## NONCONSOLIDATED FINANCIAL STATEMENTS

## Emgesa S.A. E.S.P.

8-month period ending August 31, 2014, with the Statutory Auditor's Report

### Emgesa S.A. E.S.P.

**NONCONSOLIDATED FINANCIAL STATEMENTS** 8-month period ending August 31, 2014

## TABLE OF CONTENTS

 STATUTORY AUDITOR'S REPORT
 1

 NONCONSOLIDATED GENERAL BALANCE SHEET3

 NONCONSOLIDATED INCOME STATEMENT
 5

 NONCONSOLIDATED EQUITY CHANGES STATEMENT
 6

 NONCONSOLIDATED STATEMENT OF CHANGES
 TO THE FINANCIAL

 NONCONSOLIDATED CASH FLOW STATEMENT
 10

 NOTES TO THE NONCONSOLIDATED FINANCIAL STATEMENTS
 12

# STATUTORY AUDITOR'S REPORT

#### To the Emgesa S.A. E.S.P. Shareholders:

I have audited the attached Emgesa S.A. E.S.P. consolidated financial statements, which include the General Balance Sheet as of August 31 of 2014 and December 31 of 2013 and the respective consolidated income, equity changes, financial situation changes, and cash flows statements for the 8-month period ending August 31 of 2014 and the for the 12 months ending December 31 of 2013, together with the summary of significant accounting policies and explanation notes. The consolidated financial statements as of December 31 of 2013 and ending on such date were audited by me; I issued my report without remarks on February 14 of 2014. The consolidated August 31 of 2013 statements were not examined by me according to generally accepted auditing norms, which provided a reasonable basis for my opinion, so that no opinion is issued on such financial statements, being included here only to show the results of operations for comparison purposes.

The Administration is responsible for preparing and for proper presentation of financial statements according to accounting principles generally accepted in Colombia, as well as for designing, implementing, and keeping relevant internal controls for proper preparation and presentation of such financial statements free of material errors resulting either from fraud or errors, and for selecting and applying adequate accounting policies and making reasonable accounting estimates according to the circumstances.

My responsibility is that of expressing an opinion on such financial statements, based on my audits. I received the necessary information for such purposes and carried out my examinations according to auditing norms generally accepted in Colombia, which require for an audit to be planned and carried in order to obtain reasonable assurance on whether such financial statements are free from material errors.

An audit includes developing procedures to obtain evidence supporting the figures and disclosures contained in financial statements. The selected procedures are at the auditor's discretion, including evaluating the risk of material errors existing in such financial statements. Upon evaluating such risks, the auditor takes into account relevant internal controls used for preparation and presentation of such financial statements in order to design audit procedures that will be appropriate according to the circumstances. It also includes evaluating accounting principles used and significant estimates made by the Administration, as well as presentation of financial statements. I believe my audits provide a reasonable basis for my opinion.

In my opinion, the attached consolidated financial statements reasonably present, in all their important aspects, the nonconsolidated Emgesa S.A. E.S.P. financial situation as of August 31 of 2014 and December 31 of 2013 and the results of its operations, the changes in its financial

situation, and cash flows for the periods ending on such dates, according to accounting principles generally accepted in Colombia, as issued by the National Government

Additionally, based on my audits I am not aware of any circumstance indicating failure to comply with the following company obligations: 1) keeping Minutes, the shareholders book, and accounting books according to legal norms and the accounting technique; 2) performing its activities according to the bylaws and the decisions of the Shareholders Assembly and the Board of Directors, also according to norms related to integral social security; 3) keep correspondence and account vouchers; and 4) take internal control, conservation, and safekeeping measures related to company goods or third-party goods it may have in its possession. Additionally, the attached financial statements and accounting information included in the management report prepared by the company administration are in agreement.

Yuliana Vargas Santiago Statutory Auditor Professional card 163663-T Appointed by Ernst & Young Audit S.A.S. TR-530

Bogotá, D.C., Colombia October 2, 2014

# NONCONSOLIDATED GENERAL BALANCE SHEET

		As of		As of		As of
	I	August 31	D	ecember 31		August 31
		2014		2013		2013
					(	Not audited)
<b>A</b>			(The	ousand pesos)		
Assets						
Current assets: Cash and cash equivalents (Note 3)	\$	934,163,549	\$	837,263,866	\$	521,003,123
Debtors, net (Note 4)	Ŧ	436,377,715	Ψ	351,183,071	Ψ	351,752,713
Participating companies (Note 5)		72,564,463		50,543,305		56,463,511
Inventories, net (Note 7)		42,444,869		46,094,985		28,259,411
Expenses paid in advance (Note 9)		3,687,990		13,149,913		2,754,214
Total current assets		1,489,238,586		1,298,235,140		960,232,972
Permanent investments, net (Note 6)		8,570,919		8,532,456		8,574,606
Debtors, net (Note 4)		11,970,531		12,902,293		12,053,150
Participating companies (Note 5)		1,165,945		1,116,574		1,090,784
Inventories, net (Note 7)		12,960,376		12,141,647		21,691,823
Properties, plant and equipment, net (Note 8)		6,461,572,449		6,018,850,952		5,808,998,285
Deferred charges, net (Note 10) Deferred tax (Note 19)		152,387,861 72,846,936		130,429,812 74,856,655		116,850,547 74,015,511
Intangibles, net (Note 11)		62,007,283		56,596,236		55,272,473
Other assets (Note 12)		7,822,214		6,585,995		7,573,280
Valuations (Note 13)		2,165,539,110		2,165,225,458		2,165,820,796
Total assets	\$ 1	0,446,082,210	\$	9,785,473,218	\$	9,232,174,227
Liabilities and equity				· · · ·		<u> </u>
Current liabilities:						
Financial obligations (Note 14)	\$	331,309,735	\$	240,668,813	\$	216,696,214
Accounts Payable (Note 15)		88,982,244		82,976,302		87,025,726
Participating companies (Note 5)		586,000,075		205,613,814		638,468,934
Labor obligations (Note 16)		14,882,619		15,785,587		13,757,369
Retirement pensions (Note 17)		9,945,431		9,869,800		9,882,821
Estimated liabilities and reserves (Note 18)		121,139,660		109,588,444		69,054,083
Taxes, liens and rates (Note 19)		172,432,984		186,097,036		99,320,543
Deferred tax (Note 19) Other current liabilities (Note 20)		_ 1,003,392		8,353,097 1,669,882		_ 608,251
Premium for placement of bonds pending		323,702		776,881		776,881
amortization		525,702		770,001		770,001
Total current liabilities		1,326,019,842		861,399,656		1,135,590,822
Financial obligations (Note 14)		3,390,100,000		3,050,100,000		2,485,100,000
Retirement pensions (Note 17)		61,289,317		62,977,442		64,542,514
Premium for placement of bonds pending				64,740		323,702
amortization		-				
Taxes, liens and rates (Note 19)		-		_		24,606,988
Revenues received in advance		1,788,500		1,591,600		1,546,750

Estimated liabilities and reserves (Note 18)	11,185,014	3,121,237	11,411,823
Total liabilities	4,790,382,673	3,979,254,675	3,723,122,599
Equity (Note 21):			
Subscribed and paid capital	655,222,313	655,222,313	655,222,313
Share placement premium	113,255,816	113,255,816	113,255,816
Legal reserve	327,611,156	327,611,156	327,611,156
Occasional reserves	178,127	178,127	178,127
Equity revaluation	1,674,583,276	1,674,583,276	1,674,583,276
Valuation surplus	2,165,539,110	2,165,225,458	2,165,820,796
Effect on investment conversion	(525)	1,288	1,374
Year results	719,310,264	870,141,109	572,378,770
Total equity	5,655,699,537	5,806,218,543	5,509,051,628
Total liabilities and equity	\$ 10,446,082,210 \$	<b>9,785,473,218</b> \$	9,232,174,227
Memorandum accounts (Note 22)	\$ 3,552,447,889	3,780,946,006 \$	3,655,647,669

See attached Notes.

The undersigned Legal Representative and Accountant certify that we have previously verified statements contained in these financial statements and that they have been accurately taken from the Company accounting books.

Lucio Rubio Díaz	Alba Lucía Salcedo Rueda
Legal Representative	Public Accountant
	Professional Card 40562–T

Yuliana Vargas Santiago Statutory Auditor Professional Card 163663–T Appointed by Ernst & Young Audit S.A.S. TR-530 (See my October 2, 2014 report)

# NONCONSOLIDATED INCOME STATEMENT

	Eight-month period from			Year ending in		
	January 1 to	) A	ugust 31 l	December 31		
	2014		2013	2013		
			Not audited)			
		(Th	ousand pesos)			
Operational revenues (Note 23)	\$ 1,810,766,970	\$	1,613,319,560	\$	2,397,427,841	
Cost of sales (Note 24)	(674,525,711)		(695,925,140)	(	(1,037,900,047)	
Gross profits	1,136,241,259		917,394,420		1,359,527,794	
Administration expenses (Note 25)	(20,102,557)		(16,868,820)		(28,899,956)	
Operational profits	1,116,138,702		900,525,600		1,330,627,838	
Other expenditures (revenues):						
Financial, net (Note 26)	(71,477,739)		(66,223,002)		(86,206,691)	
Lost profits, equity participation method	15,778		72,736		30,673	
Miscellaneous revenues (expenditures), net (Note						
27)	5,003,899		2,598,544		20,719,214	
Profits before taxes	1,049,680,640		836,973,878		1,265,171,034	
Income tax (Note 19)	(330,370,376)		(264,595,108)		(395,029,925)	
Current	(337,577,544)		(269,513,654)		(392,436,518)	
Deferred	7,207,168		4,918,546		(2,593,407)	
Year net profits	\$ 719,310,264	\$	572,378,770	\$	870,141,109	
Preferential per-share dividend	\$ 318,59	\$	321,38	\$	213,30	
Net profits per share	\$ 4,785,54	\$	3,798,46	\$	5,234,08	

See attached Notes.

The undersigned Legal Representative and Accountant certify that we have previously verified statements contained in these financial statements and that they have been accurately taken from the Company accounting books.

Lucio Rubio Díaz Legal Representative Alba Lucía Salcedo Rueda Public Accountant Professional Card 40562–T Yuliana Vargas Santiago Statutory Auditor Professional Card 163663–T Appointed by Ernst & Young Audit S.A.S. TR-530 (See my October 2, 2014 report)

## Emgesa S.A. E.S.P.

# NONCONSOLIDATED EQUITY CHANGES STATEMENT

	Subscribed and paid capital	Stock placement premium	Reserves	Equity revaluation	Valuations surplus	Investments conversion effect	Accumulated profits	Shareholders equity
				(Thousa	nd pesos)			
Balances as of December 31 2012	\$ 655,222,313	\$ 113,255,816	\$ 327,789,283	\$ 1,674,583,276	\$ 2,166,971,014	\$ (299)	\$ 783,529,388	\$ 5,721,350,791
Declared dividends	¢ 000, <u></u> ,010	÷,,=,=	-	÷ .,o: .,ooo,	,,	¢ ()	(783,529,388)	(783,529,388)
Period Profits	_		_	_	_	_	572,378,770	572,378,770
Adjustment to valuation of permanent investments						4.070	572,576,776	
Adjustment to fixed assets' valuation	-	-	-	-	-	1,673	-	1,673
Balances as of August 31 2013 (not					(1,150,218)		-	(1,150,218)
audited)	655,222,313	113,255,816	327,789,283	1,674,583,276	2,165,820,796	1,374	572,378,769	5,509,051,628
Period profits	000,222,313	113,255,616	321,109,203	1,074,505,270	2,105,620,790			
Adjustment to valuation of permanent investments	-	-	-	-	-	-	297,762,339	297,762,339
	-	-	-	-	33,900	(86)	-	33,814
Adjustment to fixed assets' valuation	_	_	_	_	(629,238)	_	_	(629,238)
Balances as of December 31 2013	655,222,313	113,255,816	327,789,283	1,674,583,276	2,165,225,458	1,288	870,141,109	5,806,218,543
Declared dividends	000,222,010	110,200,010	021,100,200	1,014,000,210	2,100,220,100	,	, ,	
Period profits	-	-	-	-	-	-	(870,141,109)	(870,141,109)
Adjustment to valuation of permanent investments	-	-	-	-	-	-	719,310,264	719,310,264
Adjustment to fixed assets' valuation	-	-	-	-	-	(1,813)	-	(1,813)
		-	-	-	313,652	-	-	313,652
Balances as of August 31 2014	\$ 655,222,313	\$ 113,255,816	\$ 327,789,283	\$ 1,674,583,276	\$ 2,165,539,110	\$ (525)	\$ 719,310,264	\$ 5,655,699,537

See attached Notes.

The undersigned Legal Representative and Accountant certify that we have previously verified statements contained in these financial statements and that they

have been accurately taken from the Company accounting books.

Lucio Rubio Díaz Legal Representative Alba Lucía Salcedo Rueda Public Accountant Professional Card 40562–T Yuliana Vargas Santiago Statutory Auditor Professional Card 163663–T Appointed by Ernst & Young Audit S.A.S. TR-530 (See my October 2, 2014 report)

# NONCONSOLIDATED STATEMENT OF CHANGES TO THE FINANCIAL SITUATION

		Eight-month period from			Year ending in		
		January 1 to August 31			December 31		
		2014		2013		2013	
				(Not audited)			
			(Tl	housand pesos)			
Financial resources provided:	¢	740 040 004	¢	F70 070 770	. r	070 4 44 4 00	
Year/period net profits	\$	719,310,264	\$	572,378,770	) \$	870,141,109	
Entries not affecting working capital: Depreciation		93,712,164		97,528,127		146,003,550	
Amortization of intangibles		2,922,192		2,234,534		3,470,256	
Deferred tax, previous years		863,790		511,273		511,273	
Amortizations of deferred charges		225,847		144,498		216,734	
Net profits from the sale of properties, plant and		,.		,		210,101	
equipment		(181,080)		(588,335)		(568,235)	
Inventory reserve		_		(		856,007	
Recovery of other reserves		-		255,101		_	
Emgesa Panamá conversion effect		(1,813)		1,674		1,587	
Loss from withdrawal from expansion projects		402,780		_		57,839	
Current deferred tax		1,145,929		(4,918,546)		(5,759,690)	
Participation method loss (profits)		(15,778)		(72,736)		(30,673)	
Total provided by operations		818,384,295		667,474,360		1,014,899,757	
Reduction (increase) debtors		931,762		1,417,014		567,871	
Inventory reduction		(818,729)		(679,574)		8,014,595	
Increase participating companies		(49,371)		(50,950)		(76,740)	
Increase (reduction) of financial obligations		340,000,000		(141,660,000)		423,340,000	
Total provided by operations		1,158,447,957		526,500,850	)	1,446,745,483	
Financial resources applied:		<i></i>		<i></i>			
Increase of other assets		(1,236,219)		(1,901,992)		(914,707)	
Changes to equity tax payable		-		(24,606,988)		(49,213,976)	
Increase of investments		(22,685)		(1,674)		(1,587)	
Recovery on account of the Quimbo yield		12,547,579		7,988,561		14,400,796	
Profit (loss) from forward valuation Reduction (increase) in revenues received in		(136,621)		4,099,357		3,840,838	
advance		196,900		(631,084)		(586,234)	
Properties, plant and equipment purchases		(536,252,581)		(378,038,535)		(636,386,725)	
Declared dividends		(870,141,109)		(783,529,388)		(783,529,388)	
Quimbo international bond interests		(37,893,746)		(19,200,810)		(34,892,428)	
Reduction (increase) in deferred charges		(4,917,375)		9,149,464		4,978,026	
Reduction (increase) in retirement liabilities		(1,688,125)		84,037		(1,481,035)	
Intangibles purchase		(519,752)		(620,899)		(3,180,384)	
Increase (reduction) in estimated liabilities and		(,,		(,,		(-,,,)	
reserves		8,063,777		2,394,730	)	(5,640,755)	
Bond placement premium transfer, current		(64,740)		(517,922)		(776,884)	
Total working capital used	('	1,432,064,697)		(1,185,333,143)		(1,493,384,443)	
Working capital increase	\$	(273,616,740)	\$	(658,832,293)		(46,638,960)	
		, , , , ,	Ŧ	( , , ••)	Ŧ	· · · · · · · · · · · · · · · · · · ·	

Net changes in working capital: Cash and cash equivalents Debtors Accounts Receivable, participating companies Inventories Expenses paid in advance Financial obligations Accounts Payable Accounts Payable, participating companies Labor obligations and integral Social Security	\$ 96,899,683 85,194,644 22,021,158 (3,650,116) (9,461,923) (90,640,922) (6,005,942) (380,386,261) 902,968	\$ (264,372,183) 96,519,079 175,901 (13,881,599) (8,197,884) (110,869,304) 59,884,147 (464,678,511) 57,274	\$ 51,888,560 95,949,436 (5,744,305) 3,953,975 2,197,815 (134,841,903) 63,933,571 (31,823,391) (1,970,944)
Retirement pensions and supplementary benefits Estimated liabilities and reserves Contributions taxes and rates payable Deferred tax payable Other current liabilities Placement premium of bonds pending amortization Increase in working capital	\$ (75,631) (11,551,216) 13,664,052 8,353,097 666,490 453,179 (273,616,740)	\$ 84,037 (17,825,208) 60,172,600 - 4,099,358 - (658,832,293)	\$ 97,058 (58,359,569) (26,603,893) (8,353,097) 3,037,727 – (46,638,960)

See attached Notes.

The undersigned Legal Representative and Account certify that we have previously verified statements contained in these financial statements and that they have been accurately taken from the Company's accounting books.

Lucio Rubio Díaz Legal Representative Alba Lucía Salcedo Rueda Public Accountant Professional Card 40562–T Yuliana Vargas Santiago Statutory Auditor Professional Card 163663–T Appointed by Ernst & Young Audit S.A.S. TR-530 (See my October 2, 2014 report)

# NONCONSOLIDATED CASH FLOW STATEMENT

		Eight-month period from			Year ending in		
		January 1 to	Aug	just 31	Dece	ember 31	
		2014		2013		2013	
-			•	Not audited) busand pesos)			
Operational activities Year/period profits	\$	719,310,264	\$	572,378,770	) \$	870,141,109	
Depreciation and amortization	Ψ	96,860,203	Ψ	99,907,159		149,690,540	
Portfolio reserve recovery		(303,769)		(391,530)		(451,185)	
Portfolio reserve		1,072,331		97,066		163,637	
Inventory reserve recovery				-		(237,365)	
Loss from actuarial calculation		1,020,154		_		2,546,110	
Bond amortization premium		(517,917)		(517,922)		(776,884)	
Deferred tax, debit		1,145,929		(4,918,546)		(5,759,690)	
Deferred tax debit, previous years		863,790		511,273		511,273	
Deferred tax, liabilities		(8,353,097)		-		8,353,097	
Loss from withdrawal from expansion projects		402,780		_		57,839	
Inventory reserve		-		_		856,007	
Retirement pensions reserve		3,277,178		6,699,260	)	5,535,519	
Profit from the sale of properties, plant, and							
equipment		(181,080)		(588,335)		(568,235)	
Loss from using participation method		(15,778)		(72,736)		(30,673)	
Expenses, costs, and contingeny reserve		679,804		229,555	;	-	
Net change in operational assets and liabilities:							
Debtors		(113,055,711)		(94,807,600)		(70,526,085)	
Expenses paid in advance		9,461,923		8,197,884		(2,197,815)	
Inventory		2,831,387		13,202,025		4,297,985	
Economic participating parties		882,795,664		614,726,651		791,009,890	
Other assets		(1,236,219)		(1,901,992)		(914,707)	
Accounts Payable		6,047,367		(59,845,864)		(63,895,288)	
Taxes, liens, and rates		10,942,936		(60,172,601)		26,603,893	
Pension liabilities (payments)		(5,909,826)		(6,699,260)		(9,659,722)	
Labor obligations		(902,967)		(57,274)		1,970,944	
Other current liabilities		(666,490)		(4,099,358)		(3,037,727)	
Estimated liabilities and reserves		18,935,189		20,245,484		52,718,814	
Revenues received in advance		196,900		(631,084)		(586,234)	
Net cash provided by operational activities		1,624,700,945		1,101,491,025	)	1,755,815,047	
Investment activities		(530 353 504)				(000 000 705)	
Purchase of properties, plant, and equipment		(536,252,581)		(378,038,535)		(636,386,725)	
Investments increase		(22,685)		(1,674)		(1,587)	
Quimbo international bond interests		(37,893,746)		(19,200,811)		(34,892,428)	
Reduction (increase) in deferred charges		(4,917,375)		9,149,464		4,978,026	
Purchase of intangibles Revenue from ruling interests - Ministry of Mines and		(519,752)		(620,899)		(3,180,384)	
Energy and Ministry of Finance and Public Credit		14,609,577				(11,463,637)	
Ruling from ruling interests - Ministry of Mines and		14,009,577		_		(11,403,037)	
Energy and Ministry of Finance and Public Credit		13,414,688		_		(13,104,295)	
Net cash used in investment activities		(551,581,874)		(388,712,455)		(694,051,030)	
וופו נמסוו עסבע ווו ווועבסעוובווג מנעיועובס		(331,301,074)		(300,712,435)	1	(034,031,030)	

Financial activities			
Payment of financial obligations and interests	\$ (340,751,321)	\$ (159,576,496)	\$ (520,138,407)
Financial obligations and interests	771,392,243	128,785,800	1,078,320,310
Equity tax payment	(24,606,988)	(24,606,988)	(49,213,976)
Recovery of Quimbo yield	12,547,579	7,988,561	14,400,796
Loss from forward valuation	(136,621)	4,099,357	3,840,838
Emgesa Panamá conversion effect	(1,813)	1,674	1,587
Payment of dividends	(524,521,358)	(150,313,273)	(753,557,217)
Declared dividends	 (870,141,109)	(783,529,388)	(783,529,388)
Net cash (used) in financial activities	(976,219,388)	(977,150,753)	(1,009,875,457)
Net increase (reduction) in cash and cash			
equivalents			
Cash changes, net	96,899,683	(264,372,183)	51,888,560
Cash and cash equivalents at the beginning of the			
year	 837,263,866	785,375,306	785,375,306
Cash and cash equivalents at year's end	\$ 934,163,549	\$ 521,003,123	\$ 837,263,866

See attached Notes.

The undersigned Legal Representative and Account certify that we have previously verified statements contained in these financial statements and that they have been accurately taken from the Company's accounting books.

Lucio Rubio Díaz Legal Representative Public Accountant Professional Card 40562–T Yuliana Vargas Santiago Statutory Auditor Professional Card 163663–T Appointed by Ernst & Young Audit S.A.S. TR-530 (See my October 2, 2014 report)

## Emgesa S.A. E.S.P.

# NOTES TO THE NONCONSOLIDATED FINANCIAL STATEMENTS

8-month period ending August 31 of 2014 (All values in thousand pesos, except for values in foreign currency, exchange rates and the shares' number and face value).

#### 1. Main policies and accounting practices

#### **Reporting entity**

Emgesa S.A. E.S.P. (hereinafter the "Company") is a commercial stock company established according to the Colombian laws as a public utilities company, regulated by Law 142 of 1994.

*Corporate object*. The Company's main object is generation and trading of electrical power according to Laws 142 and 143 of 1994 and norms regulating, appending, amending, or derogating them. In development of its main purpose, the Company may acquire generation plants and project, build, operate, maintain, and commercially exploit electrical power generation stations, taking the necessary steps to protect the environment and its good relationships with the community in the area of influence of its projects; perform work and designs and provide consultancy services in electrical engineering and sell products in benefit of its clients. In development of its main corporate object, the Company may perform all activities related to exploration, development, investigation, exploitation, trading, storage, marketing, transportation, and distribution of minerals and rock material. Additionally, the Company will be able to perform all types of activities directly, indirectly, supplementary, or auxiliary related to the gas fuel trading business. The Company's term is indefinite.

*El Quimbo Project* – This project was approved by Resolution 899 of May 15 of 2009 and 1628 of August 21 of 2009. The Company considers that it will start operations in June 2015.

Property deeds for 2014, for land properties considered of public benefit, involve 95% of the total area, considered in the purchase options as delivered to the owners. Construction of settlements for displaced inhabitants in Llano de La Virgen, Santiago Palacios, and Montea was started in 2014. The irrigation districts' designs have been concluded.

The economic development program for the "enterprisers with energy" strategy, which consists in creating sustainable productive project initiatives and delivering education subsidies to the beneficiary population in order to ensure their participation and assistance continues.

The reservoir basin forest use was awarded and started, this activity being required to start filling the reservoir.

The 1% investment plan execution continues in programs for the acquisition of land properties in regional and municipal natural parks, also the construction of the four sections of alternate roads in the existing road network.

The project main work construction continues (dam, auxiliary dyke, spillway, machinery room, collection works, and electrical transportation and installations). The dam work continues with the fills in their various phases. The machinery room infrastructure will be concluded by the end of September 2014, work continuing with the control building finishes. The electromechanical equipment is being installed according to schedule.

Installation work of the load and bottom discharge tunnels continues, significant progress having been made at the auxiliary dyke and in the installation of the spillway gates.

Electromechanical equipment: most equipment required for the project is already at the worksite. The turbines are being erected. Bridge cranes are ready for operation.

Included in the National Transmission System Connection, EEB continues building the Tesalia substation and the Tesalia-Altamira line.

Through the external audit made by the System Administrator (XM), the Company reviewed the April 2014 report, review that resulted in a change in the policy value for USD 44,265,000; this policy is valid until July 4, 2015. It was submitted to the Energy and Gas Regulatory Commission (CREG). The first unit will be commissioned April 30 of 2015, the second June 30 of 2015.

#### **Basis for the presentation**

The attached financial statements have prepared based on accounting records kept according to the historical cost method and according to accounting principles generally accepted in Colombia, as contained in Regulatory Decree 2649 of 1993 and in other norms and resolutions issued by surveillance and control entities, including the modification from the Superintendence of Public Household Utilities which eliminated application of inflation adjustments for accounting purposes as of January 1 of 2006 for legal or private public utility companies.

These accounting principles and policies could in certain cases differ from other international accounting norms.

The Company records its activities according to the unique accounts plan for public utility companies issued by the Superintendence of Public Household Utilities.

#### Accounting period

According to its bylaws, the Company should close its accounts and prepare and disclose general-purpose financial statements once every year, on December 31.

The properly formalized company bylaws authorize the Board of Directors to establish the necessary account closing dates. Through Minutes No. 407 of August 13 of 2014, the Board of Directors ordered the Administration to close its financial statements as of August 31 of 2014 and submit them - together with a profits distribution proposal - for approval by the Shareholders Assembly.

The attached financial statements for the periods ending August 31 of 2014 and 2013 correspond to 8-month periods. No early closing was made during 2013; the respective figures are provided for comparison purposes only.

### Monetary unit

According to legal norms, the monetary unit used by the Company is in the Colombian peso.

### **Relative importance criterion**

An economic fact has relative importance should due to its nature, value, and surrounding circumstances its knowledge or lack of knowledge could significantly affect economic decisions of information users. The financial statements itemize specific lines according to legal norms, as well as those representing 5% or more of total assets, current assets, current liabilities, noncurrent liabilities, working capital, equity, revenues, costs, and expenses, as applicable, as well as the use of estimates. Lower values are described should they allow for better interpretation of financial information.

#### **Transactions in foreign currency**

Transactions in foreign currency are carried out according to current legal norms, recorded using exchange rates existing on the respective date. Balances in foreign currency are expressed in Colombian pesos, applying exchange rates of \$1,918.62, \$1,935.43, and \$1,926.83 per US\$1, and \$2,527.40, \$2,552.25, and \$2,662.11 per Euro as of August 31 of 2014 and 2013 and December 31 of 2013, respectively.

### Cash and cash equivalents

Cash includes cash available and cash in banks and savings accounts. Cash equivalents correspond to investments in fixed income instruments, easily redeemable in the short term, between 1 and 120 days, presented at face value and valued applying yield accrual.

Fixed term deposit certificate have been considered short-term investments, considering that the interest agreed with bank entities is fixed, making the risk low. Additionally, if required they are easily convertible into cash before their maturity.

#### Equity investments using the cost method, net

Investments in subordinated companies in which the Company or its parent company directly has more than 50% of the capital stock are accounted using the equity participation method, adjusted at equity value by recognizing the difference as a reserve or as their increase in value. The cost of investments does not exceed the market value.

The Company recognizes the effect of converting a line in the equity by restating financial statements of companies controlled and with functional currencies other than the Colombian peso.

## **Derivative financial instruments**

The Company makes operations with derivative financial instruments in order to reduce its exposure to exchange fluctuations.

Forwards established by the Company are made in order to cover payments in foreign currency,

mainly for the purchase of equipment and for civil work contracts of the El Quimbo and the Salaco projects. Each month, these contracts are adjusted to market value, the resulting adjustment being capitalized to each project in the deferred account.

Considering the possible volatility affecting payment days and amounts to be paid in dollars to equipment suppliers, the Company has decided that its hedging strategy will be rollover, as follows:

- Adjust hedging values and dates as estimated payment days change. Adjustments may be made by means of new contracts, early liquidations, or adjustments to current contracts. This strategy allows for maximum hedging effectiveness regarding the exchange rate.
- For Company all-risk and civil liability corporate insurance policies, this adjustment is directly recognized in income accounts.

#### Inventories, net

Company inventories are accounted at average cost. They are represented in materials and supplies (spare parts and consumables), kept at the warehouse in order to be used in investment and maintenance projects. Based on technical obsolescence and low turnover analyses, an inventory protection reserve is made.

#### **Debtors reserve**

The bad debts reserve was created according to Company policies, which indicate that such reserve be made on all debts more than 360 days delinquent.

## Properties, plant, and equipment, net

Accounted at cost adjusted for inflation (inflation adjustments recorded up to December 31 of 2005), depreciated using the straight line method according to the following annual depreciation rates:

	Depreciation rates	Service life
	(average)	(Average years)
Constructions and buildings	5.38%	68
Plants, ducts, and tunnels	2.99%	71
Machinery and equipment	14.33%	15
Grids, lines, and cables	6.67%	15
Communications equipment	23.25%	12
Furniture, furnishings, and office		
equipment	17.67%	10
Computer equipment	39.37%	5
Transportation, traction, and lifting		
equipment	34.44%	5

In late 2013, with the support of Consultores Unidos the Company started reviewing its fixed assets structure in order to open its systems for specific assets, also updating the remaining

service life. As a result of this project, in March 2014 fixed assets were opened in the SIE 2000A system AM module, recalculating depreciation from January 2014.

Significant asset improvements are capitalized, maintenance expenses not extending service life or not improving productivity and efficiency being charged to expenses as incurred. Profits/losses from the sale or disposal of properties, plant, and equipment are recognized to the operations of the year the transaction takes place.

The Company has no restrictions or liens for any type of properties, plant, or equipment guaranteeing the obligation and its value.

## Deferred charges, net

The Company enters to deferred charges a) the El Quimbo investment project costs, such as exchange differences, yields, sanctions to suppliers, interests, stability premium amortization, bond financial expenses, and all costs associated to the project and not subject to being capitalized to fixed assets; b) pre-feasibility studies for plant projects, amortized once the productive phase has started; and c) costs incurred upon getting involved in financial obligations, amortized using the straight line method during the term of the loan.

## Intangibles, net

These correspond mainly to a) the cost of acquiring water rights from the Chingaza and Río Blanco projects, amortized using the straight line method during 50 years, and b) expenses incurred in implementing licenses and software, amortized in 3 years using the straight line method.

The Company has 17 water concessions for electrical power generation, process refrigeration, and household use. According to norms, the environmental authority issues invoices on account of household and refrigeration used (usage rates). A payment is made to the municipalities and to the environmental authorities on account of water used to generate electrical power. The transfer includes payment by the hydro-energetic sector of the rate for the use of the water.

## Valuations

## Properties, plant, and equipment

Correspond to the differences between a) the net book value and the market value for land properties, b) the replacement value for plants, machinery, and equipment, established by authorized capable experts. Appraisals are less than 3 years old and have been updated according to the metric applicable to each group.

Properties, plant, and equipment valuations are entered into separate accounts in assets, as a valuation surplus in equity, not susceptible to distribution. Devaluation of properties, plant, and equipment is directly entered to the income statement as a year's expense.

### Equity investments using the cost method

Correspond to differences existing between the cost of investments (adjusted for inflation up to December 2005) and their intrinsic value. Investment valuations are entered to separate accounts in assets, as a valuation surplus in equity, not susceptible to being distributed. Investment evaluations are entered as a lower valuation value and a lower surplus from valuations in equity, without prejudice to the net balance being of a different nature.

#### Labor obligations

Labor laws consider paying a compensation to workers not under the integral salary system, should they have been laid-off, which could be managed by a fund or by the Company based on the applicable system, 12% annual interests being paid on amounts accrued by each employee. However, there could be partial payments during the labor relationship, according to legal requirements. Should the work contract have been unjustifiably terminated or should mutual agreement have existed, the employee will be entitled to receiving additional payments, which could vary according to the time of service and the salary.

The Company makes periodical severance and integral social security payments for health, professional risks, and pensions, to the respective private funds or to Colpensiones, which fully assume such obligations.

The law previously included the obligation of establishing and directly paying retirement pensions to the employees, which was derogated. These are now exclusively recognized by social security entities, however the Company still being responsible for those having been recognized prior to such change. The pension liability is established through studies made by recognize actuaries, according to parameters established by the National Government. The retirement pensions' obligation includes the effects of the application corresponding to the new mortality rates authorized by the Financial Superintendence in Decree 1555 of July 30, 2010 and represents the present value of all future monthly payments the Company will make to employees meeting requirements for accessing the pension right.

#### Taxes, liens, and rates

The income tax reserve is calculated at the official rate of 34% in 2013 and 2014 (this rate includes the 25% income tax and the 9% CREE equity tax) and 33% for 2012, using the accrual method and established based on commercial profits, in order to properly correspond the year's revenues with their costs and expenses, entered using the estimated liability value.

The effect of temporary differences involving payments of lower or greater income taxes during the year is entered as a credit/debit deferred tax, respectively, at the current tax rates whenever differences are being reverted (34% up to 2015 and 33% for the following years), should there be reasonable expectations that such differences will revert in the future, in addition for the asset that at that time there will be sufficient taxable income.

The active deferred tax resulting from the temporary difference originated by eliminating accounting inflation adjustments from January 1 of 2006 is amortized according to the fixed assets' service life for which it was generated; additionally, the deferred tax is recognized on account of other temporary differences existing between accounting and fiscal balances.

The passive deferred tax resulting from the temporary difference results from the accounting entry made according to the decision favoring the Company and resulting from the greater value paid for the purchase of Compañía Central Hidroeléctrica de Betania in 1996. For fiscal purposes, this entry is made in 2014 in order to correspond to the period during which the decision is implemented.

The income tax is net, after deducting advance payments and tax withholdings.

## Equity tax

Law 1370 of December 2009 established the new equity tax for the tax year of 2011, with a 2.4% rate for taxpayers with fiscal equities greater than \$3,000 million and lower than \$5,000 million, 4.8% for taxpayers with equities equal to or greater than \$5,000 million.

Subsequently, Decree 4825 of December 2010 established and equity surtax of 25% for taxpayers with equities equal to or greater than \$3,000 million.

This tax applies to equity held as of January 1 of 2011, tax payments having been made in equal installments between 2011 and 2014.

According to Law 1111 of 2006, the Company enters the equity tax against equity revaluation.

#### Recognition of revenues, costs, and expenses

Sales in the wholesale and not regulated markets are recognized in the year the services are provided, according to resolution CREG 131 of 1998.

Power levels greater than 0.1 MW or electrical power consumption greater than 55 MWh– month MUST be considered FROM non-regulated users. Clients should be represented by a trader, the latter being responsible for applying the user registration procedure before the ASIC, the Colombian market commercial interchange system administrator, carried out by XM.

The pool energy market is used to realize power not committed under contracts. In this market, such recognition exists should generators - daily and hourly - make price offers on account of electrical power the system has available.

Revenue estimates are made based on available information, reflecting the most realistic consumption situation, valued at sale price according to current rates.

Costs and expenses are entered on accrual basis. The cost of such energy is included in the cost of sales.

#### **Bond placement premium**

Corresponds to the greater value received from placement of ordinary bonds issued by the Company, as a consequence of the positive difference of rates existing between the bonds' face value and the rate offered on placement day, i.e. February 2006. Amortized from March 2006, for a time equivalent to the bonds' term.

#### Use of estimates

Preparing financial statements according to generally accepted accounting principles requires for the Administration to make estimates that could affect the values of assets, liabilities, and income. Current or market values could be different from such estimates. The administration believes such estimates and assumptions used are adequate.

### Net per-share profits

Established using the year's net profits divided between the number of outstanding shares. This calculation includes clearing preferential dividends corresponding to 20,952,601 shares as of August 31 of 2014 and 2013, from Empresa de Energía de Bogotá S.A. E.S.P. Preferential dividends are valued at US\$0.1107 per share.

#### Memorandum accounts

These accounts include mainly contingent rights and responsibilities, differences between accounting and fiscal figures, and commitments of credits assigned to clients and workers.

#### Short and long-term reclassification

For general balance sheet purposes, current assets or liabilities are those with recovery or payment terms not exceeding 12 months. Those exceeding this time are included in the general balance sheet in the noncurrent line.

## **Cash flow statements**

Prepared according to the indirect method. Cash and cash equivalents included in the cash flow consolidated statements correspond to available cash and current investments.

## New accounting pronouncements

#### Convergence to International Financial Information Norms

According to Law 1314 of 2009 and Regulatory Decrees 2706 and 74 of December 2012, the Company is required to start the convergence process related to accounting principles generally accepted in Colombia to International Financial Information Norms (NIIF or IFRS), as issued by the International Accounting Standards Board. Considering that such conversion is complex and will have significant effects on the companies, the Technical Public Accountants Council classified the companies into 3 groups for such transition.

The Company belongs to Group 1, whose transition period starts January 1 of 2014; the first comparative financial statements under NIIF will be issued on December 31 of 2015.

On February 28 of 2013, the Company submitted the NIIF implementation plan to the Superintendence of Public Household Utilities, approved by the Board of Directors on February 21 of 2013, according to Resolution N° SSPD 20131300002405 of February 2013, regulating information requirements in order to apply Decree 784 of 2012.

The submitted NIIF implementation plan includes activities associated to the mandatory preparation phase and preparation of the opening financial statements, to be carried out between January 1 of 2013 and December 31 of 2014.

According to Resolution N° SSPD 20141300033795 of July 30 of 2014, establishing information requirements for public utilities companies classified in groups 1 and 3, on August 29 of 2014 the Company submitted to the Superintendence of Public Household Utilities the opening financial situation statement, the equity conciliation, and the January 1 of 2014 disclosures and policies.

As of August 31 of 2014, the Company has carried out the following activities: creation of the project's leader team, definition and assignment of project resources, diagnosis of relevant effects caused by the implementation process, analysis of implementation scenarios. A training and communications plan is being carried out; policies are being defined and adjustments made to information systems. During the remainder of 2014 and during 2015, internal work teams will continue reviewing the effects and internal communications and training plans will be carried out. The IT systems and internal norms and control will be concluded and the opening balance audited.

According to Law 1314 of 2009 and Regulatory Decrees 2706 and 74 of December 2012, the Company is required to start the convergence process related to accounting principles generally accepted in Colombia to International Financial Information Norms (NIIF or IFRS), as issued by the International Accounting Standards Board. Considering that such conversion is complex and will have a significant effect on the companies, the Technical Public Accountants Council classified the companies into 3 groups for such transition.

## 1. Assets and liabilities in foreign currency

Existing basic norms in Colombia allow for free negotiation of foreign currency through banks and other financial institutions, at free exchange rates. However, most transactions in foreign currency require complying with certain legal requirements.

Summary of assets and liabilities in foreign currency:

	As of August 31, 2014								
		(in EUR)	(in	US dollars)		(Thousand pesos )			
Cash and cash equivalents	\$	1,857	\$	3,652	\$	11,700			
Advance payments		153,032		4,184,252		8,619,545			
Accounts Payable (Note 15)	•	(8,739)	\$	(1,162,289)	¢	(2,248,624)			
	φ	146,150	φ	3,025,615	Þ	6,382,621			
		As c	of De	cember 31, 20	13				
						(Thousand			
		(in EUR)	(in	US dollars)		pesos )			
Cash and cash equivalents	\$	3,583	\$	19,529	\$	47,166			
Advance payments		327,893		4,937,902		10,380,279			
Accounts Payable (Note 15)		(66,193)		(478,775)		(1,094,640)			
Net active position	\$	265,283	\$	4,478,656	\$	9,332,805			

		As		August 31, 201 Not audited)	3	
						Thousand pesos)
		(in EUR)	(il	n US dollars)		• •
Cash and cash equivalents	\$	4,675	\$	6,245	\$	24,019
Advance payments		324,193		2,451,907		5,484,038
Accounts Payable (Note 15)		(1,644)		(62,408)		(120,516 <u>)</u>
Net active position	\$	327,224	\$	2,395,744	\$	5,387,541
. Cash and cash equivalents	Aug	ust 31, 2014 [	Dece	ember 31, 2013	Au	gust 31, 2013
					(1	Not audited)
National banks-savings <i>(1)</i> National banks-checking <i>(1)</i> Fixed income liquidity administration	\$	339,376,689 7,294,966	\$	274,904,327 6,272,402	\$	224,892,176 83,463,753
investments (2)		587,450,440		556,063,199		212,626,621
Cash		41,454		23,938		20,573
	\$	934,163,549	\$	837,263,866	\$	521,003,123

(1) The \$590,000,000 bond issuance was made on May 16, 2014, used to finance the El Quimbo project for \$480,000,000, payment of A509 bond maturities for \$92,200,000 in July, and \$17,800,000 to working capital.

On August 31, 2014, the balance of the El Quimbo financing resources for \$554,888,703 is distributed as follows: \$92,061,743 readily available and \$462,826,960 in short-term investments (CDT's).

(2) Following is the balance of fixed income liquidity administration investments:

	0	ıst 31 14		ber 31 13	August 31 2013				
	Average		Average		(Not a Average	udited)			
	interest rate Value		interest rate	Value	0				
		\$		\$					
CDT	4,17%	580,826,959	4,17%	548,945,661	4,20%	\$212,472,057			
Trusts	3,40%	6,623,481	2,70%	7,117,538	3,44%	154,564			
		\$		\$					
		587,450,440		556,063,199		\$212,626,621			

There are \$262,478,900 in CDT's longer than 90 days.

2.

#### 3. Debtors, net

	A	August 31 2014		cember 31 2013	A	August 31 2013
					(N	lot audited)
Energy service clients (1) Advance payments made (2) Other debtors (3) Loans to employees (4) Tax advance payments and positive balances	\$	285,704,336 134,138,136 9,497,203 16,069,627 5,783,548	\$	172,720,523 137,903,540 33,208,324 16,935,668 5,783,057	\$	182,066,139 154,701,358 8,114,059 16,043,283 5,783,057
Deposits delivered		412,927		564,166		231,858
Minus debtors reserve (5)		451,605,777 (3,257,531) 448,348,246		367,115,278 (3,029,914) 364,085,364		366,939,754 (3,133,891) 363,805,863
Minus noncurrent portion	\$	(11,970,531) 436,377,715	\$	(12,902,293) 351,183,071	\$	(12,053,150) 351,752,713

- (1) The change results mainly from a greater portfolio, for \$12,216,971, of the clients EPM S.A E.S.P; \$4,620,185 Electrificadora del Meta; \$4,414,076 Compañía Energética de Occidente; \$4,356,826 Compañía Energética del Tolima and \$4,076,890 Empresa de Energía de Pereira, part of the wholesale market with outstanding debts. Additionally, there is a greater estimate of energy sales pending invoicing for \$81,165,465.
- (2) Advance payments made correspond to:
- a. Advance payments for the Quimbo project, as follows::

	August 31 2014		D	ecember 31 2013	A	August 31 2013
					(N	ot audited)
Work:						
Consorcio Impregilo – OHL	\$	69,212,446	\$	68,460,509	\$	80,993,227
Consorcio Obras Quimbo		23,161,374		35,884,704		36,548,851
Other		12,769,829		192,960		28,975
Ingetec		41,832		2,942,202		3,026,026
Proyecont Ltda.		_		2,001,259		2,001,259
		105,185,481		109,481,634		122,598,338
Land properties		5,502,841		3,618,903		3,723,939
Equipment:						
Alstom Colombia S.A.		2,728,474		4,378,157		5,257,714
Schader Camargo Ingenieros		955,774		3,475,469		3,833,910
Alstom Brasil Energía y Transporte		1,099,299		1,158,137		1,272,278
		4,783,547		9,011,763		10,363,902
Other		6,078,545		2,020,109		7,764,050
Trip expenses		5,498		3,024		3,388

El Quimbo total

#### **\$ 121,555,912 \$** 124,135,433 **\$** 144,453,617

b. Advance payments for the purchase of goods and services:

	August 31 2014		De	ecember 31 2013	A	ugust 31 2013
					(Na	ot audited)
Hitachi de Venezuela	\$	5,727,203	\$	5,727,203	\$	_
Alstom Colombia S.A.		2,033,268		3,927,252		3,927,252
Consorcio TC-20		1,067,629		_		_
Dyprotec Power S.A.S		1,924,000		_		_
AndrizHydroLtda		455,382		1,175,160		1,576,228
Ansaldo Energía		387,744		823,449		823,449
Vansolix S.A en restructuración		679,000		792,167		856,833
Siemens S.A		136,856		717,585		1,372,852
Other		171,142		605,291		1,691,127
		12,582,224		13,768,107		10,247,741
Total advance payments	\$	134,138,136	\$	137,903,540	\$	154,701,358

(3) Other debtors: the change as of August 31 of 2014 corresponds to:

- a. The Ministry of Finances AR on account of payments made by the Company as a result of decisions against Betania under processes existing on the shares' purchase agreement date for \$2,174,945.
- b. In June 2014, the Ministry of Mines and Energy and the Ministry of Finances and Public Credit paid the obligation to the Company for \$28,024,267, corresponding to indemnification and interests resulting from the ruling made on account of lack of transparency in the Betania negotiation process
- (4) Loans to employees for housing, education, vehicles, training, electrical appliances, among others, are included in the quality of life policies and in the companies' collective workers labor agreement. These loans are interest-free, except for the housing loan for the integral system, with a 4.75% rate and 0% effective annual for employees covered by the collective workers labor agreement, respectively.

### (5) Following is the debtors' reserve:

	A	August 31 2014	De	ecember 31 2013	August 31 2013			
					(λ	(Not audited)		
Initial balance	\$	(3,029,914)	\$	(3,428,355)	\$	(3,428,355)		
Reserve recovery		303,769		451,185		391,530		
Write-offs		540,945		110,893		_		
Reserve adjustment-income statement		(1,072,331)		(163,637)		(97,066)		
Final balance	\$	(3,257,531)	\$	(3,029,914)	\$	(3,133,891)		

The debtors reserve balance is the following: a) the reserve for client debts older than 360 days as of August 31 of 2014 for \$1,596,430, b) other AR reserves as of August 31 of 2014 for \$1,608,015 and c) the reserve for the loan to former employees as of August 31, 2014 for \$53,086.

As of August 31 of 2014 the Company has the following guaranties for energy payments:

	Number of guaran	-			
Security	tees	Value			
		Fiduciaria Colpatria - Flores de la			
Trust certificate	1	Sabana	\$ 19		
Bank guaranties	1	Energía Social de la Costa	1,025,000		
		Empresa de Energía del Casanare S.A			
Bank guaranties	2	ESP	6,797,113		
Insurance policy	1	Dyprotec Power S.A.S	1,924,000		
Banker's		Empresas Públicas de Medellín S.A.	Open, with no agreed		
acceptance	1	ESP	value		
			Open, with no agreed		
Trust certificate	2	Emcali	value		
Assignment of	_		Open, with no agreed		
economic rights	1	Vatia S.A. E.S.P.	value		
			Open, with no agreed		
Bank guaranties	1	Electrificadora del Huila S.A.	value		
	1		Open, with no agreed		
Bank guaranties	1	Electrificadora del Meta S.A.	value		
Douls an anotica	1	En antalina C A E C D	Open, with no agreed		
Bank guaranties	1	Enertolima S.A.E.S.P.	value		
Promissory note	1	Acme Leon Plástico	Open, with no agreed value		

Promissory note	1	A Chiesen	Open, with no agreed
Promissory note	1	Aes Chivor	value Open, with no agreed
Promissory note	1	Americana de Energía S.A. Central Hidroeléctrica de Caldas	value Open, with no agreed
Promissory note	1	Chec	value Open, with no agreed
Promissory note	1	Central Termoeléctrica el Morro S.A. Centrales Eléctricas del Norte de	value Open, with no agreed
Promissory note	3	Santander S.A	value Open, with no agreed
Promissory note	12	Codensa S.A. Esp. Compañía Energética de Occidente	value Open, with no agreed
	2	S.A.S	value
Promissory note	1	Concentrados Cresta Roja S.A.	Open, with no agreed value
Promissory note	1	Edeq	Open, with no agreed value
Promissory note	3	Electrificadora De Santander S.A E.S.P.	Open, with no agreed value
Promissory note	7	Electrificadora Del Caribe S.A. E.S.P.	Open, with no agreed value
Promissory note	4	Electrificadora Del Huila S.A.	Open, with no agreed value
Promissory note			Open, with no agreed
Promissory note	6	Electrificadora Del Meta S.A. Empresa de Acueducto,	value Open, with no agreed
Promissory note	1	Alcantarillado y Aseo de Madrid	value Open, with no agreed
Promissory note	2	Empresa de Energía de Boyacá	value Open, with no agreed
Promissory note	5	Empresa de Energía de Cundinamarca	value Open, with no agreed
Promissory note	2	Empresa de Energía de Pacifico S.A.	Open, with no agreed value
·	2	Empresa de Energia de Pereira S.A	value
Promissory note	1	Empresa de Energía de Tuluá	Open, with no agreed value
Promissory note	4	Empresas Públicas de Medellín SA E.S.P.	Open, with no agreed value
Promissory note	1	Enerca S.A E.S.P.	Open, with no agreed value
Promissory note	1	Energía Social de la Costa	Open, with no agreed value
	1	Life Bu Sooial de la Cobia	vulue

Promissory note			Open, with no agreed
	4	Enertolima S.A.E.S.P	value
Promissory note			Open, with no agreed
	1	Epsa S.A. ES.P.	value
Promissory note			Open, with no agreed
	1	Flores de la Sabana	value
Promissory note			Open, with no agreed
	1	Fundación Hospitalaria San Carlos	value
Promissory note			Open, with no agreed
	1	Ideplas S.A.	value
Promissory note		Productora de Concentrados	Open, with no agreed
	1	Campeón	value
Promissory note			Open, with no agreed
	1	Riplay	value
Promissory note			Open, with no agreed
	2	Viatia S.A. E.S.P	value

### 4. Related companies

Transactions with related companies, defined this way upon having a common shareholder and/or administration, at general market prices and conditions.

Following are accounts receivable and payable by related companies:

	Aug	ust 31, 2014	Decem	ber 31, 2013		<b>just 31, 2013</b> lot audited)
Accounts Receivable					(/)	
Codensa S.A. E.S.P. (1)	\$	70,075,988	\$	46,295,272	\$	53,382,367
Empresa de Energía de Cundinamarca S.A.	Ŧ		Ψ	10,200,272	Ψ	00,002,001
E.S.P.		2,124,134		3,434,638		2,753,141
Sociedad Portuaria Central Cartagena S.A.		1,243,472		1,116,574		1,296,755
Empresa de Energía de Bogotá S.A. E.S.P.		286,814		813,395		122,032
		73,730,408		51,659,879		57,554,295
Noncurrent portion, Sociedad Portuaria		-,,		- ,,		,
Central Cartagena		(1,165,945)		(1,116,574)		(1,090,784)
	\$	72,564,463		50,543,305	\$	56,463,511
Accounts Payable:		· · ·				<u> </u>
Empresa de Energía de Bogotá S.A. E.S.P.						
(2)	\$	279,051,012	\$	101,045,411	\$	251,320,401
Endesa Chile (2)		145,530,060		52,643,983	•	209,437,468
Enersis (2)		117,011,288		42,327,614		· · · –
Codensa S.A. E.S.P. (3)		42,911,129		8,366,542		8,519,305
Fundación Endesa Colombia		621,796		368,000		-
Empresa de Energía de Cundinamarca S.A.						
E.S.P.		503,070		400,083		492,527
Enel Ingeniera e Innovazione		205,469		413,929		10,442
Sociedad Portuaria Central Cartagena S.A.		139,652		48,252		262,624
EnelEnergyEurope SL		26,599		_		-
ICT Servicios Informáticos		-		_		31,075
Inversiones Sudamerica Ltda.		-		_		168,395,092

- (1) As of August 31, 2014, corresponds to energy invoices due in September for \$34,451,632, energy estimates for \$35,544,174 and others for \$80,182.
- (2) Balances correspond mainly to unpaid declared dividends for the previous year.
- (3) As of August 31, 2014, corresponds to the energy advance payment for \$34,451,632, the August toll estimate for \$8,157,953, and other aspects for \$301,544.

Following is the effect on the results of transactions with related companies, shareholders, and the Board of Directors:

Company	Issue	August 31 2014		December 31 2013		1	August 31 2013	
Devenues						(Not audited)		
<b>Revenues:</b> Codensa S.A. E.S.P. EEC S.A. E.S.P. Empresa de Energía de	Energy sales Energy sales	\$	243,690,977 7,365,452	\$	587,400,323 34,501,232	\$	386,004,082 23,490,467	
Bogotá Codensa S.A. E.S.P. Sociedad Portuaria	Operation services Technical services Operation and		562,466 262,499		894,930 384,945		193,728 256,097	
Central Cartagena EnelIngeniera e Ricerca S.P.A	interests Exchange difference		119,920 838		181,309		120,797	
S.F.A Emgesa Panamá	Exchange difference		-		- 229		_ 229	
EnelEnergyEurope	Exchange difference	\$	 252,002,152	\$	4,780	\$	4,731 410,070,131	
Costs and expenses:								
Codensa S.A. E.S.P. EEC S.A. E.S.P. Codensa S.A. E.S.P. Sociedad Portuaria	Transportation of energy Tolls Financial expenses Management and	\$	(63,114,302) (2,433,970) (392,678)	\$	(90,672,395) (3,333,887) (1,070,799)	\$	(59,878,003) (2,343,630) (721,632)	
Central Cartagena Codensa S.A. E.S.P Enel Ingeniera e Ricerca S.P.A	operation Energy and lighting		(367,584) (289,356)		(540,883) (533,823)		(360,589) (383,208)	
S.P.A EnelEnergyEurope Junta Directiva Enel Ingeniera e Ricerca	Innovation projects' expenses IT services Fees Exchange		(205,468) (151,653) (151,445)		(920,257) (156,708) (202,482)		_ (155,925) (130,903)	
S.P.A Codensa S.A. E.S.P	difference Other Exchange		(6,038) (3,669)		_ (152,114)		_ (11,074)	
EnelEnergyEurope Empresa de Energía de	difference Technical		(1,860)		(3,800)		(3,684)	
Bogotá	maintenance	\$	 (67,118,023)	\$	(639,227) (98,226,375)	\$	(63,988,648)	
Net effect on income		\$	184,884,129	\$	525,141,373	\$	346,081,483	

#### 5. Permanent investments, net

Following is the balance of equity investments accounted using the cost method:

	Participation		August 31 2014	I	December 31 2013	August 31 2013		
••••						(	Not audited)	
Majority participation: Sociedad Central								
Cartagena S.A. (a)	94.95%	\$	230,064	\$	207,371	\$	246,138	
Emgesa Panamá S.A. (b)	100.00%		16,391		621		4,004	
<b>C</b> ( )	-		246,455		207,992		250,142	
Participación minoritaria: Electrificadora del Caribe			·				,	
S.A. ESP.	0.22%		8,324,408		8324,408		8,324,408	
Termocartagena S.A. ESP. (now Vista Capital S.A. en							, ,	
liquidación)	0.00%		56		56		56	
. ,	-		8,324,464		8,324,464		8,324,464	
	-	\$	8,570,919	\$	8,532,456	\$	8,574,606	

- a) The value of the investment in Sociedad Portuaria Central Cartagena S.A. from applying the equity participation method generated profits of \$22,691 as of August 2014.
- b) The value of the investment in Emgesa Panamá from application of the equity participation method came down \$11,008 in August 2014 compared to \$7,241 the previous year. It also generated a \$1,812 exchange difference as of August 2014 and an increase as of August 2013 of \$1,672.

Valuations and devaluations entered from investments are:

	Number of	-	A		sha as of	0	s of August A	0
Company	shares	Class		cost	31	, 2014	31, 2014	31, 2013
Electrificadora del Caribe S.A. E.S.P. Termocartagena S.A. E.S.P. (ahora Vista	109,353,39	94Ordinary	\$	8,324,408	\$	43,33	\$ (3,586,126)	\$ (3,832,171)
Capital S.A. En Liquidación)	22	Ordinary		56		-	\$ (56) (3,586,182)	\$ (56)

Following is the financial information of investments in subordinated companies:

Sociedad Portuaria Central Cartagena S.A.ESP:

	A	ugust 31 2014	Dee	cember 31 2013	A	ugust 31 2013
					(N	ot audited)
Assets	\$	1,595,884	\$	1,511,644	\$	1,668,735
Liabilities		1,353,586		1,297,557		1,409,507
Equity		242,298		214,087		259,228
Net year losses/profits		28,211		39,090		84,231

Emgesa Panamá S.A.

		August 31 2014		December 31 2013				August 31 2013			
	(US	dollars)	•	ousand esos)	(US	dollars)	(Thousand pesos)	(US	dollars)	<u>۱</u>	ousand esos)
Assets Liabilities Equity Net year losses/profits	\$	11,160 2,343 8,817 (4,837)	\$	21,412 4,495 16,917 (9,181)		1,053 1,399 (346) 5,760	\$2,029 2,690 (667) (11,134	6	2,257 898 1,359 (4,055)	\$	4,368 1,738 2,630 (7,713)

Company investments have no restrictions or liens and there is no valuation with financial statements of the title or documents since there is no difference between the date of such financial statements from the issuer and the investor.

As of August 31, the company has no investments that will be redeemed during the following 5 years.

#### 6. Inventories net

	A	August 31 2014		December 31 2013		August 31 2013
					(1	Not audited)
Inventory of other fuels Warehouses-spare parts (1) Coal inventory	\$	29,209,216 13,634,428 13,235,653	\$	29,503,141 12,997,654 16,591,844	\$	19,406,308 21,929,188 8,853,103
		56,079,297		59,092,639		50,188,599
Minus inventory reserve		<u>(674,052)</u> 55,405,245		(856,007) 58,236,632		(237,365) 49,951,234
Minus current portion		(42,444,869)		(46,094,985)	-	(28,259,411)
	\$	12,960,376	\$	12,141,647	\$	21,691,823

(1) Corresponds mainly to spare parts to be used for plant repairs and/or maintenance according to the maintenance plans defined by the Administration. In 2013, the production area identified elements that due to their characteristics should be part of fixed assets, as buffer inventory, for \$9,358,498. In 2014, such spare parts are directly entered

#### as properties, plant, and equipment.

#### Following are the inventory reserves:

	August 31 2014		December 31 2013		August 31 2013	
					(N	lot audited)
Initial balance	\$	(856,007)	\$	(237,365)	\$	(237,365)
Recuperation		181,955		237,365		_
Reserve		_		(856,007)		_
Ending balance	\$	(674,052)	\$	(856,007)	\$	(237,365)

#### 7. Properties , plant , and equipment , net

Following are the properties, plant, and equipment values:

		August 31, 2014 Accumulated	
	 Cost	depreciation	Net value
Plants, ducts, and tunnels (1)	\$ 7,205,546,080	\$ (2,752,552,285)	\$ 4,452,993,795
Land (2)	249,690,991	-	249,690,991
Ongoing constructions (3)	1,683,336,405	-	1,683,336,405
Constructions and buildings	79,778,029	(30,284,732)	49,493,297
Machinery and equipment	35,193,358	(24,314,243)	10,879,115
Communications and computer			6,563,313
equipment	31,005,370	(24,442,057)	
Furniture, furnishings, and office			5,744,465
equipment	12,340,558	(6,596,093)	
Transportation equipment, traction	6,440,156	(4,510,142)	1,930,014
Machinery, plant, and equipment under	, ,	-	941,054
assembly	941,054		
Grids, lines, and cables	544,970	(544,970)	-
	\$ 9,304,816,971	\$ (2,843,244,522)	\$ 6,461,572,449

(1) With the support of Consultores Unidos, the Company started reviewing its fixed assets structure in December 2013 in order to open its systems in specific assets and update the remaining service life. As a result of this, in March 2014 fixed assets were opened in the SIE 2000A AM module, recalculating depreciation from January 2014 on.

- (2) Includes land purchases during 2014 for the El Quimbo project for \$7,627,413 and its financial expenses for \$8,423,781.
- (3) Includes additions and suppressions for the El Quimbo project construction in 2014 for \$414,581,161, its financial expenses for \$53,277,492, Central Termozipa for \$13,924,780, Salaco project for \$21,996,041, Central Cartagena for \$3,736,172, Pagua for \$1,084,751, Central Guavio for \$2,250,282 and other stations for \$7,977,847.

	December 31, 2013 Accumulated							
		Cost	depreciation		Net value			
Plants, ducts, and tunnels	\$	7,165,690,239	\$ (2,665,092,003)	\$	4,500,598,236			
Land		233,639,793	-		233,639,793			
Ongoing constructions		1,209,450,894	-		1,209,450,894			
Constructions and buildings		76,134,756	(28,520,323)		47,614,433			
Machinery and equipment		34,107,068	(23,286,045)		10,821,023			
Communications and computer equipment		30,489,013	(23,378,520)		7,110,493			
Furniture, furnishings, and office equipment		11,874,110	(5,890,110)		5,984,000			
Transportation, traction, and lifting equipment		7,033,149	(4,796,300)		2,236,849			
Machinery, plant, and equipment being assembled		1,395,231	-		1,395,231			
Grids, lines, and cables		544,970	(544,970)		_			
	\$	8,770,359,223	\$ (2,751,508,271)	\$	6,018,850,952			

		August 31, 2013 Accumulated	
	 Cost	depreciation	Net value
Plants, ducts, and tunnels	\$ 7,099,686,942	\$ (2,620,738,026)	\$ 4,478,948,916
Land	224,375,428	-	224,375,428
Ongoing constructions	1,026,773,054	-	1,026,773,054
Constructions and buildings	75,597,412	(27,453,803)	48,143,609
Machinery and equipment	38,370,767	(24,370,848)	13,999,919
Communications and computer	29,563,967	(22,806,423)	6,757,544
equipment			
Furniture, furnishings, and office	10,853,247	(5,560,626)	5,292,621
equipment			
Transportation, traction, and lifting	6,938,907	(4,445,838)	2,493,069
equipment			
Machinery, plant, and equipment being	2,214,125	-	2,214,125
assembled			
Grids, lines, and cables	544,970	(544,970)	_
	\$ 8,514,918,819	\$ (2,705,920,534)	\$ 5,808,998,285

#### 8. Expenses paid in advance, net

	A	August 31 2014		ecember 31 2013	August 31 2013		
					(	Not audited)	
Insurance (1)	\$	2,793,114	\$	13,032,167	\$	2,248,858	
Other expenses paid in advance		894,876		117,746		505,356	
Total	\$	3,687,990	\$	13,149,913	\$	2,754,214	

(1) On December 31 of 2013 the all-risk policy with Delima Marsh was obtained, lost revenues with Mapfre for \$14,455,530 with a 1-year coverage. The policy will be renewed December 31, 2014.

#### 9. Deferred charges, net

	August 31 2014		De	ecember 31 2013	August 31 2013	
					(	Not audited)
Other deferred charges (1)	\$	98,866,582	\$	79,066,468	\$	68,854,743
Studies and projects (2)		53,046,906		50,977,253		47,634,374
Financial expenses and commissions		405,771		317,489		292,828
Accumulated inflation adjustments		68,602		68,602		68,602
Total	\$	152,387,861	\$	130,429,812	\$	116,850,547

(1) Mainly correspond to the following:

- (a) As of August 31, 2014, includes net financial expenses associated to the El Quimbo project for \$100,693,419 and valuation of forwards established for the project for \$736,543. Also, forward for the Salaco project for \$266,849.
- (b) Quimbo project: legal stability premium amortization (contract executed between the Ministry of Mines and Energy and the Company on December 20, 2010) and legal stability premium for \$2,894,327. Impregillo and Proyecont for (\$21,329,695), exchange differences for \$5,139,136, bank expenses for \$3,827,560, Proyecont write-off for \$2,491,357, relocation costs for \$1,986,226, other expenses for \$1,437,155.
- (c) Other charges for minor projects for \$723,701.
- (2) Corresponds to deferred assets on account of studies and projects for the Cartagena plants \$6,930,045, alternative energy \$3,647,914, Guaicaramo \$9,287,674, Sumapáz \$6,361,887, Guatiquia \$1,458,382, Oporapa \$1,286,131, Campohermoso \$1,055,280, and other projects in minor plants for \$1,495,857, which will start amortization upon being commissioned.

Projects and studies include insurance policies for the Quimbo project for \$11,045,647, costs related to obtaining bonds for the project for \$7,593,741, minor maintenance and

other expenses for \$2,134,187.

#### 10. Intangibles, Net

	August 31 2014		December 31 2013			August 31 2013
					(Not audited)	
Water use rights in Chingaza (1)	\$	65,364,594	\$	65,364,594	\$	65,364,594
Software (2)		11,614,492		9,998,891		9,889,857
Licenses (3)		8,545,697		9,641,547		7,191,096
Quimbo legal stability premium (4)		9,616,602		_		-
Concessions and franchises		663,060		663,060		663,060
Other intangibles		95,804,445		85,668,092		83,108,606
		(33,797,162)		(29,071,856)		(27,836,134)
Minus accumulated amortization	\$	62,007,283	\$	56,596,236	\$	55,272,472

 Emgesa S.A. E.S.P. recognized as intangible those payments made to secure the use of the greater flow of useful water coming from the Chingaza and Río Blanco projects. Amortized using the straight line method during 50 years.

- (2) Includes mainly the SIE system for \$3,594,391; Olimpo software for \$1,533,387; commercial information system for \$1,912,932.
- (3) Includes mainly SAP ISU for \$4,309.825; fuels system \$ 523,595; Microsoft licenses \$227,265, Oracle \$370,297, and surveillance system \$321,857.
- (4) Recognition of the legal stability premium for the Quimbo project as a right.

#### **11. Other assets**

	August 31 2014		De	cember 31 2013	August 31 2013	
					(λ	lot audited)
Mercantil Huila trust (1)	\$	2,509,182	\$	2,448,770	\$	2,422,631
Garzón administration trust (1)		878,311		857,761		1,060,633
Muña administration trust (2)		438,632		759,040		58,743
Paicol administration trust (1)		692,055		647,070		640,347
Tominé administration trust (2)		67,322		630,340		1,164,268
Gigante administration trust (1)		490,570		546,627		939,311
Agrado administration trust (1)		115,807		489,444		910,597
Alta Mira administration trust (1)		374,829		135,664		126,215
Tesalia administration trust (1)		57,190		55,886		229,545
Tominé administration trust (2)		2,194,118		_		_
Work and improvements to third-party						
properties		4,198		15,393		20,990
	\$	7,822,214	\$	6,585,995	\$	7,573,280

(1) The purpose of trusts created a behalf of several Huila municipalities for \$5,117,944 is managing resources to be provided by trustee (the Company) in order to meet the purpose of the trust agreement, especially commitments generated by the Round Tables in development of the El Quimbo project. Consequently, resource additions and suppressions are managed by the Company.

Contractual terms are one year, renewable for similar periods unless the parties agree on their liquidation. This will happen once the Company has met economic commitments agreed with the municipalities and the governor's office.

The payment process features the following:

- A project committee has been created, responsible for approving investment initiatives.
- Once the investment initiative has been approved, Quimbo Supplies will develop the contracting process.
- El Quimbo project will manage the value of resources that will be transferred to each trust sub-account (created in the name of the beneficiary municipalities and the Huila governor's office), according to the payment schedule for approved projects.

El Quimbo project will approve payments to contractors according to corporate guidelines.

(2) Payment and administration trusts created for the Muña and Tominé reservoirs' recuperation work, with funds from Acueducto de Bogotá, Empresa de Energía de Bogotá, and Emgesa S.A. E.S.P. Every month, the Company adjusts the trust values based on monthly statements received. In April 2014, a new trust was created with Fiduciaria Corficolombiana, payments amounting to \$2,200,000.

#### **12.** Valuations

	August 31 2014	December 31 2013	August 31 2013
			(Not audited)
Properties, plant, and equipment:			
Plants, ducts, and tunnels	\$ 2,145,448,114	\$ 2,145,209,190	\$ 2,145,764,678
Land	10,024,519	10,024,519	10,024,519
Constructions and buildings	7,664,982	7,664,982	7,748,360
Transportation, traction, and lifting			
equipment	240,478	307,909	364,940
Communications and computer			
equipment	151,431	151,431	151,431
Furniture, furnishings, and office	,		
equipment	1,027,434	1,027,434	1,027,434
Machinery and equipment	4,568,334	4,568,334	4,571,661
1	2,169,125,292	2,168,953,799	2,169,653,023
Investment valuation	(3,586,182)	(3,728,341)	(3,832,227)

Valu	ations
v aru	anons

According to Regulatory Decree 2649 of 1993, the Company should make a technical appraisal of its properties, plant, and equipment every 3 years as a minimum, recording the resulting valuations and/or devaluations. The most recent appraisal of fixed assets at commercial value was made Q3 2012 by Consultores Unidos. In 2014, valuations were adjusted based on fixed asset write-offs.

Valuation (devaluation) in investments corresponds to adjustments made to the intrinsic value of the shares the Company has in Electrificadora del Caribe S.A, E.S.P. and Termocartagena S.A. E.S.P. (now Vista Capital S.A. En Liquidación) for \$3,586,182 (see Note 6).

Type of assets	August 31, 2014	December 31, 2013	Valuation adjustment
Plants, ducts, and tunnels	\$ 2,145,448,114	\$ 2,145,209,190	\$ (238,924)
Land	10,024,519	10,024,519	_
Constructions and buildings	7,664,982	7,664,982	_
Transportation equipment	240,478	307,909	67,431
Communications and computer equipment	151,431	151,431	_
Furniture, furnishings, and office equipment	1,027,434	1,027,434	-
Machinery and equipment	4,568,334	4,568,334	_
	2,169,125,292	2,168,953,799	(171,493)
Permanent investments in other	, , ,		
companies (Note 6)	(3,586,182)	(3,728,341)	(142,159)
-	\$ 2,165,539,110	\$ 2,165,225,458	\$ (313,652)

Following is the balance of valuations, devaluations, or reserves made during the period:

The change in valuations results from fixed asset write-offs made in 2014, for \$313,652.

# **13. Financial obligations**

	August 31 2014	December 31 2013	August 31 2013
			(Not audited)
Ordinary bonds and outstanding			
commercial papers. (3)	\$ 3,335,100,000	\$ 2,886,760,000	\$ 2,321,760,000
Bank loans in local currency (1)	305,000,000	305,000,000	305,000,000
Internal debt interests and bonds	81,309,735	99,008,813	75,036,214
Subtotal	3,721,409,735	3,290,768,813	2,701,796,214
Minus current portion (2)	(331,309,735)	(240,668,813)	(216,696,214)

Long-term financial obligations

### **\$ 3,390,100,000 \$** 3,050,100,000 **\$** 2,485,100,000

(1) Corresponds to:

Description	Yield	Maturity date	Ассон	inting value
Banco CorpBanca BBVA Colombia	IBR + 3,70% N,T,A, IBR + 3,55% N,M,V	December 19, 2023 December 19, 2023	\$	80,000,00 225,000,00
			\$	305,000,00

The Club Deal existing with Bancolombia for \$91,045,000, AV Villas for \$28,955,000, and BBVA Colombia for \$185,000,000 was paid in advance in December 2013, refinancing it with new peso credits with BBVA Colombia and Banco Corpbanca for \$225,000,000 and \$80,000,000, respectively. The new credits have a 10-year term, with capital amortization in 15 semiannual installments from December 19 of 2016. Credits accrue interests at IBR + 3.55%MV for BBVA Colombia and IBR +3.70%TA for Corpbanca.

(2) Internal debt interests and bonds:

	 August 31 2014	D	ecember 31 2013	1	August 31 2013
				(Л	lot audited)
Ordinary current outstanding bonds	\$ 250,000,000	\$	141,660,000	\$	141,660,000
Interests on bonds	76,680,608		98,316,804		65,159,638
Interests on bank loans	 4,629,127		692,009		9,876,576
Subtotal interests	\$ 331,309,735	\$	240,668,813	\$	216,696,214

(3) The Company has 6 current bond issuances in the local market as of August 31 of 2014, one in the international market, as follows:

### Bond issuances in the local EMGESA market

#### 3rd bond issuance, local market

With Resolution 650 of July 30 of 2004, the Colombian Financial Superintendence ordered registering in the National Securities and Issuers Registry the 3rd EMGESA ordinary bond issuance, for \$250,000,000, authorizing is public offering.

	\$250,000,000 in a single sub-series (A10), in 2 lots:
Total value placed	1st lot: February 23, 2005, for \$210,000,000
	2nd lot: February 23, 2006, for \$40,000,000
Balance as of August 31, 2014	\$250,000,000
Bond face value	\$1,000

Issuance term	Sub-series A10: 10 years
Amortization:	On maturity
Issuance date:	February 23, 2005
Maturity date:	February 23, 2015
2nd lot bond placement premium (1)	\$6,927,200
Issuance administrator	Deceval S.A.
Coupon rate:	IPC + 5,04 % E.A.
Rating	AAA (Triple A)
	Appointed by Duff&Phelps de Colombia S,A, S,C,V, (today Fitch Ratings Colombia S.A. S.C.V.).

(1) The 2nd lot bond placement premium corresponds to the greater value received from placement of ordinary bonds as a consequence of the rate differential existing between the coupon rate and the bonds' placement yield rate in the 2nd lot. As a result of this, the Company received \$6,927,200 in 2006, of which as of August 31 of 2014 \$6,603,499 have been amortized, \$323,701 pending amortization. This value is being amortized in 107 months, equivalent to the 2nd lot bonds' term from placement until maturity.

#### EMGESA ordinary bonds issuance and placement program in the local market

The Company has a bonds' issuance and placement program that allows for successive issuances of such securities under the global quota authorized and available and during its term. As of August 31 of 2014, EMGESA had offered and placed 6 bond issuances (also called "tranches" according to the program terminology) against the program, which existed on the above date. All bond issuances made under the EMGESA program are rated AAA (Triple A) by Fitch Ratings Colombia S.C.V. and are dematerialized under the Deceval S.A. administration.

Following are the general financial conditions of the EMGESA bonds issuance and placement program the local market:

Type of security	Ordinary bonds
Initial approval from the Financial Superintendence	Resolution No, 1235 of July 18, 2006
Global quota initially approved	\$700,000,000
Initial placement term	Until July 27 of 2009
Approval to the first quota expansion and extension to the placement time:	Resolution 0833 of June 16, 2009
First increase to the authorized global quota:	In \$1,200,000,000 additional
First extension to the placement time	Until June 26, 2012
Approval to the 2nd placement time extension:	Resolution 1004 of June 29, 2012
2nd placement time extension	Until July 18, 2015

Approval to the placement quota's 2nd extension:Resolution 0398 of March 12, 20142nd increase to the authorized global quota:In \$850,000,000 additionalTotal global quota authorized as of August 31, 2014: $$2,750,000,000$ Value issued under the program as of August 31, 2014: $$2,490,000,000$ AdministrationDeceval S.A.The Company has issued 6 tranches under the program, as follows: $$170,000,000$ Ist tranche: $$170,000,000$ Total value placed\$170,000,000Bond face value\$10,000Bond face value\$10,000Issuance term10 yearsIssuance date:February 20, 2007Maturity date:February 20, 2017Coupon rateIPC + 5,15% E.A.2nd tranche (1):\$265,000,000 as follows: Sub-series B10: 160,060,000Sub-series A5: 5 years sub-series B15: 15 yearsIssuance term\$10,000Sub-series B15: 15 yearsIssuance term\$10,000Sub-series A5: 5 years sub-series B15: 15 yearsIssuance term\$10,000Sub-series B15: 15 rebrary 11, 2014Sub-series B15: 15 years </th <th></th> <th></th>			
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Issuance date:February 11, 2009, for all sub-seriesSub-series A 5: February 11, 2014Sub-series B10: February 11, 2019Maturity date:Sub-series B15: February 11, 2024Sub-series A 5: DTF T,A, + 1,47%Sub-series B10: IPC + 5,78% E.A.Sub-series B15: IPC + 6,09% E.A.Coupon rate		Sub-series B10: 10 years	
Sub-series A 5: February 11, 2014 Sub-series B10: February 11, 2019 Maturity date: Sub-series B15: February 11, 2024 Sub-series A 5: DTF T,A, + 1,47% Sub-series B10: IPC + 5,78% E.A. Sub-series B15: IPC + 6,09% E.A. Coupon rate	Issuance term	Sub-series B15: 15 years	
Sub-series B10: February 11, 2019Maturity date:Sub-series B15: February 11, 2024Sub-series A 5: DTF T,A, + 1,47%Sub-series B10: IPC + 5,78% E.A.Sub-series B15: IPC + 6,09% E.A.Coupon rate	Issuance date:	February 11, 2009, for all sub-series	
Maturity date:Sub-series B15: February 11, 2024Sub-series A 5: DTF T,A, + 1,47%Sub-series B10: IPC + 5,78% E.A.Sub-series B15: IPC + 6,09% E.A.Coupon rate		Sub-series A 5: February 11, 2014	
Sub-series A 5: DTF T,A, + 1,47% Sub-series B10: IPC + 5,78% E.A. Sub-series B15: IPC + 6,09% E.A. Coupon rate		Sub-series B10: February 11, 2019	
Sub-series B10: IPC + 5,78% E.A. Sub-series B15: IPC + 6,09% E.A. Coupon rate	Maturity date:	Sub-series B15: February 11, 2024	
Sub-series B15: IPC + 6,09% E.A. Coupon rate		Sub-series A 5: DTF T,A, + 1,47%	
Coupon rate		Sub-series B10: IPC + 5,78% E.A.	
-		Sub-series B15: IPC + 6,09% E.A.	
The Sub-series A5 bonds' maturity payment was made February 11 of 2014 for \$49.440.000	Coupon rate		
The Sub-series AS bonds maturity payment was made rebrary 11 of 2014 for \$47,440,000.	The Sub-series A5 bonds' maturity page	yment was made February 11 of 2014 for \$49,440,000.	

3rd tranche: (1)	
Total value placed	\$400,000,000, as follows:
	Sub-series E5: \$92,220,000
	Sub-series B9: \$218,200,000
	Sub-series B12: \$89,580,000
Current balance as of August 31, 2014	\$307,780,000
Bond face value	\$10,000
Issuance term	Sub-series E5: 5 years
	Sub-series B9: 9 years
	Sub-series B12: 12 years
Issuance date	July 2 of 2009 for all sub-series
Maturity date	Sub-series E5: July 2, 2014
	Sub-series B9: July 2, 2018
	Sub-series B12: July 2, 2021
Coupon rate	Sub-series B-9: IPC + 5,90% E.A.
	Sub-series B-12: IPC + 6,10% E.A.
	Sub-series E-5: fixed rate 9,27% E.A.

The Sub-series E5 bonds' maturity payment was made July 2 of 2014 for \$92,220,000.

*4th tranche:* Total value placed \$500,000,000, as follows: Sub-series B10: \$300,000,000 Sub-series B15: \$200,000,000 Balance as of August 31, 2014 \$500,00,000 Bond face value \$10,000 Issuance term Sub-series B10: 10 years Sub-series B15: 15 years Issuance date December 13, 2012 Sub-series B10: December 13, 2022 Maturity date Sub-series B15: December 13, 2027 Coupon rate Sub-series B-10: IPC + 3,52% E.A. Sub-series B-15: IPC + 3,64% E.A. 5th tranche: Total value placed \$565,000,000, as follows: Sub-series B6: \$201,970,000 Sub-series B12: \$363,030,000 Balance as of August 31, 2014 \$565,000,000 Bond face value \$10,000

Issuance term Issuance date Maturity date Coupon rate	Sub-series B6: 6 years Sub-series B12: 12 years 11 de septiembre de 2013 Sub-series B6: September 11, 2019 Sub-series B12: September 11, 2025 Sub-series B-6: IPC + 4,25% E.A. Sub-series B-12: IPC + 5,00% E.A.
6th tranche:	
Total value placed	\$590,000,000, as follows: Sub–series B6: \$241,070,000 Sub–series B10: \$186,430,000 Sub–series B16: \$162,500,000
Balance as of August 31, 2014	\$590,000,000
Bond face value	\$10,000
Issuance term	Sub–series B6: 6 years Sub–series B10: 10 years Sub–series B16: 16 years
Issuance date	16 de mayo de 2014
Maturity date	Sub–series B6: May 16, 2020 Sub–series B12: May 16, 2024 Sub–series B12: May 16, 2030
Coupon rate	Sub-series B-6: IPC + 3,42% E.A. Sub-series B-12: IPC + 3,83% E.A. Sub-series B-12: IPC + 4,15% E.A.

The Company has a current bond issuance in the international market as follows:

### International global bonds in pesos

In January 20, 2011, the Company placed its first bond issuance in the international capital market for \$736,760,000, with a 10-year term. Bonds issued by the Company, denominated in pesos and payable in dollars, have a fixed coupon rate of 8.75%.

According to the Offering Memorandum, the Company pays the necessary interests so that, once tax withholdings have been made (today 14% according to article 408 of the Tax Code), the bond holder will receive 8.75%, i.e. the interest rate before the 14% deduction is 10.1744%.

The operation is part of the El Quimbo financial structure and allowed obtaining prefinancing resources for project needs for 2011 and part of 2012 and refinancing other financial obligations.

Registration form	144 A/ Reg S
Total peso issuance value	\$736,760,000
Use of funds	Financing of new projects such as El Quimbo and refinancing of other financial obligations, in addition to other general Company needs.
Face value	\$5,000 each bond
Term	10 years, amortized upon maturity.
Interest payment frequency	Annual
Day count	365/365
Issuance administrator, payment agent	The Bank of New York Mellon
Calculation and transfer agent	
Yield	8,75% E,A,
International rating	BBB (stable) by Fitch Ratings and Standard & Poor's

Description	Yield	Placement date	Maturity date	Accounting value	
	Sub–series B10:				
	IPC+5,15%			\$	
1st tranche	E,A,	February 20, 2007	February 20, 2017	170,000,000	
	Sub-series				
	B10:				
	IPC+5,78%				
2nd tranche	E,A,	February 11, 2009	February 11, 2019	160,060,000	
	Sub-series				
	B15:				
	IPC+6,09%				
2nd tranche	E,A,	February 11, 2009	February 11, 2024	55,500,000	
	Sub–series B9	:			
	IPC+5,90%				
3rd tranche	E,A,	July 2, 2009	July 2, 2018	218,200,000	
	Sub-series				
	B12:				
	IPC+6,10%				
3rd tranche	E,A,	July 2, 2009	July 2, 2021	89,580,000	
	Sub–series B10:		December 13,		~
h tranche		,December 13, 2012	2022	300,000,00	0
_	Sub–series B15:		December 13,		_
h tranche	IPC+3,64% E,A	,December 13, 2012	2027	200,000,00	0

Following is the summary of bonds issued and bank loans as of August 31, 2014:

	Sub–series B6:		September 11,	
5th tranche	IPC+4,25% E,A,	September 11, 2013	2019	201,970,000
	Sub-series B12:		September 11,	
5th tranche	IPC+5,00% E,A,	September 11, 2013	2025	363,030,000
	Sub-series B6:			
6th tranche	IPC+3,42% E,A,	May 16, 2014	May 16, 2020	241,070,000
6th tranche	Sub-series B10:			
	IPC+3,83% E,A,	May 16, 2014	May 16, 2024	186,430,000
6th tranche	Sub-series B16:	-		
	IPC+4,15% E,A,	May 16, 2014	May 16, 2030	162,500,000
Global bond in pesos in				
form 144–A/ Reg S	8,75% E,A,(1)	January 25, 2011	January 25, 2021	736,760,000
			December 19,	
Loans with local banks	IBR + 3,66%:	December 19, 2013	2023	305,000,000
Noncurrent bonds and				\$
loans				3,390,100,000
	Sub-series A10:			\$
3rd issuance first lot	IPC+5,04% E,A,	February 23, 2005	February 23, 2015	210,000,000
	Sub-series A10:	-		
3rd issuance 2nd lot	IPC+5,04% E,A,	February 23, 2006	February 23, 2015	40,000,000
Bonds and credits,				\$
current				250,000,000

Following are installments of bonds and loans in national currency payable during the following years:

Year	August 31, 2014	Item
2016	20,333,331	Local bank loans
2017	40,666,667	Local bank loans
2017	170,000,000	Local bonds issued
2018	40,666,667	Local bank loans
2018	218,200,000	Local bonds issued
2019	40,666,667	Local bank loans
2019	362,030,000	Local bonds issued
2020	40,666,667	Local bank loans
2020	241,070,000	Local bonds issued
2021	40,666,667	Local bank loans
2021	89,580,000	Local bonds issued
		International bond
2021	736,760,000	issued
2022	40,666,667	Local bank loans
2022	300,000,000	Local bonds issued

2023	40,666,667	Local bank loans
2024	241,930,000	Local bonds issued
2025	363,030,000	Local bonds issued
2027	200,000,000	Local bonds issued
2030	162,500,000	Local bonds issued
	\$	Noncurrent portion
	3,390,100,000	
2015	\$ 250,000,000	Local bonds issued
	\$ 250,000,000	Current portion
2015	3,390,100,000 \$ 250,000,000	Local bonds issued

#### 14. Accounts payable

	August 31		December 31		August 31	
		2014	2013			2013
					(	(Not audited)
Suppliers and contractors in local						
currency	\$	76,833,120	\$	75,721,084	\$	83,422,955
Creditors		9,900,499		6,160,578		3,505,127
Suppliers, contractors, and creditors in		-,,		-,,		-,,
foreign currency		2,248,625		1,094,640		97,644
	\$	88,982,244	\$	82,976,302	\$	87,025,726
15. Labor obligations						
Bonuses (1)	\$	7,234,010	\$	8,844,715	\$	6,772,323
Vacation	Ŧ	3,419,905	Ŧ	3,037,918	Ŧ	2,794,731
Vacation bonuses						
		1,986,765		1,733,914		2,027,786
Severance		1,591,753		1,934,063		1,506,828
Service bonus		521,780		_		533,842
Severance interests		128,406		234,977		121,859
	\$	14,882,619	\$	15,785,587	\$	13,757,369

As of August 31 of 2014, the number of active Company employees was 568.

On September 21 of 2005, the Company signed the collective workers labor agreement with Energía de Colombia – SINTRAELECOL, benefiting unionized employees from January 1 of 2004 until December 31 and affecting unionized employees, partially amended with Minutes No. 1 of March 3 of 2011 for a 4-year term from January 1 of 2011. There were 326 unionized workers as of August 31 of 2014.

 The change in bonuses corresponds to the increase in the retirement bonus reserve for \$272,625, loyalty bonus for \$14,017, and reduction in the productivity bonus reserve for \$1,897,346.

### **16. Retirement pensions**

	August 31 2014		December 31 2013		A	August 31 2013
					(N	lot audited)
Retirement pensions and supplementary benefits' actuarial calculations Minus current portion	\$	71,234,748 (9,945,431)	\$	72,847,242 (9,869,800)	\$	74,425,335 (9,882,821)
Retirement pensions and supplementary benefits, noncurrent	\$	61,289,317	\$	62,977,442	\$	64,542,514
This is itemized as follows:						
Initial balance	\$	72,847,242	\$	74,425,335	\$	74,425,335
Financial cost		3,277,178		5,535,519		6,699,260
Payments		(5,909,826)		(9,659,722)		(6,699,260)
Actuarial loss		1,020,154		2,546,110		_
	\$	71,234,748	\$	72,847,242	\$	74,425,335
Number of retired employees Number of active employees entitled to		311		311		311
pension		2		2		2
		313		313		313

As of August 31 of 2014, AON (an external specialist) made an actuarial calculation resulting in a lower value of the pension liability of \$1,020,154

The calculation includes the effects of applying reduction rates consisting in the mortality table (before retirement and upon retirement), authorized by the Financial Superintendence through Decree 1555 of July 30, 2010 (mortality Table RV 2008); full and permanent disability, EISS.

As of December 31, 2013, the pension actuarial liability is fully amortized. The Company has no pension bonds and there are no relationships with insurance companies retained for pension payments or foreign funds or guaranties guaranteeing such payments.

The value of the obligation on account of pensions at the end of each year is established taking into account actuarial hypotheses, Colombian legal norms regarding pensions, and specific conditions applicable to each company regarding pensions and post-retirement benefits.

As of August 31 of 2014, financial hypotheses are a 7.13% annual discount rate and a pension increase rate of 3.0%.

## 17. Estimated liabilities and reserves

	August 31 2014		December 31 2013		August 31 2013
					(Not audited)
Reserve for costs and expenses Reserve for the purchase of fixed assets	\$	7,282,891	\$	21,558,245	\$ 5,483,413
(1) Reserve for the El Quimbo		89,736,394		43,510,348	37,687,829
environmental license (2)		33,308,627		44,625,839	35,205,510
Contingency reserve (Note 27)		1,697,662		2,716,149	1,771,465
Other reserves		299,100		299,100	317,689
		132,324,674		112,709,681	80,465,906
Minus noncurrent portion		(11,185,014)		(3,121,237)	(11,411,823)
	\$	121,139,660	\$	109,588,444	\$ 69,054,083

- Reserves for the purchase of assets correspond mainly to the Quimbo project for \$87,346,457 and \$966 of the December 2013 reserves balance of the 1 and 2 Termozipa cooling towers' rehabilitation project, pending legalization due to operational tests.
- (2) Corresponds to obligations not yet entered and included in the Quimbo project environmental license, as well as the 1% of the total investment in the project according to the paragraph of article 43 of Law 99 of 1993 and Law 1450 of 1993. In August 2014, the value was updated with the net present value at a 6.14% rate.

### 18. Taxes, liens, and rates

The income tax reserve is calculated at the official rate of 34% in 2013 and 2014 (comprised of the 25% income tax and the 9% CREE equity tax), using the accrual method and established based on net income (i.e., commercial profits with fiscal adjustments), in order to properly correspond the year's fiscal revenues with their costs and fiscal deductions, recorded using the estimated liability value.

According to Law 633 of 2000, public utility companies are not subject to the presumptive income system. The tax years of 2012 and 2013 are open to review by the tax authorities. Following are taxes, liens, and rates:

	A	August 31 2014		December 31 2013		August 31 2013
					(	(Not audited)
Income tax	\$	127,835,825	\$	118,847,852	\$	31,322,689
Current equity tax		24,606,987		49,213,976		49,213,976
Other		19,990,172		18,035,208		18,783,878
	\$	172,432,984	\$	186,097,036	\$	99,320,543

Following is the noncurrent equity tax:

Noncurrent equity tax	\$	- \$	-	\$	24,606,988
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In 2011, the Company decided to use the alternative system of accounting as a lower value of the equity revaluation account the equity tax and the surcharge for \$196,855,905. The outstanding portion as of August 31 of 2014 and December 31 of 2013 is \$24,606,988 and \$49,213,976, respectively.

Liabilities corresponding to the income tax are net of early tax payments, as follows:

	August 31 2014		December 31 2013			August 31 2013
					(	Not audited)
Current income tax Advance payments on withholdings, self-withholdings, and other tax	\$	337,577,544	\$	392,436,518	\$	269,513,654
deductions (1)		(62,068,508)		(87,295,222)		(51,897,521)
Advance payment on income		(147,673,211)		(186,293,444)		(186,293,444)
	\$	127,835,825	\$	118,847,852	\$	31,322,689

(1) Includes the VAT applicable to imported capital goods, considered a tax deduction in article 258-2 of the Tax Code.

The income tax expense is the following:

	A	August 31 2014		December 31 2013		August 31 2013
					(1	Not audited)
Current income	\$	240,738,049	\$	279,441,176	\$	192,832,788
Current CREE		96,839,495		112,995,342		76,680,866
Assets deferred tax		1,145,929		(5,759,690)		(4,918,546)
Credits deferred tax		(8,353,097)		8,353,097		_
	\$	330,370,376	\$	395,029,925	\$	264,595,108

Following are the main conciliation entries between profits before taxes and taxable net income, which explain the difference between the 34% rate for companies and the effective rate on profits of 3161%, as of August 31, 2013, of 31.22% as of December 31, 2013 and 31.47% as of August 31, 2014:

# Equity conciliation:

	August 31 2014		D	December 31 2013				August 31 2013
						(Not audited)		
Profits before income tax Effect of temporary differences on account	\$	1,049,680,640	\$	1,265,171,034	\$	836,973,878		
of reserves		(1,055,375)		8,889,287		2,608,743		
Not deductible expenses		4,875,885		22,825,141		21,967,894		
Depreciation-fiscal inflation adjustment		(3,139,020)		(4,836,476)		(3,189,255)		
Untaxed revenues		25,100,301		(37,163,178)		(6,351,640)		
Deduction of productive real fixed assets				(407 400 400)		(00 740 500)		
and science and technology		(112,514,750)		(137,192,163)		(80,749,530)		
Net taxable income for income tax purposes Deduction of productive real fixed assets		962,947,681		1,117,693,645		771,260,090		
and science and technology		112,514,750		137,192,163		80,749,530		
Donations		621,796		618,000		-		
Science and technology amortization		(89,830)		-		-		
Taxable net income for CREE		1,075,994,397		1,255,503,808		852,009,620		
Taxable net income for income tax purposes Applicable rate		962,947,681 25%		1,117,693,645 25%		771,260,090 25%		
Current income tax		240,736,920		279,423,411		192,815,023		
Occasional gains		11,276		177,652		177,652		
Applicable rate		10%		10%		10%		
Tax on occasional gains		1,128		17,765		17,765		
Current income tax and occasional gains		240,738,048		279,441,176		192,832,788		
Deferred tax		(7,207,168)		2,593,407		(4,918,546)		
Taxable net income for CREE		1,075,994,397		1,255,503,800		852,009,620		
Applicable rate		9%		9%		9%		
Equity income tax CREE		96,839,496		112,995,342		76,680,866		
Income tax	\$	330,370,376	\$	395,029,925	\$	264,595,108		

#### a) Equity conciliation

	August 31		D	December 31		August 31
	2014			2013		2013
						(Not audited)
Accounting equity	\$	5,655,699,537	\$	5,806,218,543	\$	5,509,051,628
2006 fiscal inflation adjustment		185,241,645		188,427,125		190,144,704
Estimated liabilities and reserves		22,907,923		27,455,715		19,856,541
Deferred tax, debit		(72,846,936)		(74,856,655)		(74,015,511)
Other non-fiscal assets		13,554,160		(10,535,449)		16,186,520
Deferred tax, credit		-		8,353,097		_
Valuations		(2,165,539,110)		(2,165,225,458)		(2,165,820,796)
Fiscal equity	\$	3,639,017,219	\$	3,779,836,918	\$	3,495,403,085

b) Following is a description of deferred debit taxes as of August 31 of 2013:

2006 fiscal inflation adjustment	\$ 61,192,698 \$	62,278,627 \$	62,862,036
Buffer inventory depreciation	456,674	-	_
Costs and expenses reserve	2,662,542	3,479,232	1,966,359
Labor obligations reserve	2,796,203	3,307,336	2,681,397
Tocancipa valuation tax	1,069,399	1,069,399	1,069,399
Accounts receivable reserve	170,455	61,479	82,117
Industry and trade reserve	26,093	35,134	12,651
Forward valuation	-	5,271)	_
Quimbo investments reserve	 4,472,873	4,630,719	5,341,552
	\$ 72,846,937 \$	74,856,655 \$	74,015,511

c) Following are assets on account of deferred credit tax as of December 31:

	August 31 2014	l	1000 1000 1000 1000 1000 1000 1000 100	August 31 2013
				(Not audited)
Deferred credit tax revenue, favorable ruling (Note 27)	\$	_	\$ 8,353,097	\$

Law 1607 of 2012 increased the income tax rate from the 2013 tax year on from 33% to 25% and created the 8% CREE equity tax applicable to each year 's taxable profits. However, this same law temporarily established that the CREE tax will be 9% for 2013, 2014, and 2015, 8% from 2016 on.

This circumstance affected the EMGESA deferred tax value, as follows:

Deferred debit tax:

-	Income tax			CREE	CREE
2006 fiscal inflation adjustments	\$	185,241,645	\$	6,295,518	\$ 178,946,128
Estimated liabilities		19,778,506		19,778,507	-
Buffer inventory depreciation		1,343,158		1,343,158	-
Quimbo investment reserve		13,554,158		-	13,554,160
-		219,917,471		27,417,183	192,500,288
		25%		9%	8%
-		54,979,368	\$	2,467,546	\$ 15,400,023
Deferred debit tax as of August 31, 2014	\$	72,846,937			

There was no deferred credit tax as of August 31, 2014.

### Industry and trade tax

This tax is calculated according to article 7 of Law 56 of 1981, based on the plant's installed generation capacity in municipalities where generation stations are located.

The Company is required to pay the industry and trade tax according to Law 14 of 1993 in

Bogotá, 0.966% on operational revenues, 1.104% on other nonoperational revenues, and 15% on account of "avisos y tableros". In other municipalities in which the Company is responsible for the income and trade tax, such tax is paid according to each municipality's rates.

# **Environmental contribution**

According to Law 99 of 1993, the Company is required to make transfers for basic sanitation and environmental improvement projects to municipalities and regional autonomous corporations, equivalent to 6% of its own-generation energy gross sales in hydraulic plants and 4% for steam plants, according to the rate provided by the Regulatory Energy and Gas Commission for block sales. The environmental contributions for August 31 of 2014 and December 2013 were 36,125,494 and \$48,471,300, respectively.

# Equity tax

Law 1370 of December 2009 created a new equity tax for the tax year of 2011: 2.4% for taxpayers with fiscal equities greater than \$3,000,000 and lower than \$5,000,000, 4,8% for taxpayers with equities equal to or greater than \$5,000,000.

Subsequently, Decree 4825 of December 2010 created a 25% equity tax surcharge for taxpayers with equities equal to or greater than \$3,000,000.

This tax applied to equity as of January 1 of 2011, payment having to be made in 8 equal installments between 2011 and 2014.

# Transfer prices.

For income tax purposes, taxpayers performing activities with economic related parties or related parties abroad are required to establish their ordinary and extraordinary revenues, their costs and deductions, and their assets and liabilities, considering for this profit prices and margins used in comparable operations between non-economically related parties. Independent advisors will update the transfer prices study in order to demonstrate that operations with economic related parties abroad were made at market prices during 2014. For this, the Company will submit an informative statement and will have available such study by mid September 2015. Any default could result in sanctions and in higher income taxes. However, the Administration and its advisers have analyzed the contracts in 2014 and have concluded that no adjustments will be made to the 2014 income tax.

# Legal stability contract

Following are the main aspects of the legal stability contract executed between the Nation (Ministry of Mines and Energy) and Emgesa S.A E.S.P., formalized on December 20, 2010:

Object: the Company undertakes to build the El Quimbo hydroelectric station (see Note 1).

Investment value and terms: the Company will make investments for \$1,922,578. A \$583,184 million budget increase was approved during the first half of the year, involving amending the contract and the premium that has to be paid under the stability contract.

Key norms object of legal stability (favorable):

- a. Income rate (33%), exclusion of the presumptive income calculation and special deductions from investments in scientific developments and in the environment, among others.
- b. Allows ensuring the stability of the special deduction on account of investments made in real productive fixed assets (30%), eliminated in January 1 of 2011.

Parties' obligations:

a. Company obligations:

Comply with the investment plan value for the El Quimbo project construction and commissioning.

Pay the \$9,612,891 legal stability premium (deposited on December 23 of 2010) (Note 9). The contract premium adjustment will be paid by December 2013, according to the increase in the budget approved by the Board of Directors.

Pay taxes on time.

Hire an independent auditor to review and certify compliance with commitments assumed under the contract, for which the Company hired a specialist who issued his opinion with no exceptions on March 26 of 2014. The Company Administration considers that the same opinion will result from the audit to be made regarding compliance with the 2014 obligations, Information Confidentiality.

#### b. Nation obligations:

During 20 years, guarantee the stability of norms included in the contract (favorable) for the El Quimbo project.

### 16. Other liabilities

	August 31 2014		December 31 2013		August 31 2013	
Forward operations (Note 28) Collections in favor of third parties	\$	1,003,392	\$	851,268 818,614	(N \$	ot audited) 608,251 –
-	\$	1,003,392	\$	1,669,882	\$	608,251

## 19. Equity

### Capital

The authorized capital is comprised of 286,762,927 shares with a face value of \$4,400 each. The subscribed and paid capital is represented by 127,961,561 ordinary shares and 20,952,601 preferential shares, for a total of 148,914,162 shares with a \$4,400 face value, as follows:

2014 shareholding composition:

	•	shares with g rights		itial shares oting rights	Shareholding composition		
	(%)		(%)		(%)		
	Participa-	Number of	Participa-	Number of	Participa-	Number of	
	tion	shares	tion	shares	tion	shares	
Empresa de							
Energía de							
Bogotá S.A.							
E.S.P.	43.57%	55,758,250	100.00%	20,952,601	51.51%	76,710,851	
Empresa Nacional							
de Electricidad							
S.A.	31.27%	40,019,173	0.00%	_	26.87%	40,019,173	
Enersis S.A.	25.15%	32,176,823	0.00%	_	21.61%	32,176,823	
Other minority							
shareholders	0.01%	7,315	0.00%	_	0.01%	7,315	
	100.00%	127,961,561	100.00%	20,952,601	100.00%	148,914,162	

### Capital

As of December 31, 2013, Enersis S.A. registered before DECEVAL S.A. as an Emgesa S.A. E.S.P. shareholder, holding 21.607631247% of the Company outstanding shares.

Of the Empresa de Energía de Bogotá S.A. E.S.P. shares, 20,952,601 correspond to shares with no voting rights with a preferential dividend of US\$0.1107 per share.

### **Equity revaluation**

Equity revaluation cannot be distributed as profits, however capitalized.

### Legal reserve

According to the Colombian legislation, the Company is required to transfer minimum 10% of the year profits to a legal reserve, until reaching 50% of the subscribed and paid capital. This reserve is not available for distribution but can be used to offset losses.

### Income tax

According to the current legislation, foreign investments entitle their holder to remit abroad, in freely convertible currency, both net profits generated periodically according to each year's

balance sheets and invested capital and capital gains. Dividends of shareholders not living in Colombia are subject to a 0% income tax rate in the nontaxable portion, 33% in the taxable portion, as of December 31 of 2013 and 2012.

#### Share placement premium

This is the greater value paid by the shareholder on the shares' face value.

#### **Payment of dividends**

In Minutes No. 88, the March 26 of 2014 General Shareholders Assembly ordered distributing dividends for \$870,141,109 against the 2013 net profits. The entire preferential dividend, for \$4,589,339, was paid in June 2014. Ordinary dividends were paid in June 2013 for \$328,640,103; the rest will be paid November 26 of 2014.

In Minutes No. 86, the March 20 of 2013 General Shareholders Assembly ordered distributing dividends for \$783,529,388 against the 2012 net profits. The entire preferential dividend was paid in June 2014. Ordinary dividends were paid in 2013 for \$587,647,041; the rest was paid on January 23 of 2014 for \$195,882,347.

#### 20. Memorandum accounts

	August 31 2014		December 31 2013			August 31 2013
Debtors:					(	(Not audited)
Contingent rights	\$	775,484,904	\$	858,788,997	\$	726,905,670
Control	-	60,374,462	-	134,848,245	-	179,157,733
Creditors:		835,859,366		993,637,242		906,063,403
Fiscal		2,103,415,276		2,173,859,021		2,179,476,394
Contingent responsibilities (1)		613,173,247		613,449,743		570,107,872
Creditor memorandum accounts		2,716,588,523		2,787,308,764		2,749,584,266
	\$	3,552,447,889	\$	3,780,946,006	\$	3,655,647,669

(1) Contingent responsibilities as of August 31 of 2014 consist mainly of legal, civil, and labor contingencies for \$192,852,541, contractual guaranties for \$248,886,959, and other contingencies for \$171,433,745.

#### 21. Operational revenues

	8-m	8-month period from January 1 to August 31				ear ending ecember 31		
		2014 2013				2013		
			(	Not audited)				
Block sales (1)	\$	701,749,662	\$	772,860,777	\$	1,170,782,471		
Sales to non-regulated clients (trading)		525,490,149		461,904,941		702,008,472		
Pool sales, generator		581,884,972		376,654,906		521,186,784		
Other services		1,642,187		1,898,936		3,450,114		
	\$	1,810,766,970	\$	1,613,319,560	\$	2,397,427,841		

Total revenues from the sales to Codensa S.A. E.S.P. represent 13.46%, \$243,690,977 and 16.10% \$386,004,082 as of August 31, 2014 and 2013, respectively, of operational revenues.

#### 22. Cost of sales

	8-month period from January 1 to August 31					Year ending December 31		
		2014		2013		2013		
			(1	lot audited)				
Energy purchases and related costs (1)	\$	388,138,598	\$`	382,855,890	\$	587,721,594		
Depreciation		92,329,104		96,170,658		143,933,032		
Use of indirect supplies (2)		70,142,596		99,470,714		131,795,118		
Transfers, Law 99 of 1993		47,561,958		43,435,311		64,135,697		
Other generation costs (3)		28,933,432		24,519,200		47,354,708		
Personnel costs (4)		29,311,617		34,051,560		38,161,544		
Insurance		10,511,005		9,382,945		14,460,105		
General		3,352,280		2,555,385		5,127,443		
Amortization of deferred entries		-		-		2,539,268		
Amortization of intangibles		1,385,960		998,763		1,433,639		
Leases		2,110,012		1,674,609		1,179,620		
Public utilities		749,149		810,105		58,279		
	\$	674,525,711	\$	695,925,140	\$	1,037,900,047		

- (1) Corresponds mainly to pool purchases for \$184,351,693, tolls for \$158,134,401, and other costs for \$45,652,502.
- (2) Corresponds mainly to coal used, for \$42,347,649, fuel oil \$26,996,896, and other supplies for \$798,051.
- (3) Corresponds to maintenance costs for \$7,245,379, taxes \$6,426,544, cleaning, surveillance, and mess hall \$6,641,976, other operational costs \$8,619,533.
- (4) Includes the pension liability financial cost for \$3,277,178 and \$5,535,519, as of August 2014 and December 2013, respectively.

#### 23. Administration expenses

	8-month period from January 1 to August 31					Year ending December 31	
		2014		2013		2013	
			(N	ot audited)			
Salaries, wages, and bonuses	\$	6,417,675	\$	5,136,833	\$	8,332,791	
Financial tax		3,725,138		2,547,099		3,518,937	
Depreciation and amortization		3,059,967		2,644,886		4,265,590	
Other general services		2,448,629		2,203,902		3,495,188	
Other expenses (1)		1,182,086		1,040,613		2,280,367	
Social security payments		1,100,993		898,048		1,336,945	
Commissions, fees, and services		958,878		1,095,783		2,797,237	
Other personnel expenses		868,205		595,852		1,048,694	
Studies and projects		340,986		705,804		1,813,017	
Leases		_		· _		11,190	
	\$	20,102,557	\$	16,868,820	\$	28,899,956	

(1) Other expenses are represented by temps, for \$104,331, trip expenses \$117,250, administration of floors 3 and 4 \$81,846, corporate events \$154,037, and other administration expenses \$724,621.

#### 25. Other financial expenditures /revenues, net

	8-month period from January 1 to August 31					Year ending December 31	
		2014		2013		2013	
			(	Not audited)			
Financial revenues							
Interests on deposits	\$	7,390,508	\$	8,998,955	\$	15,831,557	
Interests (Ministry of Mines and Energy,							
Ministry of Finances and Public Credit)		3,145,941		_		11,463,637	
Exchange rate adjustments		2,000,507		2,343,860		2,791,785	
Other		347,034		379,059		482,081	
Late payment charges		66,639		179,232		231,656	
Financial revenues from accounts							
receivable and investments		20,578		91,584		95,314	
		12,971,207		11,992,690		30,896,030	
Financial expenses		(80,876,014)		(76,019,811)		(113,814,294)	
Interests		(2,453,516)		(792,023)		(1,123,760)	
Exchange rate adjustments		(1,119,416)		(1,403,858)		(2,164,667)	
Other (1)		(84,448,946)		(78,215,692)		(117,102,721)	
Financial expenditures, net	\$	(71,477,739)	\$	(66,223,002)	\$	(86,206,691)	

(1) Other financial expenses as of August 2014 and August 2013 correspond mainly to:

- Bond issuance commissions: \$612,500 and \$498,060, respectively.
- Financial discounts: \$ 392,678 and \$787,756, respectively.
- Other financial expenses: \$114,238 and \$118,042.

# 26. Miscellaneous revenues/expenditures, net

	8-m	onth period f to Aug	Year ending December 31			
		2014	<i></i>	2013	2013	
Other revenues:			(No	t audited)		
Accident indemnifications (1)	\$	2 565 964	¢	21 426	¢ 110.0	200
Income tax adjustment, previous years	φ	2,565,864 2,194,386	\$	31,436	\$ 112,6 10,3	
Recovery of monthly pension payments		1,453,787		_	10,0	543
Other recoveries		1,403,394		875,519	760,1	186
Previous years' adjustments		917,830		599,847	1,190,7	
Ash sales		492,624		539,955	1,179,3	
Decision favoring Emgesa		310,395			13,104,2	
Portfolio recovery		303,769		391,530	451,1	
Other extraordinary revenues		215,017		237,085	153,0	
Profits from the sale of properties, plant,				- ,	, -	
and equipment		181,081		625,857	605,7	758
Revenues from coal pile volume						
measurements		15,189		91	1,799,3	377
SSP contribution reimbursements		-		_	692,7	707
Recovery from outstanding invoices		-		_	160,2	282
Extraordinary from conciliating entries		-		_	97,5	583
Profits from the sale of inventories		-		-	237,3	365
Recovery of previous years' stamp tax		-		4,164,407	10,399,8	
		10,053,336		7,465,727	30,954,7	766
Other expenditures:						
Debtors reserve (2)		(1,072,331)		(97,066)	(163,6	
Actuarial loss (3)		(1,020,154)		_	(2,546,1	10)
Deferred tax, adjustments to previous		(000 700)				70)
years Contribution to the Endesa Foundation		(863,788)		(511,272)	(511,2)	
		(621,795)		_	(618,0	00)
Loss from coal pile volume measurements Expansion projects, previous years'		(440,735)		_		_
adjustments		(402,780)			(57.0	20)
Other previous years' adjustments		(402,780) (374,945)		_ (1,184,555)	(57,8) (1,491,3)	
Other expenditures		(241,647)		(1,184,555) (143,091)	(1,491,3	,
Legal contingencies		(11,262)		(143,091) (25,546)	(307,0 (718,6)	
Income tax, adjustment to previous years		(11,202)		(2,868,130)	(2,868,1	,
Loss in properties, plant, and equipment		_		(2,000,130)	(2,000,13	
Inventory reserve		_		(07,020)	(856,0	
				-	(000,0	5.)

Miscellaneous revenues, net	(5,049,437)	(4,867,183)	(10,235,552)
	\$ 5,003,899 \$	2,598,544 \$	20,719,214

- (1) Corresponds to the indemnification received by the Company, for USD \$1,350,000, on account of accidents occurring in the La Guaca hydroelectric station.
- (2) During 2014, the debtors reserve corresponds mainly to the Compensar client reserve in the litigation process for \$686,772 and other debtors reserve for \$385,558.
- (3) From the update made to the pension, education, and energy liability.

## 27. Forward operations

In order to hedge the effect of the profit/loss from exchange rate differences generated in the foreign currency active net monetary position, Emgesa S.A. E.S.P. established the following hedging contracts (forward non-delivery), evaluated at the August 31, 2014 and 2013 rates of exchange, on which the following financial revenues were recognized:

	8-m(	onth period fr Augu	Year ending December 31				
	2014 2013			2013	2013		
					(N	ot audited)	
All-risk and civil liability policy (1)	\$	_	\$	_	\$	15,503	
Fixed assets, Salaco project (2)		(266,849)		(125,420)		(337,037)	
Fixed assets, Quimbo project (2)		(736,543)		(482,831)		(529,734)	
	\$	(1,003,392)	\$	(608,251)	\$	(851,268)	

- (1) The forward corresponding to the insurance policy generated revenues against income.
- (2) Forwards created for the purchase of fixed assets associated to the El Quimbo project and to the Salaco project generated losses, entered to deferred charges.

Following are the forwards as of August 31, 2014:

Entity	Initial date	Ending date	Emotional rate	· ·	ousand JS\$)	· ·	ousand OL\$)	Va	luation
BNP PARIBAS BNP PARIBAS	04/07/2013 04/07/2013	02/06/2015 03/03/2015	2058.21 2038.34	\$	5,808 10,683	\$	11,954 21,776		(418) (794)
BNP PARIBAS	21/06/2013	23/04/2015	2077.89		13,894		28,870		(1,399)
BNP PARIBAS BNP PARIBAS	04/07/2013 04/07/2013	05/05/2015 03/02/2015	2054.84 2030.23		31,633 31,736		65,001 64,431		(2,387) (2,304)
JP MORGAN-CHASE BANK	25/09/2013	31/08/2015	2013.14		54,070		108,850		(435)
JP MORGAN-CHASE BANK JP MORGAN-CHASE BANK	24/06/2014 25/09/2013	23/09/2014 31/07/2015	1905.31 2008.07		57,230 62,959		109,041 126,426		1,122 (604)
BBVA COLOMBIA BNP PARIBAS	24/09/2013 04/07/2013	30/06/2015 02/12/2014	1999.35 2019.31		65,152 87,562		130,262 176.815		(556) (6,686)
BBVA COLOMBIA	24/09/2013	29/05/2015	1993.75		91,891		183,208		(906)
BNP PARIBAS BNP PARIBAS	27/06/2014 21/06/2013	22/11/2014 25/02/2015	1888.46 2062.94		96,722 99.769		182,656 205,817		4,904 (9,944)
BNP PARIBAS	04/07/2013	05/11/2014	1937.73		107,051		203,017		(326)
BANCO SANTANDER S.A. BBVA COLOMBIA	26/01/2011 24/09/2013	23/02/2015 30/04/2015	2149.37 1988.69		112,438 134,979		241,671 268,431		(20,731) (1,533)
BANCOLOMBIA S.A. BNP PARIBAS	21/07/2014 04/07/2013	22/11/2014 02/10/2014	887.03 2004.95		136,004 167,090		256,644 335,007		7,089 (13,004)

BBVA COLOMBIA	24/09/2013	31/03/2015	1983.47	171,928	341,014	(2,220)
BNP PARIBAS	31/07/2014	02/12/2014	1905.89	244,065	465,161	8,697
BNP PARIBAS	04/07/2013	31/12/2014	2025.02	253,989	514,333	(19,102)
BNP PARIBAS	04/07/2013	05/11/2014	2012.11	256,016	515,132	(19,660)
BNP PARIBAS	04/07/2013	02/07/2015	2064.33	273,068	563,702	(19,391)
BBVA COLOMBIA	24/09/2013	27/02/2015	1977.64	293,355	580,151	(4,397)
BNP PARIBAS	04/07/2013	02/10/2014	1922.42	331,042	636,402	1,435
BNP PARIBAS	27/06/2014	05/11/2014	1903.08	361,375	687,726	11,310
BANCO SANTANDER S.A.	18/07/2014	22/11/2014	1905.87	417,622	795,933	13,989
JP MORGAN-CHASE BANK	25/09/2013	28/11/2014	1965.77	429,736	844,762	(10,096)
BANCOLOMBIA S.A.	21/07/2014	22/11/2014	1887.03	438,596	827,644	22,860
JP MORGAN-CHASE BANK	25/09/2013	31/10/2014	1960.75	517,376	1,014,445	(13,386)
JP MORGAN-CHASE BANK	25/09/2013	30/01/2015	1976.14	531,432	1,050,184	(10,428)
JP MORGAN-CHASE BANK	25/09/2013	30/12/2014	1971.05	609,258	1,200,878	(13,200)
JP MORGAN-CHASE BANK	25/09/2013	30/09/2014	1954.87	680,573	1,330,432	(19,037)
BANCO SANTANDER S.A.	26/01/2011	22/10/2014	1911.84	745,249	1,424,797	14,324
BANCOLOMBIA S.A.	21/07/2014	22/11/2014	1887.03	962,602	1,816,459	50,172
BNP PARIBAS	21/06/2013	23/10/2014	2036.04	1,063,657	2,165,648	(110,503)
BNP PARIBAS	21/06/2013	24/12/2014	2050.93	1,129,520	2,316,566	(115,576)
JP MORGAN-CHASE BANK	21/05/2014	24/12/2014	1939.19	1,300,757	2,522,415	10,027
BANCOLOMBIA S.A.	24/06/2014	23/09/2014	2015.42	1,393,715	2,808,921	(125,602)
BANCO SANTANDER S.A.	26/01/2011	22/09/2014	2110.03	1,500,058	3,165,167	(276,625)
BANCO SANTANDER S.A.	26/01/2011	21/11/2014	2126.08	 1,781,006	3,786,561	(328,071)
				\$ 17,052,666	\$ 34,098,729	\$ (1,003,392)

Forwards as of December 31, 2013 are:

Entity	Initial date	Ending date	Emotional rate	(Thousand US\$)	(Thousand COL\$)	Valuation
BANCO DE BOGOTÁ S.A.	9/24/2013	1/31/2014	1909.94	997.04	1,904,294	22,843
BANCO DE BOGOTÁ S.A.	12/27/2013	3/31/2014	1975.05	422.42	834,308	(13,605)
BANCO SANTANDER S.A.	1/26/2011	7/18/2014	2093.97	417.62	874,488	(53,726)
BANCO SANTANDER S.A.	1/26/2011	9/19/2014	2110.03	1,781.01	3,757,975	(235,818)
BANCO SANTANDER S.A.	1/26/2011	11/20/2014	2126.08	1,781.01	3,786,560	(241,626)
BANCO SANTANDER S.A.	1/26/2011	2/20/2015	2149.37	112.44	241,671	(15,460)
BANCO SANTANDER S.A.	10/18/2013	4/16/2014	2074.89	745.25	1,546,311	(94,662)
BANCOLOMBIA	6/20/2013	2/21/2014	1980.96	1,393.72	2,760,894	(61,962)
BANCOLOMBIA	6/20/2013	4/21/2014	1992.45	136	270,981	(6,192)
BANCOLOMBIA	10/31/2013	1/31/2014	1955.87	432.9	846,692	(9,799)
BANCOLOMBIA	11/22/2013	1/20/2014	1974.48	617.91	1,220,051	(26,763)
BANCOLOMBIA	11/21/2013	1/20/2014	1974.56	81.63	161,187	(3,542)
BANCOLOMBIA	12/27/2013	3/3/2014	1954.73	278.95	545,278	(4,739)
BANCOLOMBIA	12/23/2013	3/21/2014	1982.14	1,061.84	2,104,708	(43,521)
BBVA COLOMBIA	9/24/2013	2/28/2014	1915.03	903.23	1,729,714	19,299
BBVA COLOMBIA	9/24/2013	5/30/2014	1930.15	1,061.86	2,049,547	23,216
BBVA COLOMBIA	9/24/2013	6/27/2014	1934.91	984	1,903,950	21,426
BBVA COLOMBIA	9/24/2013	2/27/2015	1977.64	293.36	580,151	7,603
BBVA COLOMBIA	9/24/2013	3/31/2015	1983.47	171.93	341,014	4,684
BBVA COLOMBIA	9/24/2013	4/30/2015	1988.69	134.98	268,431	3,874
BBVA COLOMBIA	9/24/2013	5/29/2015	1993.75	91.89	183,208	2,764
BBVA COLOMBIA	9/24/2013	6/30/2015	1999.35	65.15	130,262	2,057
BNP PARIBAS	6/21/2013	7/21/2014	2016.13	96.72	195,004	(4,946)
BNP PARIBAS	6/21/2013	10/21/2014	2036.04	1,063.66	2,165,648	(57,083)
BNP PARIBAS	6/21/2013	12/22/2014	2050.93	1,129.52	2,316,566	(63,488)
BNP PARIBAS	6/21/2013	2/23/2015	2062.94	99.77	205,817	(5,348)
BNP PARIBAS	6/21/2013	4/21/2015	2077.89	13.89	28,870	(762)
BNP PARIBAS	7/3/2013	1/31/2014	1954.62	675.94	1,321,208	(7,901)
BNP PARIBAS	7/4/2013	3/31/2014	1968.74	364.15	716,917	(9,174)
BNP PARIBAS	7/4/2013	4/30/2014	1974.16	346.76	684,550	(8,682)
BNP PARIBAS	7/4/2013	5/30/2014	1981.16	331.04	655,847	(8,866)
BNP PARIBAS	7/4/2013	6/27/2014	1986.98	144.54	287,198	(4,008)
BNP PARIBAS	7/4/2013	7/31/2014	1994.07	250.25	499,020	(7,163)
BNP PARIBAS	7/4/2013	8/29/2014	1999.26	187.05	373,966	(5,342)
BNP PARIBAS	7/4/2013	9/30/2014	2004.95	167.09	335,007	(4,750)

BNP PARIBAS	7/4/2013	10/31/2014	2012.11	256.02	515,132	(7,562)
BNP PARIBAS	7/4/2013	11/28/2014	2019.31	87.56	176,815	(2,733)
BNP PARIBAS	7/4/2013	12/29/2014	2025.02	253.99	514,333	(7,834)
BNP PARIBAS	7/4/2013	1/30/2015	2030.23	31.74	64,431	(911)
BNP PARIBAS	7/4/2013	2/27/2015	2038.34	10.68	21,776	(322)
BNP PARIBAS	7/4/2013	4/30/2015	2054.84	31.63	65,001	(1,009)
BNP PARIBAS	7/4/2013	5/29/2015	2058.21	5.81	11,954	(167)
BNP PARIBAS	7/4/2013	6/30/2015	2064.33	273.07	563,702	(7,511)
BNP PARIBAS	11/20/2013	1/15/2014	1927.5	6,786.11	13,080,217	15,503
BNP PARIBAS	12/27/2013	4/30/2014	1941.6	434.05	842,753	2,582
JP MORGAN-CHASE BANK	6/21/2013	5/21/2014	1992.39	1,523.27	3,034,946	(60,510)
JP MORGAN-CHASE BANK	6/21/2013	6/24/2014	2009.98	57.23	115,031	(2,919)
JP MORGAN-CHASE BANK	9/25/2013	3/31/2014	1924.05	1,058.34	2,036,301	18,872
JP MORGAN-CHASE BANK	9/25/2013	4/30/2014	1929.04	1,181.43	2,279,026	21,586
JP MORGAN-CHASE BANK	9/25/2013	7/31/2014	1944.41	856.81	1,665,994	15,885
JP MORGAN-CHASE BANK	9/25/2013	8/29/2014	1949.29	705.23	1,374,692	13,218
JP MORGAN-CHASE BANK	9/25/2013	9/30/2014	1954.87	680.57	1,330,432	1,2801
JP MORGAN-CHASE BANK	9/25/2013	10/31/2014	1960.75	517.38	1,014,445	9,683
JP MORGAN-CHASE BANK	9/25/2013	11/28/2014	1965.77	429.74	844,762	8,125
JP MORGAN-CHASE BANK	9/25/2013	12/30/2014	1971.05	609.26	1,200,878	12,010
JP MORGAN-CHASE BANK	9/25/2013	1/30/2015	1976.14	531.43	1,050,184	11,464
JP MORGAN-CHASE BANK	9/25/2013	7/31/2015	2008.07	62.96	126,426	1,905
JP MORGAN-CHASE BANK	9/25/2013	8/31/2015	2013.14	54.07	108,851	1,732
				\$ 35,601,30 \$	5 70,505,937 \$	(851,2

#### 29. Contingencies

As of August 31, 2014, following are the main litigations the Company is involved in, for which management, with the support of its external and internal counsel, considers that the result of suits corresponding to the non-reserved portion will be favorable to the Company and will not result in significant liabilities that should be accounted, otherwise not significantly affecting its financial position.

### **Environmental contingency**

Group action against Emgesa S.A. E.S.P., Empresa de Energía de Bogotá S.A. E.S.P., and CAR for alleged material and moral damages brought to the inhabitants of the municipality of Sibaté, both to their health and to the cost of the land, as a result of environmental problems caused by the quality of the Bogotá River water in the Muña reservoir. The initial claim was for COP \$3,000,000,000,000. This action is being handled together with another existing claim, on account of the same facts and involving a large number of defendants.

The 5th Administrative Bogotá Court is processing prior exceptions filed by some defendants, related to the non-applicability of the claim upon not meeting formal requirements, the plaintiff being improperly represented, the cause not being legitimate upon being passive, and the action having expired.

Management and the Company's external and internal counsel consider that this contingency is remote and that - in case of a negative ruling - the most critical scenario would involve paying USD 60,000,000 (COP \$115,117,200) (TRM 1USD=\$1,918,62).

## Industry and trade tax

The Colombian generation companies have been required by municipalities intending to tax EMGESA with the industry and trade tax, based on their revenues, failing to take into account application of the special system contained in Law 56 of 1981, according to which this tax should be calculated based on the plant's installed energy generation capacity.

The municipalities of Yaguará, Caloto, Puerto Tejada, Yumbo, Puerto Nare, and Guachené have made calculations for this tax for 1998 through 2011, for a cumulative value of \$77,320,000, of which \$67,208,000 correspond to lawsuits with the municipality of Yaguará.

Annulment and reestablishment of the right proceedings are currently underway before the Contentious Administrative Jurisdiction against such calculations. The Company CFO and the Administration Manager, together with their internal and external counsel and based on reiterated legal rulings, have concluded that such contingencies have a remote loss probability for the Yaguará case and a 40% probability for other lawsuits. In the latter case, it is expected that losses will be substantially lower considering that on August 29 a press release was issued, with which the Constitutional Court confirmed the applicability of a norm stating that the sale of energy is the purpose of the generation activity, so that - provided the energy sold has been generated by the seller - the ICA tax will only apply in the place in the generation plant is, according to Law 56 of 1981. The decision is not yet known, so that the probability of the loss is yet unknown.

# 2003 income tax

The process is based on the Company Administration not being aware of benefits resulting from applying the Paez Law. Tax authorities have considered that the Company cannot avail of such law regarding its total revenues. The process value is \$96,393,000.

The Company CFO and the Administration Manager, together with their internal and external counsel, consider that the 2003 income tax contingency is remote.

# **Consorcio Impregilo claim**

As of August 31 of 2014 there is a claim from Consorcio Impregilo OHL, in charge of the El Quimbo project civil works, arising from greater costs incurred by the contractor, to be transferred to EMGESA. As of the date of these financial statements, the Company is negotiating this issue with the contractor.

## **Other contingencies**

	Number of		Contingency	
Processes	processes	Rating	value	<b>Reserve value</b>
	35	Probable	\$ 1,707,336	\$ 1,697,662
	113	Eventual	39,710,505	_
	61	Remote	128,963,702	_
	209		170,381,543	1,697,662
Labor and contractor	23	Eventual	520,000	_
	10	Remote	21,951,000	_
	33	_	22,471,000	_
Total processes	242	_	\$ 192,852,543	\$ 1,697,662

As of August 31 of 2014, the values of claims under administrative, civil, labor and contractor litigations are the following:

As of August 31 of 2013, the values of claims under administrative, civil, labor and contractor litigations are the following:

	Number of		Contingency	
Processes	processes	Rating	value	<b>Reserve value</b>
	45	Probable	\$ 1,771,465	\$ 1,771,465
	139	Eventual	32,278,121	_
Administrative and civil	68	Remote	125,018,702	_
	252	-	159,068,288	1,771,465
	15	Eventual	554,889	_
	13	Remote	23,444,000	_
	28	_	23,998,889	_
Total processes	280	=	\$ 183,067,177	\$ 1,771,465

### 29. Commitments

# "Canoas" lifting station project

The inter-institutional agreement between Empresa de Acueducto y Alcantarillado de Bogotá E.S.P. and the Company was executed on December 5, 2011, whose purpose is joining efforts to ensure construction of the Canoas lifting station by means of economic contributions and operations offered by the Company.

This agreement is very important for those living in the Bogotá River basin inasmuch as it significantly contributes to financing the significant amount of work required to clean the Bogotá River; it will allow using the water resource for the supply of electrical power, this way ensuring the reliability of the electrical generation system and making the energy generation process and water quality optimization compatible.

The Company's contribution is \$84,048 million for the lifting station construction and close to \$7,000 million every year for its operation, administration, and maintenance.

Such resources will be paid once Corporación Autónoma Regional de Cundinamarca – CAR makes a pronouncement regarding the request to expand the water concession term made by the Company on September 21 of 2011, granting the concession under similar terms and conditions and involving social benefits.

The agreement was ratified in 2014 by a ruling from the State Council, which required compliance with the popular action.

## 30. Financial metrics

The following financial metrics were calculated based on the following financial statements:

		Aug	Dec	Aug	
	Expres-				
Metric	sion	2014	2013	2013	Explanation
Liquidity					
Current ratio:					The capacity the Company has to handle its
(current assets/current					debts to current, committing its current assets
liabilities	(times)	1.12	1.51	0.85	
Indebtedness					
Total level of					The level of leverage corresponding to the
indebtedness: total		45.86		40.33	creditors' participation in Company assets
liabilities/total assets	%	%	40.67%	%	
Indebtedness to current:					
					The percentage with debts before third parties,
Total current		12.69		12.30	with mid-term maturities and noncurrent
liabilities/total assets	%	%	8.80%	%	
Indebtedness to non-curr	rent				
					The percentage of debt with third parties with
Total liabilities to		33.16		28.02	current maturities
noncurrent/total assets	%	%	31.86%	%	
Activity					
Commercial portfolio					
turnover:					
(365/operational					
revenues/total					The average number of days of the
portfolio)	days	43	34	35	commercial portfolio turnover
Vendor turnover:					
(365/cost of					The average number of days the Company
sales/accounts payable,					takes to pay vendors
vendors)	days	(32)	(29)	(30)	
ROI		1	1	1	
Gross profits margins:					

					The capacity the Company has, in managing
(Gross					its sales, to generate gross profits, i.e. before administration and sales expenses, other
		() 75		5696	<b>L</b> 1
profits/operational		62.75	5 < 500	56.86	revenues, other expenditures, and taxes
revenues	%	%	56.72%	%	
Operational margin: (operational					
profits/operational		61.64		55.82	How much each sales peso contributes to
revenues)	%	%	55.51%	%	operational profits generation.
Net profits margin:					
					The percentage of net sales generating profits
Net profits/operational		39.72		35.48	after taxes in the Company
revenues	%	%	36.29%	%	
Equity ROI					
		12.72		10.39	
Net profits/total equity	%	%	14.99%	%	The shareholders investment yield
Operational yield on asse	ets (RO.	A)			
					For each peso inverted invested in total assets, measures net profits generated
Net profits/total assets	%	6.89%	8.89%	6.20%	· · ·