company with the RNV and the conduction of the Global Offering are hereby ratified; and*
- (vii) [...]."*

"LMV" means the Mexican Securities Market Law (Ley del Mercado de Valores).

"Global Offering" means the joint reference to (i) a follow-on public offering in Mexico and (ii) an international public offering in the United States of America ("United States") and other countries outside of Mexico (in which the Additional Shares may be represented by American Depositary Shares or "ADSs"), pursuant to the U.S. Securities Act of 1933) as amended from time to time.

"RNV" means the Mexican National Securities Registry (Registro Nacional de Valores).



SECOND ITEM OF THE AGENDA

Appointment of delegates to comply with and, as appropriate, formalize the resolutions adopted at the Extraordinary General Shareholders' Meeting; associated resolutions.

Below is a transcript of the resolution of the Shareholders' Meeting in connection with the second item of the Agenda:

"Messrs. Carlos Zamarrón Ontiveros, Gizeh Vicente Polo Ballinas, Juan Pablo Villela Vizcaya, Pablo Callarisa Rivera, Luis Ernesto Salomón Llinas, Diego Ernesto Aznar Gándara, Fernanda Cid Ortiz and Valentina Pliego Enciso are hereby appointed as special delegates (in such capacity, each a "Special Delegate", jointly referred to as "Special Delegates") to, jointly or separately, personally or through a third party on their behalf, appear before the notary public of their choice if appropriate, to request and obtain the total or partial notarization of these Shareholders' Meeting minutes, as well as to issue partial or complete copies or certified copies upon request of these minutes, prepare and execute notifications, notices, applications and any other document required under the applicable legal framework and carry out any necessary actions related to the matters approved in this Shareholders' Meeting, including the filing with the National Banking and Securities Commission, the Mexican Stock Exchange (Bolsa Mexicana de Valores, S.A.B. de C.V.) and S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V. of the notices, applications, responses, requests and updates that are required or convenient in connection with the resolutions adopted herein."

The public deed number 87,307, dated as of July 18, 2019, granted before Mr. Luis Antonio Montes de Oca Mayagoitia, Notary Public number 29 of Mexico City, whereby the minutes of the Shareholders' Meeting were notarized was made available by the Company to the general public today, in accordance with the applicable legal framework.

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