

February 11, 2016

**MAXCOM TELECOMUNICACIONES, S.A.B. DE C.V.
GENERAL EXTRAORDINARY SHAREHOLDERS' MEETING**

FIRST CALL

Pursuant to clause 38 and other applicable clauses of the by-laws and article 183 and other applicable articles of the General Business Corporation Law, the shareholders of **Maxcom Telecomunicaciones, S.A.B. de C.V.** (the "Company") are hereby called to the **General Extraordinary Shareholders' Meeting** ("the Meeting") to be held on **March 01, 2016** at 11:00 a.m. in the "**Board Room**" of the Company's headquarters located at **C. Guillermo González Camarena No. 2000, PH, Col. Centro de Ciudad Santa Fe, C.P. 01376 in Mexico City**, in which the following issues shall be discussed:

**AGENDA
GENERAL EXTRAORDINARY SHAREHOLDERS' MEETING**

- I. Report on the coming termination of the Neutral Investment Trust number 80526, issuer of ordinary participation certificates on shares representative of the capital stock of the Company.
- II. Discussion and, if appropriate, approval to carry out a reverse split of the shares representative of the capital stock of the Company, without reducing the amount of the capital stock.
- III. Discussion and, if appropriate, approval of the total reform of the by-laws of the Company.
- IV. Authorization for shares representative of the capital stock to be listed on the Mexican Stock Exchange and be eligible for trading on the stock market between the general investing public.
- V. Proposal and, if appropriate, resolution regarding the granting of powers for implementing the resolutions adopted by this Meeting.
- VI. Resolution regarding the appointment of special delegates that shall execute and formalize the resolutions adopted herein.

In accordance with Clause 43 of the by-laws of the Company and Articles 128 and 129 of the General Business Corporation Law, 290 of the Stock Market Law, and others applicable, only the persons registered as shareholders in the Shareholders Registry Book, as well as such persons that submit the securities certificates issued by a securities depository, supplemented by the list of the holders of such securities

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prepared by depositors to such effect, will be entitled to attend or be represented at the Meeting. Shareholders are entitled to attend the Meeting personally or represented by proxy, subject to the provisions of the by-laws. With respect to proxies, shareholders may be represented at the Meeting by such person(s) appointed by means of a proxy letter or a general or special power of attorney granted in accordance with applicable laws or the form referred to in article 49, section III of the Stock Market Law, which are available pursuant to said law.

In order to attend the Meeting, holders of Ordinary Participation Certificates on shares representative of the capital stock of the Company (“the CPOs”) must request admission cards and the aforementioned forms through their custodian or financial intermediary to Nacional Financiera, S.N.C. (“Nafin”) with at least three (3) business days prior to the day immediately preceding the date of the Meeting, to which effect they must comply with all requirements established for that purpose in the Neutral Investment Trust number 80526, issuer of the CPOs, and deposit at the office of the Secretary of the Company, through Nafin, the certificates of deposit of the CPOs issued by S.D. Indeval Institución para el Depósito de Valores, S.A. de C.V. (“Indeval”). Where appropriate, in order to obtain the aforementioned admission cards, depositors of Indeval shall enclose the list evidencing the names of the holders of the CPOs to the certificates issued by said institution.

In order to attend the Meeting, holders of shares representative of the capital stock of the Company must obtain the corresponding admission cards and the aforementioned forms at the offices of the Secretary of the Company located at C. Guillermo González Camarena 2000, PH, Col. Centro de Ciudad Santa Fe, C.P. 01376 in Mexico City, to which effect, they shall deposit at the office of the Secretary of the Company the share certificates that represent the corresponding shares or the deposit certificates issued in connection with said shares by Indeval or a domestic or foreign bank.

Furthermore, in accordance with Article 49, section I, of the Stock Market Law and clause 43 of the by-laws, the information referred to in the Agenda shall be available to the shareholders or their representatives at the same address referred to above, at least fifteen calendar days prior to the date of the Meeting.

Mexico City, February 11, 2016

Signature

Armando Jorge Rivero Laing

Deputy Secretary, not member of the Board of Directors

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