

POLICIES FOR THE ACQUISITION AND PLACEMENT OF OWN SHARES BASED ON WHICH THE PURCHASE AND PLACEMENT OF SAID SHARES WILL BE INSTRUCTED IN ACCORDANCE WITH THE GENERAL PROVISIONS APPLICABLE TO SECURITIES ISSUERS AND OTHER SECURITIES MARKET PARTICIPANTS (“SINGLE ISSUERS’ CIRCULAR”):

Infraestructura Energética Nova, S.A.B. de C.V. (the “Issuer”) may acquire or sell shares representative of its capital stock or credit instruments that represent said shares without being subject to the prohibition established in the first paragraph of Article 134 of the General Law Of Commercial Companies (“LGSM, Spanish acronym”), pursuant to (i) the provisions of Articles 56 and 57 of the Securities Market Law, its corporate bylaws and the applicable provisions or rules issued by the National Banking and Securities Commission and the stock markets on which the Issuer's shares are quoted, including Articles 47 and 56 to 63 of the Single Issuers’ Circular, and (ii) the following policies:

- I. The acquisition will be made on the Mexican Stock Exchange (*Bolsa Mexicana de Valores, S.A.B. de C.V.*) (“BMV”, Spanish acronym).
- II. The acquisition and if applicable, the sale on the BMV will be at market price, except in the case of public offers or auctions authorized by the National Banking and Securities Commission (“CNBV”, Spanish acronym).
- III. The acquisition may be performed and charged to its stockholders' equity, on the assumption that the shares acquired will remain in the Company's possession without need to reduce the capital stock or charged to the capital stock. In the latter case, the shares will become unsubscribed and will be kept in the treasury, without the need for agreement by the Meeting. In all cases, the amount of capital subscribed and paid must be announced when the authorized capital represented by the shares issued but not yet subscribed is publicized.
- IV. Based on the recommendations of the Board of Directors, the Ordinary General Shareholders' Meeting will expressly agree, for each fiscal year, the maximum amount of funds that can be allocated to the purchase of own shares or the credit instruments that represent said shares with the only restriction that under no circumstances may the sum of the resources to be allocated for such purpose exceed the Issuer's net income, including retained earnings.
- V. The Issuer shall be up to date with the payment of the obligations derived from debt instruments recorded in the National Securities Registry (“RNV”, Spanish acronym).
- VI. Under no circumstances shall the acquisition and sale of shares or credit instruments that represent said shares cause the percentages stipulated in Article 54 of the Securities Market Law (“LMV”, Spanish acronym) to be exceeded or the requirements to maintain the listing of the BMV on which the securities are quoted to be breached.
- VII. The Issuer’s Own Shares or if applicable, the shares issued but not subscribed that

are held in the treasury may offered to the investing public without the need for a resolution by the Shareholders' Meeting or an agreement by the Board of Directors.

- VIII. In terms of the shares that belong to the Issuer, they may not be represented or entitled to vote in Shareholders' Meetings and neither may the corporate or economic rights of any type be exercised.
- IX. Companies controlled by the Issuer may not acquire, either directly or indirectly, shares representative of the Issuer's capital stock or if applicable, the credit instruments that represent said shares, unless the respective acquisitions are made through investment companies.
- X. These policies are also applicable to all acquisitions or sales of derivative financial instruments or optional instruments held as underlying shares representative of the Issuer's capital stock, payable in kind, in which case, the provisions set forth in the preceding sections I and II shall not apply to said transactions.
- XI. Before completing any share buyback, the Issuer must be up to date with cumulative dividend payments that, if applicable, have been granted to preferred shares.
- XII. Before completing any share buyback, the Issuer must be up to date with payment of obligations derived from the issue of debt instruments registered in the RNV.
- XIII. The Issuer must acquire:
- a) Paid-in shares with no distinction between the holders of the shares that undermines the general nature of the transaction.
 - b) Through a market order. If no bids were received, the Issuer must instruct that its order be transacted as limited. Therefore, the Issuer will set the price as that of the last sale and purchase registered in the BMV, unless that in accordance with the provisions of the Internal Regulations of the BMV, or at the justified request of the Issuer, the transaction is conducted as an auction.
 - c) If the Issuer intends to acquire more than 1 % of the outstanding shares in the market in a single stock market session, it must report it, via the Securities Issuers' Electronic Communications System (EMISNET, Spanish acronym) at least 10 minutes before the bids to its order are made. Said communication shall contain, as a minimum, the information on the type of shares to be acquired, the percentage of the Issuer's capital stock and the price.
 - d) Through public purchase offer when the number of shares to be acquired in one or several transactions, within a time of 20 business days, is equal to or greater than 3% of the Issuer's outstanding shares. If the purpose of the offer is to cancel the share registration in the RNV, the offer price must be adjusted in accordance with the provisions of Article 108 of the LMV.
 - e) Order it through the person appointed by the chief executive officer of the

Issuer as responsible for managing the funds for the acquisition of own shares pursuant to the provisions of Article 60 of the Single Issuers' Circular.

- f) Through a single stock market when completed on the same date.
 - g) With the approval of the Board of Directors for any acquisition that results in that, in the same fiscal year, a percentage equal to or greater than 5% of the outstanding shares in the market being acquired.
- XIV. The Issuer, the Authorized Officials and Executors (as hereinafter defined) must refrain from issuing orders during the first and last 30 minutes of the transaction within a stock market session, as well as outside the times of said session.
- XV. The Issuer, the Authorized Officials and Executors must only issue orders valid for a single day.
- XVI. The Issuer, via the Authorized Officials and Executors, shall advise the BMV, on the business day immediately following the completion of the acquisition or sale transaction, using the SEDI Electronic Forms (the "Notices"), which must contain the following minimum information:
- a) The date and consecutive transaction number of the respective acquisition and sale transaction.
 - b) Type of transaction.
 - c) Series and number of shares acquired.
 - d) Unit price or amount of transaction.
 - e) Brokers used to perform the acquisitions.
 - f) If the acquisition was charged to stockholders' equity or capital stock and the respective amount, as well as the number of own or treasury shares, as applicable, that result from the acquisition.
 - g) The remainder of the funds that, by agreement adopted by the Stockholders' Meeting, would have been allocated for the acquisition of own shares.
- XVII. The Issuer, the Authorized Officials and Executors must refrain from instructing acquisition or sales transactions of its shares from being performed on becoming aware of any public offer on its shares and until such offer has concluded.
- XVIII. In accordance with the Single Issuers' Circular, the Issuer shall refrain from performing transactions of its own shares when there are relevant events still unknown to the investing public.
- XIX. The Issuer shall make these policies, previously approved by its Board of Directors, as well as the Board's agreements used as a base to instruct the acquisition and placement of said shares available to the CNBV.
- XX. The Issuer must have entered into a non-discretionary stock market brokerage agreement with one or more brokerage houses.

- XXI. The persons approved and authorized by the Board of Directors to take the decision to acquire or place the shares representative of the Issuer's capital stock (the "**Authorized Officials**"), and (ii) the persons authorized to perform the buyback transactions and issue the Notice (the "**Executors**"), listed in **Exhibit "A"** of these policies, may not take any action or instruct any action to be taken for the acquisition of shares representative of the Issuer's capital stock when said action or instruction may have the effect that (i) the amount allocated to the share buyback exceeds the amount that the Issuer's Stockholders' Meeting has set as the maximum amount to be allocated by the Issuer for buybacks, if the maximum limit has been set as amount, or (ii) the total number of shares bought back from the first transaction exceeds the percentage of the Issuer's capital stock set by its Stockholders' Meeting as the limit of own shares that the Issuer may acquire, if the maximum limit has been set as a percentage of the capital stock.
- XXII. The Authorized Officials and Executors shall have the duties and responsibilities assigned to them in the Single Issuers' Circular.
- XXIII. Any of the Authorized Officials may allocate shares (or share or security options that confer a right based on said shares) that the Issuer has acquired and charged to the buyback fund, subject to the terms of the Employee Share Allocation Plans implemented by the Issuer, these policies, the LMV and the Single Issuers' Circular.
- XXIV. The trustees of the trusts incorporated in order to set up share purchase option plans for employees who hold in their equity shares representative of the Issuer's capital stock that the Issuer has acquired in the BMV and charged to the buyback fund, must comply with the provisions of Articles 366 and 367 of the LMV.
- XXV. The persons referred to in sections I to IV of Article 363 of the LMV and the trustees of the trusts incorporated in order to set up share purchase option plans for the Issuer's employees may only sell or acquire from the Issuer the shares representative of its capital stock or the credit instruments that represent them through public offers or auctions authorized by the CNBV.
- XXVI. Before completing transactions, the persons or trusts mentioned in the preceding paragraph must consult the Issuer if it has transmitted or intends to transmit orders for the acquisition or placement of shares representative of its capital stock or the credit instruments that represent them, in which case, said persons or trusts shall refrain from issuing acquisition or sales orders, as applicable, except in public offers.
- XXVII. There will be no need to observe the restrictions indicated in the preceding paragraphs XXV and XXVI in the case of share transfers made by the Issuer to trustees of irrevocable trusts constituted with the sole purpose of establishing

employee share purchase option plans and pension funds, retirements or seniority premiums of the Issuer's personnel, provided that (i) said plans have been approved beforehand by the Issuer's Stockholders' Meeting; (ii) they foresee a general and equivalent treatment for employees with similar working conditions, and (iii) the Issuer informs the public of said circumstance prior to making said transfers, publishes the conditions and causes that give rise to it and follows the general provisions.

- XXVIII. Acquisitions or placements of own shares made by the Issuer with the trusts mentioned require that said institutions confirm to have ordered the presentation through the BMV of purchase or sales bids of the Issuer's shares, as well as having held said bids for at least one hour in the respective stock market session.
- XXIX. Any of the Authorized Officials or Executors will inform the public on behalf of the Issuer through the channels established by the BMV of the Issuer's intention to participate in an auction transaction at least ten minutes before the BMV transmits the bids derived from its orders.
- XXX. The Authorized Officials shall inform the Issuer's Board of Directors at least once a year, of the procedures and agreements concerning share buybacks on which share acquisition and placement transactions were based.
- XXXI. The acquisition or placement will be completed through auction transactions in the terms of the Internal Regulations of the BMV, and the trust institutions mentioned shall instruct the presentation of its bid at the same price as the orders were instructed.
- XXXII. At least once a year, the Issuer's Board of Directors shall inform the Issuer's Ordinary General Stockholders' Meeting of the share buyback procedures and agreements based on which share purchases and placements are ordered, either in the report mentioned in paragraph e) of section IV of Article 28 of the LMV or via any other means deemed suitable.
- XXXIII. Members of the Issuer's Board of Directors and/or its stockholders are prohibited from instructing the Authorized Officials personally on the decision to acquire or place shares representative of the Issuer's capital stock.

Exhibit A:
Authorized Officials and Executors appointed by the Board of Directors*

Authorized Officials	Executors
Carlos Ruiz Sacristán	Roberto Rubio Macías
Manuela Molina Peralta	Rodrigo Cortina Cortina
René Buentello Carbonell	Rodrigo Meléndez Bernal

**Authorized Officials and Executors appointed by the Company's Board of Directors through Unanimous Resolutions of the Board of Directors adopted on May 25, 2018.*

TRANSLATION FOR INFORMATION PURPOSES ONLY