

Report Good Governance Code

General Shareholders Assembly

The General Shareholders Assembly met five (5) times during 2014, a follows:

Asamblea	Acta	Fecha	Convocatoria oficial Diario Portafolio
Ordinaria	065	27 de Marzo de 2014	3 de Marzo de 2014
Extraordinaria	066	8 de mayo de 2014	29 de abril de 2014
Extraordinaria	067	4 de Septiembre de 2014	26 de Agosto de 2014
Extraordinaria	068	16 de octubre de 2014	10 de octubre de 2014
Ordinaria	069	23 de diciembre de 2014	28 de noviembre de 2014

- During General Shareholders Assembly, both the participation of major shareholders as well as the participation of minority shareholders was ensured.
- The presence of those shareholders whose names appear in the respective Minutes was verified.

Board of Directors

The Board met fourteen (14) times during 2014, which correspond to twelve (12) ordinary sessions, one (1) extraordinary and one (1) non-attending, as follows:

Junta Directiva	Acta	Fecha
Ordinaria	1.512	30 de enero de 2014
Ordinaria	1.513	27 de febrero de 2014
Ordinaria	1.514	20 de marzo de 2014
Ordinaria	1.515	24 de abril de 2014
Ordinaria	1.516	22 de mayo de 2014
No presencial	1.517	1 de julio de 2014
Ordinaria	1.518	2 de julio de 2014
Ordinaria	1.519	31 de julio de 2014
Ordinaria	1.520	4 de septiembre de 2014
Extraordinaria	1.521	15 de septiembre de 2014
Ordinaria	1.522	1 de octubre de 2014
Ordinaria	1.523	31 de octubre de 2014
Ordinaria	1.524	26 de noviembre de 2014
Ordinaria	1.525	11 de diciembre de 2014

- Pursuant the Good Governance Code, the Board of Directors is made up by nine (9) members and three (3) of these main members are independent.
- New appointed members have received appropriate training before the first session, during such trainings they are handed out copies of Company's internal standard containing Bylaws, Good Governance Code, Ethics Code and contracting manual, among others. New members to the Board are provided with information related to the company and specially all that referring to their responsibilities, obligations and rights as members of the Board of Directors.
- Summons to meetings, the provision of information to its members, and in general the way it functions have been conducted as per the rules established in the Company's Bylaws and the Good Governance Code.
- Each member of the Board of Directors received from the Company, in a timely manner, the information required for the decision making process.
- Relevant events of the Board were published on the website of Grupo Energía de Bogotá and on the website of the Colombian Financial Superintendence (Portal SIMEV) for those interested.
- On January and February 2015 a self-assessment survey was conducted during 2014 for members of the Board from the Secretary General. Results were tabulated obtaining general conclusions and establishing action plans on opportunities for improvement identified therein.

Audit Committee

During 2014, four (4) meetings of the Audit Committee were held composed of all the independent members of the Board of Directors.

Corporate Governance Committee

During 2014, one (1) meeting of the Corporate Governance Committee was held, complying with that set forth in the Good Governance Code, made up by three (3) members of the Board and one (1) of them independent.

Conclusions:

- Follow-up to commitments contained in the Code were performed, by executing the respective actions by each person accountable thereto.
- This review was made by documentary verification tests and interviews.
- As a result thereof, one may conclude that compliance with the Good Governance Code has been satisfactory during the period under analysis.
- To date, the Good Governance Code is under an implementation process, some recommendations related to changes to internal processes, structure and best practices were disseminated for their consideration and implementation. Likewise, this update process will take into account External Circular 028 of 30 September 2014, related to the New Country Code and the adherence to best corporate practices.

“General Conclusion:

For the year comprising 1 January and 31 December 2014, EEB accomplished the code of good governance set out in the company; not finding any discovery or observation in this regard.”