

**INFRAESTRUCTURA ENERGÉTICA NOVA, S.A.B. DE C.V.**

**CALL TO**

**GENERAL ORDINARY SHAREHOLDERS' ANNUAL MEETING**

By resolution of the Corporate Practices Committee of **INFRAESTRUCTURA ENERGÉTICA NOVA, S.A.B. DE C.V.** (the "**Company**"), adopted at its meeting held on February 19, 2019, the shareholders of the Company are called to the General Ordinary Shareholders' Annual Meeting, which will be held at the Marriot Hotel, located at Blvd. Agua Caliente No. 11553, in the city of Tijuana, Baja California 22420, at 10:00 hours on April 30, 2019, to address the affairs contained in the following:

**AGENDA**

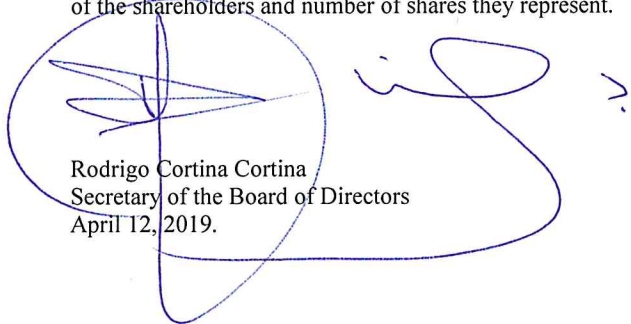
- I. Presentation and, if applicable, approval of the reports referred to in Articles 172 of the General Law of Commercial Companies (*Ley General de Sociedades Mercantiles*) and 28 section IV of the Securities Market Law (*Ley del Mercado de Valores*), together with the report of the external auditor, regarding operations and results of the Company for the fiscal year ended on December 31, 2018, as well as the opinion of the Board of Directors regarding the content of said reports; presentation and, if applicable, approval of the financial statements of the Company as of December 31, 2018 and application of results for the year; presentation and, if applicable, approval of the report regarding compliance with the tax obligations charged to the Company; presentation and, if applicable, approval of the annual report on the activities performed by the Audit and Corporate Practices Committees. Resolutions in this regard.
- II. Ratification, conclusion of position and/or appointment of each member of the Board of Directors, as well as the members of the Audit and Corporate Practices Committees; qualification on the independence of the members of the Board of Directors of the Company, in accordance with the provisions of Article 26 of the Securities Market Law. Resolutions in this regard.
- III. Compensation to the members of the Board of Directors and of the different Committees, as well as to the Secretary of the Company. Resolutions in this regard.
- IV. Resolutions on the amount that may be allocated to the purchase of own shares in terms of the provisions of article 56, section IV of the Securities Market Law (*Ley del Mercado de Valores*); presentation of the report on the policies and agreements adopted by the Board of Directors of the Company, in relation to the purchase and sale of such shares. Resolutions in this regard.
- V. Appointment of Special Delegates. Resolutions in this regard.

According to Clause Twenty-Ninth of the by-laws, those shareholders who appear registered in the Shares Register Book of the Company as owners of one or more shares, as well as those who submit the certificates issued by *S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V.*, or by any other institution for the deposit of securities authorized in accordance with the applicable legal provisions, supplemented with the lists of depositors, will be admitted to the Meeting. For this purposes, the Shares Register Book will be considered closed the business day immediately prior to the date set for the celebration of the Meeting.

In order to be entitled to attend the Meeting, shareholders must deposit their share certificates in the offices of the Company, located at Paseo de la Reforma No. 342, piso 24, Col. Juárez, 06600, Mexico City, or, in *S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V.*, or in a credit institution, national or foreign, and submit to the Company the corresponding deposit receipt, no later than the business day prior to the date of the Meeting and obtain from the Company the admission pass and the forms that, to be represented in the Meeting, the shareholders may use in terms of Article 49 section III of the Securities Market Law, which, together with the information and documents related to each of the points established in the Agenda, will be available at the offices of the Company above mentioned, free of charge and immediately after the publication of this call. The schedule for depositing the shares, receiving the admission pass and obtaining the documentation related to the items on the Agenda, together with the forms, will be from 10:00 a.m. to 5:00 p.m., Monday to Friday. The shares that are deposited to have the right to attend the Meeting will not be returned until after the Meeting is held, by delivering the receipt that has been issued to the shareholder or its representative.



The Stock Exchange and custody institutions are reminded that they must submit a list containing the name, address and nationality of the shareholders and number of shares they represent.



Rodrigo Cortina Cortina  
Secretary of the Board of Directors  
April 12, 2019.