

NOTICE TO SHAREHOLDERS PAYMENT OF DIVIDENDS

Pursuant to the resolution passed by the General Ordinary Meeting of Shareholders of **INFRAESTRUCTURA ENERGÉTICA NOVA, S.A.B. DE C.V.** (the "**Company**"), held on April 30, 2014, and of the resolution adopted by the Board of Directors of the Company in its meeting held on July 22, 2014, it is reported to the shareholders of the Company, as well as securities depository institutions, that on July 31, 2014, it shall pay a cash dividend in the amount of U.S. \$164'000,000.00 (one hundred and sixty four million dollars, lawful currency of the United States of America), i.e. the amount of U.S. \$0.142111452 per share on each of the shares representing the capital.

Regarding the definitive titles deposited with S.D. INDEVAL Institución para el Depósito de Valores, S.A. de C.V., the aforementioned dividend payment will be made in dollars, legal currency of the United States of America, through this institution, in accordance with the terms and conditions of the respective shareholders' contracts with their intermediary custodians.

The shareholders holding definitive securities in physical form may appear in person, from July 31 of this year at the Company's offices, located at Paseo de la Reforma No. 342 Floor 24, Col. Juarez, 06600 Mexico City, during working hours and days to receive payment of the quoted dividend. Additionally, it is noted that the shareholders will have the option to receive the amount of the dividend declared either in dollars, legal currency in the United States of America, or in pesos, national currency, in which case the conversion will be made at "Exchange Rate for Foreign Currency Denominated Obligations Payable in Mexico" published by the Bank of Mexico in the Official Gazette of the Federation on July 30, 2014, the exchange rate will be fixed and will be used for payments made in local currency.

Mexico, D.F. on July 23, 2014

Rodrigo Cortina Cortina
Alternate Secretary