

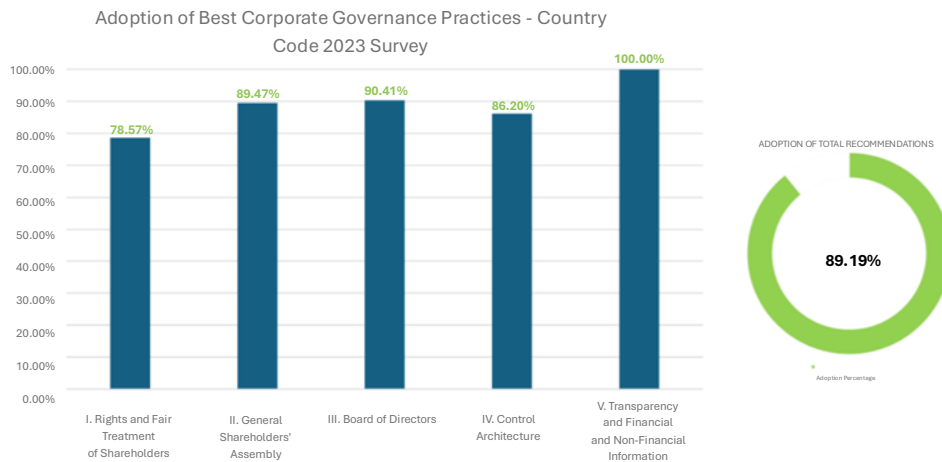
ANNUAL CORPORATE GOVERNANCE REPORT

This Annual Corporate Governance Report of Promigas S.A. E.S.P., ("Promigas" or the "Company") contains information at the close of the fiscal year that describes the manner in which during 2023 the Corporate Governance recommendations adopted by the company were complied with and the main changes that occurred.

The report will be developed in the following five (5) chapters:

- I. Ownership Structure
- II. Management Structure
- III. Related Party Transactions
- IV. Risk Management System
- V. General Shareholders' Assembly

During 2023, Promigas adopted 89.19% of the Country Code recommendations, increasing a percentage of 11 points compared to 2022:



The Company participated for the sixth consecutive year in the Dow Jones Sustainability Index (DJSI) report, which analyzes, among other things, the Company's performance in governance issues.

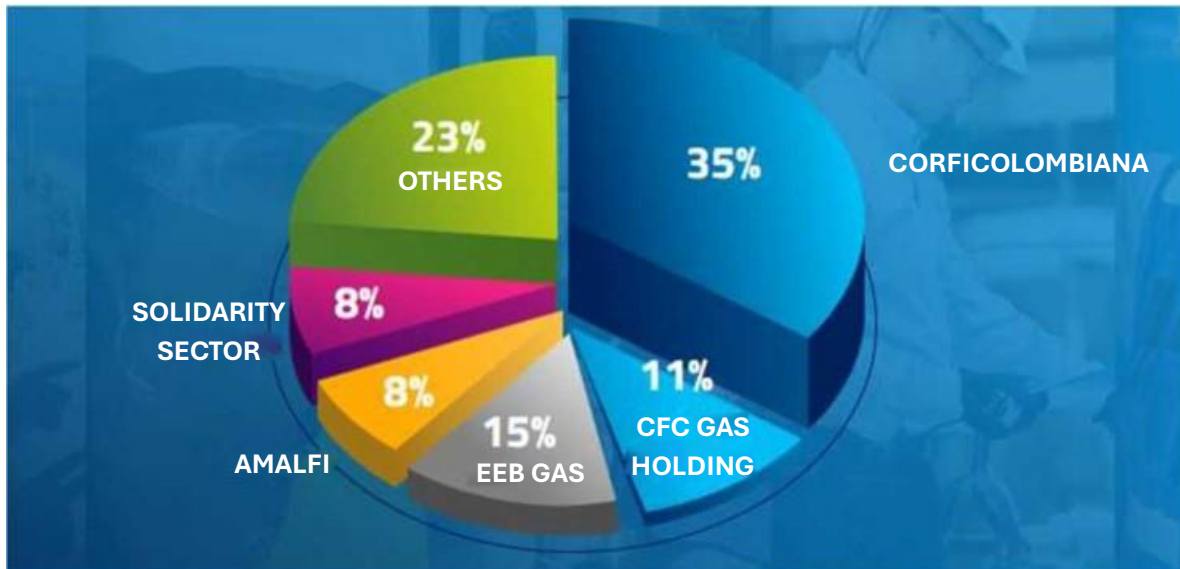
I. Ownership Structure

Promigas is a corporation, whose main activity is the provision of public gas services, with a subscribed and paid-in capital of \$113,491,861,000, mainly comprised of private national investors.

According to the balances recorded in the Shareholders' Book as of December 31, 2023, the following persons and companies are related directly (personally) or indirectly (through companies or other means) to members of the Board of Directors, who are listed as owners of such shares of the Company:

NAME	# OF SHARES	PERCENTAGE OF TOTAL OUTSTANDING SHARES
CONSULTORIAS DE INVERSIONES S.A. (company related to Board member Carlos Arcesio Paz)	59,839,879	5.27%
PROYECTOS Y CONSULTORIAS EMPRESARIALES LTDA (company related to Board Member Carlos Arcesio Paz)	10,815,302	0.95%
ACCION INTELIGENTE S.A. (a company related to Board Member Carlos Arcesio Paz)	80,621	0.01%

The share ownership structure is shown in the following chart:



The shareholders with the largest number of Promigas shares as of December 31, 2023 are listed below:

 PROMIGAS S.A ESP TOP 25 SHAREHOLDER REPORT Cut-off date: December 31, 2023				
ID TYPE	IDENTIFICATION	SHAREHOLDER NAME	NUMBER OF SHARES	% OWNERSHIP
TIN	8903006536	CORPORACION FINANCIERA COLOMBIANA S.A.	395,710,250	34.87%
TIN	9005662870	EEB GAS S.A.S.	172,916,643	15.24%
TIN	9005292690	CFC GAS HOLDING S.A.S.	120,084,141	10.58%
TIN	8903014430	AMALFI S.A.S.	90,661,847	7.99%
TIN	8903171966	CONSULTORIAS DE INVERSIONES S.A	59,839,879	5.27%
TIN	9005646321	PROMI CFC SAS	56,194,084	4.95%
TIN	8002297390	MODERATE MANDATORY PENSION FUND PROTECCION	31,939,447	2.81%
TIN	9001314712	AZURITA S.A.S	28,307,251	2.49%
TIN	8002248088	MODERATE MANDATORY PENSION FUND PORVENIR	27,034,428	2.38%
TIN	9004382328	PERUGIA SAS	25,535,189	2.25%
TIN	9001702681	LIPU & CIA S.C.A.	23,385,346	2.06%
TIN	8050102998	CONSCAR S.A.S.	12,097,406	1.07%
TIN	8001843987	PROYECTOS Y CONSULTORIAS EMPRESARIALES LTDA	10,815,302	0.95%
TIN	8002279406	MODERATE MANDATORY PENSION FUND COLFONDOS	10,765,897	0.95%
TIN	9004402831	FONDO BURSATIL ISHARES MSCI COLCAP	8,246,116	0.73%
TIN	9005423542	CSDTG SAS	6,349,314	0.56%
ID	17185193	MEJIA CABAL IVAN FELIPE	4,306,434	0.38%
TIN	9011685406	INVERLEBEN S.A.S.	3,172,190	0.28%
TIN	8002530552	MODERATE MANDATORY PENSION FUND SKANDIA	2,189,758	0.19%
TIN	8001832051	INVERSIONES MAMBRU S.A.	1,979,617	0.17%
TIN	9012358153	KREISMAN SAS	1,618,915	0.14%
ID	21372638	MONSALVE MACIAS CONSUELO DEL SOCORRO	1,315,000	0.12%
TIN	9010774944	ABBI GLOBAL SAS	1,176,316	0.10%
TIN	9007227516	MAYO CAPITAL COLOMBIA S.A.S.	1,113,410	0.10%
TIN	8002241342	PATRIMONIO JMA	1,090,613	0.10%
OTHER 4970 SHAREHOLDERS			37,003,250	3.26%
TOTAL			1,134,848,043	100%

The Company's Administrators (legal representatives and members of the Board of Directors) may not, either by themselves or through an intermediary, dispose of or acquire Promigas shares while they are in office, except in the case of operations unrelated to speculative motives, and with prior authorization from the Board of Directors, granted with the favorable vote of two thirds of its members. During 2023, no director of Promigas requested authorization from the Board of Directors to negotiate, directly or indirectly, shares of the Company.

The Colombian Stock Exchange (BVC) published the final basket of Colcap indexes for the fourth quarter of 2023, in which Promigas is included.

On December 31, 2023, the Promigas share price closed at COP \$4,600. Promigas reached a market capitalization of \$5,220,300,997,800.



Finally, as of December 31, 2023, there are no shareholder agreements deposited with Promigas' management.

To date, Promigas does not own any shares of any kind.

On the other hand, Promigas has a majority interest in the shares of the following operating companies in Colombia and Peru:

- Compañía Energética de Occidente S.A.S. E.S.P.
- Surtigas S.A. E.S.P.
- Gases de Occidentes S.A. E.S.P.
- Orion Contact Center S.A.S.
- Gases del Pacífico S.A.C.
- Gases del Norte del Perú S.A.C.
- Promigas Perú S.A.
- Enlace Servicios Empresariales Globales S.A.S.
- Transoccidente S.A. E.S.P.
- Promioriente S.A. E.S.P.
- Sociedad Portuaria El Cayao S.A. E.S.P.
- Transmetano E.S.P. S.A.
- Promisol S.A.
- Zonagen S.A.

II. Management Structure

CORPORATE GOVERNANCE STRUCTURE

We have a Corporate Governance structure that favors transparency, the addition of value to investors and other stakeholders, and monitors compliance with the promises of value and the efficiency of actions.

General Shareholders' Assembly

The General Shareholders' Assembly is the highest authority of the Company and as such it is responsible for exercising control over all its activities and processes, requesting the reports it deems appropriate and taking the necessary measures to ensure an effective and transparent administration.

Board of Directors

It is the highest administrative body, has the administrative faculties and powers necessary to carry out the object and purposes of the Company and works in the best interest of the same, taking into account the interests of the shareholders, ensuring the sustainable growth of the organization.

Board of Directors Committees: The Board of Directors has four (4) committees created by the Company's Bylaws:

- Investment Committee
- Strategy, Governance and Risk Committee
- Compensation, Development and Nominating Committee
- Audit Committee

Administration/Senior Management

BOARD OF DIRECTORS

The Board of Directors is composed of seven (7) principal members, each with one (1) personal alternate, elected by the General Assembly of Shareholders. The current Board of Directors of Promigas was appointed at an ordinary meeting of the General Shareholders' Assembly held on March 23, 2023, for the period April 2023 to March 2025, and is composed as follows:

Principal Members	Alternate Members
<p>María Lorena Gutiérrez Botero Principal - President</p> <p>Membership: Patrimonial Start date: September 2018 Other meetings in which she/he participates: 4 (4 S.A.) Attendance: 100%</p>	<p>Gustavo Ramírez Galindo Alternate</p> <p>Membership: Patrimonial Start date: September 2008 Other meetings in which she/he participates: 15 (4 S.A. 11 S.A.S.) Attendance: 100%</p>
<p>Luis Ernesto Mejía Castro: Primary</p> <p>Membership: Self employed Start date: March 2013 Other meetings in which she/he participates: 5 (2 S.A. 3 S.A.S.) Attendance: 100%</p>	<p>Guillermo Fonseca Onofre Alternate</p> <p>Membership: Self employed Start date: October 2020 Other meetings in which she/he participates: 0 Attendance: 100%</p>
<p>Claudia Betancourt Azcárate Primary</p> <p>Membership: Self employed Start date: September 2006 Other meetings in which she/he participates: 5 (4 S.A. 1 S.A.S.) Attendance: 100%</p>	<p>Camilo De Francisco Valenzuela Alternate</p> <p>Membership: Self employed Start date: April 2012 Other meetings in which she/he participates: 1 (1 S.A.S.) Attendance: 100%</p>

<p>Carlos Caballero Argáez Primary Membership: Self employed Start date: February 2011 Other meetings in which she/he participates: 1 (1 S.A.) Attendance: 100%</p>	<p>María Paula Duque Samper: Alternate Membership: Self employed Start date: April 2023 Other meetings in which she/he participates: 2 (2 S.A.) Attendance: 100%</p>
<p>María Virginia Torres de Cristancho Primary Membership: Self employed Start date: October 2020 Other meetings in which she/he participates: 3 (2 S.A. 1 S.A.S.) Attendance: 85%</p>	<p>Camilo Erazo Aguilar Alternate Membership: Self employed Start date: October 2020 Other meetings in which she/he participates: 0 Attendance: 92%</p>
<p>Carlos Arcesio Paz Bautista Primary Membership: Patrimonial Start date: March 1994 Other meetings in which she/he participates: 2 (2 S.A.) Attendance: 85%</p>	<p>José Ignacio López Gaviria Alternate Membership: Patrimonial Start date: March 2022 Other meetings in which she/he participates: 3 (3 S.A.) Attendance: 92%</p>
<p>César Prado Villegas Primary Membership: Patrimonial Start date: March 2022 Other meetings in which she/he participates: 1 (1 S.A.S.) Attendance: 85%</p>	<p>Claudia Jiménez Jaramillo Alternate Membership: Patrimonial Start date: April 2023 Other meetings in which she/he participates: 2 (2 S.A.) Attendance: 89%</p>

Promigas keeps the resumes of each of the members of the Board of Directors where the professional competence, suitability and personal qualities that were taken into consideration for their appointment, and they can be found on our corporate website at the following link <https://www.promigas.com/Paginas/Especiales/JuntaDirectiva ESP.aspx>

In 2023, the Board of Directors was characterized in order to obtain a holistic and integral understanding of its composition:

OUR BOARD OF DIRECTORS

Composition: 7 principal members and 7 alternates.

43%

57%

57%
Independent
Members

57 years
Average Age

8.3 years
Average Time
on Board

96%
Average
Attendance 2023

11 ¹⁰ Ordinary
Meetings **1** Strategy Session
held in
2023

Ethics
0

Corruption Cases
Fines
Complaints of discrimination or violation of human rights

EXPERTISE

3.7 Energy
Sector

4.1 Financial

4.0 Business
Strategy

2.8 Innovation or
Technology

3.4 Risks and
Controls

3.6 ESG
Sustainability

As of December 31, 2023, the participation of the members of the Board of Directors of Promigas in boards of directors of subordinated companies is as follows:

Director	Subordinate companies in which she/he participates as a member of the Board of Directors
Gustavo Ramírez	Sociedad Portuaria El Cayao S.A. E.S.P. Promisol S.A.S. Gases de Occidente S.A. E.S.P. Promigas Perú S.A. Gases del Norte del Perú S.A.C. Gases del Pacífico S.A.C.
María Lorena Gutiérrez	Promigas Perú S.A. Gases del Norte del Perú S.A.C. Gases del Pacifico S.A.C.
Claudia Betancourt	Gases de Occidente S.A. E.S.P.

No member of the Board of Directors holds executive positions in companies subordinated to Promigas.

During 2023 the Board of Directors approved the update of the following corporate policies:

Minute	Subject
Minute No. 558 dated May 23, 2023	Modification of Market Disclosure Policy Modification of Corporate Risk Policy
Minute No. 564 dated Nov 28, 2023	Corporate LAFT/FPADM Risk Policy. Modification of the Good Governance Code, which promotes best practices in this area.

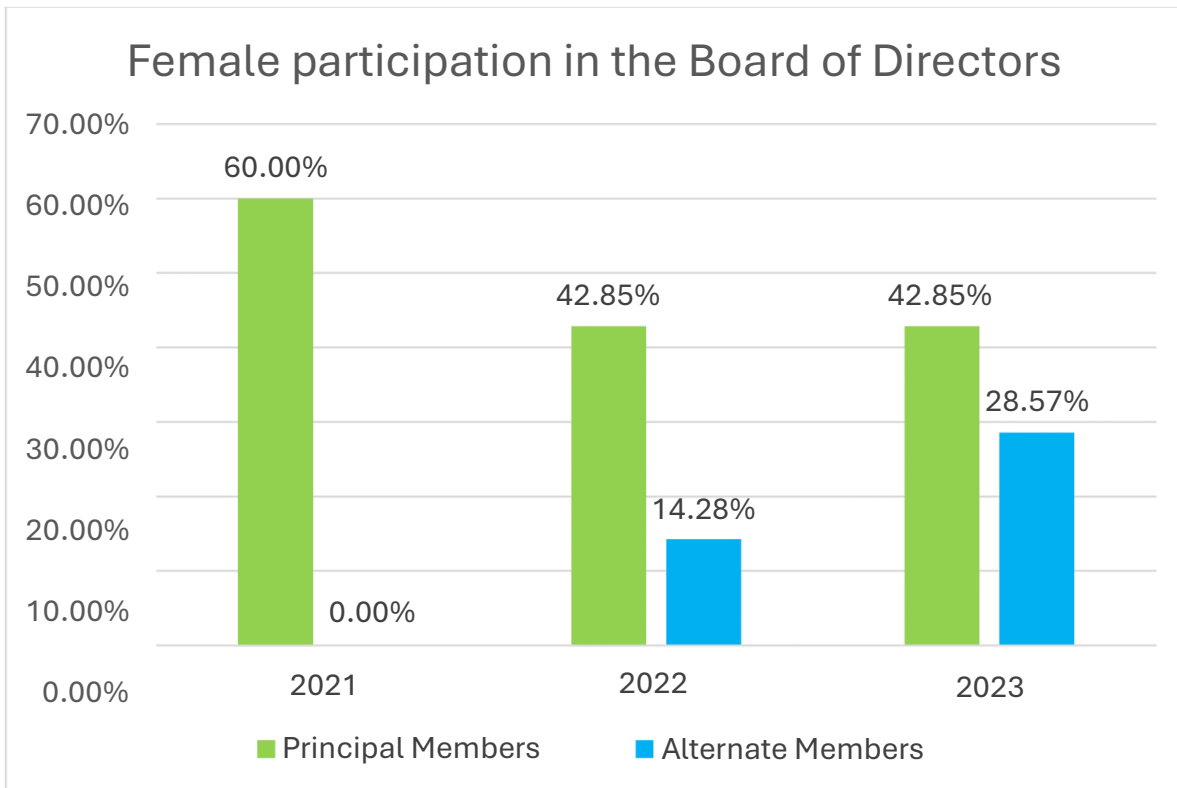
In accordance with the Law and the Company's Bylaws, the Board of Directors is elected for 2-year terms through the application of the electoral quotient system. For the 2023-2025 period, the principal members of the Board of Directors and their respective personal alternates made up the single list submitted by the shareholder Corporación Financiera Colombiana S.A. for the consideration of the General Shareholders' Assembly, which proceeded with the corresponding election.

At the ordinary session of the General Shareholders' Assembly held on March 23, 2023, this body approved the Appointment and Remuneration Policy for the Board of Directors, which establishes the guidelines to be followed by the company's governing bodies, especially the General Shareholders' Assembly, to ensure that the persons appointed as members of the Board of Directors are the most suitable and adequately remunerated.

Said policy established the criteria to be considered when nominating, evaluating, electing, re-electing, or replacing members of the Board of Directors, including (i) having professional education, skills, knowledge, and experience relevant to the gas and energy sector and the activities and businesses conducted by the Company and its affiliates or subsidiaries and/or in auditing; (ii) having a profile that meets the individual conditions set forth in the indexes, principles, and/or international standards adopted by the Company for these purposes; (iii) being recognized for their reputation, leadership, prestige, managerial capacity and teamwork ability; (iv) having the necessary availability of time and dedication to meet the responsibilities required by their position and the Company's strategic objectives; and (v) not simultaneously belonging to more than five (5) Boards of Directors.

Additionally, through this policy, the shareholders recognize the importance of diversity in the composition of the Board of Directors, and in this respect, they are committed to ensure that the candidates proposed to the General Shareholders' Assembly meet the criteria of race, ethnicity, nationality and gender. In this regard, efforts will be made to ensure that at least 30% of the members of the Board of Directors of Promigas are women.

By 2023, the participation of women on the Board of Directors was increased: 43% of its principal members were women and 28% were alternates.



Regarding the remuneration of the Board of Directors, it is up to the General Shareholders' Assembly to determine the amount of the fixed fees to be recognized to the Directors for their attendance to the meetings of the Board of Directors and the Support Committees. The value of the fixed fees approved by the Assembly, applied to the total number of meetings of the Board of Directors or supporting Committees attended by each Director, shall constitute the maximum individual compensation cost of the Board of Directors and the only compensation component approved for said body.

The General Shareholders' Assembly held on March 23, 2023, approved the payment of fees for attending each Board of Directors' meeting at six (6) legal monthly minimum salaries in force, and seventy-five percent (75%) of such amount for attending the meetings of the support committees. In consideration of the number of Board of Directors and Board Committee meetings held in 2023, the fees paid were \$2,239,040,000, as follows:

Board of Directors: \$1,174,160,000

Audit Committee: \$318,420,000

Investment Committee: \$563,760,000

Compensation, Development and Nominating Committee: \$88,740,000

Strategy, Governance and Risk Committee: \$93,960,000

As for the remuneration of the members of Senior Management, the amounts paid for 2023 correspond to the sum of \$13,655,393,518.

The Board of Directors may meet and deliberate with the presence of four of its members and its decisions must be adopted with the favorable vote of at least four of its members. During all the sessions held in the year 2023, the deliberative quorum was met and all decisions were adopted unanimously. Promigas convenes all its Principal and Alternate members without exception, with the understanding that decisions are adopted by the Principals and in the absence of the respective Principal, by the Alternates.

In 2023, the attendance of the members of the Board of Directors at the meetings of this body was active. Of the 13 meetings held during 2023, 12 ordinary and 1 strategic, the average attendance rate was 95%. Attendance of the Directors at the Board of Directors and Committees was as follows:

Board of Directors:

Principal Members	Total of Meetings	Total Attendance	Total Non-attendance	Percentage of Attendance
María Lorena Gutiérrez Botero	13	13	0	100%
Carlos Caballero Argáez	13	13	0	100%
Luis Ernesto Mejía Castro:	13	13	0	100%
Claudia Betancourt Azcarate	13	13	0	100%
María Virginia Torres de Cristancho	13	11	2	85%
Carlos Arcesio Paz Bautista	13	11	2	85%
César Prado Villegas	13	11	2	85%
Alternate Members	Total of Meetings	Total Attendance	Total Non-attendance	Percentage of Attendance
Gustavo Ramírez Galindo	13	13	0	100%
María Paula Duque Samper*	9	9	0	100%

Guillermo Fonseca Onofre	13	13	0	100%
Camilo de Francisco Valenzuela	13	13	0	100%
Camilo Erazo Aguilar	13	12	1	92%
José Ignacio López Gaviria	13	12	1	92%
Claudia Jiménez Jaramillo*	9	8	1	89%

*Directors María Paula Duque Samper and Claudia Jiménez Jaramillo were appointed at the ordinary meeting of the General Shareholders' Assembly held on March 23, 2023, consequently they were summoned to the 9 meetings scheduled since their appointment.

Audit Committee:

Principal Members	Total Meetings	Total Attendance	Total Non-attendance	Percentage of Attendance
Carlos Caballero Argáez	6	5	1	83%
Luis Ernesto Mejía Castro:	6	6	0	100%
Claudia Betancourt Azcarate	6	6	0	100%
María Virginia Torres de Cristancho	6	6	0	100%
Alternate Members	Total Meetings	Total Attendance	Total Non-attendance	Percentage of Attendance
María Paula Duque Samper*	4	4	0	100%
Guillermo Fonseca Onofre	6	5	1	83%
Camilo de Francisco Valenzuela	6	6	0	100%
Camilo Erazo Aguilar	6	6	0	100%

*The Director María Paula Duque Samper was appointed at the ordinary meeting of the Board of Directors on May 23, 2023, therefore she was summoned to the 4 meetings of the Committee scheduled since her appointment.

Compensation, Development and Nominating Committee:

Principal Members	Total Meetings	Total Attendance	Total Non-attendance	Percentage of Attendance
Gustavo Ramírez Galindo	6	6	0	100%
Carlos Caballero Argáez	6	6	0	100%
Claudia Betancourt Azcarate	6	6	0	100%

Investment Committee:

Principal Members	Total Meetings	Total Attendance	Total Non-attendance	Percentage of Attendance
María Lorena Gutiérrez Botero	19	19	0	100%
Claudia Betancourt Azcarate	19	19	0	100%
Luis Ernesto Mejía Castro:	19	19	0	100%
Carlos Caballero Argáez	19	19	0	100%
Gustavo Ramírez Galindo	19	19	0	100%
Camilo de Francisco Valenzuela	19	19	0	100%

Strategy, Governance and Risk Committee:

Principal Members	Total Meetings	Total Attendance	Total Non-attendance	Percentage of Attendance
Luis Ernesto Mejía Castro:	3	3	0	100%
María Lorena Gutiérrez Botero	3	3	0	100%
Guillermo Fonseca Onofre	3	3	0	100%

María Paula Duque Samper:	1	1	0	100%
José Ignacio López Gaviria	1	1	0	100%

*Directors María Paula Duque Samper and José Ignacio López Gaviria were appointed at the ordinary meeting of the Board of Directors on May 23, 2023, in consequence they were summoned to the session scheduled since their appointment.

The average duration of the Board of Directors' meetings was 4.5 hours for the analysis of the items established in the agenda.

The Board of Directors appointed María Lorena Gutiérrez as its President. The functions of the President of this body are those set forth in Paragraph of Article Twenty-Eight of the Company's Bylaws and those set forth in Article 11 of the Internal Regulations of the Board of Directors.

In accordance with the Company's Bylaws, the Company's Secretary General, who is freely appointed and removed by the Board of Directors, is also Secretary of the Board of Directors and of the General Shareholders' Assembly. The Secretary of the Board of Directors is María Paula Camacho Rozo, who, as of August 1, 2023, serves as the Company's Legal and Sustainability Vice President. Natalia Abello Vives, who served as the Company's Legal and Sustainability Vice President until June 30, 2023, served as Secretary of the Board of Directors until that date. During the month of July 2023, Mauricio Arcieri Cabrera was appointed as Legal and Sustainability Vice President in charge, and for this month's ordinary meeting of the Board of Directors he was appointed as Secretary.

The duties of the Secretary of the Board of Directors are set forth in the Internal Regulations of the Board of Directors.

The Board of Directors maintains contact with the Statutory Auditor's Office since its attendance to the Audit Committee is mandatory, with voice, but without the right to vote. The Audit Committee may meet separately with the Corporate Control Manager (who exercises the functions of Internal Audit) and the Statutory Auditor. Annually, a private meeting is held between the members of the aforementioned committee and the Corporate Control Manager to determine the degree of independence of the audit in the performance of its duties, and whether it has received the necessary support to carry out its work.

In June and August, Promigas submitted the financial results for 2022, perspectives and projections aligned with the corporate strategy and management guidelines to Moody's and Fitch Ratings, respectively.

On August 31, 2023, Fitch Ratings affirmed Promigas' long-term and short-term national ratings and outstanding bond issues at 'AAA(col)' and 'F1+(col)', respectively. Likewise, the short and long term international ratings of 'BBB-' and of the USD bond issue are maintained. The outlook is stable.

On January 19, 2024, Moody's ratified Promigas' international and USD bond issue rating at Baa3 with a stable outlook.

In order to continually improve participation in meetings and decision-making, Board members are encouraged to take part in talks, events and forums. During 2023, the members of the Board of Directors and Promigas Management were trained on the Transparency Law, business ethics and prevention of money laundering, with the participation of the Compliance Officer.

In order to facilitate the development of the Board of Directors' meetings, the corresponding support material is sent to the Directors prior to each meeting. The information sent is the same for all Board members, except in the case of matters in respect of which any of the Directors has expressed a potential conflict, in accordance with the provisions of the Internal Regulations of the Board of Directors. Management ensures that the supporting material for each session is sufficient and relevant for informed decision making.

Evaluation of the Board of Directors

The purpose of the Board of Directors' evaluation process is to identify areas for improvement within the Board itself, in Management and in the relationship between these two governing bodies of the Company. For the year 2023, the Board of Directors carried out its annual self-evaluation, as a collegiate management body, with an overall result of 9.27/10.

The results include a high degree of trust between the Board of Directors and Senior Management and the intervention of the Board of Directors in strategic issues that generate value for the Company. It is established that there is a perspective of an adequate balance between the fulfillment of monitoring functions and strategic direction. In addition, they believe that the level of information and recommendations from the support committees to the Board of Directors adds value. It is evident that the members of the Board of Directors have the appropriate experience and competencies for the development of their functions. There was also an excellent perception of the performance of the Chairman of the Board of Directors.

In order to close the gaps identified in the 2022 evaluation, during 2023 the strategic and risk functions of the Board of Directors Committees were strengthened and given greater visibility; management reports of the Board of Directors Support Committees were presented; and innovation issues were discussed in greater depth.

III. Board of Directors Committees

At the ordinary meeting of the Promigas Shareholders' Assembly held in March 2023, with the purpose of strengthening the strategy and risk supervision functions, it approved the modification of the Board of Directors' support committees, incorporating these functions into the Corporate Governance, Sustainability and Innovation Committee, which was renamed as the Strategy, Governance and Risk Committee.

At year-end closing 2023, the Board of Directors had four support committees: the Audit Committee, the Compensation and Development Committee, the Investment Committee and the Strategy, Governance and Risk Committee. These committees are composed as follows and their functions and operation are regulated in the Company's bylaws and the regulations of each committee:

INVESTMENT COMMITTEE:

Name
María Lorena Gutiérrez Botero (President)
Gustavo Ramírez Galindo
Claudia Betancourt Azcarate
Luis Ernesto Mejía Castro:
Carlos Caballero Argaéz
Camilo De Francisco Valenzuela

During 2023, 19 meetings of the Investment and Strategy Committee were held, 6 ordinary and 13 extraordinary, with an average attendance of 100%. The Committee's main activities consisted of analyzing and monitoring investment projects, in line with the corporate strategy of growth and diversification.

AUDIT COMMITTEE:

Main members	Alternates
Claudia Betancourt Azcarate (President)	Camilo De Francisco Valenzuela
Luis Ernesto Mejía Castro:	Guillermo Fonseca Onofre
María Virginia Torres De Cristancho	Camilo Erazo Aguilar
Carlos Caballero Argáez	María Paula Duque Samper:

Six Committee meetings were held during the year 2023, all of them ordinary, with an attendance rate of 96%. The main topics addressed were:

1. Approval of the annual internal audit plan.
2. Presentation of separate and consolidated financial statements.
3. Follow-up on the execution of the internal audit plan, monitoring of the main findings reported during the period and cases received through the ethics helpline.
4. Relevant cybersecurity issues.
5. Follow-up of the work plan executed by the Statutory Auditor's Office.
6. Follow-up on the implementation of the action plans generated as a result of the findings identified by the Corporate Control Management and the Statutory Auditor's Office.

COMPENSATION, DEVELOPMENT AND NOMINATING COMMITTEE:

Name
Carlos Caballero Argáez
Claudia Betancourt Azcarate
Gustavo Ramírez Galindo (President)

During 2023, six (6) ordinary meetings of the Compensation, Development and Nominating Committee were held, with an attendance rate of 100% of its members. The committee did not hold any extraordinary meetings. Some relevant topics discussed in the committee were:

1. Compensation.
2. Executive selection processes.
3. Company structure.

STRATEGY, GOVERNANCE AND RISK COMMITTEE:

Name
María Lorena Gutiérrez Botero
Luis Ernesto Mejía Castro (President)
María Paula Duque Samper:
José Ignacio López Gaviria
Guillermo Fonseca Onofre

Three regular meetings were held, with 100% of the members in attendance. The main topics reviewed by the committee included:

1. Topics related to the ordinary General Shareholders' Assembly (integrated management report, proposal for amendment of bylaws, election of the Board of Directors, Board of Directors' Appointment and Remuneration Policy, proposal of social investment - donations and transactions with related parties to the administrators.
2. Amendments to governance documents (Internal Regulations of the Board of Directors, Strategy, Governance and Risk Committee Regulations and Code of Good Governance).
3. Adoption of materiality criteria and Market Disclosure Policy.
4. Action Plan results of the Board of Directors Evaluation.
5. Characterization of the boards of directors of Promigas and its subsidiaries and affiliates.
6. Modification to the Corporate Risk and Strategic Risk Policy.
7. Climate Risks and Opportunities Report.
8. Corporate Policy LAFT/ FPADM.

IV. Related Party Transactions

The Regulations of the Board of Directors, as well as Promigas' Code of Conduct and the Procedure for Transactions with Interested Parties to the Directors, regulate situations of conflict of interest that may arise for members of the Board of Directors and the procedure to address them.

According to the provisions of Promigas' Internal Regulations of the Board of Directors, the agenda of each Board meeting shall mention the topics to be discussed in such a way that the Directors may previously notice the conflicting situation; in the event of identifying an actual or potential conflict of interest with the agenda of the meeting, the respective Director shall inform the Chairman and/or Secretary of the Board of Directors so that the corresponding treatment may be given.

At each Board of Directors meeting, the Report on Related Party Transactions is presented to the Directors, which identifies the transactions, the amount and the concept, in such a way as to comply with the provisions of the Company's Bylaws, according to which it is a non-delegable function of the Board of Directors, "The knowledge and, in case of material impact, the approval of the operations that the Company carries out with controlling or significant shareholders, defined in accordance with the ownership structure of the Company, or represented in the Board of Directors; with the members of the Board of Directors and other Administrators or with individuals related to them (operations with Related Parties), as well as with companies of the Conglomerate to which it belongs." (Article Thirty One).

Transactions and outstanding balances with other related party entities are disclosed in the Company's financial statements.

The Administrators' Related Parties are updated annually, in accordance with the Procedure for Transactions with Interested Parties to the Administrators.

Promigas maintains commercial relations with its shareholder Corficolombiana. Transactions entered into with companies with significant shareholdings are carried out under market conditions and in accordance with objective contracting criteria. During 2023 these relationships had no material impact on the Company.

During 2023, the following directors disclosed the existence of a potential conflict of interest:

Board Member	Potential Conflict Statements
María Virginia Torres De Cristancho	<ul style="list-style-type: none"> - Investment Committee Report - Brilla Report - Energy Solutions Report - Peru Investment Report
Camilo Erazo Aguilar	<ul style="list-style-type: none"> - Investment Committee Report - Brilla Report - Energy Solutions Report - Peru Investment Report - Strategy, Governance and Risk Committee Report
Sandra Solorzano Daza	<ul style="list-style-type: none"> - Fronting Fee Insurance Program
Luis Ernesto Mejía Castro:	<ul style="list-style-type: none"> - Business Report: SPEC LNG Upgrade

V. Risk Management Systems

During 2023, Comprehensive Risk Management contemplated the identification, measurement and monitoring of strategic risks, inherent risks of greater impact, business risks, information security and cybersecurity risks, risks of corruption and money laundering and financing of terrorism, of the different processes of the Company at all levels, allowing Senior Management to have a complete vision of the risks to which it is exposed and to manage them appropriately.

For the strategic risk exercise, the methodology was adjusted taking into account the company's future growth plan "Nuestra Energía 2040", which made it possible to define a risk profile and the definition of appropriate measures for its management.

The main efforts were:

- The Climate Change Risk - TCFD exercise was completed and the corporate results were presented to the Governance, Strategy and Risk Committee and the Board of Directors.
- An exercise was carried out to measure cybersecurity culture and simulation tests (*Phishing*) in order to identify training needs for the development of strategies.
- The segmentation of LAFT factors and the recommendations derived from this exercise were carried out.
- Risk Indicators - KRI's were formalized for the main risks of the company and the entire portfolio.
- Strengthening of the risk management culture, allowing the integration of risk management in the development of the company's daily activities and the decision-making process.
- Risk analysis of 65 strategic and cross-cutting projects of the Company was led, especially solar and/or generation and co-generation projects.
- Development of risk-control matrices by process for the Promigas Foundation. Likewise, an approach was made to the exercise of strategic risks based on a proposal of strategic objectives.
- Training for the Board of Directors on ethics, corruption, the Transparency and Business Ethics Program (PTEE) and Money Laundering and Financing of Terrorism (LAFT).
- Training on the Code of Conduct and risks with a coverage of 98% of the population of Promigas and its subsidiaries and affiliates.

VI. General Shareholders' Assembly

In 2023, the ordinary meeting was held on March 23, in person, at the Company's headquarters. Shareholders were called through press publications in a newspaper of wide national circulation and through the e-mail address that shareholders have registered in the corresponding database, in addition, participation was encouraged through publications on the web pages of the Financial Superintendence and Promigas.

1,033,546.34 common shares out of 1,134,848,043 outstanding shares were present or duly represented at the Ordinary Assembly. This represents 91.07% of the capital stock.

Among the main resolutions adopted, the Assembly in ordinary meetings considered and decided on matters pertaining to ordinary meetings, such as the approval of the Financial Statements, Management Report, Statutory Auditor's Report, election and remuneration of the Board of Directors and Statutory Auditor, amendment of the Bylaws, among other functions set forth in the Bylaws and the law.

Among the best practices adopted by Promigas to guarantee the greatest transparency and protection of shareholders' rights, in the development of the General Shareholders' Meeting, are the following:

- The notice of call to ordinary meetings shall include the agenda, clearly stating the items to be considered by the General Shareholders' Assembly in a disaggregated manner.
- Amendments to the bylaws are submitted to the General Shareholders' Assembly for consideration, article by article, separately.

During 2023, the Investor Relations area received 540 requests, of which 267 were from shareholders, analysts and investors. The information requested corresponded to: details of dividend payments, doubts regarding the Financial Statements and EBITDA calculation, details and explanation of withholdings, certificate requests (ICA, tax retention, income tax return, withholding transferred), questions on the state of the business, meeting dates and quarterly calls, among others.

All requests submitted by shareholders, analysts and investors were duly addressed by the Investor Relations area, together with the support of the other areas of the Company.

The channels used by Promigas S.A. E.S.P. to communicate with its shareholders and deliver information are:

- Website: www.promigas.com
- Investor Relations Office, which is led by the Director of Investor Relations: inversionistas@promigas.com
- Website of the Financial Superintendence of Colombia through which relevant Information is disclosed. www.superfinanciera.gov.co
- Shareholder service channels of the Central Securities Depository (Deceval), with whom we have a share administration contract and who supports us with certain requests from our shareholders. Its service channels are:

- Mailbox: servicioalcliente@bvc.com.co
- Shareholder Service Lines:
 - Phone Assistance - National Toll Free Line 018000111901
 - From Bogotá: 3077127

As part of its commitment to investors, Promigas remains an IR issuer on the Colombian Stock Exchange, and in 2023, for the 11th consecutive year, it obtained the IR Recognition, which ratifies the Company's commitment to the development of best disclosure and investor relations practices.

The 3rd IR Meeting of Issuers and ConectASG, an event organized by Promigas with the support of the Colombian Stock Exchange (BVC) and the Global Reporting Initiative (GRI), was also held to provide a space for dialogue and exchange of ideas on the efforts needed to have a larger, more dynamic and inclusive capital market. This edition was attended by the sustainability and legal teams, as well as Chilean peers. During two days, topics of great importance were discussed, such as the integration of the Colombian, Peruvian and Chilean markets, the management of crisis moments from IR, the use of new technologies such as artificial intelligence for communications with the market, and the lessons learned from the execution of successful IR programs. The agenda also included a space to address the value of sustainability from a governance perspective, focusing on the "G" of ASG, to have discussions and practical sessions on Corporate Governance.

Finally, during 2023, 4 quarterly results presentations were held for different market agents in which, with transparency, the financial results of the company were shown and supported, the market was updated regarding the state of the business and regulation, and time was allocated for the audience to ask questions, which were answered directly by the President of Promigas and its senior executives.