

[Translation for reference purposes only]
INFRAESTRUCTURA ENERGÉTICA NOVA, S.A.B. DE C.V.
General Extraordinary Shareholders' Meeting
November 1, 2021
RESOLUTIONS

- I. Presentation and, if applicable, notes taken in connection with (i) the a public cash tender offer launched by Sempra Energy (“Sempra”) to purchase all of the issued and outstanding ordinary, nominative shares, of a single series, with no par value of IEnova that were not owned directly or indirectly by Sempra, and (ii) the authorization for the cancellation of the registration of the shares representative of the capital stock of the Company in the Mexican Securities Registry (*Registro Nacional de Valores*) kept by the Mexican Banking and Securities Commission (*Comisión Nacional Bancaria y de Valores*); and the cancellation of the listing thereof in the Mexican Stock Exchange (*Bolsa Mexicana de Valores, S.A.B. de C.V.*).
- I.1** “Notes taken in connection with the results of the public cash tender offer launched by Sempra, to acquire all the shares representing the capital stock of the Company that were not owned directly or indirectly by Sempra, at a price per share of Ps. \$78.97 (seventy eight Pesos 97/100 Mexican Currency) (the “Cancellation Tender Offer”).”
- I.2** “Notes taken in connection with the cancellation of the registration of the Shares in the National Securities Registry (“RNV”) maintained by the National Banking and Securities Commission (*Comisión Nacional Bancaria y de Valores*) (the “CNBV”) and in the listing of securities authorized to trade in the Mexican Stock Exchange (*Bolsa Mexicana de Valores, S.A.B. de C.V.*).”
- I.3** “Notes taken in connection with the formation by Sempra of the trust dated October 8, 2021 to which it contributed, for a period of no less than 6 (six) months starting on the date of cancellation of the registration of the Shares from the RNV, any necessary funds to acquire, at the same price used in the Cancellation Tender Offer, any Shares of the shareholders of the Company that had not tendered their Shares therein (the “Delisting Trust”).”
- II. Proposal and, if applicable, approval so that the Company adopts the modality and regime of an investment promoter corporation of variable capital (*Sociedad Anónima Promotora de Inversión de Capital Variable*), and the consequent total reform to the corporate by-laws of the Company.
- II.1** “It is hereby approved that the Company adopts the modality and the regime of an “Investment Promoter Corporation” (“*Sociedad Anónima Promotora de Inversión*”) (“S.A.P.I.”) of variable capital, therefore, as of the time of the Meeting, the Company shall cease to have the regime of a publicly traded corporation (“*Sociedad Anónima Bursátil*”) (“S.A.B.”).”
- II.2** “It is hereby approved that the Company does not adopt for its management and surveillance, the regime related to the composition, organization and functioning of the publicly traded corporations, in terms of article 15 of the Mexican Securities Market Law (*Ley del Mercado de Valores*) (“LMV”).”
- II.3** “It is hereby approved, as a consequence of the adoption of the modality and regime of S.A.P.I. de C.V. in the terms approved, the total amendment to the total amendment to the Company’s corporate by-laws.”
- III. Proposal and, if applicable, approval to remove, ratify or appoint the members of the Board of Directors of the Company and secretary non-member of the Board of Directors, and approval of the relevant remunerations, emoluments and settlements.

III.1 “It is hereby approved to remove Messrs. Aaron Dychter Poltolarek, Alberto Felipe Mulás Alonso and José Julián Sidaoui Dib as independent members of the Board of Directors, Mr. Carlos Ruiz Sacristán as Chairman of the Board of Directors, and Messrs. Erle Allen Nye Jr., Faisal Hussain Kahn, Jennifer Frances Jett, Lisa Glatch, Peter Ronan Wall and Randall Lee Clark, as members of the Board of Directors of the Company, ratifying their performance during the duration of their duties, granting them the broadest liability release in accordance with the law, in the understanding that such liability release shall not apply with respect to (a) malicious acts or in bad faith, or (b) illegal acts in accordance with applicable law.”

III.2 “It is hereby approved to ratify Messrs. Tania Ortiz Mena López Negrete and Trevor Ian Mihalik as members of the Board of Directors of the Company.”

III.3 “It is hereby approved to appoint Mr. Justin Christopher Bird as members of the Board of Directors of the Company”.

III.4 “It is hereby approved to appoint Mr. Trevor Ian Mihalik as Chairman of the Board of Directors of the Company”.

III.5 “It is hereby approved to remove Mrs. Vanesa Madero Mabama as Secretary of the Board of Directors, without being a member thereof, of the Company ratifying her performance during the duration of her duties, granting her the broadest liability release in accordance with the law, in the understanding that such liability release shall not apply with respect to (a) malicious acts or in bad faith, or (b) illegal acts in accordance with applicable law”.

III.6 “It is hereby approved to appoint Mr. René Buentello Carbonell as Secretary of the Board of Directors, without being a member thereof, of the Company”.

III.7 “It is hereby approved to make the payment of any emolument owed as of the date hereof plus the payment of the Extraordinary Compensation and the Last Quarter Compensation to each of Messrs. Aaron Dychter Poltolarek, Alberto Felipe Mulás Alonso and José Julián Sidaoui Dib for their efforts as independent members of the Corporate Practices Committee in respect with all acts performed in relation to the Exchange Offer”.

III.8 “It is hereby approved that the members of the Board of Directors and the Secretary non-member of the Board of Directors and Pro-Secretary non-member of the Board of Directors, shall not receive emoluments, in any manner, for the performance of their duties in the Board of Directors”.

III.9 “It is hereby approved that the members of the Board of Directors, the Secretary non-member of the Board and the Pro-Secretary non-member of the Board of Directors, do not guarantee, in any manner, the performance of their duties in the Board of Directors”.

III.9 “It is hereby approved that, by virtue of the previous resolutions, as of the time of the Meeting, the Board of Directors shall be integrated and functioning as follows:

Name	Position
Trevor Ian Mihalik	Chairman of the Board of Directors
Tania Ortiz Mena López Negrete	Member
Justin Christopher Bird	Member
René Buentello Carbonell	Secretary of the Board of Directors (non-member)

IV. Proposal and, if applicable, approval to remove all of the members of the Corporate Practices Committee and Audit Committees of the Company, and approval of the consequent disintegration of such corporate bodies and the appointment of the Statutory Auditor of the Company.

IV.1 “It is hereby approved to remove Messrs. Aaron Dychter Poltolarek, Alberto Felipe Mulás Alonso, José Julián Sidaoui Dib and Trevor Ian Mihalik from their positions as members of the Corporate Practices Committee ratifying their performance during the duration of their duties, granting them the broadest liability release in accordance with the law, in the understanding that such liability release shall not apply with respect to (a) malicious acts or in bad faith, or (b) illegal acts in accordance with applicable law.”

IV.2 “It is hereby approved to remove Messrs. Aaron Dychter Poltolarek, Alberto Felipe Mulás Alonso and José Julián Sidaoui Dib from their positions as members of the Audit Committee ratifying their performance during the duration of their duties, granting them the broadest liability release in accordance with the law, in the understanding that such liability release shall not apply with respect to (a) malicious acts or in bad faith, or (b) illegal acts in accordance with applicable law.”

IV.3 “It is hereby approved to take note that (i) no compensation shall be payable to Messrs. Aaron Dychter Poltolarek, Alberto Felipe Mulás Alonso and José Julián Sidaoui Dib in addition to the emoluments owed as of the date of the Meeting, the Extraordinary Compensation and the Last Quarter Compensation approved in item III above, and (ii) no compensation shall be paid to Mr. Trevor Ian Mihalik.”

IV.4 “It is hereby approved, the disintegration of the Corporate Practices Committee and Audit Committee of the Company.”

IV.5 “It is hereby approved to appoint Mr. Javier Alonso Levario Carrillo as statutory auditor of the Company.”

IV.6 “It is hereby approved that the statutory auditor of the Company does not receive emoluments, nor guarantee in any manner, the performance of his duties as statutory auditor.”

V. Proposal and, if applicable, approval to grant new powers of attorney and ratify all the powers of attorney granted by the Company as of the date of the meeting, and if applicable, revocation of powers of attorney.

V.1 “It is hereby approved the granting of powers of attorney by the Company.”

V.2 “It is hereby approved to revoke certain powers of attorney granted by the Company.”

V.3 “It is hereby approved to ratify the remaining powers of attorney granted by the Company as of the date hereof.”

VI. Proposal and, if applicable, approval for the issuance of new shares certificates representative of the capital stock of the Company, and the relevant entries, annotations, reports, notices and/or notifications.

VI.1 “It is hereby approved to the Secretary of the Board of Directors, without being a member, to carry out the cancellation, exchange and/or issuance of the provisional and/or definitive share certificates of the Company derived from the adoption of the modality and regime of a S.A.P.I. de C.V. and the total amendment of the Company's corporate and, also, to make the relevant entries and annotations in the corporate books of the Company and to carry out the filing of any reports, notices and/or notifications required under the applicable law derived from the foregoing.”

VI.2 “It is hereby resolved for the Company, through its duly authorized attorneys-in-fact, (i) to carry out all procedures, applications and provide all the necessary or convenient information necessary or convenient before the S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V. (“Indeval”), (ii) to enter into or subscribe, or appear to the execution or subscription of all the contracts, agreements, documents and instruments, of any nature and governed by the rules of any jurisdiction, and (iii) in general, to perform any necessary or convenient acts, in order to withdraw the share certificates representing the Shares from Indeval, in connection with the Delisting Trust, and any other acts reasonably requested by Sempra in connection with the foregoing.”

VII. Appointment of Special Delegates of the Meeting to enforce and formalize its resolutions.

VII.1 “It is hereby resolved to appoint as special delegates of this Meeting Messrs. Tania Ortiz Mena López Negrete, René Buentello Carbonell, Carlos Mauer Díaz Barriga, Vanesa Madero Mabama, María de los Ángeles Morales Cano, Mario Christian López Hernández and Fernando Cervantes Guajardo, so that, in the name and on behalf of the Company, for any of them indistinctly, to attend before the public notary of their choice to formalize all or part of, the minutes of this Shareholders’ Meeting and process the registration of the public deed in the Public Registry of Commerce of the Company’s corporate domicile, to carry out all the necessary procedures before the corresponding authorities to comply with the resolutions adopted in this Shareholders’ Meeting and to issue and certify copies of these minutes, as they consider necessary or convenient.”

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