

Reform of the Corporate Bylaws.



GrupoEnergíaBogotá

9 Reform to the Corporate



Original version	Proposed version	Justification
<p>Article 26. Issuance of titles</p> <p>The Company will issue a macro title that will be kept in custody by a centralized deposit of securities, clearly determining the class to which the inherent rights to each of them belong and the limitations of negotiation, establishing numbered and continuous series subscribed by the Legal Representative and the Legal, Regulation and Compliance Vice-president of the Company. The content and characteristics of the titles will be subject to the legal provisions in force.</p>	<p>Article 26. Issuance of titles</p> <p>The Company will issue a macro title that will be kept in custody by a centralized deposit of securities, clearly determining the class to which the inherent rights to each of them belong and the limitations of negotiation, establishing numbered and continuous series subscribed by the Legal Representative and the Legal <u>and</u> Compliance Vice-president of the Company. The content and characteristics of the titles will be subject to the legal provisions in force.</p>	<p>Modification of form according to the new name of the position of the Legal and Compliance Vice-President</p>

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<p>Article 31. Shares registry book</p> <p>In the Legal, Regulation and Compliance Vice-Presidency of the Company, a stock registry book, duly registered in the Chamber of Commerce of the main corporate domicile will be kept, in order to register the shares with the names of their respective holders, indicating the amounts corresponding to each one of them.</p>	<p>Article 31. Shares registry book</p> <p>In the Legal <u>and</u> Compliance Vice-Presidency of the Company, a stock registry book, duly registered in the Chamber of Commerce of the main corporate domicile will be kept, in order to register the shares with the names of their respective holders, indicating the amounts corresponding to each one of them.</p>	<p>Modification of form according to the new name of the position of the Legal and Compliance Vice-President</p>

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<p>Article 41. Registry of shareholders' address</p> <p>Shareholders must register with the centralized securities depository through their direct depositor, the address where the communications, calls and information related to the social activity will be served. The shareholder who fails to register address will have as presumed domicile the venue where the Legal, Regulation and Compliance Vice-Presidency of the Company operates, where notifications will be served.</p>	<p>Article 41. Registry of shareholders' address</p> <p>Shareholders must register with the centralized securities depository through their direct depositor, the address where the communications, calls and information related to the social activity will be served. The shareholder who fails to register address will have as presumed domicile the venue where the Legal <u>and</u> Compliance Vice-Presidency of the Company operates, where notifications will be served.</p>	<p>Modification of form according to the new name of the position of the Legal and Compliance Vice-President</p>

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<p>Article 70. Functions: The following are the functions of the President</p> <p>(...)</p> <p>20. Appoint the Legal, Regulation and Compliance Vice-President of the company.</p> <p>(...)</p>	<p>Article 70. Functions: The following are the functions of the President</p> <p>(...)</p> <p>20. Appoint the Legal <u>and</u> Compliance Vice-President of the company.</p> <p>(...)</p>	<p>Modification of form according to the new name of the position of the Legal and Compliance Vice-President</p>

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<p>Chapter IX - Secretary and Functions</p> <p>- Article 74. Designation and functions</p> <p>The Company will have a Legal, Regulation and Compliance Vice-President who will act as Secretary in the meetings of the General Assembly and the Board of Directors and who will be in charge of the protocol functions of the Company, keeping the books and registries demanded by the Law and the corporate by-laws, communicating the calls of the social organs, exercising the attestation of the acts and internal documents and fulfilling the tasks entrusted thereto by the Board of Directors and the President.</p> <p>The Legal, Regulation and Compliance Vice-President, will be appointed by the President.</p>	<p>Chapter IX - Secretary and Functions</p> <p>- Article 74. Designation and functions (...)</p> <p><u>The</u> Legal <u>and</u> Compliance Vice-President <u>of the Company</u> will act as Secretary in the meetings of the General <u>Shareholders Assembly, the</u> Board of Directors <u>and its Committees</u>, and who will be in charge of the protocol functions of the Company, keeping the books and registries demanded by the Law and the corporate by-laws, communicating the calls of the social organs, exercising the attestation of the acts and internal documents and fulfilling the tasks entrusted thereto by the Board of Directors and the President</p> <p><u>In sessions in which the Legal and Compliance Vice-President is absent, the Board of Directors may appoint another person to the position of ad-hoc Secretary, who can be one of its members or a supporter of the Company</u></p> <p>(...)</p>	<p>Detailed modification in order to give greater flexibility to the appointment of the Secretary of the General Shareholders' Assembly, the Board of Directors and its Committees</p>

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<p>Article 59. Functions of the General Assembly: The following are functions of the General Shareholders' Assembly: (...)</p> <p>19. Expressly authorize so that the Company can guarantee or secure the obligations of third parties or their shareholders, as long as they are related to the fulfillment of the corporate purpose</p> <p>(...)</p>	<p>Article 59. Functions of the General Assembly: The following are functions of the General Shareholders' Assembly: (...)</p> <p>19. Expressly authorize so that the Company can guarantee or secure the obligations of third parties or their shareholders, as long as they are related to the fulfillment of the corporate purpose. <u>Obligation guarantees or securities of subordinate companies of the Grupo Energía Bogotá are excluded, having an amount lower than that set out in numeral 43 of article 66 of the By-laws".</u></p> <p>(...)</p>	<p>The guarantees or securities of the subordinated companies of the Grupo Energía Bogotá will no longer require authorization from the General Shareholders' Assembly, which amount equals the equivalent sum in national currency of seventy thousand (70,000) minimum monthly legal salaries in force. These will require authorization from the Board of Directors.</p> <p>The guarantees or securities of the subordinated companies of the Grupo Energía Bogotá will still require authorization from the General Shareholders' Assembly, which amount is higher than the equivalent sum in national currency of seventy thousand (70,000) minimum monthly legal salaries in force, prior recommendation of the Board of Directors.</p> <p>This is a detailed modification in order to speed up the granting of guarantees, securities and / or supporting required for various operations of subordinated companies of Grupo Energía Bogotá and to achieve the best economic conditions in the market</p>

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<p>Article 66. Functions of the Board of Directors:</p> <p>The Board of Directors will have the following powers and functions:</p> <p>(...)</p> <p>Paragraph One: Notwithstanding the fact support can be obtained from the work of Committees for compliance purposes, the Board of Directors cannot delegate to the administration the functions foreseen in the following numerals of the present article: 1, 2, 4, 6, 8, 9, 10, 11, 12, 22, 25, 29, 30, 31, 32, 34, 35, 36, 37, 38, 39, 40, 41 and 42.</p>	<p>Article 66. Functions of the Board of Directors:</p> <p>The Board of Directors will have the following powers and functions:</p> <p>(...)</p> <p><u>43. Authorize so that the Company can guarantee or secure obligations of the subordinated companies of Grupo Energía Bogotá up to the equivalent amount in national currency to seventy thousand (70,000) minimum legal monthly salaries in force.</u></p> <p>(...)</p> <p>Paragraph One: Notwithstanding the fact support can be obtained from the work of Committees for compliance purposes, the Board of Directors cannot delegate to the administration the functions foreseen in the following numerals of the present article: 1, 2, 4, 6, 8, 9, 10, 11, 12, 22, 25, 29, 30, 31, 32, 34, 35, 36, 37, 38, 39, 40, 41 42 <u>and 43.</u></p>	<p>The guarantees or securities of the subordinated companies of the Grupo Energía Bogotá will no longer require authorization from the General Shareholders' Assembly, which amount equals the equivalent sum in national currency of seventy thousand (70,000) minimum monthly legal salaries in force. These will require authorization from the Board of Directors.</p> <p>The guarantees or securities of the subordinated companies of the Grupo Energía Bogotá will still require authorization from the General Shareholders' Assembly, which amount is higher than the equivalent sum in national currency of seventy thousand (70,000) minimum monthly legal salaries in force, prior recommendation of the Board of Directors.</p> <p>This is a detailed modification in order to speed up the granting of guarantees, securities and / or supporting required for various operations of subordinated companies of Grupo Energía Bogotá and to achieve the best economic conditions in the market</p>

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<p>Article 93. Prohibitions</p> <p>The Company cannot guarantee or secure obligations of third parties or their shareholders, unless expressly provided by the General Shareholders' Assembly, provided they are related to the fulfillment of the corporate purpose and in accordance with the rules and limitations established in these Bylaws.</p>	<p>Article 93. Prohibitions</p> <p>The Company cannot guarantee or secure obligations of third parties or their shareholders, unless expressly provided by the General Shareholders' Assembly, provided they are related to the fulfillment of the corporate purpose and in accordance with the rules and limitations established in these Bylaws.</p> <p><u>Obligation guarantees or securities of subordinate companies of the Grupo Energía Bogotá are excluded, having an amount lower than that set out in numeral 43 of article 66 of the By-laws".</u></p>	<p>The guarantees or securities of the subordinated companies of the Grupo Energía Bogotá will no longer require authorization from the General Shareholders' Assembly, which amount equals the equivalent sum in national currency of seventy thousand (70,000) minimum monthly legal salaries in force. These will require authorization from the Board of Directors.</p> <p>The guarantees or securities of the subordinated companies of the Grupo Energía Bogotá will still require authorization from the General Shareholders' Assembly, which amount is higher than the equivalent sum in national currency of seventy thousand (70,000) minimum monthly legal salaries in force, prior recommendation of the Board of Directors.</p> <p>This is a detailed modification in order to speed up the granting of guarantees, securities and / or supporting required for various operations of subordinated companies of Grupo Energía Bogotá and to achieve the best economic conditions in the market</p>