

**INTERNAL REGULATIONS OF THE GENERAL SHAREHOLDER'S MEETING**

**ENEL COLOMBIA S.A. ESP**

## **CHAPTER ONE SCOPE AND APPLICATION**

**ARTICLE ONE.- SCOPE:** The shareholders of Enel Colombia SA ESP, shall apply the law, the Bylaws, the Code of Good Governance and these Internal Regulations, when holding the General Shareholders' Meetings of the Company, in order to ensure the proper, efficient and transparent development of these meetings and to recognize, defend and guarantee the rights of all shareholders.

With this same purpose, the corporation:

1. Recognizes and defends the rights of its shareholders.
2. Provides relevant information for the decisions of its
3. Convenes and conducts the General Shareholders' Meeting in such a way that all shareholders may participate.
4. Treats all its shareholders equitably.

**ARTICLE TWO.- APPLICATION:** These Internal Regulations of the General Shareholders' Meeting of Enel Colombia S.A. ESP were adopted by the General Shareholders' Meeting as a collegiate body, and are applicable to this body and to the shareholders individually considered when they participate in it. Any other third party, officer or employee of Enel Colombia S.A. ESP who has a relationship with the General Shareholders' Meeting is obliged to accept these regulations, and to comply with them and enforce them. The Company shall take the necessary measures to ensure that these persons comply with the provisions herein.

## **CHAPTER TWO RIGHTS AND DUTIES OF THE SHAREHOLDERS**

**ARTICLE THREE.- STATUS OF SHAREHOLDER RIGHTS:** The status of shareholder and the rights conferred upon it in addition to those inherent to its status, shall be governed in accordance with the rules set forth in the Bylaws and in the Code of Good Governance.

**ARTICLE FOURTH - DUTIES OF THE SHAREHOLDERS:** The shareholders of Enel Colombia SA ESP, in addition to the duties imposed by law, shall have those established in the Company's Bylaws and in the Code of Good Governance.

**ARTICLE FIFTH.- DUTY OF CONFIDENTIALITY:** The shareholders of Enel Colombia S.A. ESP shall refrain from disclosing any information they receive from the Company that is of a reserved or confidential nature. This duty shall not apply in relation to any information that has been made public.

## **CHAPTER THREE COMPOSITION, TYPES OF MEETINGS AND NOTICES OF MEETINGS**

**ARTICLE SIXTH.- COMPOSITION:** The General Shareholders' Meeting is composed of the shareholders registered in the Share Registry Book or their duly accredited representatives or proxies, meeting in accordance with the provisions of these Bylaws.

**ARTICLE SEVEN.- TYPES OF MEETINGS:** The meetings of the General Assembly of Shareholders may be: (i) ordinary, (ii) extraordinary, (iii) ex officio, (iv) second call, (v) universal, and may be in person or not in person; additionally, the decisions of the General Assembly of Shareholders shall be valid when the sense of the vote of all the subscribed common shares is expressed in writing.

Its call, purposes, majorities, matters to be discussed and in general the rules of its operation shall be governed in accordance with the provisions of the law, the Company's Bylaws, the Code of Good Governance and these Regulations.

#### **CHAPTER FOUR**

##### **OTHER PROVISIONS RELATING TO SHAREHOLDERS' GENERAL MEETINGS**

**ARTICLE EIGHT.- CHAIRMEN AND SECRETARY:** The General Shareholders' Meeting shall appoint a Chairman and a Secretary of the meeting, with half plus one of the outstanding subscribed shares.

**ARTICLE NINE.- INFORMATION ABOUT THE PROCEEDINGS OF THE MEETING:** The corporation may have electronic mechanisms so that absent shareholders may be informed of the proceedings of the General Shareholders' Meeting.

**ARTICLE TEN.- ADDITIONAL PROVISIONS:** Matters related to restrictions on the right to vote, the binding nature of the decisions of the Meeting, selections by the electoral quota system, and the representation of shareholders at the General Shareholders' Meeting shall be governed in accordance with the provisions of the law, the Bylaws, the Corporate Governance Code and these Regulations..

**ARTICLE ELEVEN.- INSTRUCTIONS FOR INTERVENTIONS:** The interventions of the shareholders in the sessions of the General Shareholders' Meeting shall be governed by the following rules:

1. Shareholders may intervene once the presentation of the corresponding item has been concluded.
2. Any shareholder wishing to speak must register on the list of speakers to be kept by the Secretary of the Meeting. To this end, the Secretary of the Meeting shall ask the shareholders if they wish to speak once each of the items on the agenda has been announced.
3. In the event that there are several shareholders registered to speak, the interventions shall be made in the chronological order in which the registrations have been received.
4. Interventions shall be limited to the subject of the agenda item in respect of which the presentation is being made.
5. Interventions shall be limited to three minutes, which time may be extended by the Chairman of the Meeting for as long as he deems necessary. The Company's Management may respond to each of the interventions, which shall be recorded in the minutes of the Meeting, and the shareholders may make a reply to the Management's response, to which the rule set forth in item 5 above shall apply. Likewise, the Management may respond to the replies if it deems it pertinent.
6. The written evidence provided by the shareholders shall be included in the minutes of the meeting.

#### **CHAPTER FIVE**

##### **FUNCTIONS OF THE GENERAL SHAREHOLDERS' MEETING**

**ARTICLE TWELFTH.- FUNCTIONS OF THE GENERAL SHAREHOLDERS' MEETING:** The functions of the General Shareholders' Meeting shall be those set forth in the law and in the Company's Bylaws.

## **CHAPTER SIX**

### **APPROVAL, MODIFICATION AND INTERPRETATION OF THE REGULATIONS**

**ARTICLE THIRTEENTH.- APPROVAL OF THE REGULATIONS:** The approval of these Regulations shall be the exclusive competence of the General Shareholders' Meeting of Enel Colombia S.A. ESP.

**ARTICLE FOURTEENTH.- AMENDMENT AND REPEAL:** The General Shareholders' Meeting of Enel Colombia S.A. ESP shall have the exclusive power to amend or repeal these Bylaws, for which purpose the matter shall be discussed at a meeting of the Meeting. When the amendment is chosen, the causes and scope of the amendment to be made must be previously and in detail explained.

The amendment of these Regulations shall require for its validity the quorum required for other decisions of the General Shareholders' Meeting, i.e., half plus one of the outstanding subscribed shares.

**ARTICLE FIFTEENTH.- INTERPRETATION:** These Regulations are complementary and supplementary to the legal provisions, Bylaws and Code of Good Governance of Enel Colombia S.A. ESP with regard to any matter that regulates the General Shareholders' Meeting, and which are applicable to the Company.

The Board of Directors of Enel Colombia S.A. ESP is responsible for resolving any doubts or divergences that may arise in the application or interpretation of these Regulations, in accordance with the principles and recommendations on corporate governance adopted by the company.