

**INFRAESTRUCTURA ENERGÉTICA NOVA, S.A.B. DE C.V.
GENERAL ORDINARY STOCKHOLDERS' MEETING
APRIL 30, 2021**

In the city of Tijuana, Baja California, the corporate domicile of **INFRAESTRUCTURA ENERGÉTICA NOVA, S.A.B. de C.V.** ("the Company"), the stockholders met at 10:00 hours on April 30, 2021, at Blvd. Gral. Rodolfo Sánchez Taboada No. 10488, Oficina 932, Zona Urbana Río Tijuana, C.P. 22010, Tijuana Baja California (offices shared with IZA). to hold an Ordinary General Stockholders' Meeting. The stockholders' names appear in the attendance list signed by each of them or their representatives and by the Scrutineers, which is attached to the file of this minute and is transcribed in full. The Ordinary General Stockholders' Meeting had been called by the Secretary of the Board of Directors in a notice published on the Ministry of the Economy's electronic system on April 14, 2021.

By majority vote of the attendees, the Meeting was chaired by Mr. Mario Christian López Hernández and Mrs. Vanesa Madero Mabama acted as Secretary.

In accordance with the provisions of the Company's corporate bylaws and section I of Article 49 of the Securities Market Law (*Ley del Mercado de Valores* or "LMV"), the Secretary confirmed that the information and documents related to the issues to be transacted at this Meeting had been available to the stockholders at the Company's offices since April 14, 2021.

The Chairman appointed María de los Ángeles Morales Cano and Adriana Sosa Villicaña as Scrutineers, who after accepting the offices and swearing their due performance thereof, proceeded to count the share deposit slips submitted by the Stockholders or their legal representatives, prepared the attendance list, which once signed, they certified that **1,274,771,136** subscribed and paid in Class I and II, Single-Series Ordinary registered shares of the 1,452,281,032 (one thousand four hundred and fifty two million, two hundred eighty one thousand thirty two) subscribed and paid in Class I and II, Single-Series Ordinary registered shares were represented at the Meeting; i.e., 87.78% (eighty seven point seventy eight per cent) of the common outstanding shares entitled to vote at this Meeting.

Additionally, the Secretary informed the Meeting of the compliance with the provision stipulated in Article 49 of the LMV.

Once the Scrutineers had completed the foregoing certification and the Meeting having been called in the manner and terms set forth in the Company's corporate bylaws, the LMV and the General Commercial Companies Law ("*Ley General de Sociedades Mercantiles*" or "LGSM"), the Chairman declared the Meeting legally in session since the sufficient quorum had been established in accordance with the Company's corporate bylaws and therefore asked the Secretary to read the following:

AGENDA

- I. Presentation, discussion and if applicable, approval of the reports referred to on Article 172 of the LGSM and section IV of Article 28 of the LMV, regarding the Company's operations and results together with the external auditor's report on the Company's consolidated and audited financial statements for the fiscal year ended December 31, 2020, prior reading of the reports of the Chairman of the Board of Directors (the "Board") and the Chief Executive Officer, the Board's Opinion on the Chief Executive Officer's report and the reports of the Chairman of the Corporate Practices Committee and the Chairman of the Company's Audit Committee.
- II. Presentation, discussion and if applicable, the approval of the report referred to in section XIX of Article 76 of the Income Tax Law effective in 2020, on the Company's compliance with its tax obligations.
- III. Presentation, discussion and if applicable, approval of the application of the Company's results of the fiscal year ended December 31, 2020.
- IV. Appointment, or, if applicable, ratification or removal of the Members of the Board of Directors, the Secretary (non-member), the members of the Audit Committee and the Corporate Practices Committee and the Chairpersons of both Company's committees. Likewise, the discussion and if applicable, approval of independence rating of the members of the Company's Board of Directors, in the terms of Article 26 of the LMV.
- V. Presentation, discussion and if applicable, approval of the determination of the remunerations of the members of the Board of Directors.
- VI. Presentation, discussion and if applicable, approval of the determination of the maximum amount of resources the Company may allocate to the repurchase of shares, in the terms of section IV of Article 56 of the LMV.
- VII. Presentation, discussion and if applicable, approval of the Special Meeting Delegates to perform and formalize its agreements.

Once the Agenda had been read, the Meeting, by unanimous vote, approved both the certification of those present for it to be declared legally in session, and the items of the Agenda, proceeding to transact them as follows:

ITEM 1. PRESENTATION, DISCUSSION AND IF APPLICABLE, APPROVAL OF THE REPORTS REFERRED TO IN ARTICLE 172 OF THE LGSM AND SECTION IV OF ARTICLE 28 OF THE LMV, REGARDING THE COMPANY'S OPERATIONS AND RESULTS TOGETHER WITH THE EXTERNAL AUDITOR'S REPORT ON THE COMPANY'S CONSOLIDATED AND AUDITED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED DECEMBER 31, 2020, PRIOR READING OF THE REPORTS OF THE CHAIRMAN OF THE BOARD OF DIRECTORS (THE "BOARD") AND THE CHIEF EXECUTIVE OFFICER, THE BOARD'S OPINION ON THE CHIEF EXECUTIVE'S REPORT AND THE REPORTS OF THE CHAIRPERSONS OF THE COMPANY OFFICER'S CORPORATE PRACTICES COMMITTEE AND THE AUDIT COMMITTEE.

In relation to the first item on the Agenda, the Chairman presented to the Stockholders' Meeting: i) the Report of the Chairman of the Board of Directors, in accordance with the provisions of Article 172 of the LGSM and section IV of Article 28 of the LMV, ii) the Report on the main accounting and information policies and criteria followed in the preparation of the Company's financial information, iii) the Chief Executive Officer's Report in accordance with the provisions of sub-section b) of section IV of Article 28 and section XI of Article 44 of the LMV and Article 172 of the LGSM (except sub-section b) of this latter Article, iv) the Board's Opinion on the Chief Executive Officer's Report, v) the Report of the Chairman of the Corporate Practices Committee, vi) the Report of the Chairman of the Audit Committee, and vii) the Company's Consolidated and Audited Financial Statements, with their notes as of December 31, 2020, which were prepared in accordance with the International Financial Reporting Standards ("IFRS"), as well as the External Auditor's Report on such Financial Statements.

The Chairman of the Meeting then asked the Secretary to read the reports mentioned for the fiscal year ended December 31, 2020, who, before reading them, commented that they had been previously approved by the Board of Directors and, in accordance with Article 49 of the LMV, had been available to all the stockholders from the date of the call of the Meeting.

The Chairman also asked the Secretary of the Meeting to read the opinion written by the External Auditor on the Consolidated and Audited Financial Statements at December 31, 2020, which indicates that the Financial Statements present the Company's financial situation reasonably in all material aspects.

After the stockholders had analyzed all the documents and reports presented, the Meeting, by majority of votes of the shares represented, adopted the following:

RESOLUTIONS

I.1 "The following reports presented are approved in accordance with section IV of Article 28 and section XI of Article 44 of the LMV, and Article 172 of the LGSM, at the end of December 31, 2020, i) the Report of the Chairman of the Board of Directors, ii) the Report on the main accounting and information policies and criteria followed in the preparation of the Company's financial information, iii) the Chief Executive Officer's Report, iv) the Board's Opinion on the Chief Executive Officer's Report, v) the Report of the Chairman of the Corporate Practices Committee, vi) the Report of the Chairman of the Audit Committee and vii) the Company's Consolidated and Audited Financial Statements, with their notes as of December 31, 2020, which were prepared in accordance with the International Financial Reporting Standards ("IFRS"), as well as the External Auditor's Report on such Financial Statements."

I.2 "The performance of the Board of Directors, the Corporate Practices Committee and the Audit Committee is hereby approved, and all acts and actions approved and conducted by such corporate bodies up to December 31, 2020, are hereby ratified."

ITEM II. PRESENTATION, DISCUSSION AND IF APPLICABLE, APPROVAL OF THE REPORT REFERRED TO BY SECTION XIX OF ARTICLE 76 OF THE INCOME TAX LAW EFFECTIVE IN 2020 ON THE COMPANY'S COMPLIANCE WITH ITS TAX OBLIGATIONS.

In relation to the second item on the Agenda, the Chairman of the Meeting read the respective report pursuant to the provisions of section XIX of Article 76 of the Income Tax Law with regard to the Company's compliance with its tax obligations for the fiscal year ended December 31, 2019, and current in fiscal year 2020.

After hearing and considering the respective report, the Meeting, by majority of votes of the shares represented, adopted the following:

RESOLUTION

II.1 "The report on the Company's compliance with its tax obligations for the fiscal year ended December 31, 2019, and current in fiscal year 2020 pursuant to the provisions of section XIX of Article 76 of the Income Tax Law is hereby approved".

ITEM III. PRESENTATION, DISCUSSION AND IF APPLICABLE, APPROVAL OF THE APPLICATION OF THE COMPANY'S RESULTS OF THE FISCAL YEAR ENDED DECEMBER 31, 2020.

In relation to the third item on the Agenda, the Chairman of the Meeting asked the Secretary to read the project for the application of the Company's results of fiscal year 2020 to be submitted for the consideration of the Meeting. The Secretary informed the stockholders present that in accordance with Consolidated and Audited Financial

Statements approved in the preceding resolutions, the Company obtained a net income in the total amount of **US\$461,064,794.00** (four hundred and sixty one million, sixty four thousand, seven hundred and ninety four Dollars 00/100 legal tender in the United States of America) in the fiscal year ended December 31, 2020.

The Chairman then proposed that the aforementioned net income be applied to prior income results account of the respective years, subject to the prior deduction of the amounts legally required pursuant to the Thirty Ninth Clause of the Company's Corporate Bylaws and Article 20 of the LGSM.

Additionally, the Chairman of the Meeting proposed that in the terms of the Fortieth Clause of the Company's Corporate Bylaws, the Board of Directors be authorized to apply the total or partial balance of the retained earnings account to any purpose legally permitted and deemed beneficial to the Company or its stockholders, including but not limited to the payment of dividends in cash on the condition that under no circumstances shall the sum of such resources exceed the total balance of the Company's retained earnings account and that the stockholders be informed on the use of these authorities.

After discussing the foregoing, the Meeting, by majority of votes of the shares represented, adopted the following:

RESOLUTIONS

III.1 "The Company's net income reflected in the consolidated financial statements audited at December 31, 2020, in the amount of **US\$461,064,794.00** (four hundred and sixty one million, sixty four thousand, seven hundred and ninety four Dollars 00/100 legal tender in the United States of America) is hereby recognized and approved to be applied to the respective results from prior years account, subject to the prior deduction of the legally applicable amounts in accordance with the Thirty Ninth Clause of the Company's Corporate Bylaws and Article 20 of the LGSM."

III.2 "The authorization of the Board of Directors to make any application legally appropriate and beneficial for the Company or its stockholders to the total or partial balance of the retained earnings account, including but not limited to the payment of dividends in cash without the sum of such resources exceeding the total balance of the Company's retained earnings account under any circumstance and inform the stockholders of the use made of this authority is hereby approved in the terms of the Fortieth Clause of the Company's Corporate Bylaws."

ITEM IV. APPOINTMENT, OR, IF APPLICABLE, RATIFICATION OR REMOVAL OF THE MEMBERS OF THE BOARD OF DIRECTORS, THE SECRETARY (NON-MEMBER), THE MEMBERS OF THE AUDIT COMMITTEE AND THE CORPORATE PRACTICES COMMITTEE AND THE CHAIRPERSONS OF BOTH OF THE COMPANY'S COMMITTEES. ALSO, THE DISCUSSION AND IF APPLICABLE, APPROVAL OF THE INDEPENDENCE RATING OF THE MEMBERS OF THE COMPANY'S BOARD OF DIRECTORS, IN THE TERMS OF ARTICLE 26 OF THE LMV.

In relation to this item on the Agenda, the Chairman of the Meeting informed the stockholders present of the proposal to ratify the 12 (twelve) members of the Board of Directors, the Chairman and the Secretary (non-member) of the Board of Directors, and the Chairpersons and the members of the Company's Audit Committee and Corporate Practices Committee.

The Chairman also submitted the independence rating of the members who meet the requirements of the provisions of Articles 26 of the LMV for the approval of the stockholders present, for which he asked the Secretary to read each member's biography, which will be added to the file of these minutes.

After discussing the foregoing proposal, the Meeting, by majority of votes of the shares represented, adopted the following:

RESOLUTIONS

IV.1 "The appointments of the 12 (twelve) members of the Board of Directors; i.e., Aarón Dychter Poltolarek, Alberto Felipe Mulás Alonso, Carlos Ruiz Sacristán, Erle Allen Nye Jr., Faisal Hussain Kahn, Jennifer Frances Jett, José Julián Sidaoui Dib, Lisa Glatch, Peter Ronan Wall, Randall Lee Clark, Tania Ortiz Mena López Negrete and Trevor Ian Mihalik, are hereby ratified."

IV.2 "The appointment of Mr. Carlos Ruiz Sacristán as Chairman of the Company's Board of Directors is hereby ratified."

IV.3 "The appointment of Mrs. Vanesa Madero Mabama as Secretary (non-member) of the Company's Board of Directors is hereby ratified."

IV.4 "The appointments of Mr. Alberto Felipe Mulás Alonso as Chairman of the Company's Corporate Practices Committee and Mr. Aaron Dychter Poltolarek as Chairman of the Company's Audit Committee are hereby ratified in accordance with Article 25 of the LMV."

IV.5 "The ratings of Aaron Dychter Poltolarek, José Julián Sidaoui Dib and Alberto Felipe Mulás Alonso as Independent members are hereby ratified in accordance with Article 26 of the LMV."

IV.6 “In accordance with the foregoing resolutions, from the date of this Meeting, the memberships of the Company’s Board of Directors, Corporate Practices Committee and Audit Committee are incorporated as follows:

Board of Directors

Carlos Ruiz Sacristán	Chairman
Aarón Dychter Poltolarek	Independent Member
Alberto Felipe Mulás Alonso	Independent Member
José Julián Sidaoui Dib	Independent Member
Erle Allen Nye Jr.	Member
Faisel Hussain Kahn	Member
Jennifer Frances Jett	Member
Lisa Glatch	Member
Peter Ronan Wall	Member
Randall Lee Clark	Member
Tania Ortiz Mena López Negrete	Member
Trevor Ian Mihalik	Member

Corporate Practices Committee

Alberto Felipe Mulás Alonso
Chairman
 Aarón Dychter Poltolarek
 José Julián Sidaoui Dib
 Trevor Ian Mihalik

Audit Committee

Aarón Dychter Poltolarek
Chairman
 José Julián Sidaoui Dib
 Alberto Felipe Mulás Alonso

Vanesa Madero Mabama
Secretary of the Board of Directors
(non-member)

IV.7 “The acceptances by the persons appointed and ratified to hold said offices, who swear their faithful performance in accordance with the Company’s Corporate Bylaws are hereby confirmed.”

ITEM V. PRESENTATION, DISCUSSION AND IF APPLICABLE, APPROVAL OF THE DETERMINATION OF THE REMUNERATIONS OF THE MEMBERS OF THE BOARD OF DIRECTORS.

In relation to the fifth item on the Agenda, the Chairman of the Meeting informed the stockholders present that with regard to the remunerations of the members of the Board of Directors, it is proposed that those who are also Company directors, are part of Management or of any other affiliate of the same economic group of interests to which the Company belongs; i.e., are “Related Members”, do not receive any remuneration for the exercise of their office, including the Secretary (non-member) of the Board. In this regard, the Chairman commented that the Related Members and the non-member Secretary of the Board had already waived any remuneration to which they may be entitled for the performance of their offices for the fiscal year ended December 31, 2020, and to the date of this Meeting.

Notwithstanding the foregoing, the Chairman proposed to the Meeting that the remunerations of the Independent Members for being members of the Board and assisting to the Board, Audit Committee and Corporate Practices Committee remains without changes for the year 2021, which amounts to US\$110,000 (one hundred and ten thousand Dollars 00/100 legal tender in the United States of America) individually.

Additionally, the Chairman proposed to the Meeting that the Chairman and Secretary (non-member) shall not receive remuneration in any way, for the for the performance of their duties on the Board or the various Committees for the fiscal year 2021 and, if applicable, until the date of ratification of their office.

After discussing the foregoing proposals, the Meeting, by majority of votes of the shares represented, adopted the following:

RESOLUTIONS

V.1 “That the Related Members, including the Secretary (non-member) of the Board, not receive any remunerations for the performance of their offices on the Board or the various Committees for the fiscal year 2021, and if applicable, until the dates of the ratifications of their offices, is hereby approved.”

V.2 “The waivers by the Related Members and the Secretary (non-member) of the Board of any remuneration for their participation on the Board and the different Committees for the fiscal year ended December 31, 2020, and to the date of this Meeting, is hereby accepted and appreciated”.

V.3 “Maintaining without changes for the year 2021 the amount and characteristics of the remunerations of the Independent Members, which amounts to US\$110,000 (One hundred and ten thousand dollars 00/100 legal tender in the United States of America) individually, is hereby approved”

V.4 “That the Members, including the Secretary (non-member) of the Board, not receive any remunerations for the performance of their offices on the Board or the different Committees for the fiscal year 2021, and if applicable, to the dates of the ratifications of their offices, is hereby approved.”

ITEM VI. PRESENTATION, DISCUSSION AND IF APPLICABLE, APPROVAL OF THE DETERMINATION OF THE MAXIMUM AMOUNT OF RESOURCES THE COMPANY MAY ALLOCATE TO THE REPURCHASE OF SHARES, IN THE TERMS OF SECTION IV OF ARTICLE 56 OF THE LMV.

In relation to this item on the Agenda, the Chairman proposed to the Meeting that for fiscal year 2021 no resources be allocated to the repurchase of shares

After discussing the foregoing proposal, the Meeting, by unanimous vote of the shares represented, adopted the following:

RESOLUTION

VI.1 “That no resources be allocated to the repurchase of shares for the fiscal year 2021, is hereby approved.”

ITEM VII. PRESENTATION, DISCUSSION AND IF APPLICABLE, APPROVAL OF THE SPECIAL MEETING DELEGATES TO PERFORM AND FORMALIZE ITS AGREEMENTS.

On transacting this final item on the Agenda, the Chairman of the Meeting proposed to appoint René Buentello Carbonell, Vanesa Madero Mabama and María de los Ángeles Morales Cano as special Meeting delegates to, if applicable, to appear, individually before the Notary Public of their choice to formalize all or part of the minutes of this Meeting.

Having discussed the Chairman’s proposal, the Meeting, by unanimous vote of the shares represented, adopted the following:

RESOLUTION

VII.1 René Buentello Carbonell, Vanesa Madero Mabama and María de los Ángeles Morales Cano are hereby appointed as special Meeting delegates to, on behalf and in representation of the Company, appear, individually before the Notary Public of their choice to formalize all or part of the minutes of this Meeting. Said delegates shall also register the notarial copy of the instrument issued in the Public Commercial Registry of the Company’s domicile in order to conduct the formalities necessary before the respective authorities to comply with the resolutions adopted in this Meeting and to issue and certify copies of these minutes, if they deem so doing necessary or advisable.

Once the minutes were written, read, approved and ratified by all the stockholders present, they were signed by the Chairman and the Secretary, who bore witness that all the stockholders called were present for the entire meeting until its conclusion.

The following documents are attached to the file of the minutes of this Annual Ordinary General Shareholders' Meeting:

- a) A copy of the publication of the call.
- b) Attendance list.
- c) Report of the Chairman of the Board of Directors.
- d) Report on the accounting and information policies and criteria followed in the preparation of the Company’s financial information.
- e) Chief Executive Officer’s Report.
- f) The Board of Directors’ Opinion on the content of the Chief Executive Officer’s Report.
- g) Corporate Practices Committee Chairman's Report.
- h) Audit Committee Chairman's Report.
- i) External Auditor' Report.
- j) The Company’s Audited Consolidated Financial Statements.
- k) The Report relating to Section XIX of Article 76 of the Income Tax Law valid in 2020.
- l) The Company's Board Members’ resumes.

The Meeting was adjourned at 10:30 hours, Pacific time, on April 30, 2021.

SIGNATURE

SIGNATURE

Mario Christian López Hernández
Chairman

Vanesa Madero Mabama
Secretary