

[Translation for reference purposes only]

INFRAESTRUCTURA ENERGÉTICA NOVA, S.A.B. DE C.V.
General Extraordinary Shareholders' Meeting
June 28, 2021
RESOLUTIONS

- I. Presentation and, if applicable, approval, of the proposal to apply for the cancellation of the registration of the shares representing the capital stock of Infraestructura Energética Nova, S.A.B. de C.V. (the “Company”) with the Mexican Securities Registry (*Registro Nacional de Valores*) (“RNV”) administered by the Mexican Banking and Securities Commission (*Comisión Nacional Bancaria y de Valores*) (“CNBV”), and the resulting cancellation of their listing on the Mexican Stock Exchange (*Bolsa Mexicana de Valores, S.A.B. de C.V.*) (“BMV”).

I.1 “It is hereby resolved to request the National Banking and Securities Commission (“CNBV”) the cancellation of the registry from the National Securities Registry (“RNV”) administered by the CNBV, of all the 1,452,281,032 (One billion four hundred fifty two million two hundred eighty one thousand thirty two) outstanding, ordinary, Single Series, Class I and II shares representing 100% of the subscribed, paid-in and outstanding capital stock of the Company (the “Shares”), according to Article 108 section II of the LMV.”

I.2 “It is hereby resolved to request the Mexican Stock Exchange (*Bolsa Mexicana de Valores, S.A.B. de C.V.*) (“BMV”), the cancellation of the listing of all the Shares in Section I of the securities subsection authorized to trade in such securities market.”

I.3 “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 before all agencies (including the CNBV), organisms, bodies and necessary or convenient third parties (including the BMV and 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 obtain the cancellation of the registration of the Shares from the RNV administered by the CNBV and the cancellation of the listing of the Shares in Section I securities subsection authorized to trade in the BMV.”

I.4 “It is hereby resolved, for purposes of the foregoing resolutions, to grant a general power-of-attorney in favor of Tania Ortiz Mena López Negrete, Carlos Mauer Díaz Barriga, René Buentello Carbonell and Vanesa Madero Mabama, to be exercised jointly or severally and indistinctly, with the broadest powers provided in the first three paragraphs of Article 2,554 of the Civil Code for the Federal District (currently Mexico City) and the correlative articles of the Federal Civil Code and other Civil Codes of the federal entities of the Mexican Republic, as well as, if applicable, the powers contained in Article 9 of the General Law of Negotiable Instruments and Credit Transactions.

- II. Presentation and, if applicable, approval, for the Company, and/or any affiliate of its control group, to undertake a cash public tender offer of the shares representing the capital stock of the Company, pursuant to Article 108 Section II of the Securities Market Law.

II.1 “It is hereby resolved to take note and acknowledge for Sempra to carry out a Cancellation Tender Offer pursuant to Article 108 section I of the LMV, subject to obtaining the corresponding authorization of the CNBV.”

II.2 “It is hereby resolved to take note and acknowledge for Sempra to form the Delisting Trust.”

II.3 “It is hereby resolved for the Company, through its duly authorized attorneys-in-fact, (i) to carry out all necessary or convenient acts, procedures or formalities before the CNBV, the BMV and Indeval regarding the cancellation of the registration of all the Shares from the RNV and their listing on the BMV, (ii) to participate and collaborate with Sempra in the procedure related to the Cancellation Tender Offer expected to be carried out in terms of section I of Article 108 and other applicable provisions of the LMV, including, without limitation, complying and collaborating with Sempra in meeting any requirements made by the CNBV in the authorization process for the Cancellation Tender Offer, as well as in the performance of any necessary or convenient actions in order for Sempra to obtain the authorization from the CNBV to launch the Cancellation Tender Offer, and (iii) to enter into, subscribe and/or appear to the execution or subscription of any kind of documents, agreements, contracts, certifications, instructions, notifications, notices or any other similar document or related that is necessary or convenient, including any application or supplemental filing, related to the Cancellation Tender Offer, the Delisting Trust and any other documents as reasonably requested by Sempra in connection with the foregoing.”

II.4 “It is hereby resolved, for purposes of the foregoing resolutions, to grant a general power-of-attorney in favor of Tania Ortiz Mena López Negrete, Carlos Mauer Díaz Barriga, René Buentello Carbonell and Vanesa Madero Mabama, to be exercised jointly or severally and indistinctly, with the broadest powers provided in the first three paragraphs of Article 2,554 of the Civil Code for the Federal District (currently Mexico City) and the correlative articles of the Federal Civil Code and other Civil Codes of the federal entities of the Mexican Republic, as well as, if applicable, the powers contained in Article 9 of the General Law of Negotiable Instruments and Credit Transactions.

III. Appointment of Special Delegates of the Meeting for the execution and formalization of its resolutions.

III.1 “It is hereby resolved to appoint as special delegates of this Meeting Messrs. René Buentello Carbonell, Vanesa Madero Mabama y María de los Ángeles Morales Cano, 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.”

* * * *