

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

Agenda for the General Ordinary Shareholders Meeting Discussion and Approval

November 30, 2020

- I. Presentation, discussion and approval of the cancellation of the repurchased shares and the corresponding decrease of the variable part of the capital stock of Infraestructura Energética Nova, S.A.B. de C.V. (the “Company” or “IEnova”).

It will be proposed the cancellation of the total repurchased shares, class II, unique series, ordinary, nominative, no par value, representative of the variable part of IEnova capital stock (the “Shares”), due to the operation of the Company’s repurchase fund, approved by the General Ordinary Shareholders Meeting on April 30, 2020.

Additionally, as a consequence of the Shares cancellation, it will be proposed to the shareholders meeting the capital decrease of the Company’s variable capital stock, for the amount equal to the total cancelled Shares, considering theoric value of \$10.00 Mexican pesos (Ten Mexican pesos 00/100 M.N.) per share.

Finally, it will be proposed to the shareholders meeting the total amount of the capital stock of the Company due to the Shares cancellation and the variable capital decrease. Likewise, it will be proposed to take all necessary actions to update the registry of the shares that represent the capital stock of the Company, before the National Securities Registry, as well as to exchange the shares titles of the shares that represent the capital stock of the Company, to perform all the necessary announcements and the update of the corresponding corporate books.

- II. Presentation, discussion and approval to increase the number of board members of the Company, as well as to appoint, ratify or conclude the position of certain board members or provisional board members, including members of the Corporate Practices Committee.

It will be proposed to the shareholders meeting, that as a consequence of the resignation to the Board of Directors (the “Board”) of Mr. Dennis Victor Arriola on July 3, 2020 and Mr. Justin Christopher Bird on July 21st, 2020, ratifies the appointment of the provisional Board members, Mr. Trevor Ian Mihalik (related Board member) in place of Mr. Arriola and Mrs. Jennifer Frances Jett (related Board member) in place of Mr. Bird, according to the Company’s By-laws provisions.

In addition to the above, due to the resignation of Mr. Arriola it will be proposed to the shareholders meeting the appointment of Mr. Mihalik, in order to take the position of Mr. Arriola in the Corporate Practices Committee, pursuant to article 25 of the Stock Exchange Law (Ley del Mercado de Valores).

Furthermore, it will be proposed to the shareholders meeting by agreement of the IEnova Board, on July 21st, 2020, to increase the number of Board members from 11 (eleven) to 12 (twelve) members and therefore it will be proposed the appointment of Mrs. Lisa Glatch as Board member.

Hereinafter is attached to this document, Mr. Mihalik, Mrs. Jett and Mrs. Sra. Glatch biographies as Annex A, Annex B and Annex C, respectively.

Finally, for information purposes it is attached the biography of all current directors of the Company's Board, as Annex D.

III. Presentation, discussion and, approval to grant powers of attorney.

It will be proposed to the shareholders meeting to grant Mr. Carlos Mauer Diaz Barriga, Chief Financial Officer of IEnova, according to article 2554 of the Federal District Civil Code (currently Mexico City) and other related articles of the Federal Civil Code and from the States Civil Codes, the following authorities: General Power of Attorney for Lawsuits and Collections, General Power of Attorney for Acts of Administration, General Power of Attorney for Domain Acts, General Power of Attorney for Acts of Administration in Labor Matters, General Power of Attorney to Open, Manage and Cancel Bank Accounts, General Power of Attorney to Draw, Accept, Effect, Endorse, Protest, Release, Subscribe, Certify, Guarantee and in any way to Issue Credit Securities and General Power of Attorney to Grant General or Special Powers of Attorney and to Revoke either and others. The above authorities, to be performed jointly with other attorney-in-fact with the same authorities or individually.

It will be proposed to the shareholders meeting to grant Mr. Rodrigo Norbey Meléndez Bernal, Treasury Director of IEnova and to Mrs. Violeta Marlen Sánchez Martínez, Under controller, according to article 2554 of the Federal District Civil Code (currently Mexico City) and other related articles of the Federal Civil Code and from the States Civil Codes, the following authorities: General Power of Attorney for Lawsuits and Collections, General Power of Attorney for Acts of Administration, General Power of Attorney for Acts of Administration in Labor Matters, General Power of Attorney to Open, Manage and Cancel Bank Accounts and General Power of Attorney to Draw, Accept, Effect, Endorse, Protest, Release, Subscribe, Certify, Guarantee and in any way to Issue Credit Securities. The above authorities, to be performed jointly with other attorney-in-fact with the same authorities or individually.

IV. Presentation, discussion and approval of special delegates for the shareholders meeting for the execution and formalization of all the agreements thereto.

It Will be proposed to appoint as special delegates of the shareholders meeting to Mr. René Buentello Carbonell, Mrs. Vanesa Madero Mabama and Mrs. María de los Ángeles Morales Cano, to execute and formalize the agreements thereto.

ANNEX A

Provisional Board Member Biography



Trevor Ian Mihalik

Executive Vice President and Chief Financial Officer for Sempra Energy

Trevor I. Mihalik. Mr. Mihalik is Executive Vice President and Chief Financial Officer for Sempra Energy. In this position, Mr. Mihalik oversees all financial matters and corporate development for us, including mergers and acquisitions. He joined Sempra Energy in 2012 as Controller and Chief Accounting Officer and was promoted to Senior Vice President in 2013. In 2018 he was promoted to his current role.

He has approximately 30 years of financial experience in the energy industry, with extensive knowledge of capital markets, mergers and acquisitions, financial reporting, treasury and market and credit risk. Previously, he served as Senior Vice President of Finance for Iberdrola Renewables, the U.S. subsidiary of Iberdrola S.A., a multinational utility and energy company headquartered in Bilbao, Spain. Prior to that, he was Vice President of Finance for Chevron Natural Gas and served as its Vice President of Finance and Chief Financial Officer for their natural gas marketing, trading and storage joint venture, Bridgeline Holdings. He spent the first nine years of his career working in Houston and London in the energy practice of Price Waterhouse.

He currently serves on the board of WD-40 and is on the advisory board for the University of San Diego's School of Business Administration. Mr. Mihalik graduated with a bachelor's degree in Accounting, with an emphasis in Finance, from Creighton University, holds a master's degree in Business Administration from Rice University and is a certified public accountant.

ANEXO B

Provisional Board Member Biography



Jennifer Frances Jett

Vice President of Governance and Corporate Secretary for Sempra Energy

Jennifer Frances Jett is vice president of governance and corporate secretary for Sempra Energy. In this role, is responsible for advising the board of directors and senior management on a broad range of governance matters. Previously, from 2018 to April 2020, Jett served as corporate secretary for Sempra Energy. Prior to that, Jett served as director of project finance for Sempra Energy, where she was responsible for advising Sempra's operating companies on the structuring, documentation and execution of financing transactions. She has also served as director of corporate governance and assistant corporate secretary for Sempra Energy, where she oversaw various governance and corporate legal functions for Sempra and its business units and served as the corporate secretary for Sempra's two regulated California utilities, San Diego Gas & Electric and Southern California Gas Co., and Cameron LNG. She also held various positions of increasing responsibility within the law department where she worked on a wide range of transactional matters for Sempra Energy and its subsidiaries.

Before joining the company in 2005 as corporate counsel, she was an associate at Pillsbury Winthrop Shaw Pittman LLP where she advised both public and private companies on corporate transactional and securities matters.

She serves as a board member of the Corporate Directors Forum, which provides board-focused peer networking and director education in corporate governance. Jett also serves on Sempra Energy's political action committee board.

She holds a bachelor's degree in psychology and anthropology from the University of Vermont, where she graduated summa cum laude and Phi Beta Kappa, and a law degree from the University of California, Berkeley.

ANEXO C

Proposed Board Member Biography



Lisa Glatch

President and Chief Operating Officer of Sempra LNG

Lisa Glatch. She is president and chief operating officer of Sempra LNG. She also serves as chairman of the board of directors for Cameron LNG, LLC, a joint venture of which Sempra Energy owns 50 percent. She joined Sempra Energy in 2018 as strategic initiatives officer with a focus on strategic efforts in building North America's premier energy infrastructure company and overseeing Cameron LNG Phase 1's successful achievement of commercial operations.

Prior to joining Sempra Energy, Glatch led business development and profitable growth as executive vice president, chief strategic development officer and board director for CH2M, a Fortune 500 global consulting and program management firm. Before joining CH2M in 2014, she served as senior vice president of global sales for Jacobs, a global technical services firm.

Previously, she spent 24 years with Fluor Corporation, a global engineering and construction industry leader, in a range of management positions including president of Fluor's government group and senior vice president of project operations for Fluor's energy & chemicals group.

Her 34 years of experience spans the public and private sectors in the energy, environmental, water and transportation sectors. Glatch currently serves on the board of Evoqua Water Technologies (NYSE: AQUA).

Glatch graduated with honors from the University of Colorado at Boulder with a bachelor's degree in chemical engineering. She has completed advanced management programs at The Wharton School at the University of Pennsylvania and Stanford University.

Annex D

Board of Directors Biography

Carlos Ruiz Sacristán. (Chairman of the Board and Related Board Member). Mr. Ruiz is Chairman of our board of directors and our Executive President. Mr. Ruiz was Chief Executive Officer of Sempra North American Infrastructure Group from 2018 until September 2020, Chief Executive Officer and Chairman of the board of directors from 2012 to 2018, and a member of the board of directors of Sempra Energy from 2007 to 2012. He served as Mexico's Secretary of Communications and Transportation during the administration of Dr. Ernesto Zedillo Ponce de León from 1994 to 2000. Previously he served in various positions at the Central Bank (Banco de México) from 1974 to 1988, the Ministry of Finance from 1988 to 1992, and Petróleos Mexicanos in 1994. He holds a bachelor's degree in Business Administration from Anahuac University in Mexico City and a master's degree in Business Administration from Northwestern University in Chicago. Currently is a member of the Board of Directors of Southern Copper Corporation, Banco Ve por Más, S.A de C.V., Grupo Creatica, S.A. de C.V., Technical Committee of Diego Rivera and Frida Kahlo Museums Trust and of the Technical Committee of the Energy and Technology Museum Trust.

Tania Ortiz Mena López Negrete. (Related Board Member). Mrs. Ortiz Mena has been a member of our board of directors since January 2019 and our Chief Executive Officer since September 2018. Prior to her appointment, she was Chief Development Officer, responsible for our business development and commercial areas from 2016 to 2018. She joined IEnova in 2000. She has held the positions of Manager, Project Director, Director for Government and Regulatory Affairs, Vice President of External Affairs and Vice President for Business Development and External Affairs. From 1994 to 1999, worked for PMI, Pemex's international trading subsidiary, where she was responsible for the residual oil products international trading area. She holds a master's degree in International Relations from Boston University and a bachelor's degree from Universidad Iberoamericana in Mexico City. Ms. Ortiz Mena is an Independent Board Member of the Mexican Stock Exchange, Mexican Natural Gas Association, Board Member of the World Energy Council - Mexico Chapter, Member of Mexican Council for International Relations. From 2015 to 2016, was President of the Board of Mexico's Natural Gas Association.

Randall Lee Clark. (Related Board Member). Mr. Clark is chief administrative officer and chief human resources officer for Sempra LNG. In this position, is responsible for leading Sempra LNG's business services function that includes human resources and organizational development, technology and cybersecurity, external affairs and communications, supply management, and business transformation. He has served in various leadership and legal capacities at the Sempra Energy family of companies over the last 20 years. Most recently, he was senior vice president and chief human resources officer for Sempra Energy. In that position he was also the company's chief ethics and compliance officer. Prior to that role, he was the chief human resources officer and deputy general counsel for Sempra Energy. He has previously served as chief administrative officer and chief human resources officer at San Diego Gas & Electric Company and as Sempra Energy's vice president – human resources services, vice president – compliance and governance, vice president – corporate responsibility, vice president – corporate relations and its corporate secretary. Before joining Sempra Energy, practiced law at Morrison & Foerster in Los Angeles and at Cooley Godward in San Diego. He serves on the Board of IEnova. He is a member of several bar associations, the National Association of Corporate Directors, the Society for Corporate Governance, the Society for Human Resource Management and World at Work. He also serves as a

trustee on the board and as chairman of the La Jolla Playhouse, where he sits on the audit and finance committees, as a trustee on the board of Francis Parker School, where he sits on the board governance and audit committees, and as a board member of The San Diego LGBT Community Center, where he sits on the executive committee and serves as secretary. Mr. Clark graduated summa cum laude and holds a bachelor's degree from Pepperdine University, and graduated with honors from Duke University's School of Law.

Lisa Glatch. (See annex C)

Jennifer Frances Jett. (See annex B)

Faisal Hussain Khan. (Related Board Member). Mr. Khan is senior vice president of finance for Sempra Energy, and chief financial officer of Sempra LNG. He is responsible for communicating Sempra Energy's disciplined focus for delivering long-term shareholder value to the investment community, while providing oversight to Sempra Energy's risk management and treasury matters. In his role as chief financial officer of Sempra LNG, oversees accounting and financial modeling. Previously, from 2018 to 2019, was vice president of investor relations for Sempra Energy. Prior to working at Sempra Energy, he was a managing director for Citigroup in New York, covering the natural gas, pipeline, midstream, refining and master limited partnership industries. He was ranked as one of the top financial analysts in the natural gas sector for 11 consecutive years by the Institutional Investor Survey. Before joining Citigroup in 2005, Khan worked for six years at Credit Suisse First Boston, first in investment banking and, later, as an equity research analyst following the integrated pipeline, merchant power and gas distribution industries. Mr. Khan serves on the Board of IEnova. He holds bachelor's degrees in engineering and economics from the University of Pennsylvania.

Trevor Ian Mihalik. (See annex A)

Alberto Mulás Alonso. (Independent Board Member). Mr. Mulás is an independent member of our board of directors since 2017. From January 2014 to December 2016, Mr. Mulás was the head of Itaú-BBA, Casa de Bolsa in Mexico. From 2003 to date, he oversees CRESCe Consultores, a consulting firm that specialized in corporate, finance, strategy and corporate governance matters. For a period of three years, Mr. Mulás was involved in investment banking activities in Mexico for Donaldson Lufkin & Jenrette (from 1998 to 2001) and Lehman Brothers (from 1992 to 1996). From 2001 to 2003, Mr. Mulás served in Mexican Federal Government, as part of the administration of President Vicente Fox, where he was in charge of the design, structuring and implementation of the national housing policy, including the National Housing Commission (*Comisión Nacional de Vivienda*) and the Federal Mortgage Corporation (*Sociedad Hipotecaria Federal*). He serves on the board of directors of various publicly traded and private companies, in each case as an independent director, such as: Fibra Uno, Grupo Aeroportuario Centro Norte (OMA), Aleatica, Farmacias del Ahorro, Grupo Proeza and Grupo Cinépolis. He has advised multilateral entities such as the International Monetary Fund, the Inter-American Development Bank and the World Bank. He received a bachelor's degree in Chemical Engineering from the Universidad Iberoamericana, where he graduated with honors, and holds a master's degree in Business Administration from the University of Pennsylvania.

Erle Allen Nye, Jr. (Related Board Member). Mr. Nye has served as a member of our board of directors and Chief Executive Officer of Oncor Electric Delivery Company, LLC since March 9, 2018. From January 2011 until March 2018, served as Senior Vice President, General Counsel and Secretary of Oncor, and in such role was responsible for overseeing all Oncor's legal and compliance matters. In January 2013 his responsibilities were expanded to include oversight of all regulatory and governmental affairs activity of Oncor. From June 2008

until joining Oncor, he practiced law as a partner in the Dallas office of Vinson & Elkins LLP, where he focused on representation of regulated energy companies before state and federal government agencies, including the PUCT, the State Office of Administrative Hearings and the FERC. Prior to Vinson & Elkins, he was a partner in the law firm of Hunton & Williams LLP (now known as Hunton Andrews Kurth LLP) from January 2002 until May 2008.

Aarón Dychter Poltolarek. (Independent Board Member). Dr. Dychter is an independent member of our board of directors and the President and Founder of ADHOC Consultores Asociados, S.C., a provider of consulting services to infrastructure, transportation and energy investment projects. From December 1994 to December 2006, Dr. Dychter was Undersecretary of Transportation in the Mexican Ministry of Communications and Transportation. In that capacity, he led privatization processes for railways and airports in Mexico, as well as the creation of the first suburban train system for Mexico City. Previously, he held various positions at the Mexican Ministry of Finance and Public Credit, the Mexican Ministry of Programming and Budget and the Mexican Ministry of Energy. He served as Chairman of the Mexican National Steering Committee for the Normalization of Ground Transportation (*Comité Consultivo Nacional de Normalización del Transporte Terrestre*). In addition, he served as a member of the board of directors and Deputy Chairman of the Nominating and Compensation Committee of Grupo Aeroportuario del Sureste and as a member of the board of directors of Grupo Aeroportuario Centro Norte, Empresas ICA, Grupo Aeroportuario del Pacífico, Grupo Aeroportuario de la Ciudad de México. He currently is a member of the board of directors of Grupo OCUPA and Traxion. Dr. Dychter is a graduate of Universidad de las Américas in Mexico and holds a master's degree and a Ph.D. in Economics from George Washington University.

José Julián Sidaoui Dib. (Independent Board Member). Dr. Sidaoui is an independent member of our board of directors. Currently, he is an advisor and independent director of several financial institutions in the country and abroad. Before joining us, worked at the World Bank and the Mexican Central Bank. In December 1994, he was appointed Undersecretary of Finance and Public Credit. On 1997 to 2012, He served as the Deputy Governor for the Mexican Central Bank. He has published several articles on structural change, exports, financial markets, public finances, monetary policy and corporate governance and best practices in central banking. He has participated in various working groups of the International Bank for Payments and has been professor of Economics. Dr. Sidaoui holds a Ph.D. in Economics from George Washington University, a master's degree from the University of Pennsylvania and a bachelor's degree in Economics from the University of the Americas, Puebla.

Peter Ronan. Wall. (Related Board Member). Mr. Wall is a member of our Board of Directors and Senior Vice President, Controller and Chief Accounting Officer for Sempra Energy. In this position, is responsible for managing accounting operations, preparation and analysis of financial statements, financial reporting and accounting systems, in addition to coordinating external audits. Previously, from 2017 to 2018, he was vice president and chief financial officer for Sempra Energy's domestic infrastructure businesses, leading their accounting, finance, and risk and structuring groups. From 2015 to 2017, he was vice president and chief financial officer for Sempra U.S. Gas & Power. He joined Sempra Energy in 2012, after a 14-year professional career at Ernst & Young LLP, where he worked with numerous multinational companies, including many in the power & utility sector. He is a certified public accountant and holds a bachelor's degree and master's degree in Accounting from the University of Utah.
