

Annual General Ordinary Shareholders' Meeting

- V. Allocation of net income, increase in reserves, approval of the amounts for share repurchases, and declaration of dividends, if any. Resolutions in this regard.

As part of the allocation of results, the Chairman of the Board will put forward for consideration by the shareholders the following:

- a. In order to continue with the share purchase program of the Company, to increase the reserve for purchasing shares by Ps.1,200,000,000 (One billion two hundred million pesos) and to use up to that amount to purchase Series B shares of the Company, during 2016 and until next the Annual Shareholders' Meeting approves the results of the period.
- b. The declaration and payment of a dividend of Ps. 1,400,000,000.00 (One billion, four hundred million), or Ps. 3.50 (Three and 50/100 pesos) per share in one installment, no later than April 30, 2016.

- VI. Discussion and, in the event, approval of a proposal to nominate and ratify members of the Board of Directors and the Chairs of the Audit and Corporate Practices, Finance, Planning and Sustainability Committees. Resolutions in this regard.

The Chairman of the Board will inform the Shareholders' Meeting of the ratification of the following members of the Board of Directors: José Luis Guerrero Álvarez, Sergio Fernando Montañón León, Luis Fernando Zárate Rocha, Alonso Quintana Kawage, Alberto Felipe Mulás Alonso, Elsa Beatriz García Bojorges, and Ricardo Gutiérrez Muñoz.

The Chairman thanks Laurent Galzy, Luis Zazueta Domínguez, and Carlos Guzmán Bofill for their dedicated service to the Board of Directors, and will announce Frédéric Dupeyron as a Patrimonial Director designated by the Strategic Partner, and will nominate Ricardo Maldonado Yañez and Felipe Duarte Olvera as Independent Directors.

With these changes, the Board of Directors and the Board Committees will be composed as follows:

**Directora de
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Socios estratégicos



OMA cotiza



BOARD OF DIRECTORS

Name	Position
Diego Quintana Kawage*	Chairman and Director
Ricardo Maldonado Yáñez	Independent Director
Alberto Felipe Mulás Alonso	Independent Director
Elsa Beatriz García Bojorges	Independent Director
Ricardo Gutiérrez Muñoz	Independent Director
Felipe Duarte Olvera	Independent Director
José Luis Guerrero Álvarez	Director
Sergio Fernando Montaña León	Director
Luis Fernando Zárate Rocha	Director
Alonso Quintana Kawage*	Director
Frédéric Dupeyron*	Director
Jacques Follain	Alternate Director

*Designated by the holders of Series BB shares.

SECRETARY OF THE BOARD OF DIRECTORS

Name	Position
Rodrigo Antonio Quintana Kawage	Secretary (not a member of the Board)
Alfredo Domínguez Sánchez	Pro-secretary (not a member of the Board)

AUDIT COMMITTEE

Name	Position
Elsa Beatriz García Bojorges	Chair and Independent Director
Alberto Felipe Mulás Alonso	Independent Director
Felipe Duarte Olvera	Independent Director

CORPORATE PRACTICES, FINANCE, PLANNING AND SUSTAINABILITY COMMITTEE

Name	Posición
Alberto Felipe Mulás Alonso	Chair and Independent Director
Ricardo Gutiérrez Muñoz	Independent Director
Ricardo Maldonado Yáñez	Independent Director

Ricardo Maldonado Yáñez. Mr. Ricardo Maldonado Yáñez is a partner in the law firm Mijares, Angoitia, Cortés y Fuentes, S.C. He has over 20 years of experience providing advice and counsel to Mexican and foreign companies on domestic and cross-border merger and acquisition transactions, joint ventures and strategic alliances. He also represents issuers and financial institutions in domestic and international, public and private, debt and equity offerings, and advises clients in the negotiation, structuring and drafting of commercial loans, in complex financings and in infrastructure projects. Mr. Maldonado also represents clients in the Mexican hydrocarbons sector. Mr. Maldonado serves as member and/or secretary of the Boards of Directors of companies such as Grupo Televisa, Consorcio Ara, and Banco Ahorro Famsa, among others. Mr. Maldonado holds an undergraduate degree in law from the Universidad Nacional Autónoma de México (UNAM) and an LL.M. from the University of Chicago Law School. He has also specialized in corporate law at the Instituto Tecnológico Autónomo de México (ITAM).

Felipe Duarte Olvera. Mr. Felipe Duarte Olvera is Managing Director of Customer Experience for Grupo Financiero Banorte. Between 2006 and 2012, Mr. Duarte was Undersecretary of Transportation at the Ministry of Communications and Transportation; Undersecretary of Competitiveness and Standards at the Ministry of Economy and Technical Secretary of the Economic Cabinet in the Office of the President of Mexico. During that time, he was also a Director of Pemex, the Federal Electricity Commission, and the Mexican development banks Nafin and Bancomext. Previously he worked for the Mexican government in the Office of the President for Public Policy and at McKinsey and Co. He is author of "Strategic Cost Management as a Base to Obtain Competitive Advantages," published by the Mexican Institute of Public Accountants. Mr. Duarte has an MBA from Harvard Business School and degrees in Administration and Public Accounting from the Instituto Tecnológico Autónomo de Mexico (ITAM).

Frédéric Dupeyron. Mr. Frédéric Dupeyron became Chief Executive Officer of Aéroports de Paris Management in 2014. He joined Aéroports de Paris in 2004, where he has held a number of positions. He was Director of Financial Operations in charge of preparing Aéroports de Paris' 2006 IPO. In 2008, he negotiated the industrial alliance between Aéroports de Paris and Schiphol Group before becoming head of Hub Télécom, an Aéroports de Paris subsidiary. In 2013, Mr. Dupeyron joined the office of the Prime Minister of France to run the Programme des Investissements d'Avenir (Investing in the Future Program), which promotes the digital economy. Mr. Dupeyron is a graduate of the École Polytechnique and the École des Ponts et Chaussées, with additional studies at the École Nationale d'Administration.

This document may contain forward-looking information and statements. Forward-looking statements are statements that are not historical facts. These statements are only predictions based on our current information and expectations and projections about future events. Forward-looking statements may be identified by the words "believe," "expect," "anticipate," "target," "estimate," or similar expressions. While OMA's management believes that the expectations reflected in such forward-looking statements are reasonable, investors are cautioned that forward-looking information and statements are subject to various risks and uncertainties, many of which are difficult to predict and are generally beyond the control of OMA, that could cause actual results and developments to differ materially from those expressed in, or implied or projected by, the forward-looking information and statements. These risks and uncertainties include, but are not limited to, those discussed in our most recent annual report filed on Form 20-F under the caption "Risk Factors." OMA undertakes no obligation to update publicly its forward-looking statements, whether as a result of new information, future events, or otherwise.

About OMA

Grupo Aeroportuario del Centro Norte, S.A.B. de C.V., known as OMA, operates 13 international airports in nine states of central and northern Mexico. OMA's airports serve Monterrey, Mexico's third largest metropolitan area, the tourist destinations of Acapulco, Mazatlán, and Zihuatanejo, and nine other regional centers and border cities. OMA also operates a hotel inside Terminal 2 of the Mexico City airport and the Hilton Garden Inn at the Monterrey airport. OMA employs over 1,000 persons in order to offer passengers and clients airport and commercial services in facilities that comply with all applicable international safety, security standards, and ISO 9001:2008. OMA's strategic shareholder members are ICA, Mexico's largest engineering, procurement, and construction company, and Aéroports de Paris Management, subsidiary of Aéroports de Paris, the second largest European airports operator. OMA is listed on the Mexican Stock Exchange (OMA) and on the NASDAQ Global Select Market (OMAB). For more information, visit

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