# Grupo Energía Bogotá

#### **PUBLIC OFFERING NOTICE**

# ISSUANCE AND PLACEMENT OF THE FIRST TRANCHE OF GRUPO ENERGÍA BOGOTÁ S.A. E.S.P. INTERNAL PUBLIC DEBT BONDS ISSUE

June 24, 2020

- **1. ISSUER:** Grupo Energía Bogotá S.A. E.S.P. (the "<u>Issuer</u>"), a company with domicile in the city of Bogotá and main offices at Carrera 9 # 73 44 Bogotá D.C. who issues internal public debt bonds (the "<u>Bonds</u>") under the terms and conditions of this public offering notice (the "<u>Public Offering Notice</u>"), the issuance and placement regulations of the Issue (the "<u>Regulations</u>") and the information prospectus of the Issue (the "<u>Information Prospectus</u>").
- 2. TOTAL AMOUNT OF THE ISSUE: The Issuer issues up to one billion three hundred and fifty-five thousand ninety-two million Colombian Pesos (COP\$1.355.092.000.000), which may be issued in eighteen (18) series (the "Issue"). The Issue placement may be done in several tranches. The Bonds will be issued under the standardized modality.
- 3. AMOUNT OF BONDS AND SERIES OFFERED: Through this Public Offering Notice, up to eight hundred thousand 800.000 Bonds with a Nominal Value of one million Colombian Pesos (COP\$1.000.000) or five thousand UVR (5.000) each are offered according to the series, corresponding to an amount of up to eight hundred billion Colombian Pesos (COP\$800.000.000.000) (the "Offer Amount"), distributed as follows:

Series	Subseries	Amount of the offer
С	C7	
С	C15	Up to COP\$800.000.000
E	E25	

Over-allotment clause: In the event that the total amount demanded is higher than the Offer Amount, the Issuer, by autonomous decision and at its sole discretion, may meet the unsatisfied demand in an additional amount of up to one hundred and fifty billion million Colombian Pesos (COP\$150.000.000.000) (the "Over-allotment Amount"), represented in Bonds of any of the series or sub-series as indicated above. The allotment of the unsatisfied demand will be made according to a favorability criterion for the Issuer in terms of rate and term and subject to the criteria established in Section 20 of this Public Offering Notice.

The Issuer may only allocate up to nine hundred and fifty billion Colombian Pesos (COP\$950.000.000.000), taking into account the Offer Amount and the Over-allotment Amount. The Offer Amount plus the Over-allotment Amount may never be higher than the Total Issue Amount.

**4. ECONOMIC AND FINANCIAL OBJECTIVES OF THE ISSUE:** The resources obtained from the placement of the Bonds will be one hundred percent (100%) allocated to refinance the Issuer's financial obligations.

In the interim, the resources resulting from the placement of the Issue may be invested pending the materialization of the allocation, in low-risk, high-liquidity financial instruments, in accordance with the policies and regulations applicable to the Issuer.

In compliance with the provisions of section 1.3.6.1.1.8 of Chapter II of Title I of Part III of the Basic Legal External Circular 029 of 2014 issued by the SFC, the Issuer hereby reports that no more than 10% of the resources obtained from of the placement will be used to pay liabilities with related companies or partners of the Issuer.

- 5. OFFER RECIPIENTS: The Bonds will be part of the main market and will be offered to investors in general.
- **6. SERIES OF THE BONDS OFFERED:** The Issue consists of eighteen (18) series whose characteristics are described in Section A of Chapter II of the First Part of the Information Prospectus.

The following series are offered in this Public Offering Notice:

**Series C:** Series C Bonds, denominated in Pesos, shall accrue interest based on a variable rate, expressed as an effective annual rate based on the CPI of the beginning of the respective accrual period, as indicated in this Public Offering Notice, and its capital will be paid in full upon maturity.

**Series E:** The Series E Bonds, denominated in UVR, will be issued in a number of UVR resulting from dividing the value of the investment in Pesos by the UVR value as of the date of issue and the result will approximate the closest integer value top or bottom. This Series will accrue interest based on a fixed effective annual rate and the capital will be paid in full upon maturity, multiplying the UVR number by the UVR value on the maturity date.

7. DENOMINATION, NOMINAL VALUE AND MINIMUM INVESTMENT OF THE BONDS OFFERED: The Bonds will be denominated in Pesos or UVR, depending on the series. The Nominal Value for each Bond will be one million Colombian Pesos (COP\$1.000.000), or five thousand UVR (UVR 5.000), depending on the series.

The minimum investment in any of the series of the Bonds will be equivalent to the value of ten (10) Bonds, that is, ten million Colombian Pesos (COP\$10.000.000), or fifty thousand (50.000) UVR, depending on the series. Consequently, operations may not be carried out, in the primary market or in the secondary market, for amounts less than ten million Colombian Pesos (COP\$10.000.000), or fifty thousand (50.000) UVR depending on the series.

The investment in the Bonds must be made according to the minimum investment amount by a whole number of securities since they cannot be divided.

The Bonds may be traded in multiples of one (1) Bond as long as the minimum investment is met.

Each security must be issued for a whole number of Bonds.

**8. TERM OF THE BONDS OFFERED AND TYPE OF RETURN:** The terms and type of return corresponding to each of the subseries offered in this Public Offering Notice are as follows:

Series	Subseries	Term	Rate of return
С	C7	7 years	CPI + Margin E.A.
С	C15	15 years	CPI + Margin E.A.
E	E25	25 years	Fixed rate E.A. (UVR)

The Maximum Rate of Return for each of the sub-series offered in this Public Offering Notice will be determined by the Ministry of Finance and Public Credit according to the provisions of Decree 1068 of 2015, and will be taken into account by the Issuer and the Bolsa de Valores de Colombia SA ("BVC") in the allocation. Said fee shall remain hidden as established by the competent authority.

To calculate the interest on the Series C Bonds with the CPI reference rate, the annualized CPI of the last twelve (12) months known at the time the respective interest accrual period begins will be taken, based on the latest official data provided by DANE.

To calculate the interest on the Series E Bonds, the auction cut-off rate will be taken. The rate thus obtained will be applied to the current capital amount for the period, denominated in UVR number, that the corresponding Bonds represent. The amount of the interest denominated in UVR must be multiplied by the current value of the UVR on the due date to be payable in Pesos.

The maturity of the Bonds is counted from the Issue Date.

Once the Maturity Date occurs, the corresponding Bonds will be considered past due and will no longer accrue remunerative interest.

In the event that the Issuer does not make the corresponding interest and / or principal payments at the indicated time, the Bonds will accrue default interest at the maximum legal rate allowed according to article 884 of the Commercial Code, or any law that to modifies, adds or substitutes it, from the date on which the respective payment of interest and / or principal or the following Business Day should have been made, in the event that the payment date is a non-business day. According to the Regulations of Deceval Operations, the Issuer's obligations will be considered breached when the payment of principal and / or interest cannot be made according to the terms established in this Public Offering Notice. In such case, the Depósito

Centralizado de Valores de Colombia Deceval S.A. ("<u>Deceval</u>") shall, no later than the next Business Day, communicate this situation to direct depositors and to the competent authorities.

**9. FREQUENCY AND MODALITY OF INTERESTS PAYMENT:** The modality of the interests payment of the Bonds will be in arrears. Interests payment frequency of the sub-series C7 and C15 will be Quarterly in Arrears (TV). Interests payment frequency of the sub-series E25 will be Annually in Arrears (AV), and must be according to the provisions established in paragraph D of Chapter II of the First Part of the Information Prospectus.

Interest will be calculated based on the 365/365-day convention.

10. PRINCIPAL AMORTIZATION: The principal of all the sub-series of the Bonds will be fully paid upon their maturity.

According to section 3.2 of article 6.1.1.1.5 of Decree 2555 of 2010, the Issuer will publish an amortization plan that incorporates the conditions under which principal payments will be made at maturity, amortizations or advance principal payments of each of the subseries placed on the market, on the Business Day following the placement of the Bonds through the Relevant Information. The amortization plan will include the main conditions of each of the allotted sub-series, including: (i) Nominal Value (ii) the rate of return (iii) date of issue, (iv) dates on which interest payments will be made, and (v) the date of payment of the principal of the Bonds.

- 11. RE-ACQUISITION EVENTS: After one (1) year from the Issue Date, the Issuer may reacquire the Bonds of any of the series offered under the Issue provided that such operation is carried out through the BVC according to the regulations valid. The Issuer's ability to acquire its own Bonds does not oblige the Bondholders to sell it. Such acquisition, as well as any circumstance in which the Issuer is both creditor and debtor, implies the extraordinary amortization of the Bonds, which will be delivered for their cancellation and may not be reissued or resold. The foregoing, taking into account that in this event the Issuer's obligations derived from the Bonds will be extinguished due to confusion, as established in the Civil Code and according to the provisions of the second paragraph of Article 2 of Law 964 of 2005.
- **12. ISSUE DATE:** It shall be the Business Day following the date of publication of this Public Offering Notice, that is, June 25, 2020 (the "Issue Date").
- **13. SETTLEMENT DATE:** It shall be the date on which each Bond is paid in full, for the first time. For the purposes of this offer, the settlement date of the Bonds shall be June 26, 2020 (the "Settlement Date").
- 14. SETTLEMENT PRICE: The Settlement Price of the Bonds is "at par" when it is equal to their Nominal Value.

When the settlement is made on a date after the Issue Date, the Settlement Price of the Bonds shall be the sum of their Nominal Value plus any accrued interest. The accrued interest will be calculated on the Nominal Value of the Bonds at the rate of the subseries to be subscribed. For such calculation, the lesser of the following periods shall be used: a) the period between the Issue Date and the Bond Settlement Date; or b) the period between the date of the last interest payment and the Bond Settlement Date.

For UVR-denominated Bonds, the value in Pesos payable on the Settlement Date will correspond to the amount resulting from multiplying the number of UVR Bonds acquired by the UVR in force on the Settlement Date.

The formula to be used to calculate the Settlement Price of the Bonds is: Bonds offered at par:

Settlement Price = Nominal Value \* {1 + accrued interest}

The accrued interest will be calculated with the following formula: Accrued interest = [(1 + rate) ^ (n / Base)] - 1

Where:

rate: is the effective annual rate of the Bond.

n: days elapsed from the Issue Date and until the Settlement Date when subscribed before the first interest payment, or days elapsed from the date of the last interest payment until the Settlement Date in other cases, according to the convention corresponding to the subseries placed.

Base: It is 365 days or 360 days depending on the convention applicable to the subseries placed.

The value of each Bond must be paid in full at the time of settlement.

In the event that the Issuer wishes to make offers through tranches after the Issue Date over subseries not initially offered, the Ministry of Finance and Public Credit will determine the Maximum Rate of Return (auction mechanism) or the Issuer will publish the rate of return offered (firm demand mechanism) to be offered for said sub-series. In the event of making offers through tranches after the Issue Date on sub-series already offered, the placement will be made at a discount rate with which the price will be calculated, respecting the coupon rate previously defined for each sub-series. The price may be given at par, with a premium or discount since all the Bonds of each subseries already issued will have the same coupon rate.

15. SECURITIES ISSUANCE AND TRADING LAW: The Bonds will be issued to the holder and their negotiation will be subject to the provisions of the law, the Regulations and the Single Circular of the Centralized System of Trading and Registry Operations - MEC - Colombian Electronic Market administered by the BVC (the "Single Circular MEC"). The transfer of ownership will be made through Annotations in Deposit Accounts or subaccounts managed by Deceval according to Law 964 of 2005, Decree 2555 of 2010, the Deceval Operations Regulations and other regulations that regulate, modify or replace them.

According to the above, the disposal and transfer of individual rights will be made through records and electronic data systems, following the procedure established in the Deceval Operations Regulations, which will be understood as accepted by the investor and the Bondholders at the time of settlement and/or purchase of the Bonds, as applicable.

The Bonds may be traded on the secondary market through the BVC or directly by their legitimate holders. The instructions for the transfer of the Bonds to Deceval must be made through the corresponding Direct Depositor according to the provisions of the Deceval Operations Regulations. The Bonds may be traded on the secondary market once they have been subscribed and fully paid by the corresponding holder.

Deceval, acting as Administrator of the Issue, at the time of making the registrations or Annotations in the Deposit Account of the Bond Holders, will credit in the corresponding account, the Bonds subscribed by the Bondholder.

**16. ADMINISTRATING ENTITY OF THE ISSUE:** Deceval will carry out the custody and administration of the Bonds according to the provisions of Law 27 of 1990, Law 964 of 2005, Decree 2555 of 2010, the Deceval Operations Regulations and the terms and conditions agreed by the Issuer and Deceval in the deposit and administration contract that they subscribed in relation to the Issue.

The Issue will be carried out in a dematerialized manner, and therefore, the acquirers of the Bonds waive the possibility of materializing them.

Subscribers and/or Bondholders will give their consent to the Bonds being deposited in Deceval; this consent will be presumed granted at the time of settlement of the Bonds.

- 17. PLACE OF PAYMENT OF PRINCIPAL AND INTEREST: The principal and interests of the Bonds will be paid by the Issuer through Deceval, using the latter's payment network, subject to Deceval's Operations Regulations. The foregoing means that the resources received from the Issuer by Deceval will be paid to the Direct Depositor who manages the portfolio of the corresponding holder. Bondholders must have the status of Direct Depositor with a securities administration service or be represented by a Direct Depositor with said service.
- 18. TERM OF PLACEMENT AND VALIDITY OF THE OFFER: The Bonds offered under this Public Offering Notice will be placed within the following two (2) years counted from the Business Day following the date of this Public Offering Notice. The Public Offering that is the subject of this Public Offering Notice will be in force during the Business Day following its publication at the time established in section 20 below. Consequently, the closing of the Public Offering will occur once said term has elapsed or when each and every one of the Bonds offered has been subscribed, if this occurs before the expiration of the term of the Public Offering.

**19. RATING:** January 16, 2020, Fitch Ratings Colombia S.A. Pursuant to the assignment of the rating to the Issue, the Securities Rating Company decided to assign the Bonds the long-term rating of AAA (col). The support and development of the reasons for the rating can be consulted in Annex H of the Information Prospectus.

Notwithstanding the foregoing, the following is a summary of the reasons for the rating:

- The Issuer has a diversified portfolio of companies that, for the most part, have a consolidated market position and a solid credit profile.
- The businesses in which the Issuer participates maintain a low business risk profile, with stable and predictable operating
  cash flow generation.
- The Issuer has investments in rated companies with an international investment grade, making it a portfolio with high credit quality.
- The Issuer has an ambitious growth strategy and is a government financially strong entity and a holding company that
  operates under commercial laws, independent from its controlling shareholder.
- **20. ACQUISITION AND ALLOCATION OF THE BONDS:** The placement of the Bonds will be carried out under the best effort placement modality and the placement mechanism will be that of the Dutch auction.

The acquisition of the Bonds may be made through (i) Valores Bancolombia S.A. Comisionista de Bolsa en (a) Carrera 48 N° 26 - 85, Torre Sur, Piso 6C, Medellín, Telephones (4) 6045127, Fax (4) 5763514; (b) Calle 31 N° 6 - 39, Piso 7, Bogotá, Telephones (1) 3535300, (1) 4886000 Ext. 17776, (1) 3275776, (1) 3275762, (1) 4889221, (1) 3535221, Fax (1) 2116690; acting as Placement Leader Agent (ii) Corredores Davivienda S.A. Comisionista De Bolsa en (a) Carrera 7 N° 71-52 Torre B Piso 16, Bogotá, Telephones (1) 3123300, (b) Carrera 43 A N° 1-50 Torre 3 Oficina 401 San Fernando Plaza, Medellín, Telephone (4) 6044222; ; (iii) Credicorp Capital Colombia S.A. Comisionista de Bolsa at Calle 34 No. 6-65, Bogotá; Telephone (1) 339-4400 Ext. 1223 and 3102395234, Fax: (1) 338-4476 (iv) BTG Pactual S.A. Comisionista de Bolsa at (a) Carrera 43 A No. 1-50, Torre 2, Piso 10 – Medellín Telephones 57(4) 4484300 (b) Carrera 7 No. 71-21 Torre A Piso 10- Bogotá Telephone 57(1) 3078090 (jointly with Valores Bancolombia S.A. Comisionista de Bolsa, the "Placement Agents").

#### Administrator of the Electronic Allocation System

The BVC will act as administrator of the Internet Placements Session (the "Electronic Allocation System"), according to Chapter XI, Part III, of the Single Circular MEC and of the Regulations of the Centralized System of Trading and Registration Operations – MEC.

The BVC will be the entity responsible for allocating the Bonds and as such will be the entity responsible for receiving the claims, accepting or rejecting them and allocating them, as well as answering questions regarding the Bond placement process, all according to the terms and conditions provided in the Single Circular MEC, in the Regulations of the Centralized System of Trading and Registration Operations - MEC Colombian Electronic Market, in the Operating Instructions issued by the BVC for the auction of the Bonds and those defined in the Prospectus of Information on the same and in this Public Offering Notice. For this purpose, the entire process will be carried out by a legal representative of the BVC. Additionally, the BVC will issue instructions to Deceval to advance the process of compliance with the operations resulting from the allocation through the auction.

The recipients of this Public Offering Notice are not necessarily affiliated with the Centralized Trading and Registration Operations System - MEC Colombian Electronic Market ("MEC").

- The recipients of this Public Offering Notice affiliated to the MEC will have the option to present their demand requests directly to the BVC at the time defined in this Public Offering Notice and in the manner and terms established in the Operating Instructions that the BVC issue for the Bond auction. Said MEC affiliates may act on their own behalf or on behalf of third parties as permitted by their legal regime.
- The recipients of this Public Offering Notice who are affiliated with the MEC and who do not wish to submit their demand requests directly to the BVC and those recipients who are not affiliated with the MEC, may submit their demand requests through the Placement Agents or through any other affiliate to the MEC that may act on behalf of third parties, at the time established below so that said entities, in turn, present such demands to them to the BVC through the Electronic Allocation System.

The address of the website of the Electronic Allocation System is registered in the Operating Instructions issued by the BVC for the auction of the Bonds.

Below are the hours for the reception and entry of the requests to the Electronic Allocation System are established:

Hours*	By MEC Affiliates (directly via the web)	By the Placement Agents
Receiving requests	Between 8:30 AM and 11:30 AM	Between 8:30 AM and 11:30 AM
Entry of requests	Between 8:30 AM and 1:30 PM	Between 8:30 AM and 1:30 PM

<sup>\*</sup> The official time will be the time of the server that processes the application of the BVC.

The recipients of this Notice of Public Offering must submit the requests on the Business Day following its publication.

At the closing time of the hours for the entry of requests in the Electronic Adjudication System, the receipt of requests for the auction will end and the BVC will make the allocation following the criteria described below and in the corresponding Operating Instructions issued by the BVC for auction. After the process of allocating the Bonds, the BVC will inform the Placement Agents and Affiliates to the MEC of the operations that were allocated or rejected through the mechanism determined in the Operating Instructions issued by the BVC.

#### Allocation - Electronic Allocation System under the Dutch auction mechanism

- a. The BVC will proceed to accept or reject the requests presented in accordance with the criteria established in the Operating Instructions issued by the BVC for the auction of the Bonds.
- b. The Electronic Allocation System will classify, order and totalize the requests accepted by each sub-series offered according to the request rate criteria from lowest to highest and at the same rate, in chronological order of entry and will then determine the total amount requested in the auction.
- c. When the total amount requested in the auction is less than or equal to the Amount of the Bonus Offer, the Electronic Allocation System will automatically allocate all the requests submitted at the highest rate requested for each sub-series. The allocation rate may never be higher than the Maximum Rate of Return offered established by the Ministry of Finance and Public Credit for each sub-series.
- d. When the total amount requested is higher than the Amount of the Bond Offer, the BVC will deliver to the Issuer the information of the requests received (without final investors). The Issuer will decide whether or not to use the possibility of applying the over-allotment clause, as provided in section 3 of this Public Offering Notice. In the event that said clause is used, the sum of the amounts to be allocated will correspond to a value greater than the Offer Amount but less than or equal to the Offer Amount plus the Over-alloted Amount. The Issuer will determine the amount to be allocated in each sub-series according to the favorable rate criteria and term and will inform the BVC. Pursuant to the foregoing, the Electronic Allocation System will immediately and automatically initiate the allocation process, which will be carried out at the Cut-off Rate as per the following criteria:
  - All requests presented at a rate higher than the established Cut-off Rate will be rejected.
  - ii. All requests presented at a rate that is lower than the established Cut-off Rate will be allocated for the amount requested.
  - iii. All requests presented at a rate equal to the established Cut-off Rate will be allocated *pro rata* according to the outstanding balance to be allocated, respecting the Nominal Value and minimum investment criteria of the Bonds. In case of a single request, the outstanding balance to be allocated will allocated to such request.
  - iv. If due to the prorating and the conditions of Nominal Value and minimum investment of the Bonds, the total amount allocated is less than the amount to be allocated in the corresponding sub-series, this balance will be added: i) to the request to which the lesser amount due to the prorating, as long as the total value allocated does not exceed the requested value, ii) if the total value allocated exceeds the requested value, it will only be allocated up to the total requested and the pending difference to be allocated will be added to the next request with the lowest amount assigned, also respecting the total value requested of it and so on until the total amount offered is allocated, iii) if two or more requests with the same amount are presented, the order of entry will be considered for assignment (according to date and time of entry of the request to the Electronic Allocation System) and the same order of entry in alphabetical

order. In no case, for one sub-series, will there be two (2) different Cut-off Rates.

v. The allocation rate may never be higher than that established by the Ministry of Finance and Public Credit for each sub-series.

In the event in which no requests are submitted to the auction, the BVC will declare it void.

After the process of allocating the Bonds, the BVC will inform the Placement Agents and Affiliates of the MEC of the operations that were allocated or rejected, through the mechanism determined in the Operating Instructions.

The allocation will be made taking into account that the total sum of what is allocated in the sub-series (es) cannot exceed the Bid Amount, plus the Over-allotment Amount. In any case, the following criteria must be met:

- As long as the request is equal to or greater than one hundred percent (100%) of the Offer Amount in one or more of the series offered, the Issuer may decide not to allocate amounts in any one (s) of the sub-series (s) offered or may grant partial amounts per sub-series according to criteria of favorability for the Issuer according to the rate and term. In any case, the Issuer must take into account that it may not allocate amounts less than the Bid Amount reported in this Public Offering Notice, unless the requests submitted to the auction are less than the Bid Amount.
- The allocation will be made at the end of the hours established for the entry of requests to the Electronic Allocation System of the BVC, respecting the allocation conditions of this section.
- In the event that there are unpaid balances of Bonds, these may be offered in a subsequent lot by means of a new Public Offering Notice. Subsequent tranches may consist of previously offered subseries only under the same conditions in which they were previously offered and/or different subseries.

The Bonds must be paid in full by the investor at the time of settlement.

All operations must be settled under the DVP modality - DELIVERY AGAINST PAYMENT (Sebra/Deceval).

- 21. LEGAL REPRESENTATIVE OF BONDHOLDERS: Fiduciaria Central S.A., a company with its main domicile in the city of Bogotá in Ac. 26 # 69A-51, Will act as Legal Representative of the Bonholders. The General Holders Meeting will be held in the city of Bogotá, at the place indicated in the corresponding call notice.
- 22. STOCK EXCHANGE WHERE THE BONDS ARE REGISTERED: The Bonds are registered with the BVC.
- 23. CORPORATE GOVERNANCE: The Issuer has a Good Governance Code, which is available to the general public on the website https://www.grupoenergiabogota.com/informacion-corporativa/gobierno- corporativo

The Issuer carries out the annual Corporate Governance survey that applies to all registered entities or entities that have securities registered in the RNVE. The foregoing, according to the provisions of External Circular 029 of 2014 issued by the SFC. The SFC adopted the Code of Best Corporate Practices of Colombia (New Country Code), which includes some corporate governance parameters of voluntary adoption for issuers of securities in the Republic of Colombia. The SFC will publish the results of such a survey for the knowledge of the stock market.

24. MECHANISMS FOR THE PREVENTION AND CONTROL OF MONEY LAUNDERING: Whenever the Bond Offer in the primary market is dematerialized and placed through entities supervised by the SFC, such entities shall apply the instructions regarding the administration of the risk of money laundering and terrorist financing according to the provisions of Part I Title IV Chapter IV of the Basic Legal Circular.

For these purposes, the Issuer had previously established criteria for the selection of the Placement Agents that guarantee that said entities comply with the purposes established in said provision. Likewise, the Issuer delegated to the Structurer and Coordinator of the Issue the obligation to consolidate the investors' information. In any case, each one of the Placement Agents must comply with the instructions regarding the administration of the risk of money laundering and terrorist financing according to the provisions of the Basic Legal Circular, and prepare individual reports as established in such Circular.

To comply with the provisions of the rules on prevention and control of money laundering and terrorist financing, investors who are interested in acquiring the Bonds, in order to participate in the respective process of their placement, must be current clients of the Placement Agents through which they intend to acquire the Bonds according to the internal policies of each one of them

and must have delivered the Authorization for the Use of Personal Data that will be required by the Placement Agents through which they intend to acquire the Bonds.

The investor must be a current client prior to the notice indicated by each Placement Agent according to their client engagement policies. In the case of placements through the auction mechanism, the investor must be a current client no later than the time established for the receipt of requests.

The potential investor who is not a current client of any of the Placement Agents, may not participate in the Bond allocation process.

- 25. INFORMATION PACKAGE: The Information Prospectus is available to investors in the SFC at its website <a href="https://www.bvc.com.co">www.bvc.com.co</a>; at the Issuer's website <a href="https://www.grupoenergiabogota.com">https://www.grupoenergiabogota.com</a> and at its offices Carrera 9 # 73 44 Bogotá D.C; and in the offices of the Placement Agents that are located at the addresses indicated in section 20 of this Public Offering Notice.
- **26. AUTHORIZATIONS:** The General Assembly of Shareholders of the Issuer, as evidenced in Minutes No. 070 of March 30, 2015, delegated to the Board of Directors of the Company to decree a new issue and placement of bonds in the international and/or local capital market, according to the provisions established in section 21 of article 66 of the Bylaws.

The Issuer's Board of Directors, as evidenced in Minutes No. 1610 of April 29, 2019, approved the issuance and public offering of Internal Public Debt Bonds for up to one billion three hundred fifty-five thousand ninety-two million pesos (COP\$1.355.092.000.000).

Through Resolution No. 0749 of April 4, March 2020, the Ministry of Finance and Public Credit authorized the issuance and placement of bonds for an amount of up to an equivalent in Colombian legal currency of up to four hundred million dollars (USD\$400.000.000),

The District Planning Secretariat through Official Communication No. 2-2020-08713 of February 21, 2020 issued a prior favorable opinion to Grupo Energía Bogotá S.A. ESP for the issuance and placement of internal public debt securities in the local capital market.

The Board of Directors of the Issuer approved the Regulations for the Issuance and Placement of Internal Public Debt Bonds through Minutes No. 1623 of December 12, 2019.

The Internal Public Debt Bonds were duly registered in the RNVE and their public offering was authorized by the SFC through resolution No. 0264 of March 9, 2020.

For the exclusive purposes of interpreting this Public Offering Notice, the terms that appear with initial capital letters that are not expressly defined in this document, will have the meaning assigned to them in the Information Prospectus.

THE READING OF THE INFORMATION PACKAGE IS CONSIDERED ESSENTIAL SO THAT POTENTIAL INVESTORS CAN APPROPRIATELY ASSESS THE SUITABILITY OF THE INVESTMENT.

THE REGISTRATION IN THE NATIONAL REGISTRY OF SECURITIES AND ISSUERS AND THE AUTHORIZATION OF THE PUBLIC OFFERING OF THE BONDS DOES NOT IMPLY ANY QUALIFICATION OR LIABILITY BY THE FINANCIAL SUPERINTENDENCY OF COLOMBIA ABOUT THE NATURAL OR LEGAL PERSONS REGISTERED WITH THE BONDS NOR THE TRADEABILITY OF THE VALUE OR OF THE ISSUE, NOR ON THE ISSUER'S SOLVENCY.

THE REGISTRATION OF THE BONDS IN THE BOLSA DE VALORES DE COLOMBIA S.A. DOES NOT IMPLY ANY QUALIFICATION OR LIABILITY ON THE PART OF THE BOLSA DE VALORES DE COLOMBIA S.A. AS TO THE PRICE, THE GOODNESS OR NEGOTIABILITY OF THE VALUE OR THE ISSUANCE, OR THE SOLVENCY OF THE ISSUER, NOR DOES IT IMPLY ANY GUARANTEE FOR THE PAYMENT OF THE VALUE.

STRUCTURER AND COORDINATOR OF THE ISSUE



#### **LEAD UNDERWRITER**



#### **UNDERWRITING FIRMS**







# LEGAL REPRESENTATIVE OF BONDHOLDERS



## ADMINISTRATOR OF THE ELECTRONIC ALLOCATION SYSTEM



## ADMINISTRATING ENTITY OF THE ISSUE

