



**Infraestructura Energética Nova, S.A.B. de C.V. (the “Company”).**

**Proposals to be submitted by the shareholders at the General Ordinary Shareholders’ Meeting to be held on June 14, 2018.**

**I. Proposal and, if applicable, approval of the constitution of a fund for 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*).**

Shareholders will be proposed to approve the constitution of a repurchase fund for the Company's own shares, allocating a maximum amount for this purpose, the amount equivalent to US\$250'000,000.00 (two hundred and fifty million dollars 00/100 legal currency of the United States of America), which does not exceed the total balance of the net profits of the Company, including those held, in accordance with the provisions of article 56 section IV of the Securities Market Law (*Ley del Mercado de Valores*). These net profits are included in the Company's financial statements for the 2017 fiscal year, duly approved by the Ordinary General Shareholders' Meeting, dated April 27, 2018.

For this purpose, the policies for the acquisition and placement of own shares, will be presented before the Shareholders’ Meeting, which were approved by the Board of Directors through Unanimous Resolutions adopted out of session by all its members, dated May 25, 2018.

Through the above mentioned Resolutions and subject to the approval of the constitution of the repurchase fund, the Board appointed Messrs. Carlos Ruíz Sacristán (CEO and Chairman of the Board of Directors), Manuela Molina Peralta (CFO) and René Buentello Carbonell (Executive Vice President and General Counsel), as **Authorized Officers** to make the decision to acquire or place shares representing the social capital of the Company, and Messrs. Roberto Rubio Macías (Vice President of the Comptroller's Office), Rodrigo Cortina Cortina (Corporate Legal Director and Secretary not member of the Board) and Rodrigo Meléndez Bernal (Sr. Treasury Manager), as **Executors** to carry out the repurchase operations and give the corresponding notices to the Mexican Stock Exchange of Values (*Bolsa Mexicana de Valores*).

**II. Appointment of Special Delegates.**

Shareholders will be proposed to appoint as delegates of the General Ordinary Shareholders' Meeting, Messrs. Raúl Alberto Farías Reyes, René Buentello Carbonell, Rodrigo Cortina Cortina, Diego Omar Aguilar Hernández, Fernando Cervantes Guajardo, Adrián Omar Maldonado Montfort and Sigifredo Mejía Rivera, so that any of them, jointly or separately, on behalf of the Company (i) appear before the notary public of their choice to formalize all or part of the minutes of this Meeting, and so that, by themselves or through the person they designate, carry out all the acts necessary to formalize and comply with the resolutions adopted in this Meeting, publishing the necessary notices and issuing, if necessary, the certifications of this act in any of its parts that are necessary; (ii) proceed to register by themselves or by the person they designate, the corresponding notarial testimonies in the corresponding Public Registries of Property and Commerce; and (iii) in general, take all measures and perform all the necessary actions to formalize and comply with the resolutions and resolutions adopted by this Meeting, as well as to perform all those acts that are complementary to the previous ones.