

INFRAESTRUCTURA ENERGÉTICA NOVA, S.A.B. DE C.V.
ORDINARY GENERAL SHAREHOLDERS' MEETING
NOVEMBER 30, 2020

In Tijuana city, Baja California, the corporate domicile of **INFRAESTRUCTURA ENERGÉTICA NOVA, S.A.B. de C.V.** (“the Company”), at 11:00 hours on November 30, 2020, the Company’s shareholders met at Blvd. Gral. Rodolfo Sánchez Taboada No. 10488, Oficina 932, Zona Urbana Río Tijuana, C.P. 22010, Tijuana Baja California (offices shared with IZA). The shareholders’ names appear in the attendance list signed by each of them or their legal representatives and by the Scrutineers, which is attached to the file of this minute and is transcribed in full. The purpose was to hold an Ordinary General Shareholders’ Meeting that had been called by the Secretary of the Board of Directors in a notice published in the Ministry of the Economy’s electronic system on November 13, 2020 (the “Meeting”). Attending as a guest Ms. Maria de los Ángeles Morales Cano.

By majority vote of the attendees, the Meeting was chaired by Mr. Mario Christian López Hernández (the “Chairman”) and Ms. Vanesa Madero Mabama acted as Secretary (the “Secretary”).

In accordance with the provisions of the corporate bylaws and section I of Article 49 the Securities Market Law (“*Ley del Mercado de Valores*” or “LMV”), the Secretary had ensured that the information and Agenda in relation with this Meeting, were available to the shareholders at the Company’s offices from November 13, 2020.

The Chairman appointed Ms. María de los Ángeles Morales Cano and Ms. Vanesa Madero Mabama as Scrutineers (the “Scrutineers”), who after accepting the offices and swearing their due performance thereof, proceeded to count the shares deposit certificates submitted by the Shareholders or their legal representatives and prepare the attendance list, which once signed, they certified that 1,299,797,295 (one thousand two hundred and ninety nine million, seven hundred and ninety seven thousand, two hundred and ninety five) subscribed and paid, ordinary, class I and II, single-series, nominative, with no par value shares, were represented at the Meeting, equivalent to the 89.50% (eighty nine point five zero per cent) of the outstanding voting shares of the 1,529,403,813 (one thousand five hundred and twenty nine million, four hundred and three thousand, eight hundred and thirteen) ordinary, class I and II, single-series, nominative, with no par value shares representative of the total capital stock of the Company. The foregoing is considering that the certification issued by *S.D. Indeval, Institución para el Depósito de Valores, S.A de C.V.*, on November 17, 2020, granted for the purpose of holding this Meeting includes 4,620,000 (four million, six hundred and twenty thousand) shares that were canceled on November 29, 2019, 1 (one) unsubscribed and unpaid share and 77,122,780 (seventy seven million one hundred and twenty two thousand seven hundred and eighty) currently held in the Company Treasury.

Once the Scrutineers had completed the foregoing certification and the meeting having been called in the manner and under the terms set forth in the Company’s corporate bylaws, the LMV and the General Commercial Corporations Law (“*Ley General de Sociedades Mercantiles*” or “LGSM”), the Chairman declared the Meeting legally in session since sufficient quorum had been established, and he asked the Secretary to read the following:

AGENDA

- I. Presentation, discussion and if applicable, approval of the cancellation of the repurchased shares and the resulting reduction of the variable portion of the Company’s capital stock.
- II. Presentation, discussion and if applicable, approval to increase of the number of members of the Company Board, as well as the appointment, ratification or termination of the offices of board members or provisional Board members, including the members of the Corporate Practices Committee.
- III. Presentation, discussion and if applicable, approval of the granting of powers of attorney.
- IV. Presentation, discussion and if applicable, approval of the special Meeting delegates to perform and notarize its agreements.

Once the Agenda had been read, the attendees, by unanimous vote, approved both the Chairman declaration to have Meeting legally in session and the items of the Agenda, before proceeding to discussed them as follows:

I. PRESENTATION, DISCUSSION AND IF APPLICABLE, APPROVAL OF THE CANCELLATION OF THE REPURCHASED SHARES AND THE RESULTING REDUCTION OF THE VARIABLE PORTION OF THE COMPANY’S CAPITAL STOCK. In relation to the first point of the Agenda, the Chairman of the Meeting informed the attendees of the proposal to cancel 77,122,780 (seventy seven million one hundred and twenty two thousand seven hundred and eighty) ordinary, nominative, class II, single-series, with no par value shares, representative of the variable portion of the capital stock, held in the Company Treasury derived from the shares repurchase program transaction, as authorized by the Ordinary General Shareholders’ Meeting held on April 30, 2020, in accordance with the provisions of Clauses Eight and Eleven of the Company’s Corporate Bylaws.

The Chairman also informed the attendees that if the cancellation of aforementioned Treasury shares were approved, the variable portion of the capital stock would have to be reduced. Said reduction of the capital stock would be for amount of MX\$771,227,800.00 (Seven hundred and seventy-one million, two hundred and twenty-seven thousand, eight hundred Mexican Pesos), considering a theoretical value for each canceled share of MX10.00 (Ten Mexican Pesos).

After analyzing the Chairman proposals, the Meeting, by majority vote of shares represented therein, adopted the following:

RESOLUTIONS

I.1 “It is hereby approved the cancellation of 77,122,780 (seventy seven million one hundred and twenty two thousand seven hundred and eighty) ordinary, nominative, class II, single-series, with no par value shares, representative of the variable portion of the capital stock, held in the Company Treasury derived from the shares repurchase program transaction.”

I.2 “It is hereby approved the reduction of the variable portion of the Company capital stock in the amount of MX\$771,227,800.00 (seven hundred and seventy one million, two hundred and twenty seven thousand, eight hundred Mexican Pesos), considering a theoretical value for each canceled share of MX10.00 (Ten Mexican Pesos).”

I.3 “As a result of the cancellation of shares and the reduction of the variable portion of the capital stock it is hereby approved, in terms of the foregoing resolutions, that the Company’s total capital stock, at a theoretical value of MX10.00 (ten Mexican Pesos) per share, amounts to MX\$14,522,810,330 (Fourteen thousand five hundred and twenty two million, eight hundred and ten thousand three hundred and thirty Mexican Pesos), composed as follows:

SHAREHOLDERS	CAPITAL STOCK		
	FIXED PORTION CLASS I SHARES	VARIABLE PORTION CLASS II SHARES	TOTAL SHARES
<i>Semco Holdco, S. de R.L. de C.V.</i>	5,000	1,019,033,312	1,019,038,312
<i>Public Investors</i>	-	433,242,721	433,242,721
Total	5,000	1,452,276,033	1,452,281,033”

I.4 “It is hereby approved to perform the necessary actions to update the registration of the shares representative of the Company capital stock in the National Securities Registry (*Registro Nacional de Valores*), the exchange of the shares certificate of the Company capital stock and to make the necessary publications, as well as to update the respective corporate books in order to reflect the aforementioned agreements in accordance with the provisions of the applicable Law.”

II. PRESENTATION, DISCUSSION AND IF APPLICABLE, APPROVAL TO INCREASE OF THE NUMBER OF MEMBERS OF THE COMPANY BOARD, AS WELL AS THE APPOINTMENT, RATIFICATION OR TERMINATION OF THE OFFICES OF BOARD MEMBERS OR PROVISIONAL BOARD MEMBERS, INCLUDING THE MEMBERS OF THE CORPORATE PRACTICES COMMITTEE. In relation to the second point of the Agenda, the Chairman of the Meeting informed the attendees that based on the Board of Directors agreements on July 21, 2020, it was proposed to the Meeting to increase the number of members from 11 (Eleven) to 12 (Twelve).

The Chairman also commented that as a result of the resignation to the Board of Directors of Mr. Dennis Victor Arriola on July 3, 2020 and of Mr. Justin Christopher Bird on July 21, 2020, it was proposed to the Meeting to ratify the appointment of provisional members, Mr. Trevor Ian Mihalik (Related Director) in substitution of Mr. Arriola and Ms. Jennifer Frances Jett (Related Director) in substitution of Mr. Bird, pursuant to the provisions of the Company's Corporate Bylaws. The appointments were made at the Board meeting held on July 21, 2020. On this particular point, the Chairman added that the biographies of Mr. Mihalik and Ms. Jett had been available for the shareholders review from the date of the call to this Meeting.

Additionally, as a result of the increase in the members of the Board of Directors, the Chairman informed that the Company Board had proposed to appoint Ms. Lisa Glatch as a new member (Related Director), whose biography had been available for the shareholders review from the date of the call to this Meeting.

Moreover, the Chairman commented to the attendees that also arising from the resignation of Mr. Arriola, the Board had proposed to the Meeting to appoint Mr. Mihalik to take over the position of Mr. Arriola in the Corporate Practices Committee, in accordance with the provisions of Article 25 of the Securities Market Law.

After analyzing the Chairman proposal, the Meeting, by majority vote of shares represented therein, adopted the following:

RESOLUTIONS

II.1 "It is hereby approved to increase the number of Board of Directors members from 11 (Eleven) to 12 (Twelve)."

II.2 "It is hereby approved to accept, from July 3, 2020, the resignation of Mr. Dennis Victor Arriola as a Board member and ratify in his place to Mr. Trevor Ian Mihalik as a Related Director from July 21, 2020, pursuant to the provisions of the Company's Corporate Bylaws. Mr. Dennis Victor Arriola is also thanked for the performance of his duties; all the acts conducted in the legal performance of his duties to the date of his resignation are approved and ratified and he is granted the broadest settlement permitted by law and is released from all obligations."

II.3 "It is hereby approved to accept, from July 21, 2020, the resignation of Mr. Justin Christopher Bird as a Board member and ratify in his place to Ms. Jennifer Frances Jett as a Related Director from July 21, 2020, pursuant to the provisions of the Company's Corporate Bylaws. Mr. Justin Christopher Bird is also thanked for the performance of his duties; all the acts conducted in the legal performance of his duties to the date of his resignation are approved and ratified and he is granted the broadest settlement permitted by law and is released from all obligations."

II.4 "It is hereby approved the appointment of Ms. Lisa Glatch as a Related Director member of the Board of Directors."

II.5 "It is hereby approved to accept, from July 3, 2020, the resignation of Mr. Dennis Victor Arriola as a member of the Corporate Practices Committee and ratify in his place to Mr. Trevor Ian Mihalik, a Related Director, from July 21, 2020, pursuant to the provisions of the Company's Corporate Bylaws and Article 25 of the Securities Market Law."

II.6 "Due to the above, the Board of Directors of the Company, the Corporate Practices Committee and the Audit Committee up to the date hereof are integrated as follows:

Board of Directors

Carlos Ruiz Sacristán (Chairman)
 Tania Ortiz Mena López Negrete
 Trevor Ian Mihalik
 Faisal Hussain Kahn
 Peter Ronan Wall
 Randall Lee Clark

Jennifer Frances Jett
 Erle Allen Nye Jr.
 Lisa Glatch
 Aarón Dychter Poltolarek (Independent Director)
 José Julián Sidaoui Dib (Independent Director)
 Alberto Felipe Mulás Alonso (Independent Director)

Vanesa Madero Mabama
 (Secretary of the Board of Directors, non-member)

Corporate Practices Committee

Alberto Felipe Mulás Alonso (Chairman)
 Aarón Dychter Poltolarek
 José Julián Sidaoui Dib
 Trevor Ian Mihalik

Audit Committee

Aarón Dychter Poltolarek (Chairman)
 José Julián Sidaoui Dib
 Alberto Felipe Mulás Alonso"

II.7 "It is hereby confirmed that the persons named and ratified have accepted their appointments as Directors having sworn their faithful performance of the offices as stipulated in the Company's Corporate Bylaws."

III. PRESENTATION, DISCUSSION AND IF APPLICABLE, APPROVAL OF THE GRANTING OF POWERS OF ATTORNEY. In relation to the third point of the Agenda, the Chairman of the Meeting proposed to the attendees the granting of powers of attorney to Mr. Carlos Mauer Díaz Barriga, Executive Vice President of Finance, Mr. Rodrigo Norbey Meléndez Bernal, Treasury Director, and Ms. Violeta Marlen Sánchez Martínez, Deputy Controller, in accordance with Article 2554 of the Civil Code of the Federal District (now Mexico City) and the other correlative Articles of the Federal Civil Code and the Civil Codes of the other Federal States of Mexico. These powers of attorney may be exercised jointly with other attorneys with the same powers or individually.

After considering the Chairman's proposal, the Meeting, by majority vote of shares represented therein, adopted the following:

RESOLUTIONS

III.1 "It is hereby approved the granting of the powers of attorney and/or authorities to **Mr. Carlos Mauer Díaz Barriga** as follows:

A. GENERAL POWERS FOR DISPUTES AND COLLECTIONS, without any limitation, with all the general and special authority that requires special authority pursuant to Law, in the terms of the first paragraph of Article 2554 (two thousand five hundred and fifty four) and 2587 (two thousand five hundred and eighty seven) of the Civil Code of the Federal District (now Mexico City) and their correlative and concordant articles of the Federal Civil Code and of all of the States of the United Mexican States. Without limiting the aforementioned special power of attorneys, the following are mentioned that are considered expressly included: i) To exercise this authority before individuals and all types of authorities, whether political, judicial or administrative, municipal, state or federal and especially: Civil Courts, Criminal Courts, the General Attorney's Office of the Republic, the Attorney's Office of Mexico City, the Attorney's Offices of the States of the Republic, Municipal, Local, Central and Federal Conciliation and Arbitration Boards, the Ministry of Labor and Social Welfare and all types of labor authorities, the Federal Administrative Court of Justice, the Ministry of Finance and Public Credit and any of their departments; ii) to bring all types of claims, counter-claims and requests, to respond to those filed against the Company either directly or in claims in which the Company is an interested third party or cooperate with the Public Prosecutor's Office, following the respective proceedings and procedures for all their formalities and instances through to their total termination; iii) to file formal complaints and report facts for any act that may constitute an offense against the Company; iv) Request the protection of Federal justice and desist, even in writs of constitutional relief; v) to enter into agreements and waive rights, grant pardon, settle and commit in arbitration proceedings; vi) Answer and formulate interrogatories and vii) to recuse and make and receive payments.

B. GENERAL POWER FOR ACTS OF ADMINISTRATION, in accordance with the broadest terms of the second paragraph of Article 2554 (two thousand five hundred and fifty four) of the Civil Code

of the Federal District (now Mexico City) and their correlative and concordant articles of the Federal Civil Code and of all of the States of the United Mexican States.

C. GENERAL POWER FOR ACTS OF DOMAIN, with all the general and special authority that requires special authority pursuant to Law, in the broadest terms of the third paragraph of Article 2554 two thousand five hundred and fifty four) of the Civil Code of the Federal District (now Mexico City) and their correlative and concordant articles of the Federal Civil Code and of all of the States of the United Mexican States.

D. GENERAL POWER TO APPEAR BEFORE ALL LABOR AUTHORITIES with the powers stipulated in Articles 11, section “E” of 684 (six hundred and eighty four), sections II and III of 692, sections “F” and “H” of 873 (eight hundred and seventy three) of the Federal Labor Law to represent the principal Company before all types of unions, attend all types of hearings, citations, requirements, conciliations, transactions, arrangements, settlements, answer and formulate interrogatories, file or abandon writs for constitutional relief, file criminal actions and claims, grant pardon, promote the non-existence of strikes, promote economic disputes, act as employer to employees with the broadest powers of representation without any limitation whatsoever or obstructions of any type. Said powers include the authority to appear at conciliation hearings, preliminary hearings and trial hearings referred to by section “E” of Article 684, sections “F” and “H” of 873 (eight hundred and seventy three) and the other relevant Articles of the Federal Labor Law, always acting in the capacity of employer mainly in the case of the hearings referred to by section “E” of Article 684 (six hundred and eighty four), sections “F” and “H” of 873 (eight hundred and seventy three) of the Federal Labor Law. They may also appear before all the labor authorities mentioned in Article 523 (five hundred and twenty three) of the Federal Labor Law, as well as the Federal Workers’ Housing Fund (INFONAVIT), the Mexican Social Security Institute (IMSS) and the Federal Workers’ Consumption Fund (FONACOT), to conduct all the formalities and procedures necessary to resolve the issues concerning the Company, in which the attorneys shall appear in the capacity of representative of the principal Company in the broadest terms of Article 11 (eleven) of the Federal Labor Law. Therefore, they may act as special representatives of the principal Company before all types of labor authorities and appear at conciliation hearings to which the principal Company is called by the local or Federal Conciliation and Arbitration Boards, as well as the Federal Conciliation Center and the Local Conciliation Centers, with all the general and special powers necessary or by express clause under law in the terms of the first and second paragraphs of Article 2554 and Article 2587 of the Civil Code of the Federal District (now Mexico City) and their correlative and concordant articles of the Federal Civil Code and of all of the States of the United Mexican States. They may also appear before Conciliation and Arbitration Boards in conciliation, petition, defense and evidence introduction and admission hearings in accordance with the provisions of the Eighth Temporary Article of the Decree that reforms, adds and repeals various provisions of the Federal Labor Law, the Constitutional Judicial Branch Law, the Federal Public Defense Law, the National Workers’ Housing Fund Institute Law and the Social Security Law in terms of Labor Justice, Union Freedom and Collective Bargaining, published in the Federal Official Gazette on May 1, 2019.

E. GENERAL POWER TO OPEN, MANAGE AND CLOSE BANK ACCOUNTS, whether checking or investments, order electronic transfers, as well as making deposits and withdrawals against them and appoint persons to deposit in or withdraw against said bank accounts.

F. BROAD GENERAL POWER TO ISSUE, ACCEPT, EXECUTE, ENDORSE, PROTEST, RELEASE, SIGN, CERTIFY, GUARANTEE AND IN ANY MANNER ISSUE NEGOTIABLE INSTRUMENTS on behalf and in representation of the Company with all the special and general powers that require specific authority in the broadest terms stipulated by law, among others, by Articles 9 (nine), 10 (ten), 85 (eight five) and 174 (one hundred and seventy four) of the General Law of Negotiable Instruments and Credit Transactions. As a consequence, they shall have, including but not limited to, the authority to accept negotiable instruments drawn or signed by third parties and to release checks, promissory notes and open bank and deposit accounts, as well as signing all types of contracts with financial companies, including but not limited to banking institutions, financial groups, stock brokers, auxiliary credit organization, investment companies and exchange houses.

G. POWER TO DELEGATE AND SUBSTITUTE POWERS GRANTED, to appoint delegates for the execution of specific acts and to grant general and special powers on behalf of the Company, with powers to revoke delegations in full or in part, powers granted and any other authorities or powers of any type or kind, thus reserving the exercise of their powers and attributions.”

III.2 “It is hereby approved the granting of the powers of attorney and/or authorities to **Mr. Rodrigo Norbey Meléndez Bernal** as follows:

A. GENERAL POWERS FOR DISPUTES AND COLLECTIONS, without any limitation, with all the general and special authority that requires special authority pursuant to Law, in the terms of the first paragraph of Article 2554 (two thousand five hundred and fifty four) and 2587 (two thousand five hundred and eighty seven) of the Civil Code of the Federal District (now Mexico City) and their correlative and concordant articles of the Federal Civil Code and of all of the States of the United Mexican States. Without limiting the aforementioned special power of attorneys, the following are mentioned that are considered expressly included: i) To exercise this authority before individuals and all types of authorities, whether political, judicial or administrative, municipal, state or federal and especially: Civil Courts, Criminal Courts, the General Attorney's Office of the Republic, the Attorney's Office of Mexico City, the Attorney's Offices of the States of the Republic, Municipal, Local, Central and Federal Conciliation and Arbitration Boards, the Ministry of Labor and Social Welfare and all types of labor authorities, the Federal Administrative Court of Justice, the Ministry of Finance and Public Credit and any of their departments; ii) to bring all types of claims, counter-claims and requests, to respond to those filed against the Company either directly or in claims in which the Company is an interested third party or cooperate with the Public Prosecutor's Office, following the respective proceedings and procedures for all their formalities and instances through to their total termination; iii) to file formal complaints and report facts for any act that may constitute an offense against the Company; iv) Request the protection of Federal justice and desist, even in writs of constitutional relief; v) to enter into agreements and waive rights, grant pardon, settle and commit in arbitration proceedings; vi) Answer and formulate interrogatories and vii) to recuse and make and receive payments.

B. GENERAL POWER FOR ACTS OF ADMINISTRATION, in accordance with the broadest terms of the second paragraph of Article 2554 (two thousand five hundred and fifty four) of the Civil Code of the Federal District (now Mexico City) and their correlative and concordant articles of the Federal Civil Code and of all of the States of the United Mexican States.

C. GENERAL POWER TO APPEAR BEFORE ALL LABOR AUTHORITIES with the powers stipulated in Articles 11, section "E" of 684 (six hundred and eighty four), sections II and III of 692, sections "F" and "H" of 873 (eight hundred and seventy three) of the Federal Labor Law to represent the principal Company before all types of unions, attend all types of hearings, citations, requirements, conciliations, transactions, arrangements, settlements, answer and formulate interrogatories, file or abandon writs for constitutional relief, file criminal actions and claims, grant pardon, promote the non-existence of strikes, promote economic disputes, act as employer to employees with the broadest powers of representation without any limitation whatsoever or obstructions of any type. Said powers include the authority to appear at conciliation hearings, preliminary hearings and trial hearings referred to by section "E" of Article 684, and sections "F" and "H" of 873 (eight hundred and seventy three) and the other relevant Articles of the Federal Labor Law, always acting in the capacity of employer mainly in the case of the hearings referred to by section "E" of Article 684 (six hundred and eighty four), and sections "F" and "H" of 873 (eight hundred and seventy three) of the Federal Labor Law. They may also appear before all the labor authorities mentioned in Article 523 (five hundred and twenty three) of the Federal Labor Law, as well as the Federal Workers' Housing Fund (INFONAVIT), the Mexican Social Security Institute (IMSS) and the Federal Workers' Consumption Fund (FONACOT), to conduct all the formalities and procedures necessary to resolve the issues concerning the Company, in which the attorneys shall appear in the capacity of representative of the principal Company in the broadest terms of Article 11 (eleven) of the Federal Labor Law. Therefore, they may act as special representatives of the principal Company before all types of labor authorities and appear at conciliation hearings to which the principal Company is called by the local or Federal Conciliation and Arbitration Boards, as well as the Federal Conciliation Center and the Local Conciliation Centers, with all the general and special powers necessary or by express clause under law in the terms of the first and second paragraphs of Article 2554 (two thousand five hundred and fifty four) and Article 2587 (two thousand five hundred and eighty seven) of the Civil Code of the Federal District (now Mexico City) and their correlative and concordant articles of the Federal Civil Code and of all of the States of the United Mexican States. They may also appear before Conciliation and Arbitration Boards in conciliation, petition, defense and evidence introduction and admission hearings in accordance with the provisions of the Eighth Temporary Article of the Decree that reforms, adds and repeals various provisions of the Federal Labor Law, the Constitutional Judicial Branch Law, the Federal Public Defense Law, the National Workers' Housing Fund Institute Law and the Social Security Law in terms of Labor Justice, Union Freedom and Collective Bargaining, published in the Federal Official Gazette on May 1, 2019.

D. GENERAL POWER TO OPEN, MANAGE AND CLOSE BANK ACCOUNTS, whether checking or investments, order electronic transfers, as well as making deposits and withdrawals against them and appoint persons to deposit in or withdraw against said bank accounts.

E. BROAD GENERAL POWER TO ISSUE, ACCEPT, EXECUTE, ENDORSE, PROTEST, RELEASE, SIGN, CERTIFY, GUARANTEE AND IN ANY MANNER ISSUE NEGOTIABLE INSTRUMENTS on behalf and in representation of the Company with all the special and general powers that require specific authority in the broadest terms stipulated by law, among others, by Articles 9 (nine), 10 (ten), 85 (eight five) and 174 (one hundred and seventy four) of the General Law of Negotiable Instruments and Credit Transactions. As a consequence, they shall have, including but not limited to, the authority to accept negotiable instruments drawn or signed by third parties and to release checks, promissory notes and open bank and deposit accounts, as well as signing all types of contracts with financial companies, including but not limited to banking institutions, financial groups, stock brokers, auxiliary credit organization, investment companies and exchange houses.

III.3 “It is hereby approved the granting of the powers of attorney and/or authorities to **Ms. Violeta Marlen Sánchez Martínez** as follows:

A. GENERAL POWERS FOR DISPUTES AND COLLECTIONS, without any limitation, with all the general and special authority that requires special authority pursuant to Law, in the terms of the first paragraph of Article 2554 (two thousand five hundred and fifty four) and 2587 (two thousand five hundred and eighty seven) of the Civil Code of the Federal District (now Mexico City) and their correlative and concordant articles of the Federal Civil Code and of all of the States of the United Mexican States. Without limiting the aforementioned special power of attorneys, the following are mentioned that are considered expressly included: i) To exercise this authority before individuals and all types of authorities, whether political, judicial or administrative, municipal, state or federal and especially: Civil Courts, Criminal Courts, the General Attorney’s Office of the Republic, the Attorney’s Office of Mexico City, the Attorney’s Offices of the States of the Republic, Municipal, Local, Central and Federal Conciliation and Arbitration Boards, the Ministry of Labor and Social Welfare and all types of labor authorities, the Federal Administrative Court of Justice, the Ministry of Finance and Public Credit and any of their departments; ii) to bring all types of claims, counter-claims and requests, to respond to those filed against the Company either directly or in claims in which the Company is an interested third party or cooperate with the Public Prosecutor’s Office, following the respective proceedings and procedures for all their formalities and instances through to their total termination; iii) to file formal complaints and report facts for any act that may constitute an offense against the Company; iv) Request the protection of Federal justice and desist, even in writs of constitutional relief; v) to enter into agreements and waive rights, grant pardon, settle and commit in arbitration proceedings; vi) Answer and formulate interrogatories and vii) to recuse and make and receive payments.

B. GENERAL POWER FOR ACTS OF ADMINISTRATION, in accordance with the broadest terms of the second paragraph of Article 2554 (two thousand five hundred and fifty four) of the Civil Code of the Federal District (now Mexico City) and their correlative and concordant articles of the Federal Civil Code and of all of the States of the United Mexican States.

C. GENERAL POWER TO APPEAR BEFORE ALL LABOR AUTHORITIES with the powers stipulated in Articles 11, section “E” of 684, sections II and III of 692, sections “F” and “H” of 873 of the Federal Labor Law to represent the principal Company before all types of unions, attend all types of hearings, citations, requirements, conciliations, transactions, arrangements, settlements, answer and formulate interrogatories, file or abandon writs for constitutional relief, file criminal actions and claims, grant pardon, promote the non-existence of strikes, promote economic disputes, act as employer to employees with the broadest powers of representation without any limitation whatsoever or obstructions of any type. Said powers include the authority to appear at conciliation hearings, preliminary hearings and trial hearings referred to by section “E” of Article 684, sections “F” and “H” of 873 and the other relevant Articles of the Federal Labor Law, always acting in the capacity or employer mainly in the case of the hearings referred to by section “E” of Article 684, sections “F” and “H” of 873 of the Federal Labor Law. They may also appear before all the labor authorities mentioned in Article 523 (five hundred and twenty three) of the Federal Labor Law, as well as the Federal Workers’ Housing Fund (INFONAVIT), the Mexican Social Security Institute (IMSS) and the Federal Workers’ Consumption Fund (FONACOT), to conduct all the formalities and procedures necessary to resolve the issues concerning the Company, in which the attorneys shall appear in the capacity of representative of the principal Company in the broadest terms of Article 11 (eleven) of the Federal Labor Law. Therefore, they may act as special representatives of the principal Company before all types of labor authorities and appear at conciliation hearings to which the principal Company is called by the local or Federal Conciliation and Arbitration Boards, as well as the Federal Conciliation Center and the Local Conciliation Centers, with all the general and special powers necessary or by express clause under law in the terms of the first and second paragraphs of Article 2554

(two thousand five hundred and fifty four) and Article 2587 (two thousand five hundred and eighty seven) of the Civil Code of the Federal District (now Mexico City) and their correlative and concordant articles of the Federal Civil Code and of all of the States of the United Mexican States. They may also appear before Conciliation and Arbitration Boards in conciliation, petition, defense and evidence introduction and admission hearings in accordance with the provisions of the Eighth Temporary Article of the Decree that reforms, adds and repeals various provisions of the Federal Labor Law, the Constitutional Judicial Branch Law, the Federal Public Defense Law, the National Workers' Housing Fund Institute Law and the Social Security Law in terms of Labor Justice, Union Freedom and Collective Bargaining, published in the Federal Official Gazette on May 1, 2019.

D. GENERAL POWER TO OPEN, MANAGE AND CLOSE BANK ACCOUNTS, whether checking or investments, order electronic transfers, as well as making deposits and withdrawals against them and appoint persons to deposit in or withdraw against said bank accounts.

E. BROAD GENERAL POWER TO ISSUE, ACCEPT, EXECUTE, ENDORSE, PROTEST, RELEASE, SIGN, CERTIFY, GUARANTEE AND IN ANY MANNER ISSUE NEGOTIABLE INSTRUMENTS on behalf and in representation of the Company with all the special and general powers that require specific authority in the broadest terms stipulated by law, among others, by Articles 9 (nine), 10 (ten), 85 (eight five) and 174 (one hundred and seventy four) of the General Law of Negotiable Instruments and Credit Transactions. As a consequence, they shall have, including but not limited to, the authority to accept credit instruments drawn or signed by third parties and to release checks, promissory notes and open bank and deposit accounts, as well as signing all types of contracts with financial companies, including but not limited to banking institutions, financial groups, stock brokers, auxiliary credit organization, investment companies and exchange houses.”

IV. PRESENTATION, DISCUSSION AND IF APPLICABLE, APPROVAL OF THE SPECIAL MEETING DELEGATE SO PERFORM AND NOTARIZE ITS AGREEMENTS. In relation to the fourth point of the Agenda, the Chairman of this Meeting proposed to appoint Mr. René Buentello Carbonell, Ms. Vanesa Madero Mabama and Ms. María de los Ángeles Morales Cano as special Meeting delegates, so that, if applicable, any one of them may request the Notary Public of their preference, to notarize all or part of these Meeting minutes, as well as to execute the resolutions adopted in this Meeting, among other matters.

After considering the Chairman's proposal, the Meeting, by majority vote of shares represented therein, adopted the following:

RESOLUTION

IV.1 “It is hereby approved to appoint Mr. René Buentello Carbonell, Ms. Vanesa Madero Mabama and Ms. María de los Ángeles Morales Cano as special Meeting delegates, so that, on behalf and in representation of the Company, any one of them may request the Notary Public of their preference, to notarize all or part of these Meeting minute and register the certified notarial copy of the deed issued before the Public Commercial and Property Register on the Company's domicile in order to conduct the formalities necessary before the respective authorities to ensure due compliance with the resolutions adopted at this Meeting and issue certified copies of these minutes, if deemed necessary or suitable.”

Once the minutes were written, read, approved and ratified by all the attendees, they were signed by the Chairman and the Secretary, who were witness that all the shareholders called were present for the entire meeting until its conclusion.

The following documents are attached to the file of the minutes of this General Ordinary Shareholders' Meeting:

- a) A copy of the publication of the call;
- b) Attendance list;
- c) Proxy letters, voting forms and certificates of votes cast at each meeting.

The Meeting was adjourned at 11:30 hours Pacific time on November 30, 2020.

Mario Christian López Hernández

Chairman

Vanesa Madero Mabama

Secretary