

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

CALL TO

GENERAL ORDINARY SHAREHOLDERS' MEETING

April 11, 2018 11:10 a.m.

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 20, 2018, the shareholders of the Company are summoned to a General Ordinary Shareholders' Meeting, which will be held at the Marriott Hotel, located on 11553 Agua Caliente Boulevard in the city of Tijuana, Baja California, 22420, at 10:00 a.m. on April 27, 2018, to address the issues described below:

AGENDA

- I. Presentation and, if applicable, approval of the reports referred to in Article 172 of the General Law of Commercial Companies (*Ley General de Sociedades Mercantiles*) and Article 28 section IV of the Securities Market Law (*Ley del Mercado de Valores*), together with the external auditor's report regarding the Company's operations and results for the fiscal year ended December 31, 2017; the Board of Directors' opinion regarding the content of said reports; presentation and, if applicable, approval of the Company's financial statements as of December 31, 2017 and application of results for the year; presentation and, if applicable, approval of the Company's tax compliance report; presentation and, if applicable, approval of the annual report about activities performed by the Audit and Corporate Practices Committees; and related Resolutions.
- II. Appointment, resignation, re-election and/or ratification of the members of the Board of Directors, owners and alternates, as well as the members and president of the Audit and Corporate Practices Committees; evaluation of 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; and related Resolutions.
- III. Compensation of the members of the Board of Directors and of the various Committees, owners and alternates, as well as of the Secretary of the Company, and related Resolutions.
- IV. Appointment of Special Delegates and related Resolutions.

In accordance with the Twenty-Ninth Clause of the by-laws, those shareholders who appear registered in the Company's Stock Registry Book 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 purpose, the Stock Registry Book will be considered closed the business day immediately prior to the date of the Meeting.

In order to be entitled to attend the Meeting, shareholders must deposit their stock certificates at the offices of the Company, located at 342 Paseo de la Reforma, 24th Floor, Colonia Juárez, 06600, Mexico City, or in *S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V.*, or in a national or foreign credit institution, and submit to the Company the corresponding deposit receipt no later than the business day prior to the Meeting date, and they must obtain from the Company the admission pass and the forms that, to be represented in the Meeting, shareholders may use according to the terms of Article 49 section III of the Securities Market Law. The admission pass and forms, together with the information and documents related to each of the points established in the Agenda, will be available at the above-mentioned offices of the Company, free of charge and immediately after the publication of this call. The schedule for depositing the shares, obtaining the admission pass, forms, and documentation related to the items on the Agenda will be from 10:00 a.m. to 5:00 p.m., Monday to Friday. The shares that are deposited in order to have the right to attend the Meeting will only be returned after the Meeting is held, by delivering the receipt that was 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 the number of shares they represent.

Lic. Rodrigo Cortina Cortina

Alternate Secretary of the Board of Directors