



**2014 AZTECA
SUSTAINABILITY REPORT**

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COMPANY PROFILE

TV Azteca, S.A.B. de C.V. (BMV: AZTECA; Latibex: XTZA), is one of the two largest producers of Spanish-language television programming in the world.

It currently owns and operates two broadcast television networks with national coverage throughout Mexico; these are 'El Trece' and 'Azteca 7'. Both are composed of **346 stations of television** located throughout Mexico, and they broadcast **programming at least 23.5 hours day, seven days a week**. Similarly, it operates 'Proyecto 40', which is an informative and cultural channel.

Azteca also owns Azteca America, a network of television broadcasting for the Spanish-speaking market in the USA; two soccer teams from the first division of the Mexican Football Federation and operates Azteca Internet, one of Mexico's most visited internet websites.





FINANCIAL INFORMATION

The consolidated financial information presented in the Annual Report (see: www.irazteca.com) has been prepared in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB).

The table below shows exchange rate conversions of certain amounts from Mexican Pesos (MXN) into US Dollars (USD) at the specified rates solely for the convenience of the reader. These amounts in USD have been converted to MXN based on an exchange rate of \$14.74 MXN per \$1.00 USD.

www.irazteca.com/es/informes-anuales 

FINANCIAL HIGHLIGHTS:

Ps. Millions	2013	2014
Net Revenues	12,058	12,921
Operating income	2,915	2,671
Total Assets	34,073	36,874
Total Liabilities	21,950	21,950
Equity	12,123	12,123
CAPEX	375.6	932
Share price (Pesos) *	7.00	6.20
Employees (number of people)	6,440	6,156

*End of the year

CORPORATE SUSTAINABILITY

Azteca is presenting its **third Sustainability Report** and its **first executive Sustainability Report in English**. The company's Sustainability Report is based on the guidelines of the Global Reporting Initiative (GRI) G3.1 in compliance with the Self-Declared GRI, and in alignment with the **Corporate Governance Principles of the Organization for Economic Cooperation and Development (OECD)**.

In this exercise of transparency to our stakeholders we have prepared a report in which we review the actions taken and the results achieved in 2014 in corporate governance, social responsibility and environmental care in order to help improve the quality of the lives of our employees, the communities where we operate and the planet as a whole. Therefore, we have decided to present this report on an annual basis in subsequent years.



The information presented herein was provided by the responsible individuals for each area in the company. And, even though for the purposes of this report Azteca decided not to rely on an external verification, it did improve its practices regarding

communication strategies that revolve around the pillars of corporate sustainability which are: corporate governance, social responsibility and environmental care –this as a result of the advisory from Delphi Consulting & Advisory Firm.

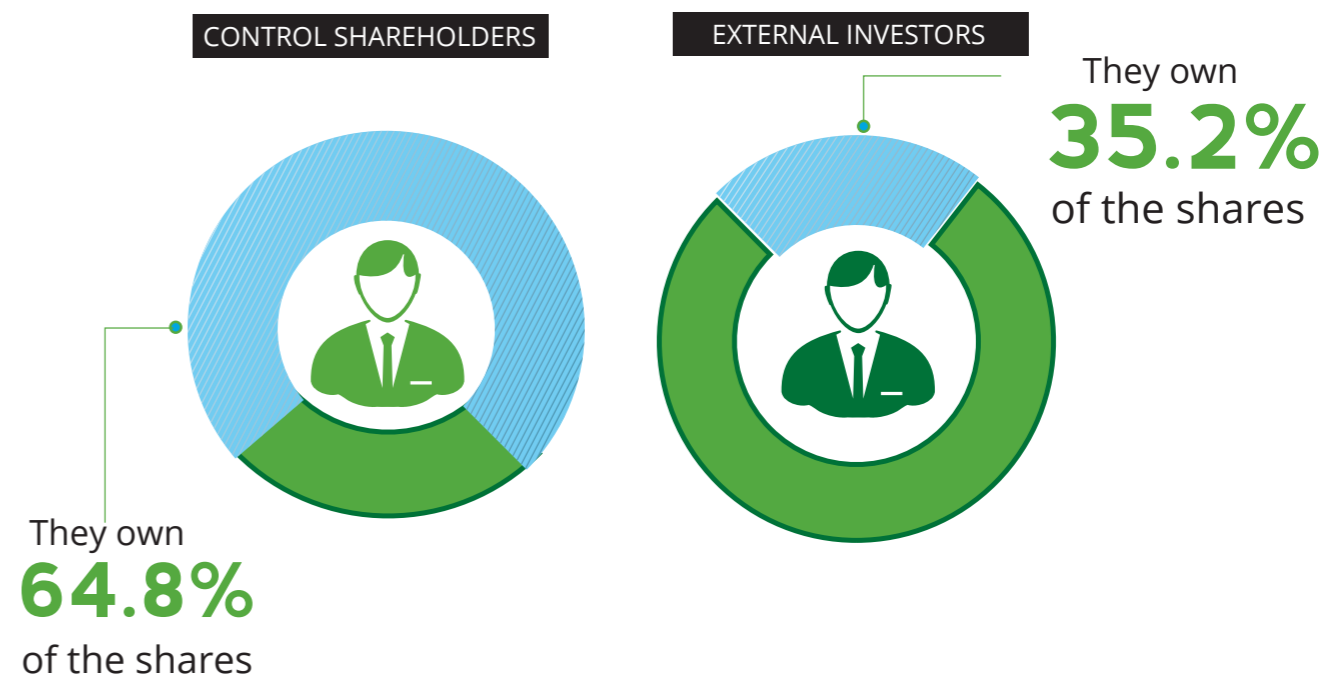
CORPORATE GOVERNANCE

Azteca's shares are traded on the Mexican Stock Exchange (BMV, for its initials in Spanish). The company's ticker in the mentioned Exchange is: AZTECA.

As of corporate governance, Azteca has a structure aligned with the Mexican Securities Law (LMV, for its initials in Spanish). However, we have decided to compile some of the most relevant information on this matter in the following space.

SHAREHOLDERS' RIGHTS

Our ownership structure is divided as follows:



DIRECTOR ELECTION

The company's bylaws provide that the board of directors is to be elected by Azteca's shareholders as included below:

Owners with **"A" shares** will be entitled to elect at least 60% of the members of the board of Azteca and, each holder of **at least 10% of the company's shares** with limited voting rights (that is, **"D-A" and "D-L" shares**) will be entitled to **elect one member of the board** of Azteca (see section on Board of Directors).

DIVIDENDS

Dividends are declared by our shareholders at the annual general meeting, and are usually based on our directors' recommendations. The following table establishes the dividends that have been paid to the shareholders who own **D-A** and **D-L** shares, during the last three years.

Note: the figures in Mexican Pesos (MXN) have been converted to USD -taking the official exchange rate as of the dates referred to.

Fiscal Year	MXN/Share D-A	MXN/Share D-L	USD/Share D-A	USD/Share D-L	Date Dividend Paid
2012	0.00427	0.00427	0.000298	0.000298	31/05/2012
2013	0.00399	0.00399	0.000312	0.000312	31/05/2013
2014	0.00399	0.00399	0.000270	0.000270	05/12/2013

EXECUTIVES

Name	Current Position	Executive Since:	Age
Ricardo Benjamín Salinas Pliego	Chairman	1993	59
Mario San Román Flores	CEO	2004	56
Carlos Hesles Flores	CFO	2002	49
Luis Ricardo Ontiveros Sandoval	Finance Director	2000	47
Carlos Díaz Alonso	Sales General Director	2004	49
Joaquín Arrangoiz Orvañanos	Sales Co-Director	1997	58
Rafael Rodríguez Sánchez	Legal Director	2013	38

Questionnaire of Best Corporate Practices

To see last year's Questionnaire of Best Corporate Practices, please refer to our site: <http://www.irazteca.com/es/asamblea-de-accionistas>



BOARD

The election of the members of the board is the responsibility of Azteca's shareholders -where they must evaluate the candidates' knowledge of the company and its industry, as well as their **credentials regarding social, environmental and financial matters**, because they should ideally be **aligned with those of the organization**.

Therefore, this section will share information on the integration of our board, on the meetings it held in 2014, on the remuneration its members received, and the definition of independence that we adhere to (which is based on the LMV).

The board of directors of the company is composed of **11 members, four of which are independent** directors and, where the chairman does not occupy any executive position within Azteca.

Every director is appointed to serve for a **period of one year** at our Annual General Meeting (AGM), and they might be re-elected the following period as well. The **current directors were re-elected** in at the AGM held on April 29, 2015.



DEFINITION OF INDEPENDENCE IN THE MEXICAN SECURITIES LAW

The applicable definition of independence differs in certain respects from the definition applicable to U.S. issuers under the NYSE standard. The LMV criterion for independence prohibits, among other relationships, an independent director from being an employee or officer of the company or an independent director from being a shareholder that may have influence over the company. It also prohibits certain relationships between the company and the independent director, entities with which the independent director is associated and family members of the independent director.

DIRECTORS AND EXECUTIVES: REMUNERATION

During 2014, the members of the **board of directors** of Azteca received a total annual remuneration of **\$6.7 million MXN**. And, as of Azteca's **executives'** remuneration, the figure is approximately at \$65 million MXN.

BOARD OF DIRECTORS AZTECA 2014

Name	Type of Board Member	Current Position	Board Member since	Age	Areas of Expertise
Ricardo B. Salinas Pliego (1)	Related	Chairman of the Board	1993	59	Accountant, finance, chairman of boards, guidance, strategist, Mexican entrepreneur, family man, values teamwork, tenacity, effort, visionary, upbeat, social responsibility, passion for technology, computer science, history and sports, Public Accountant with Honors from the Technological Institute of Superior Studies of Monterrey, Master in Finance from Tulane University and an honorary doctorate by the Universidad Autónoma de Guadalajara
Pedro Padilla Longoria	Related	CEO of Grupo Salinas	1993	49	Senior management, strategist, lawyer, finance, trade relations, negotiator, Law degree from the UNAM
Guillermo Salinas Pliego (1)	Related	President of Grupo Avalanz	1993	55	Accountant, finance, management, strategist, Mexican businessman, family man, Degree in Accounting from ITESM
Mario San Román Flores	Related	CEO of Azteca	2004	56	Administrator, strategist, operations, marketing, programming, content, production, management, Bachelor of Communication Sciences at the Universidad Iberoamericana
Luis J. Echarte Fernández.	Related	President of the Azteca America Network Board	2003	70	Finance, strategist, negotiator, international relations, investor relations, former CFO of Grupo Elektra and Azteca, Chairman of Fundación Azteca America, a graduate from Memphis State University and the University of Florida and completed the Executive Management Program of Stanford University
Joaquín Arrangoiz Orvañanos	Related	General Director of Sales and Corporate Relations of Grupo Salinas	2008	58	Manager, marketing, sales, corporate relations, entrepreneur, strategist, purchases, real estate, former director of Group Eusebio Gayosso, ARSACO and Grupo Osiris, Bachelor in Business Administration from the National Autonomous University of Mexico, graduate in marketing at UCLA and an MBA from the IPADE in Mexico
Francisco X. Borrego Hinojosa Linage	Related	Legal VP of Grupo Salinas	2004	50	Law, consulting, corporate governance, former legal director of Azteca, Bachelor in Business Administration from Universidad Anahuac
Francisco Murguía Díaz	Independent	Producer	2004	75	Producer of commercial and short films in Latin America, former President of the Mexican Association of Film Producers, the National Advertising Council and the Mexican Association of Advertising
Ignacio Cobián Villegas	Independent	Founding Partner and CEO of Timbermart	2006	51	Manager, durable goods small retailer, former founder and CEO of Cortex, Bachelor of Business Administration from the University of the Americas and obtained a professional certificate in Business Administration from the University of California, San Diego
Sergio Gutiérrez Mugerza	Independent	CEO of Director General de Deacero	2000	63	Finance, strategist, manager, former board member of Alpek and ING Comercial America, Industrial Engineer from Purdue University
José Ignacio Sánchez Conde	Independent	CEO of Sánchez Conde Iluminación	2010	60	Administrator, strategist, operations, former Director of Marketing and Advertising at Grupo Cifra (Aurrera), former CEO of LSI of Mexico and former CFO of ARSACO Group, board member of GMD Resorts and Grupo Mexicano de Desarrollo, Bachelor of Science Communication from the Anahuac University, majoring in Advertising and Television

(1) Ricardo B. Salinas Pliego and Guillermo E. Salinas Pliego are brothers

SOCIAL RESPONSIBILITY

VALUES WITHIN THE ORGANIZATION

Azteca, as a company of Grupo Salinas, shares the vision, mission and values of the Group. Those values are strong commitments with our stakeholders because they represent our ideals of who we want to be, and what are going to do about it; plus, they stand as the guidance of our behavior as individuals that -summed together -will show us as a responsible corporation.

Grupo Salinas, from which Azteca is part of, is guided by these nine corporate values:

FUNDAMENTAL CONDITIONS



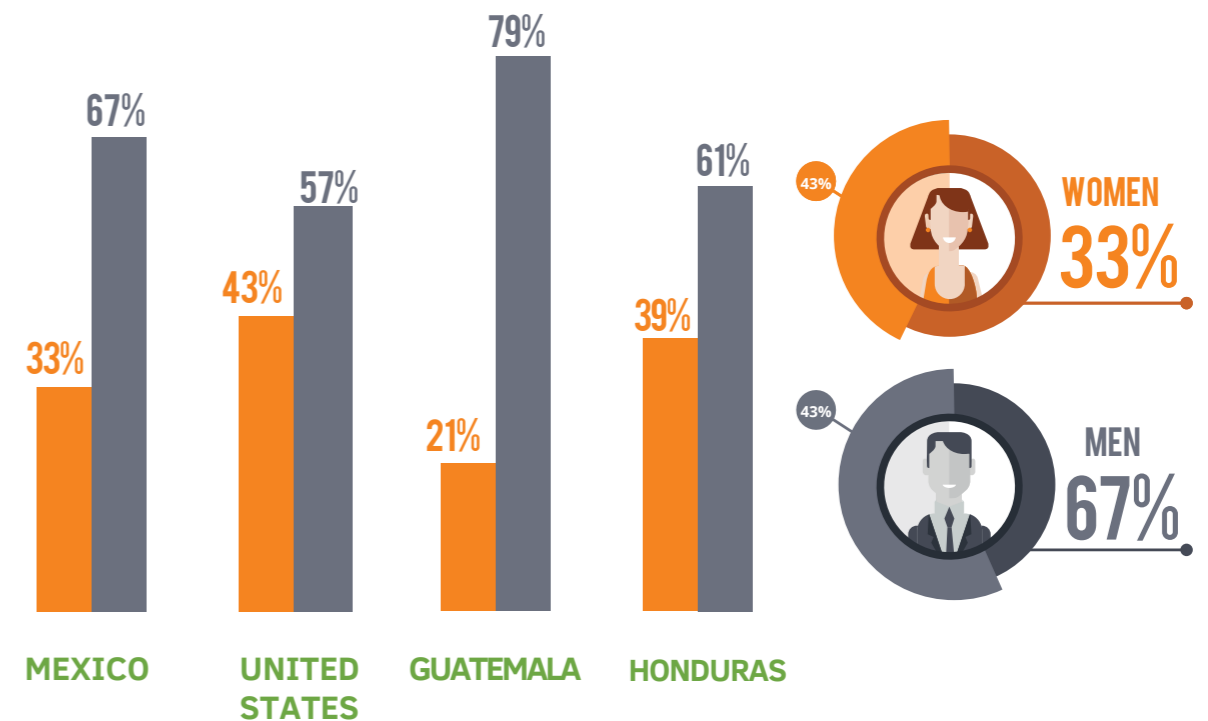
QUALITIES



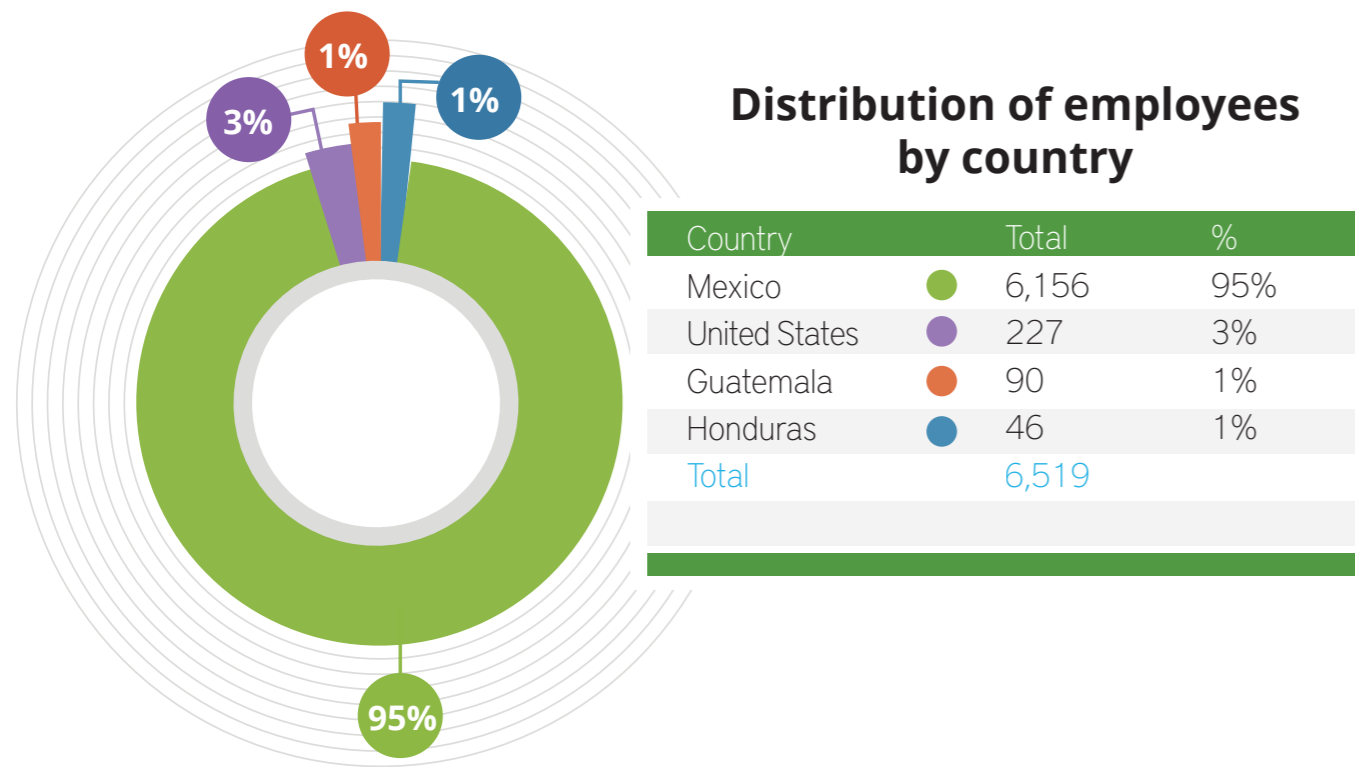
<http://www.gruposalinas.com.mx/contenido.aspx?p=valoresen&lang=en>

HUMAN RESOURCES

The employees in Azteca are a fundamental part of the success of the company's operations. Therefore, some data regarding our human resources are included in this section.



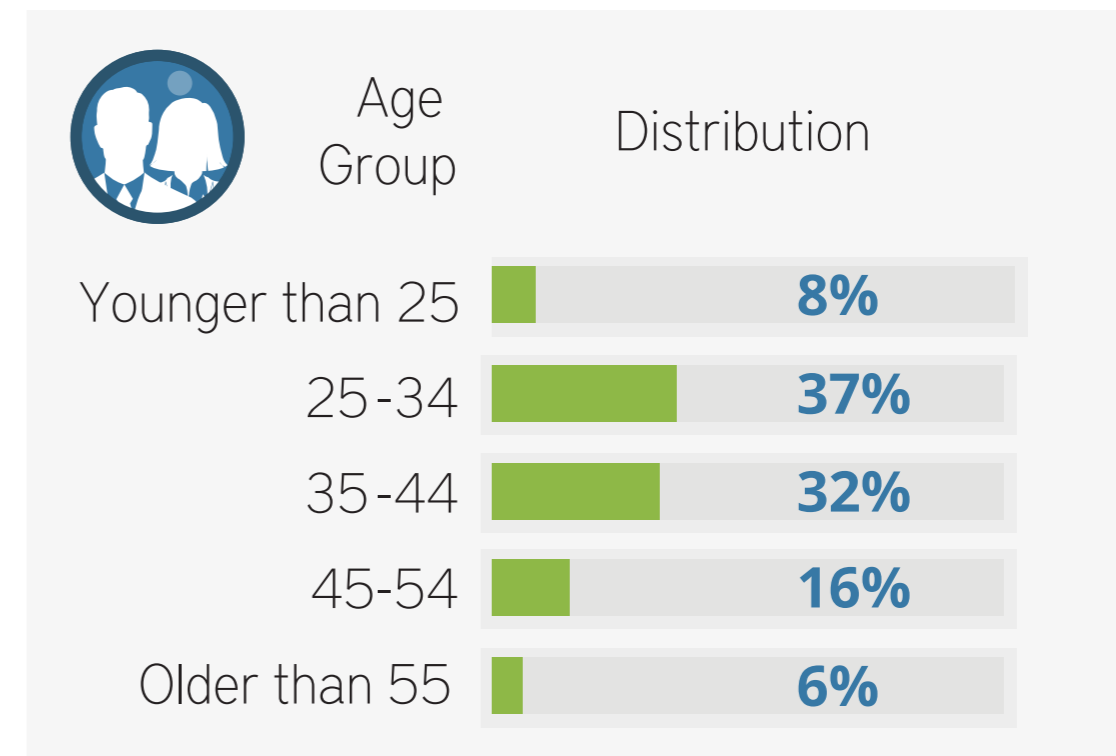
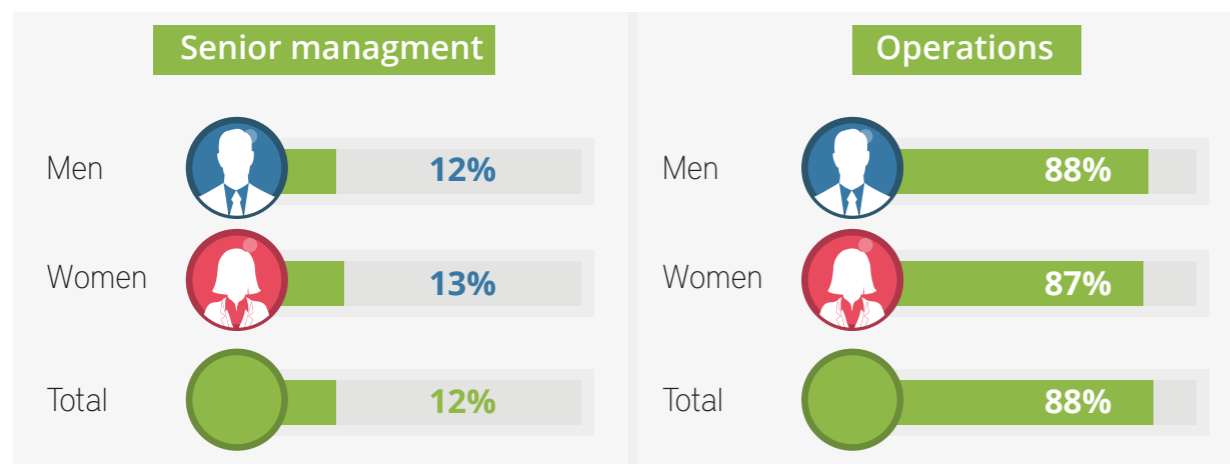
DISTRIBUTION OF EMPLOYEES BY COUNTRY AND GENDER



DISTRIBUTION OF EMPLOYEES BY AGE

The majority of our employees are between 25 and 44 years old. However, it is important to highlight that in Azteca we offer job opportunities to people over the 55 years of age because they are a vulnerable sector considering the characteristics of the national work force. In 2014, we had 415 employees within this range of age.

Distribution by type of responsibility and gender



TRAINING

In Azteca the training of our employees is an important part of the **development of skills and improvement of their abilities**; plus, it is a way of ensuring that they offer the best customer service.

Training programs take place at every level of the organization –from a technician to a business director; and, all of them consist on explanatory sessions on each individual’s responsibilities, and on continuous instructions in order to develop suitable abilities and knowledge for their positions.

To achieve professional improvement, we have diverse development and training mechanisms such as the Center of Instructional Design, where a group of experts define the appropriate educational model considering the needs of the client, in addition to the Center of Leadership area –which looks out to permeate the philosophy and organizational culture of the Group.

» As of today, we have 52 active courses in Azteca’s platform –which is part of the Center of Instructional Design. «

ENVIROMENTAL PERFORMANCE

It is critical for us to bring our values into action; hence, we are committed to educate and take actions that help to preserve the environment

It is through the area of **Energy and the Environment**, from where we launch initiatives to preserve the environment, and we will share our progress in this regard in the following space.

Azteca has been classified as a company with low global impact to climate change; however, based on our commitment to enhance the well-being of future generations, we focus on energy savings and efficiency, on a comprehensive management of waste, on low water consumptions and on the reduction of carbon emissions.

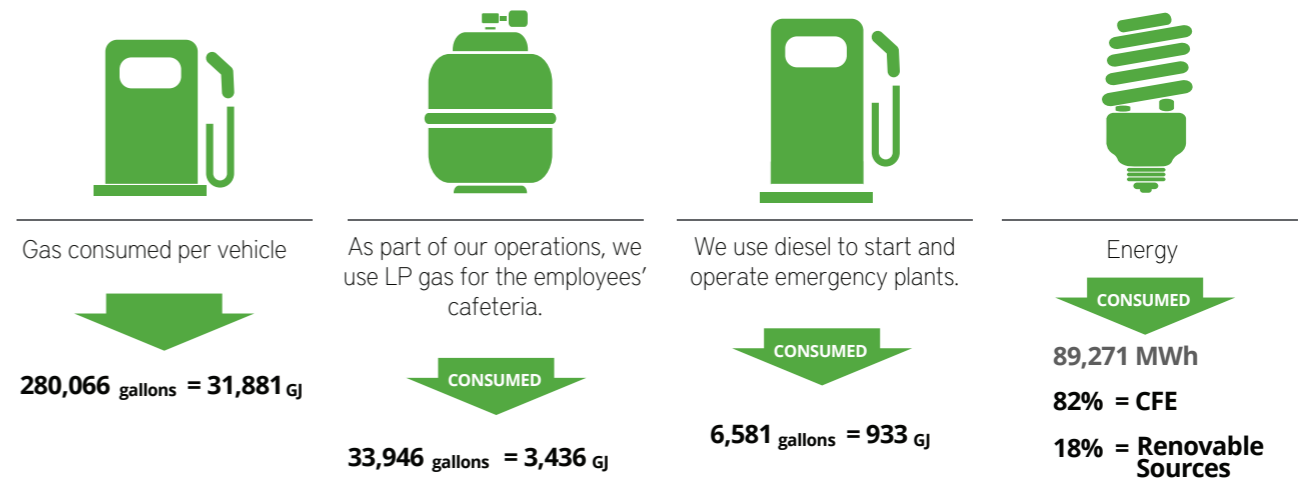
Following, you will find our achievements regarding our environmental care practices.

Download the guide, only in Spanish:
www.gruposalinas.com/guias



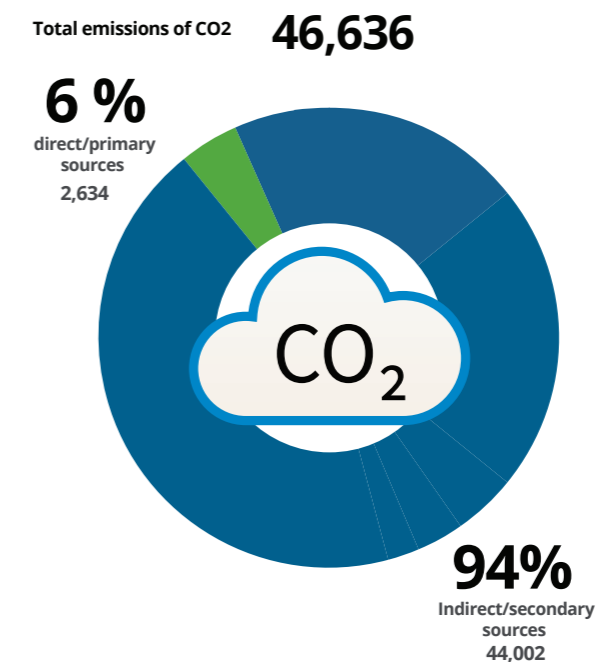
ENERGY

2014



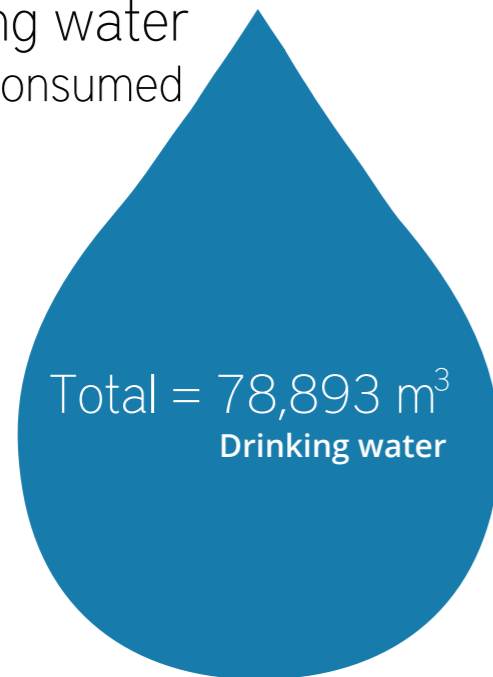
We have saved 12 GWh, as a result of the projects and training in energy efficiency since 2008.

CARBON FOOTPRINT



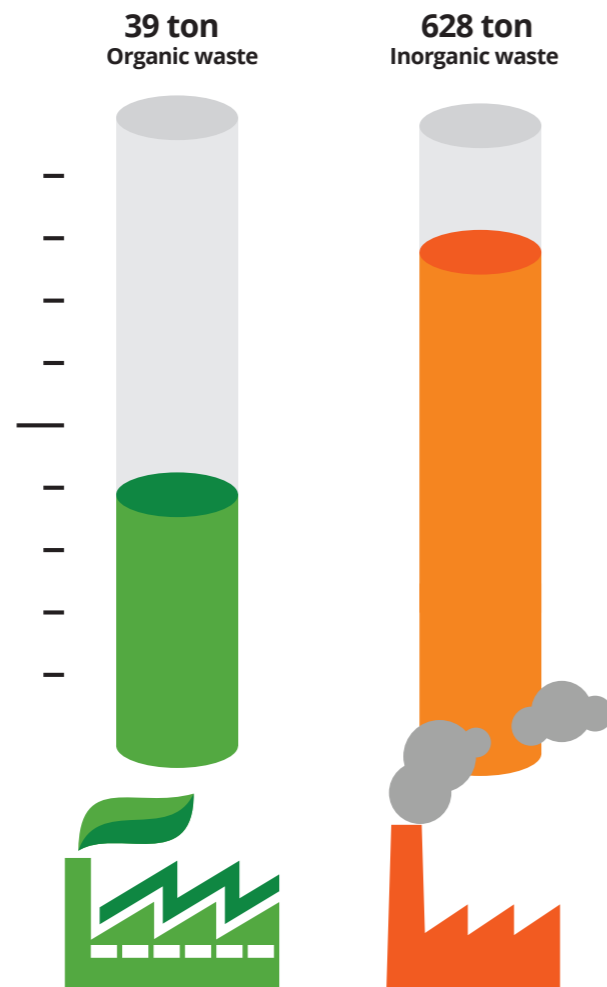
DRINKING WATER

Drinking water
water consumed



Don't let it go wasted!
Revalue your world.

WASTE



PRIZES AND DISTINCTIONS

2014

01 CORPORATE SUSTAINABILITY INDEX OF THE MEXICAN STOCK EXCHANGE

For the third year in a row, **Azteca** is part of the **Sustainability index** of the **Mexican Stock Market (BMV)**.

02 INTERNATIONAL RECOGNITION MAERSK/DAMCO

World leader in transportation and logistics, **recognized at an international level** the companies of **Grupo Salinas**, for its **strength and professionalism**, which has contributed to the consolidation of an eight-year strategic alliance between both companies.




CONTACT INFORMATION

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SUSTAINABILITY REPORT**

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