

**Bogota, Colombia, May 2012**



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**Executive Summary and highlights**
**Table # 1 – TGI selected indicators**

	1Q 12	1Q 11	Var %	F 11
Operating revenue - COP mm	163,875	156,339	4.8	626,838
Operating income – COP mm	93,696	91,216	2.7	357,059
EBITDA 4Q – COP mm	132,199	127,716	3.5	120,045
EBITDA LTM - COP mm	486,053	451,496	7.7	481,570
Net income - COP mm	99,852	60,433	65.2	25,614
Transported volume – mm cfd	403	437	-7.8	420
Firm contracted capacity – mm cfd	548	529	3.6	560
International Credit Rating:				
S&P – Mar. 12:				BB; positive
Fitch - Nov.11:				BB+; stable
Moody's – Mar. 12:				Baa3; stable

- ▶ The increase in TGI's operating revenue is the result of the increase in contracted capacity from the start of operation of the Cusiana Phase I expansion at the beginning of 2012. This also explains the positive performance of EBITDA, both for the quarter and for the last twelve months (LTM). Operating income increased at a slower rate than operating revenues, principally as a result of increased operating and maintenance costs as a result of the acquisition of a BOMT. Net income increased vigorously as a result of: (·) the positive performance of operating income; (·) the effect of the revaluation of the peso on the exchange differences account; and (·) a reduction in financial expenses as a result of the refinancing of the intercompany loan from EEB.
- ▶ On February 24, 2012, the TGI Board of Directors designated Ricardo Roa Barragán as the new Chief Executive Officer. He is a mechanical engineering graduate of the National University, with a specialty in engineering management systems, and also currently a candidate for a Masters' degree in political studies at the Pontificia Universidad Javeriana. Mr. Roa Barragán has more than 20 years' experience in the electric power and natural gas sectors. He has been Adviser to the Superintendencia Delegada para Energía y Gas (Superintendence Commissioned for Energy and Gas Industries), Sectoral Director for Power and Gas of ANDESCO, Commercial Manager and General Manager of Electrificadora de Santander, and Director of Sales and Manager of the energy businesses of the Agroindustry Sector of the Ardila Lulle Organization. He has also taught courses on energy issues at the National University of Colombia, the Antonio Nariño University, and the Universidad Externado de Colombia.
- ▶ On April 19, 2012, TGI closed a debt management operation for its principal financial liability. The company successfully issued USD 750 million in Reg. 144A bonds and simultaneously launched a Tender Offer and an Optional Redemption for the bonds issued in October 2007. The new bonds were 6 times oversubscribed, and were rated investment grade by one of the three rating agencies. Almost 90% of the 2007 bonds were repurchased through the Tender Offer, and the balance was acquired through the Optional Redemption on April 19, 2012.
- ▶ The transaction substantially improved TGI's debt profile, increasing the average life from 7.36 years to 10.38 years and the duration from 5.83 years to 8.26 years. The coupon was reduced from 9.50% to 5.70% per year, which represents a benefit of USD 80 million in present value terms. The interest savings is USD 29 million per year, and TGI's weighted average interest rate decreased from 8.39% to 5.84%.
- ▶ The CREG is expected to rule on TGI's appeal of the new rate structure in 3Q 12. Until then, the company is continuing to apply the same tariffs as have been in force for the last several years. The discussions with CREG center on the value of the assets created by the investments in the recent expansion projects; the regulations prohibit the review of asset values that have been previously validated by the CREG. The company believes that it is a positive step that, at its request, the CREG has issued two resolutions ordering, among other items, an appraisal of the assets in question and appointing appraisers. The company does not expect the resolution of the CREG appeal to have a material impact on its revenues.

**Table # 2 – Status of expansion projects in Colombia**

	Cusiana Phase II	La Sabana Station
Capex - USD mm	235	57
Financing plan	Capitalización	Capitalización
Additional capacity - mm cfd:	110	75
New nominal capacity	390	215
Completed as of 1Q 12 - %	86.83 %	0
In operation	2T 12	4T13

- ▶ Cusiana Phase II
  - During 1Q 12 one of the five segments under construction was put into service.
  - This expansion is expected to be completed before the end of 2Q 12.
- ▶ La Sabana compressor station project.
  - As mentioned in the previous report, the Board of Directors authorized management to carry out the analysis and preliminary evaluations to determine TGI's participation in this project.
  - On March 07, 2012 the conceptual engineering was completed, and on February 20, 2012 the agreements to purchase the land where the compressor station will be located were signed.
  - The environmental impact studies began on February 23, 2012; the deadline for completing these studies is 105 calendar days.
  - The company has defined the terms of reference for the EPC contract and for the purchase of the compressor units.

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## The Colombian natural gas market

**Table # 3 - Natural gas demand in Colombia**

	GBTU d		
	2011	2010	Var. %
Thermal	217.2	301.7	-28
Residential - commercial	166.7	153.0	9
Industrial – Refineries	363.5	341.8	6.3
Vehicle	72.1	75.2	-4.2
Petrochemical	12.3	12.0	1.9
<b>Domestic demand</b>	<b>831.8</b>	<b>883.7</b>	<b>-5.9</b>
Exports	204.6	154.6	32.4
<b>Total</b>	<b>1,036.4</b>	<b>1,038.3</b>	<b>-0.2</b>

Source: CNO Gas

- ▶ During 2011, natural gas consumption decreased slightly as compared to 2010. This is principally the result of the fact that during 2010 the thermal electric generating sector required increased volumes of gas to meet demand resulting from the El Niño phenomenon.
- ▶ Residential and commercial demand increased in large part because of the increase in residential clients. During 2011, 480,000 residential clients were connected, an increase of 8.12% as compared to the prior year.
- ▶ The positive behavior of industrial demand is explained principally by the increased level of economic activity. Colombia's GDP increased 5.9% in 2011, as compared to 4% in 2010.

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**Operational performance**

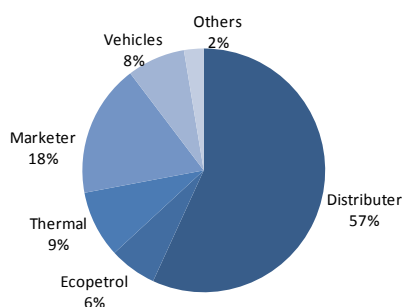
**Table # 4 – Selected operational indicators**

	1Q 12	1Q 11	Var %	F 11
Total capacity (1)	583	583	0.0	583
Transported volume (2)	403	437	-7.8	420
Firm contracted capacity (3)	548	529	3.6	560
Load factor % (4)	55.9	61.4	-8.9	57.6
Availability - % (5)	99.4	98.6	0.8	99.6
Losses - % (6)	0.29	0.36	-19.4	0.51
Gas pipeline length - Km	3,774	3,774	0.0	3,774
Gas pipeline length – Mi	2,345	2,345	0.0	2,345

[Footnotes in annex 6](#)



**Revenues by Industry Sector**



- ▶ The reduction transported volume and load factor are explained a reduction in demand by the thermal sector and a smaller volume of deliveries to the Barrancabermeja industrial complex. The former is the consequence of the dissipation of the El Niño effect, and the second reflects the fact that this industrial complex is now being partially supplied by deliveries from the new Gibraltar field operated by the company Transoriente. It will not have a major impact on the volume transported by TGI because the gas delivered to the refinery is contractually intended to Bogotá, therefore in the long term it will return to TGI's system.
- ▶ The loss rate decreased 19.4% and is below the 1% maximum allowed by the regulations. The company's goal is that this indicator remains below 0.7%

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**Commercial performance**

**Table # 5 – Volume by transporter – Mm cfd**

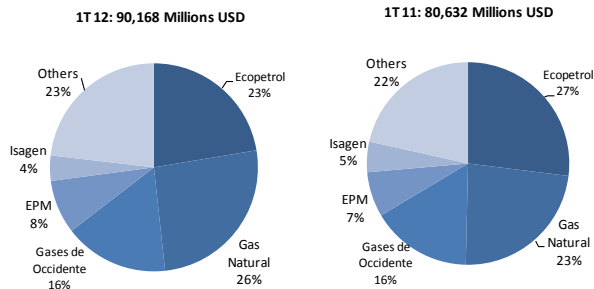
	Dec-11	Part. %	Dec-10	Part. %
TGI	420	48.4%	422	47.7%
Promigas	347	40.0%	399	45.1%
Others *	101	11.6%	63	7.1%
<b>Total</b>	<b>868</b>	<b>100.0%</b>	<b>884</b>	<b>100.0%</b>

Source: CNO Gas

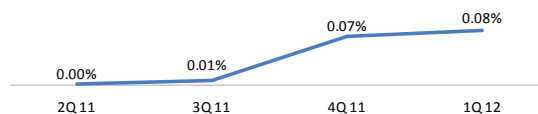
\*Industries directly connected to transport

- ▶ TGI's market share increased as a result of: (•) the positive evolution of industrial, residential and commercial demand, given that TGI serves the zone of greatest economic activity in Colombia, and (•) a reduction in volumes transported by Promigas, since their market area is more exposed to fluctuations in demand from the thermal sector.

Sales by client - Millions USD



Delinquency index



[Footnotes in annex 6](#)

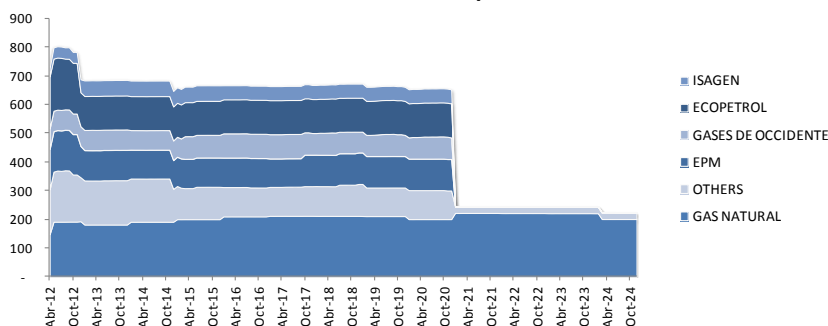
- ▶ The five largest customers account for 77% of TGI's total revenues. These are clients with proven financial and credit solidity.
- ▶ Past-due indices are extremely low, as shown in the table below, as a result of the credit quality of TGI's clients and a proactive management of receivables.

Table # 6 – Contractual Structure

Type of contract	1Q 12			1Q 11		
	No	Volume Mm cfd	Average remaining life (years)	No	Volume Mm cfd	Average remaining life (years)
Firm (1)	92	548	9.5	96	529	5.8
Interruptible (2)	0	0	N.A	1	7.9	0

[Footnotes in annex 6](#)

Contractual lifespan

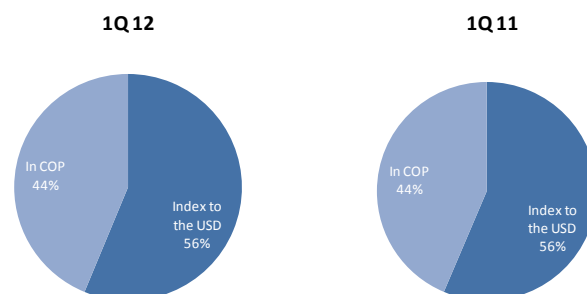
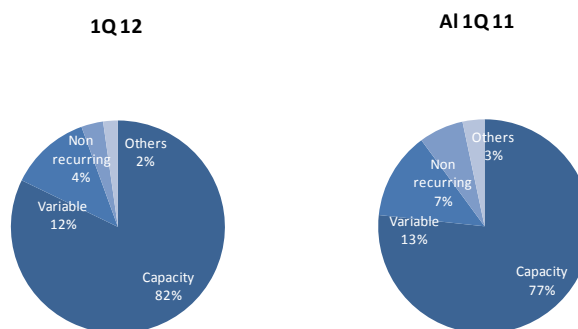


- ▶ The increase in contracted capacity is explained by the start of operations of the Cusiana Phase I expansion. While this project entered into service in January 2011, a number of the contracts linked to this project became active since the end of 1Q 11. It is important to note that 100% of contracted capacity is in the form of firm contracts, which gives operating revenues a great deal of stability.
- ▶ As of the close of 1Q 12, almost 100% of nominal capacity of the Ballena -Barrancabermeja pipeline was contracted through December 2020 and 87% of the nominal capacity of Cusiana – La Belleza was also contracted until 2020.

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**Financial performance**
**Table # 7 – Revenue structure – COP mm**

	1Q 12	AI 1Q 11	Var%	F11
Operating revenue	163,875	156,339	4.8	626,838
By currency				
Sales linked to USD (1)	92,218	88,191	4.6	354,315
Sales in COP (1)	71,657	68,148	5.1	272,523
By type of charge				
Capacity charges (2)	134,663	119,897	12.3	502,349
Variable charges (3)	20,104	20,678	-2.8	74,057
Non - recurring charges (4)	5,454	10,573	-48.4	32,738
Other (5)	3,654	5,190	-29.6	17,694

[Footnotes in annex 6](#)
**Total sales - Type of currency**

**Total sales - Type of charge**


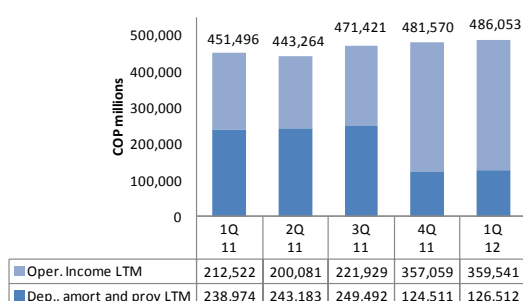
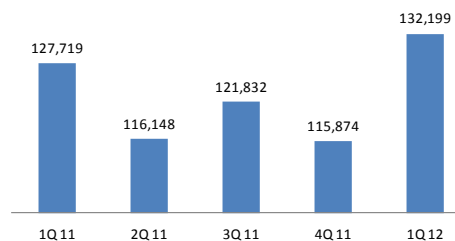
- ▶ Despite the decrease in volumes transported, operating revenues increased as a result of the increase in contracted capacity from the start of operations of the Cusiana Phase I expansion, which started operations on January 18, 2011, and added 70 mm cfd in capacity.
- ▶ Sales indexed to the dollar grew at a slower rate than sales in COP, principally as a result of the revaluation of the currency during 1Q 12. The average exchange rate used for billing went from COP 1,878 COP/USD in 1Q11 to COP 1,792 COP/USD in 1Q 12, or a 4.6% revaluation on average. Despite the decrease in the exchange rate, USD-indexed sales increased as a result of the increase in contracted capacity.
- ▶ In terms of the composition of revenues by type of charge it is to be noted that: (+) capacity charges increased as a result of the increase in contracted capacity from the Cusiana system; (-) variable charges decreased as a result of a lower

volume transported and the previously mentioned decrease in the exchange rate used in billing clients; and; (•) occasional charges decreased significantly as a result of the replacement of interruptible contracts by firm contracts.

**Table #8 - Selected financial indicators**

	COP Million		Variation		COP Million F 11	USD Million	
	1Q 12	1Q 11	COP	%		1Q 12	1Q 11
Operating revenue	163,875	156,339	7,536	4.8	626,838	91.4	83.2
Operating income	93,696	91,216	2,481	2.7	357,059	52.3	48.5
Operating margin %	57.2	58.3	-2.0		57	57.2	58.3
EBITDA Quarterly	132,199	127,716	4,483	3.5	120,045	73.8	68
EBITDA LTM (1)	486,053	451,496	44,563	7.7	481,570	271.2	240.5
EBITDA margin% Qr	80.7	81.7	-1.2		76.8	80.7	81.7
EBITDA margin LTM %	76.6	77	-0.5		76.8	76.6	77
Net income	99,852	60,433	39,420	65.2	25,614	55.7	32.2

[Footnotes in annex 6](#)

**EBITDA Reconciliation - LTM**

**EBITDA Quarterly – COP millions**


- ▶ The graphs show a significant increase in quarterly EBITDA, an increasing trend in EBITDA LTM, and a significant reduction starting in 4Q 11 in depreciation, amortization and provisions.
- ▶ Depreciation, amortization, and provisions for LTM decreased starting 4Q 11. Until 3Q 11, this account included provisions for impairment of certain fixed assets in the amount of COP 139,875 million. As discussed in previous reports, Colombian accounting norms require the appraisal of assets at least every three years and the last appraisal took place in 2010. This is an accounting effect that does not affect TGI's cash generation.

**Table #9 – Operating results**

	COP Million		Variation		COP Million F 11	USD Million	
	1Q 12	1Q 11	COP	%		1Q 12	1Q 11
Operating revenue	163,875	156,339	7,536	4.8	626,838	91.4	83.2
Operating cost	-54,704	-49,948	4,756	9.5	-208,905	-30.5	-26.6
Operating and maintenance	-23,819	-20,741	3,077	14.8	-108,756	13.3	11
Provisions, depreciation and amortization	-30,886	-29,207	1,679	5.7	-100,150	17.2	15.5
Gross margin	109,171	106,391	2,780	2.6	417,932	60.9	56.6
Oper. and admin. exp.	-15,475	-15,175	299	2	-60,873	-8.6	-8.1
Personnel and general services	-7,857	-7,882	-25	-0.3	-36,512	4.4	4.2
Provisions, depreciation and amortization	-3,439	-3,070	369	12.0	-7,762	1.9	1.6
EstateTax	-4,178	-4,224	45	-1.1	-16,599	2.3	2.2
Operating income	93,696	91,216	2,481	2.7	357,059	52.3	48.5

- ▶ The increase in quarterly and LTM EBITDA results principally from the increase in operating revenues from the start of operations of the Cusiana Phase I expansion in 1Q 11.
- ▶ The most significant operating result items shown in Table 10 are, in addition to the increase in operating revenues, the increase in operating costs and maintenance. The increase in this is principally the result of: (•) additional costs related with the former Centragas BOMT in the Guajira system, which TGI acquired in February 2011 exercising an option to purchase; (•) relining some gas pipelines; and (•) an increase in some other expansions in infrastructure, including security and information technology. It should be noted that one of the most important operational costs is fuel for the compressors. In December 2011, TGI signed supply contracts with very favorable terms
- ▶ The increase from the same quarter of the previous year in provisions, depreciation, and operational amortization is the result of the increase in the company's assets as a result of the increases in capacity and the purchase of the Centragas BOMT (Guajira system).

**Table # 10 – Non-operating results**

	COP Million		Variation		COP Million F 11	USD Million	
	1Q 12	1Q 11	COP	%		1Q 12	1Q 11
<b>Operating income</b>	93,696	91,216	2,481	2.7	357,069	52.3	48.5
<b>Non operating income</b>	184,242	31,386	152,856	487	41,723	102.8	16.7
Financial (1)	3,753	1,063	2,690	253.1	16,030	2.1	0.6
Exchange differences (2)	172,359	22,334	150,025	671.7	0	96.2	11.9
Hedging Valuation (3)	0	0	0	0	0	0	0
Others	8,130	7,989	141	1.8	25,694	4.5	4.3
<b>Non operating expenses</b>	-169,106	-55,679	-113,427	203.7	-350,750	-94.4	-29.9
Financial (4)	-42,491	-50,542	8,051	-15.9	-224,859	-23.7	-26.9
Exchange differences (5)	0	0	0	0	-51,256	0	0
Hedging valuation (6)	-11,000	-2,614	-8,386	320.8	-71,600	-6.1	-1.4
Others	-115,615	-2,523	-113,092	4,482.4	-3,034	-64.5	-1.3
<b>Income before income tax</b>	108,832	66,923	41,909	62.6	48,032	60.7	35.6
Income tax	-8,980	-6,490	-2,490	38.4	-22,418	-5.0	-3.5
<b>Net Income</b>	99,852	60,433	39,420	65.2	25,614	55.7	32.2

[Footnotes in annex 6](#)

- ▶ Net income increased 65.2% principally as a result of: (•) an increase in income from the exchange difference account, as a result of the revaluation of the COP, and (•) the increase in operating revenues.
- ▶ The increase in non-operational expense is the result of the payment of the redemption premium as a result of the debt management operation. In March 2012, TGI issued USD 750 million in Reg. 144A bonds, which were used in their entirety to repurchase the bonds issued in 2007. The operation improved the debt maturity profile and reduced financial costs by 350 bp. The latter will benefit non-operating expenses starting in 2Q 12.
- ▶ In addition, in December 2011, the intercompany loan from EEB was refinanced, based on EEB's own debt management operation in November 2011; this also reduced financial expenses. The interest rate on the intercompany loan decreased from 8.75% to 6.125%.

**Table # 11 – Debt ratios**

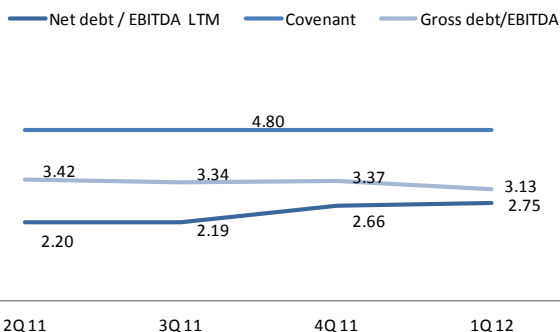
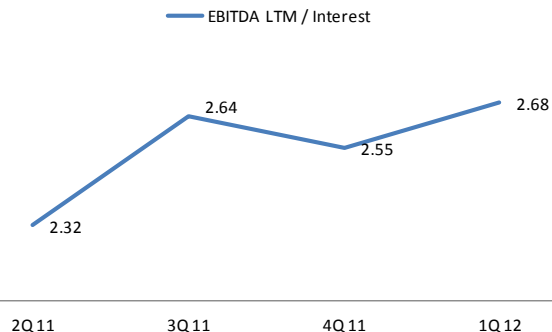
	1Q 12	1Q 11	Unit		
Net debt (1) / EBITDA LTM (2)	2.75	1.76	Times		
OM: < 4,8					
EBITDA LTM (2) / Interest expenses LTM (3)	2.68	2.23	Times		
OM: > 1,7					
Debt structure					
Senior international bonds (4)	750	750	USD mm	Rate	Due
S&P - Mar. 12: BB; positive					
Fitch - Nov 11: BB+; stable					
Moody's - Mar. 12: Baa3; stable					
Subordinated (5)	370	370	USD mm	6.125%	21-Dec-2022

[Footnotes in annex 6](#)



**Table # 12 – EBITDA Reconciliation – COP mm**

	1Q 12	1Q 11
EBITDA LTM	486,053	452,010
Total debt	1,522,172	1,542,868
Cash and temporary Investments	185,426	746,545
Net debt	1,336,746	796,323
Interest LTM	181,461	199,919

**Leverage Ratio**

**Interest Coverage Ratio**


- ▶ The recent bond placement, as part of TGI's debt management operations, included changes in the terms of the bond indenture. The most important change is the "incurrence covenant" that will only measure the leverage ratio.
- ▶ The leverage ratio increased as a result of the increase in net debt. This resulted from the reduction in cash and short-term investments as a result of the utilization of the resources raised last year from the CVCI capitalization to fund the company's expansion program.
- ▶ The interest coverage ratio increased as a result of: (•) the increase in EBITDA for the reasons previously described; and (•) the reduction in interest expense as a result of lower interest rates on debt and an increase in interest income. As a result of debt management, the company expects that this indicator will continue to evolve in a positive direction in the coming quarters.

**Tabla Nº 13 - Capex**

	COP Million		Variation		F 11	USD Million	
	1Q 12	1Q 11	COP	Var %		1Q 12	1Q 11
Investment (1)	121,040	157,630	-36,590	-23.2	776,337	67.5	83.8
Maintenance (2)	1,241	332	909	273.8	4,301	0.7	0.17

[Footnotes in annex 6](#)

- ▶ Capex in 1Q 12 included COP 105,268 million for the Cusiana Phase II project, COP 10,095 million for the Ballena expansion, and COP 4,364 million for expansion of TGI's installations in Bogota.

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## Annex 1: Legal notice and clarifications

*This document contains projections and estimates, using words such as “anticipate,” “believe,” “expect,” “estimate”, and others having a similar meaning. Any information other than historical information included in this report, including but not limited to the Company’s financial condition, its business strategy, plans, and management objectives for future operations are projections.*

*Such projections are based on economic, competitive, regulatory and operational scenarios and involve known and unknown risks, uncertainties and other important factors that could cause the Company’s results, performance or actual achievements to be materially different from the results, performance or future achievements that are expressed or implicit in the projections. For these, reasons, the results may differ from the projections. Potential investors should not take them into consideration and should not base their decisions on them. Such projections are based on numerous assumptions concerning the Company’s present and future business strategies, and the environment in which the Company will operate in the future.*

*The Company expressly states that it will be under no obligation to update or revise any projections contained in this document.*

*The company’s previous results should not be taken as a pattern for the company’s future performance.*

### Clarifications

- ▶ Solely for information purposes, we have converted some of the figures in this report to their equivalent in USD, using the TRM rate for the end of the period as published by the Colombian Financial Superintendency. The exchange rates used are as follows:
  - December 31, 2011: 1,938.5 COP/USD
  - December 31, 2010: 1,913.98 COP/USD
- ▶ In the figures submitted, a comma (,) is used to separate thousands and a period (.) to separate decimals.
- ▶ EBITDA is not a recognized indicator under Colombian or U.S. accounting standards and may show some limitations as an analytical tool. Therefore, it should not be taken on its own as an indicator of the Company’s cash flow generation.
- ▶ EBITDA for a specific period is calculated taking operating income for the period and adding back the amortization of intangibles and depreciation of fixed assets for the period.

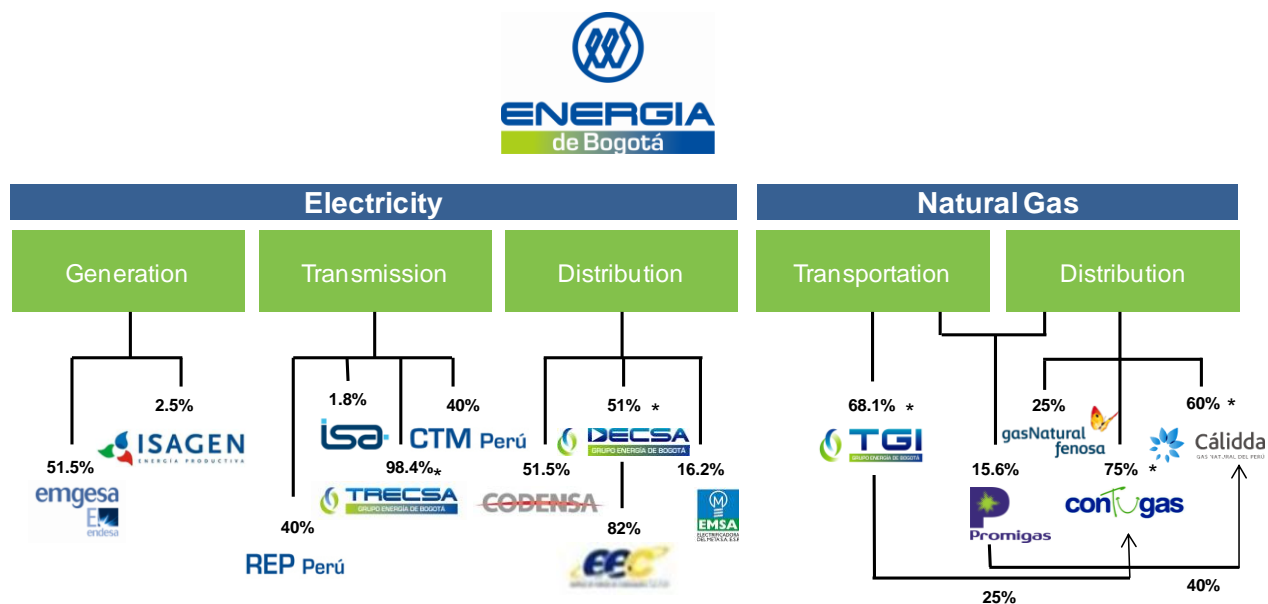
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**Annex 2: Link to audited consolidated financial statements:** <http://www.eeb.com.co/?idcategoria=7211>

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**Annex 3: Controlling company overview – EEB**

- ▶ EEB is an integrated energy company with interests in the natural gas and electricity sectors and operations in Colombia, Peru and Guatemala.
- ▶ EEB was founded in 1896 and is controlled by the District of Bogotá (76.2% ownership). The company, as a public company in Colombia, adhered to global standards of corporate governance.
- ▶ EEB has an expansion strategy focused on the transmission and distribution of energy in Colombia and other countries within the region.
- ▶ EEB participates in the entire electricity value chain and in almost all the natural gas value chain, except for exploration and production.
- ▶ EEB is one of the largest Colombian corporate debt issuers. In October 2007, EEB and TGI issued corporate bonds in the international markets for USD 1.36 billion. In 2011, TGI exercised an option to reduce the interest rate by 263 basis points.
- ▶ Since 2009, EEB shares have been traded on the Colombian stock market.



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#### Annex 4: TGI overview

- ▶ TGI is key to EEB's growth strategy.
- ▶ It is the largest natural gas transporter in Colombia and operates a natural monopoly in a sector with high growth potential and whose development is of central interest to the Colombian Government.
- ▶ TGI is the only natural gas transporter in Colombia connecting the main sources of supply - Guajira and Cusiana- with the main consumption centers.
- ▶ TGI is subject to regulations issued by the Ministry of Mines and Energy and by CREG. CREG defines the maximum tariffs that TGI may charge its customers based on the principles of financial feasibility and economic efficiency. The tariff scheme is designed to provide the transporter with an appropriate return on investment and to recover operational and maintenance costs. The part of the tariff that repays the investment is indexed to USD that gives the company a natural hedge against its foreign currency obligations.
- ▶ Almost all TGI's sales are based on firm, long-term contracts with sound companies that operate in Colombia.
- ▶ TGI is executing two of the most ambitious projects for the expansion of the natural gas transportation infrastructure in Colombia: the expansion of the Guajira and Cusiana pipelines, with an estimated cost of USD 650 million.
- ▶ TGI holds a 25% interest in the Peruvian company ConTUGas (EEB owns the remaining 75%). ConTUGas was awarded the concession to build the natural gas transport and distribution network in the department of Ica in southern Peru. The estimated cost of this project is USD 280 million.

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#### **Annex 5: Technical and regulatory terms**

- ANH: Agencia Nacional de Hidrocarburos. Colombian entity in charge of managing and promoting the appropriate use of hydrocarbons.
- AOM: Administrative, operation and maintenance expenses and costs.
- Bln or bln: US billion (one thousand million).
- BOMT: Build, Operate, Maintain and Transfer contract. A contract to develop natural gas pipelines, whereby a third party commits to building, operating, maintaining and transferring the pipeline.
- BR: Banco de la República. Colombia's Central Bank; responsible for the country's monetary and exchange policy.
- BTU: British Thermal Unit.
- COP: Colombian peso.
- CFD or cfd: cubic feet per day.
- CREG: Comisión de Regulación de Energía y Gas de Colombia. (Colombia's Energy and Gas Regulating Commission). Colombia's state agency in charge of regulating electric power and natural gas residential public utility services.
- Cuota de Fomento – Development Quota: Refers to resources collected by Ecogas from users to build new natural gas infrastructure projects.
- DANE: Departamento Administrativo Nacional de Estadística (National Administrative Statistics Department). Agency responsible for planning, collecting, processing, analyzing, and disseminating official statistics in Colombia.
- DNP: Departamento Nacional de Planeación. National Planning Department. Entity in charge of the country's economic planning.
- EEB: Empresa de Energía de Bogotá. TGI's controlling shareholder.
- VNG: Natural Gas for vehicles.
- GCF: Giga cubic feet (10<sup>9</sup>)
- FDI: Foreign Direct Investment
- CPI: Colombian Consumer Price Index.
- Km: Kilometers.
- LTM: Last twelve months.
- MEM: Ministerio de Energía y Minas del Perú. Ministry of Mines and Energy - Peru. State entity in charge of preparing mining and energy policies for Peru.
- Mm/mm: Million
- Minminas: Ministerio de Minas y Energía – Ministry of Mines and Energy. State entity in charge of preparing mining and energy policies for Colombia.
- Mi: US thousand.
- PIB: Producto Interno Bruto – Gross Domestic Product - GDP.
- BPs: Basis points; 100 basis points equals one percent.
- SF: Superintendencia Financiera – Financial Superintendency. State agency in charge of regulating, overseeing and controlling the Colombian financial sector.

- TGI: Transportadora de Gas Internacional.
- TRM: Market Representative Exchange Rate; it is an average of peso–dollar transactions carried out, and it is calculated daily by the SF.
- TFD: Tera cubic feet ( $10^{12}$ )
- R/P: Reserves to production ratio. Calculates the duration of reserves given the production level at a given moment.
- SSPD: Household Public Utility Superintendency. State agency in charge of controlling, inspecting and overseeing household utility companies.
- USD: U.S. dollars.

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## Annex 6: Table footnotes

### Footnote Table # 4: Selected operational indicators

- (1) Nominal transportation capacity at the end of a period.
- (2) Average transported volume in a period.
- (3) Contracts by which TGI is obliged to keep a certain transportation capacity available to the customer.
- (4) Pipeline utilization rate, defined as gas transportation capacity in a certain period in relation to nominal capacity.
- (5) Ratio between the actual transportation capacity and the nominal transportation capacity.
- (6) Difference between gas volumes received and gas volumes delivered considering the changes in inventories. It is measured as a percentage with respect to the volume received by customers. CREG acknowledges 1% in its tariff structure as maximum losses that can be transferred to customers.

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### Footnote Delinquency ratio graph

- (1) The delinquency rate is the ratio between the number of past-due invoices divided by the cumulated total sales during the last 12-months.

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### Footnote Table # 6: Contractual structure

- (1) Contracts where the transporter guarantees the availability of a defined capacity during a certain period of time. Remuneration for this type of contract may be fixed and/or variable.
- (2) Contracts where transportation may be interrupted by either party for any reason, without this giving rise to any type of compensation by the party suspending the service.

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### Footnote Table # 7: Revenue structure

- (1) Gas regulation in Colombia divides the tariff into two parts; one part is set to recognize investments and the other the administration, operation and maintenance - AOM - expenses and costs. The portion of the tariff acknowledging investments is linked to the dollar and is adjusted on an annual basis based on the U.S. "Capital Equipment" PPI; and it is paid in pesos at the TRM at the end of every month. The portion that acknowledges the AOM is defined in pesos and is linked annually with the Colombian CPI (consumer price index).
- (2) Capacity charges or fixed charges oblige the transporter to maintain transportation capacity available for any time required by the customer. In turn, the customer undertakes to pay for such capacity irrespective of the transported volume.
- (3) Variable charges oblige the transporter to maintain an available capacity when required by the customer. Unlike the previously described scheme, the customer only pays for the volume effectively transported, although at a higher tariff. In general terms, TGI customers maintain contracting schemes that combine fixed and variable charges.
- (4) Non-recurring charges do not generate a firm obligation for the transporter. That is to say, the transporter has the right to interrupt the service.
- (5) Additional services provided by the company, such as new connections or odorization.

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### Footnote Table # 8: Selected financial indicators

- (1) Operating income plus amortization, depreciation and provisions.

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**Footnote Table # 10: Non-operating results**

- (1) Includes the financial returns of temporary investments.
- (2) Reflects the impact of a peso devaluation in the value of assets and liabilities in foreign currency.
- (3) Valuation of the hedges contracted by the company to reduce the risk in the payment of principal of the debt in foreign currency.
- (4) Financial expenses related to the company's debt.
- (5) Reflects the impact of a peso revaluation in the valuation of the assets and liabilities in foreign currency.
- (6) Valuation of the hedges contracted by the company to reduce the risk in the payment of principal of the debt in foreign currency.

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**Footnote Table # 11: Debt indicators**

- (1) According to the indenture of the Notes, the company's net debt only includes TGI's senior debt less the value of cash and temporary investments.
- (2) Corresponds to the EBITDA generated by TGI in the last 12 months.
- (3) Corresponds to the accrued interest of financial obligations incurred by TGI in the last 12 months.
- (4) The value of the notes issued by TGI Ltd and guaranteed by TGI.
- (5) Corresponds to the inter-company debt between TGI and EEB.

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**Footnote Table # 13: Capex**

- (1) Applies to all investments to increase the transportation capacity of the company.
- (2) Applies to all investments aimed to maintain in an appropriate state the assets of the company to allow normal operation of the system.

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**Annex 7: EBITDA Reconciliation**

<b>COP MM</b>	<b>1Q11</b>	<b>2Q11</b>	<b>3Q11</b>	<b>4Q 11</b>	<b>1Q 12</b>
Operational revenue LTM	586,721	589,221	613.812	626.838	634.374
Operating and maintenance expenses LTM	101,872	110,304	107.976	108.756	111.834
Personnel and general expenses LTM	33,353	35,645	34.416	36.513	36.488
<b>EBITDA</b>	<b>451,496</b>	<b>443,272</b>	<b>471.421</b>	<b>481.570</b>	<b>486.053</b>
<b>EBITDA Margen LTM</b>	<b>77%</b>	<b>75.2%</b>	<b>76.8%</b>	<b>76.8%</b>	<b>76.6%</b>
Quarterly revenue	156,339	151,150	159.026	160.323	163.875
Operating and maintenance exp. Qr.	20,741	25,329	28.682	34.004	23.819
Personnel and general expenses. Qr.	7,882	9,674	8.512	10.445	7.857
<b>Quarterly EBITDA</b>	<b>127,716</b>	<b>116.148</b>	<b>121.832</b>	<b>115.874</b>	<b>132.199</b>
<b>EBITDA Margen Quarterly</b>	<b>81,7%</b>	<b>76.8%</b>	<b>76,6%</b>	<b>72,3%</b>	<b>80,7%</b>

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**Annex 8: Financial summary of TGI's main customers**

Company	Summary	Financial summary F 11 - COP mm Some figures were estimated
	<ul style="list-style-type: none"> <li>▪ Integrated oil company with operations in crude, natural gas and liquid fuels. It is among the 40 largest oil companies in the world.</li> <li>▪ Shares listed on the Colombian, U.S., and Canadian public exchanges</li> <li>▪ International rating: Fitch BBB; S&amp;P BBB-; Moody's Baa2</li> </ul>	<ul style="list-style-type: none"> <li>▪ Operating revenue: 56,277,000</li> <li>▪ EBITDA: 8,346,000</li> <li>▪ Net income: 11,015,700,000</li> </ul>
	<ul style="list-style-type: none"> <li>▪ Largest distributor and retailer of natural gas in Colombia, with over 1,600,000 customers.</li> <li>▪ Controlled by Gas Natural de España.</li> <li>▪ Local rating: AAA</li> </ul>	<ul style="list-style-type: none"> <li>▪ Operating revenue: 48,862,201</li> <li>▪ EBITDA: 10,768,880</li> <li>▪ Net income: 3,071,855</li> </ul>
	<ul style="list-style-type: none"> <li>▪ Natural gas distributor and retailer with operations in the south west of Colombia.</li> <li>▪ Over 600.000 users.</li> <li>▪ Local rating: AAA</li> </ul>	<ul style="list-style-type: none"> <li>▪ Operating revenue: 355,109</li> <li>▪ EBITDA: 121,556</li> <li>▪ Net income: 53,500</li> </ul>
	<ul style="list-style-type: none"> <li>▪ The second largest electricity generation company in Colombia.</li> <li>▪ International rating: Fitch Ratings BBB; Moody's Baa3</li> </ul>	<ul style="list-style-type: none"> <li>▪ Operating revenue: 10,522,890</li> <li>▪ EBITDA: 3,310,709</li> <li>▪ Net income: 1,392,123</li> </ul>
	<ul style="list-style-type: none"> <li>▪ The third largest electricity generation company in Colombia.</li> <li>▪ International rating: BB+.</li> </ul>	<ul style="list-style-type: none"> <li>▪ Operating revenue: 1,682,700</li> <li>▪ EBITDA: 707,900</li> <li>▪ Net income: 479,112</li> </ul>

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