Mexico City, Mexico, [•] [•], 2023

**Power of Attorney to enter the ANNUAL General ORDINARY AND EXTRAORDINARY Shareholders’ Meeting of Vista ENERGY, S.A.B. de C.V., to be held on APRIL 24, 2023**

[*names of attorneys-in-fact*]

We make reference to the annual general ordinary and extraordinary shareholders’ meeting of Vista Energy, S.A.B. de C.V. (the “Company”), to be held on April 24, 2023, at 10:00 am, in Mexico City, Mexico (“Mexico”), corporate domicile of the Company, in the meeting room located in Torre Virreyes, Pedregal 24, 24th Floor, Molino del Rey, Zip Code 11040, Miguel Hidalgo (the “General Ordinary and Extraordinary Shareholders’ Meeting”). The call for such General Ordinary and Extraordinary Shareholders’ Meeting was published on March 13, 2023 through the electronic system of the Mexican Ministry of Economy.

Capitalized terms used herein but not specifically defined shall have the meaning assigned to such terms in the Company’s by-laws.

**AGENDA**

**FOR THE ANNUAL GENERAL ORDINARY SHAREHOLDERS’ MEETING**

1. Presentation, discussion, and, if appropriate, approval of the Company’s Chief Executive Officer report prepared in accordance with Article 172 of the LGSM and articles 28, section IV and 44, section XI of the Securities Market Law (*Ley del Mercado de Valores*; “LMV”), same which includes the presentation of the individual and consolidated financial statements of the Company, together with the external auditor´s report, in connection with the results and operations of the Company for the fiscal year ended on December 31, 2022, as well as the Board of Director’s opinion regarding the content of such report issued by the Chief Executive Officer of the Company.
2. Presentation, discussion, and, if appropriate, approval of the Company’s Board of Directors report pursuant to Article 172, section b) of the LGSM, on the main accounting and reporting policies and criteria used by the Company in the preparation of its financial information.
3. Presentation, discussion, and, if appropriate, approval of the Company’s Board of Directors report on the operations and activities in which such Board of Directors intervened pursuant to Article 28, section IV, subsection e) of the LMV.
4. Presentation, discussion, and, if appropriate, approval of the annual reports of the chairmen of the Audit Committee and Corporate Practices Committee regarding the activities carried out by such committees pursuant to Article 43, subsections I and II of the LMV.
5. Discussion and confirmation of independence of Mr. Gérard Martellozo as an independent member of the Board of Directors of the Company.
6. Proposal, discussion, and, if applicable, approval of the compensation plan for the members of the board of directors.
7. Proposal, discussion, and, if applicable, approval of the amendment of the maximum amount of funds that may be used for the purchase of the Company’s shares (or securities representing such shares) for the fiscal year 2023, from US$20,140,886.00 approved as of this date, to US$50,000,000.00, the remainder of which, if applicable, may be used for the same purposes for the fiscal year 2024.
8. Appointment of delegates to comply with and, as appropriate, formalize the resolutions adopted at the Annual Ordinary General Shareholders’ Meeting; associated resolutions.

In connection with the foregoing, [I/we] hereby grant a **SPECIAL POWER OF ATTORNEY**, as broad as required by law, to be exercised individually or jointly, to assist on our behalf and representation to the General Ordinary and Extraordinary Shareholders’ Meeting representing [*include number and series of shares* *in number*] [*include number and series of shares* *in letter*] that we own and exercise the voting rights corresponding to such shares as follows:

| **AGENDA FOR THE ANNUAL GENERAL ORDINARY SHAREHOLDERS’ MEETING** | **INSTRUCTIONS OF THE GRANTOR [(S)] FOR THE EXERCISE OF THE POWER OF ATTORNEY** |
| --- | --- |
| **APPROVE** | **NOT APPROVE** | **ABSTENTION** | **COMMENT** |
| I. Presentation, discussion, and, if appropriate, approval of the Company’s Chief Executive Officer report prepared in accordance with Article 172 of the LGSM and articles 28, section IV and 44, section XI of the Securities Market Law (*Ley del Mercado de Valores*; “LMV”), same which includes the presentation of the individual and consolidated financial statements of the Company, together with the external auditor´s report, in connection with the results and operations of the Company for the fiscal year ended on December 31, 2022, as well as the Board of Director’s opinion regarding the content of such report issued by the Chief Executive Officer of the Company. |  |  |  |  |
| II. Presentation, discussion, and, if appropriate, approval of the Company’s Board of Directors report pursuant to Article 172, section b) of the LGSM, on the main accounting and reporting policies and criteria used by the Company in the preparation of its financial information. |  |  |  |  |
| III. Presentation, discussion, and, if appropriate, approval of the Company’s Board of Directors report on the operations and activities in which such Board of Directors intervened pursuant to Article 28, section IV, subsection e) of the LMV. |  |  |  |  |
| IV. Presentation, discussion, and, if appropriate, approval of the annual reports of the chairmen of the Audit Committee and Corporate Practices Committee regarding the activities carried out by such committees pursuant to Article 43, subsections I and II of the LMV. |  |  |  |  |
| V. Discussion and confirmation of independence of Mr. Gérard Martellozo as an independent member of the Board of Directors of the Company. |  |  |  |  |
| VI. Proposal, discussion, and, if applicable, approval of the compensation plan for the members of the board of directors. |  |  |  |  |
| VII. Proposal, discussion, and, if applicable, approval of the amendment of the maximum amount of funds that may be used for the purchase of the Company’s shares (or securities representing such shares) for the fiscal year 2023, from US$20,140,886.00 approved as of this date, to US$50,000,000.00, the remainder of which, if applicable, may be used for the same purposes for the fiscal year 2024. |  |  |  |  |
| VIII. Appointment of delegates to comply with and, as appropriate, formalize the resolutions adopted at the Annual Ordinary General Shareholders’ Meeting; associated resolutions. |  |  |  |  |

**AGENDA**

**FOR THE GENERAL EXTRAORDINARY SHAREHOLDERS’ MEETING**

1. Proposal, discussion, and, if applicable, approval of certain amendments to the Company's bylaws for the purpose of eliminating references and provisions relating to the strategic partner.
2. Appointment of delegates to comply with and, as appropriate, formalize the resolutions adopted at the Extraordinary General Shareholders’ Meeting; associated resolutions.

In connection with the foregoing, [I/we] hereby grant a **SPECIAL POWER OF ATTORNEY**, as broad as required by law, to be exercised individually or jointly, to assist on our behalf and representation to the General Ordinary and Extraordinary Shareholders’ Meeting representing [*include number and series of shares* *in number*] [*include number and series of shares* *in letter*] that we own and exercise the voting rights corresponding to such shares as follows:

| **AGENDA FOR THE GENERAL EXTRAORDINARY SHAREHOLDERS’ MEETING** | **INSTRUCTIONS OF THE GRANTOR [(S)] FOR THE EXERCISE OF THE POWER OF ATTORNEY** |
| --- | --- |
| **APPROVE** | **NOT APPROVE** | **ABSTENTION** | **COMMENT** |
| I. Proposal, discussion, and, if applicable, approval of certain amendments to the Company's bylaws. |  |  |  |  |
| II. Appointment of delegates to comply with and, as appropriate, formalize the resolutions adopted at the Annual Extraordinary General Shareholders’ Meeting; associated resolutions. |  |  |  |  |

Finally, [I/we] hereby recognize that the contents of this power of attorney are in line with what is provided by Article 49 section III of the Securities Market Law.

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| **THE GRANTOR[(s)]**[*include corporate name of the grantor(s)*]**By**: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**Name**: [•]**Position**: [•] |
| **WITNESS** | **WITNESS** |
| **By**:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**Name**: [•]**Domicile**: [•] | **By**:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**Name**: [•]**Domicile**: [•] |