

| | | | | Year 2021 | | |
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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 1. Rights and fair treatment of shareholders | No. 1: Equal treatment principle | 1.1. The company provides equal treatment to all shareholders that, within the same kind of shares, are under the same conditions, without involving the access to inside information from some shareholders with respect to others | NA | <p>EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders in its ownership structure. However, regarding equal treatment for stakeholders, EPM gives equal treatment to all its investors, ensuring access to information in equal conditions.</p> <p>Also, pursuant to section 6.2 of the Rules of the Board of Directors, the Board is committed to acting with independent judgment and to guaranteeing the rights and equitable treatment of the various stakeholders.</p> <p>The following are some of the mechanisms implemented by EPM to ensure equal treatment to investors:</p> <p>a) Website in Spanish http://www.epm.com.co/site/inversionistas/Inversionistas.aspx and in English https://www.epm.com.co/site/investors/ with information aimed at investors and the general public of the financial sector.</p> <p>b) EPM organizes an annual accountability event, during which it shares with investors and other stakeholders in the financial sector the balance and management of the previous year and the challenges and projects for the current year. The company also participates in emerging capital market events or conferences organized by international commercial banks aimed at issuers and investors, where EPM presents to current and potential investors financial and non-financial information of interest to this audience about EPM Group: https://www.epm.com.co/site/inversionistas/Inversionistas/Presentaciones-corporativas. The investor events calendar is published and can be viewed at the following link: https://www.epm.com.co/site/inversionistas/inversionistas/informaci%C3%B3n-general/calendario-de-eventos-2021.</p> <p>c) EPM carries out quarterly teleconferences where it presents details on its quarterly financial results and information of interest of the respective quarter for the investor audience. The presentations made during these events are published on the website under the following link: https://www.epm.com.co/site/inversionistas/inversionistas/informaci%C3%B3n-financiera/presentaciones-trimestrales</p> | | |
| 1. Rights and fair treatment of shareholders | No. 1: Equal treatment principle | 1.2 The Board of Directors has approved a specific procedure that defines the company practices to interact with the shareholders of different conditions, on subjects such as, for example, access to information, resolution of requests for information, communication channels and forms of interaction between | NA | <p>EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders in its ownership structure.</p> | | |

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| 1. Rights and fair treatment of shareholders | No. 2: Information about shares | 2.1 Through its web page, the company makes known to the public, with clarity, accuracy and integrity, the different kinds of shares issued by the company, the amount of shares issued for each class and the number of shares in reserve, as well as the rights and obligations inherent to each kind of shares. | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders in its ownership structure. | | |
| 1. Rights and fair treatment of shareholders | No. 3: Non-dilution of capital | 3.1 In operations that may result in the dilution of the capital of minority shareholders (case of an increase of capital with a withdrawal in the right of preference in the subscription of shares, merger, division or segregation, among others), the company explained in detail to shareholders in a previous report of the Board of Directors, and with the opinion, on the terms of the transaction, from a recognized independent external advisory designated by the Board of Directors. These reports are made available to shareholders prior to the Assembly, within the time limits for the exercise of the right of inspection. | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders in its ownership structure. | | |

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| 1. Rights and fair treatment of shareholders | No. 4: Information and communication with shareholders | 4.1 The company has a corporate website, in Spanish and English, with a corporate governance link or relationship with shareholders and investors, or equivalent, which includes financial and non-financial in the terms proposed in the recommendations 32.3 and 33.3 and that, in any case, may include confidential company information concerning trade secrets, or whose disclosure could be used in detriment of the company | Yes | <p>EPM has a website in Spanish http://www.epm.com.co/site/inversionistas/Inversionistas.aspx and in English https://www.epm.com.co/site/investors/ with information aimed at investors and the general public of the financial sector, as well as a link that publishes Corporate Governance information https://www.epm.com.co/site/inversionistas/Inversionistas/Gobierno-corporativo</p> <p>The website includes financial and non-financial information pursuant to recommendations 32.3 and 33.3 (see recommendations 32.3 and 33.3) and under no circumstances includes confidential information that can be used to the detriment of the company.</p> <p>Note: The company is currently updating its website, which will be completed during 2022. The following URLs will be enabled following the update: https://cu.epm.com.co/inversionistas/ https://cu.epm.com.co/investors/</p> | 2006 | 2021 |
| 1. Rights and fair treatment of shareholders | No. 4: Information and communication with shareholders | 4.2. The company has permanent access mechanisms and use exclusively directed to shareholders, such as a link in the web of exclusive access to shareholders, or an office of care or relations with shareholders and investors, periodic informative meetings, among others, so that they can express their opinions or raise concerns or suggestions about the development of the society or those associated to their status as shareholders | Yes | <p>EPM has permanent mechanisms for access and use aimed exclusively at investors, including an investors relations office, an e-mail address (investorelations@epm.com.co), a website in Spanish and English with information of interest for this audience and which fulfills the requirements of the Colombian Securities Exchange, in the framework of Recognition for IR Issuers (http://www.epm.com.co/site/inversionistas/Inversionistas.aspx - https://www.epm.com.co/site/investors/), quarterly results teleconferences and an annual meeting with investors, which is held in Bogotá during the second quarter of the year.</p> <p>Recommendation 4.2 in relation to shareholders does not apply, because EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure.</p> <p>Note: The company is currently updating its website, which will be completed during 2022. The following URLs will be enabled following the update: https://cu.epm.com.co/inversionistas/ https://cu.epm.com.co/investors/</p> | 2006 | 2021 |

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| 1. Rights and fair treatment of shareholders | No. 4: Information and communication with shareholders | 4.3. The Company organizes events for submission of quarterly results, led by its shareholders and analysts of the market, which can be face-to-face or via means of communication at a distance (Conference, video conferencing, etc.). | Yes | <p>EPM holds quarterly results teleconferences for investors and market analysts of national and international markets, by telephone, through the teleconference service and on the Web, through the Webcast service (https://www.epm.com.co/site/inversionistas/Inversionistas/Presentaciones-corporativas/Presentaciones-trimestrales).</p> <p>Recommendation 4.2 in relation to shareholders does not apply, because EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a stock company and has no shareholders in its ownership structure.</p> <p>Note: The company is currently updating its website, which will be completed during 2022. The following URLs will be enabled following the update: https://cu.epm.com.co/inversionistas/ https://cu.epm.com.co/investors/</p> | 23/04/2013 | 2021 |
| 1. Rights and fair treatment of shareholders | No. 4: Information and communication with shareholders | 4.4. The company organizes or participates in presentations, events or forums of fixed income, mainly intended for investors in debt instruments and the market analysts, which updates the issuer business indicators, management of their liabilities, its financial policy, grades, behavior of the issuer with respect to covenants, etc. | Yes | <p>EPM, in its capacity of debt securities issuer (bonds), organizes an annual accountability event, during which it shares with investors and other stakeholders in the financial sector the balance and management of the previous year and the challenges and projects for the current year. The company also participates in emerging capital market events or conferences organized by international commercial banks aimed at issuers and investors, where EPM presents to current and potential investors financial and non-financial information of interest to this audience about EPM Group.</p> <p>EPM publishes the information related to these events at: https://www.epm.com.co/site/inversionistas/Inversionistas/Presentaciones-corporativas.</p> <p>Note: The company is currently updating its website, which will be completed during 2022. The following URLs will be enabled following the update: https://cu.epm.com.co/inversionistas/ https://cu.epm.com.co/investors/</p> | 23/05/2007 | 2020 |
| 1. Rights and fair treatment of shareholders | No. 4: Information and communication with shareholders | 4.5. The company statutes prevent a shareholder or group of shareholders that represent at least one five per cent (5%) of the capital can apply for the realization of specialized audits on matters other than the audited public prosecutor reviewer of the company. Depending on its capital structure, the company may determine a percentage less than five per cent (5%). | NA | <p>EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a stock company and has no shareholders in its ownership structure.</p> | | |

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| 1. Rights and fair treatment of shareholders | No. 4: Information and communication with shareholders | 4.6. For the exercise of this right, the company has a written procedure with a precision procedure which includes recommendation 4.6. | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders in its ownership structure. | | |
| 1. Rights and fair treatment of shareholders | No. 5: Managers' action in light of change operations or company takeover | 5.1. The members of the Board of Directors and senior management have expressly agreed in their Acceptance Letters or contracts, that since the knowledge of the presentation of a takeover bid or other significant transactions, such as mergers or spin-offs, there will be periods during which they undertake not to negotiate, directly or indirectly through interposed person, shares of the company | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders in its ownership structure. | | |

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| 1. Rights and fair treatment of shareholders | No. 6: Quote on conglomerate companies | 6.1. Without prejudice to the independence of each individual enterprise integrated in the conglomerate and the responsibilities of their governing bodies, there is an organizational structure of the conglomerate which defines for the three (3) levels of Government – Assembly of shareholders, Board of Directors and senior management - bodies and key individual positions, as well as the relations between them, which is public, clear and transparent, and enables you to determine clear lines of accountability and communication, and provides strategic direction, supervision, control and effective management of the conglomerate | Yes | <p>EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, which implies that its governance bodies are the Municipality of Medellín as owner, the Board of Directors and the Chief Executive Officer.</p> <p>The Bylaws of EPM and of its affiliates, and the Governance Code of EPM and of its affiliates, clearly establish the governance bodies, their functions and their framework of action.</p> <p>Additionally, the relations between the EPM Group companies are governed by the Governance Agreement. It is available at the following link: https://www.epm.com.co/site/inversionistas/inversionistas/gobierno-corporativo/acuerdo-de-gobierno. This Agreement regulates the actions of EPM as a business group and the conditions under which the group companies relate to each other, with the aim of ensuring unity of purpose and direction and facilitating the achievement of corporate objectives, and creating value through strategic alignment and the capture of synergies.</p> <p>The organizational structure and organization chart of EPM Group establishes, both for EPM and for the Group companies, the three (3) levels of governance: Owner (EPM) or General Meeting of Shareholders (Group companies), Board of Directors, and Senior Management, as well as the bodies and key individual positions and the relationships between them. Said information is published and updated as required on the corporate website https://www.epm.com.co/site/inversionistas/inversionistas/gobierno-corporativo/modelo-de-gobierno/estructura-de-gobierno, and can be viewed by all stakeholders and website users.</p> <p>The published structure and organization chart of EPM Group clearly establishes responsibilities and communications lines between the key bodies and the member companies, and facilitates the unity of purpose and direction, supervision, control and effective management of the Group.</p> <p>During 2021, five changes were made to the administrative structure of EPM at the vice-presidency level. Changes were also made to the management structures of the following EPM Group companies, as documented in the minutes of the Board of Directors and the respective Decrees: AFINIA, DELSUR, EEGSA, HIDROSUR and TICSA.</p> | 28/05/1998 | 2021 |
| 1. Rights and fair treatment of shareholders | No. 6: Quote on conglomerate companies | 6.2. The parent company and its most important subordinates have defined a framework of institutional relations through the signing of an agreement, public and approved by the Board of Directors of each of these companies, which regulates the issues indicated in the 6.2 recommendation | Yes | <p>EPM in its capacity as parent company of the EPM Group, and each and every one of the national and international affiliates entered into a Governance Agreement to serve as a framework of reference for relations between the Group companies, and which is currently valid.</p> <p>The signed Governance Agreements are public documents and have been approved by the Boards of Directors of the different companies, and are available at the following link: https://www.epm.com.co/site/inversionistas/inversionistas/gobierno-corporativo/acuerdo-de-gobierno.</p> <p>This Agreement regulates the actions of EPM as a business group and the conditions under which the group companies relate to each other, with the aim of ensuring unity of purpose and direction and facilitating the achievement of corporate objectives, and creating value through strategic alignment and the capture of synergies.</p> <p>Additionally, all relations between EPM companies (interactions, interventions or transactions) in the framework of the Governance Agreement are documented by means of minutes that formalize the relations, and which are published each year in the Corporate Governance Annual Report.</p> | 8/11/2013 | |

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| 1. Rights and fair treatment of shareholders | No. 7: Dispute resolution | 7.1. Except for those disputes between shareholders, or between shareholders and the company or its Board of Directors, which by express legal attribution should necessarily brought before the ordinary courts, the statutes of the society include mechanisms for the resolution of | Yes | Article 17 of the Bylaws of EPM establishes that the Board of Directors has the function of authorizing alternative dispute resolution mechanisms, such as the decisions of arbitrators or amicable mediators, whenever the amount of the dispute is greater than 500 monthly minimum wages. The Bylaws are available at the following link: https://www.epm.com.co/site/inversionistas/inversionistas/gobierno-corporativo/modelo-de-gobierno/elementos-formales | 28/05/1998 | |
| 2. General Shareholders' Meeting | No. 8: Roles & Competition | 8.1. In addition to other functions assigned to the General Assembly of shareholders for the legal framework, statutes expressly collected the following functions of the General Assembly of shareholders referred to in recommendation 8.1., and | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure. | | |
| 2. General Shareholders' Meeting | No. 9: General Shareholders' Meeting Rules | 9.1. The company has a regulation of the Assembly General of shareholders, which regulates all matters pertaining to this, since his call, the preparation of the information which must be shareholders, care, development and exercise of political of shareholders rights, so that they are fully informed of all the regime's development of | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure. | | |
| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.1. To facilitate the practice of the right of information of the shareholders, the Statutes establish that the Ordinary General Assembly of shareholders must convene with no less than thirty (30) common days in advance and extraordinary meetings must convene with no less than fifteen (15) days in advance. The foregoing without prejudice to the legal terms for corporate reorganizations (e.g. merger, break-up or transformation). | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure. | | |

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| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.2. In addition to the traditional and compulsory means foreseen in the legal framework, the company ensures the maximum dissemination and advertising of the call through the use of electronic means, such as corporate websites, emails alert through individualized email and, even, if deemed appropriate, through social networks. | Yes | <p>EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders in its ownership structure.</p> <p>EPM follows this recommendation for calls to meetings of the Board of Directors, given that by its legal status EPM does not have a General Meeting of Shareholders. Consequently, the standard functions of a General Meeting of Shareholders, such as the approval of financial statements, management reports and rendering of accounts, are performed by the Board of Directors during one of its meetings during the year.</p> <p>Recommendation 10.2 is followed by the Board of Directors through different media, including the website of the Board of Directors and e-mails.</p> <p>In this regard, EPM assures maximum dissemination and publicity for the meetings of the Board of Directors, through different channels such as the Board of Directors' information system (ARCA) and e-mails.</p> | 21/03/2012 | |
| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.3. In order to increase the transparency of the decision-making process during the General Assembly, in addition to the agenda of the meeting with the statement point by point the issues that will be subject of debate, the society has provided that simultaneously with the call or, at least, with fifteen (15) common days in advance to the meeting, they are put at the disposal of the shareholders agreement | NA | <p>EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure.</p> | | |
| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.4. Improper Division can only be analyzed and approved by the General Assembly of shareholders when this point has been expressly included in the respective meeting. | Yes | <p>EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders in its ownership structure.</p> <p>Consequently, given EPM's legal status, any spin-off requires the approval of the Board of Directors and prior authorization from the Council of Medellín. All the topics discussed at the Board of Directors involving approvals and information items are included in detail in the agenda and are documented in the minutes of the meetings.</p> | 7/09/2010 | |
| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.5. The agenda proposed by the Board of Directors contains precisely the content to be treated, preventing the topics of importance to be concealed or obscured under vague, generic, too general or broad terms like "others" or "propositions and several". | Yes | <p>EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders in its ownership structure.</p> <p>Given that the Board of Directors fulfills the functions of a General Meeting of Shareholders once a year, in terms of approving the financial statements, management reports and rendering of accounts, the agendas of meetings of the Board of Directors held during 2021 included all the topics discussed at the meetings, which were described in a clear and precise manner.</p> | 7/09/2010 | |

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| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.6. In the case of modifications of the statutes, each article or group of articles that are substantially independent is voted separately. In any case the article is voted separately if any shareholder or group of shareholders representing at least five percent (5%) of the social capital, requested during the Assembly, a right given to previously inform the shareholders | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it does not have a General Meeting of Shareholders. Reforms to the bylaws must be approved by the Council of Medellín, based on an initiative submitted by the Mayor of Medellín, by means of a municipal resolution, approval of which is performed pursuant to the applicable provisions for processing and approving such resolutions. | | |
| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.7. Without prejudice to the provisions of article 182 of the Code of Commerce, aiming to strengthen and guarantee the right of inspection and information of the shareholders prior to the meeting of the Assembly, the statutes recognize the right of shareholders, regardless of the size of its stake, to propose the introduction of one or more points to discuss in the order of the day of the Assembly General of shareholders , within a reasonable limit, provided the request for the new points is accompanied by a justification. The shareholders' request must be made within five (5) common days following the publication of the call. | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure. | | |
| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.8. If the application is dismissed by the Board of Directors, it is obliged to reply in writing those supported applications, as a percentage of the five percent (5%) minimum of social capital, or a lower percentage established by the society according to the degree of concentration of ownership, explaining the reasons that motivate your decision and informing the shareholders of the right to raise | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure. | | |

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| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.9. In the case that the Board accepts the request, exhausting shareholders time to propose topics in accordance with the recommendations of precedent, a supplement to the call of the General Assembly of Shareholders is published, with a minimum of fifteen (15) common days before the meeting. | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure. | | |
| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.10. In the same period referred to in paragraph 10.7., the shareholders may also have presented, in a fundamental way, new proposals for agreement on issues already previously included in the order of the day. For these requests, the Board of Directors acts similarly to previous numerals 10.8 and 10.9 | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure. | | |
| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.11. The company is obliged to use the electronic media, mainly the corporate website with exclusive access to the shareholders, to get to these documents and the information associated with each of the points of the agenda of the meeting. | Yes | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders in its ownership structure. However, based on the understanding that the Board of Directors is the company's highest governance body, a web-based application named ARCA has been implemented, which is exclusively accessed by Board members to receive documents and information related to each item of the meeting agendas. During 2021, the website for Board members published, in addition to meeting agendas, the documents and contents of the matters to be discussed for their review prior to the meetings. | 21/03/2012 | |

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| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.12 The statutes of the company recognize the shareholders the right to request advance information or clarifications that he considers relevant, through traditional channels and/or, where appropriate, new technologies, or to formulate in writing the questions that they deem necessary in relation to the matters covered by the order of the day, the documentation received or the public information provided by the company. Depending on the term selected by society to convene the General Assembly of shareholders, the company determines the period within which shareholders can exercise this right | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure. | | |
| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.13 The company has foreseen that the requested information can be refused, if, according to internal procedures, it can be called as: i) unreasonable; (ii) irrelevant to know the progress or the interests of society; (iii) confidential, which will include their information in the field of market values, industrial secrets, operations in progress whose fruition for the company depend on substantially the secret of its negotiation; and (iv) others whose disclosure put in imminent and serious danger of it competitiveness. | NA | <p>EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure.</p> <p>However, EPM has the following Guidelines in place: 2021-LINGG-70 "Right to petition and petitions, complaints and claims (PCC) at EPM", which define the internal procedures and response times for petitions made by investors, other stakeholders and third parties in any of these modalities. In the case of public classified and/or confidential information, access may be denied or excluded, on the grounds of legitimate and necessary circumstances to protect private rights pursuant to law.</p> <p>Also, given EPM's capacity as bond issuer in the Colombian securities market, pursuant to Decree 2555/ 2010 (Article 6.4.1.1.5.), it must have a Bondholders Legal Representative, who must fulfill the functions defined in Article 6.4.1.1.9 in the framework of General Meetings of Bondholders.</p> <p>The paragraph of said Article establishes the following regarding information management: that except in connection with the information referred to in item 8 of this Article "Report to bondholders and the Financial Superintendence of Colombia, as soon as possible and by the most suitable means, of any breach in fulfillment of its obligations by the issuing entity and/or the private capital fund management company", the bondholder legal representative must maintain confidentiality over the reports he receives regarding the issuer entity and is prohibited from disclosing the circumstances or details he may have had knowledge on regarding its business, to the extent that it is not strictly necessary to protect the interests of the bondholders.</p> | 1998 | 2010 |

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| 2. General Shareholders' Meeting | No. 10: Convocation of the Assembly | 10.14 When the answer provided to a shareholder can be used as an advantage, the company guarantees access to the response to other shareholders concurrently, in accordance with the mechanisms established for the purpose, and under the same conditions. | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure. | | |
| 2. General Shareholders' Meeting | No. 11: Representations regulation | 11.1. Without prejudice to the limits laid down in article 185 of the Code of Commerce, the Circular External 24 of 2010 and the rules that modify, add or replace them, the company does not limit the right of the shareholder to be represented at the General Assembly of shareholders, | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure. | | |
| 2. General Shareholders' Meeting | No. 11: Representations regulation | 11.2. The company minimizes the use of voting delegations, legal work, no voting instructions, promoting active use of a standard model letter of representation that the appropriate company itself extends to the shareholders, or publishes on its website. The model includes the point of the order of the day and the corresponding proposals of agreement points determined in accordance with the procedure laid down previously and which will be | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure. | | |
| 2. General Shareholders' Meeting | No. 12: Assistance from other persons in addition to shareholders | 12.1. With the aim of revitalizing the role of the General Assembly in the formation of the corporate will, and make it a much more participatory body, the regulation of the Assembly of the society requires that the members of the Board of Directors and, especially, the Presidents of the committees of the Board of Directors, as well as the President of the society, attend the Assembly to respond to the concerns of the shareholders | NA | EPM is a municipal-order industrial and commercial government company whose sole owner is the municipality of Medellín, by virtue of Law 142/1994 and Law 489/1998, and consequently it is not a joint stock company and has no shareholders or a General Meeting of Shareholders in its ownership structure. | | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 13: Functions of the Board of Directors | 13.1 The statutes expressly note those functions that may not be object of delegation to senior management, including those set out in recommendation 13.1 | No | <p>The Bylaws of EPM were established by means of Municipal Resolution No. 12/1998, and their latest reform was made through Municipal Resolution No. 32/2006 to include provisions regarding the Audit Committee.</p> <p>Any reforms to the Bylaws of EPM must be approved by the Council of Medellín, based on an initiative submitted by the Mayor of Medellín. Consequently, EPM does not have the authority to reform its Bylaws in a manner that would allow including as functions of the Board of Directors those indicated in recommendation 13.1. However, as part of its continuous improvement effort, a proposal to reform the Bylaws is in progress, and it is expected to be reviewed and approved by the competent bodies.</p> <p>The functions of the EPM Board of Directors are formally established in the Bylaws and in the Rules of the Board. However, the Bylaws do not include all the functions listed in recommendation 13.1 of Código País, and does not specify those that cannot be delegated.</p> <p>The EPM Board of Directors fulfills its functions through performance of the Typical Agenda, an instrument in which it documents the matters that must be assessed by the Board of Directors during the year, in accordance with its functions and competencies.</p> | | |
| 3. Board of Directors | No. 13: Functions of the Board of Directors | 13.2. Without perjury to the autonomy of the governing bodies of the subordinate companies, when the company acts as a conglomerate matrix, these functions of the Board of Directors have a group approach and develop through policies, guidelines or requests for information respecting the balance between the interests of the matrix and subordinates, and the conglomerate as a whole. | Yes | <p>The EPM Board of Directors, as parent company of EPM Group, defines Corporate Governance practices, policies and guidelines with a Group focus, aimed at achieving unity of purpose and direction.</p> <p>The policies, guidelines and practices with a group-wide scope are validated by the respective Boards of Directors of the companies with the aim of achieving a balance between the interests of EPM as parent company and the other group companies or the overall general interests of EPM Group.</p> <p>The Corporate Governance Code describes the group approach of EPM as the parent company of a conglomerate as follows: "The existence of the EPM Business Group was recognized in 2002, of which EPM is the parent company. With the aim of achieving unity of purpose and direction of the EPM Group, it defines its Strategic Direction and establishes policies, guidelines and orientation to promote a shared vision among Group companies." The Corporate Governance Code is available at the following link: https://www.epm.com.co/site/Portals/6/documentos/Gobierno%20Corporativo/2021-0~1.PDF</p> <p>On its part, the Governance Agreement establishes that: "The new organizational design of EPM Group defines a governance structure headed by EPM, whose decisions have a Group scope and provide strategic orientation and establish corporate policies in matters related to strategic leadership, identity, capabilities, capital management and control of EPM Group companies." The Agreement is available at the following link: https://www.epm.com.co/site/Portals/6/documentos/Anexo%209.%20Acuerdo%20de%20Gobierno_original%20firmado.pdf</p> <p>During 2021, no policies with a group-wide scope were submitted to the EPM Board of Directors.</p> | 10/10/2007 | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 14: Rules of the Board of Directors | 14.1. The Board of Directors has approved the rules of procedure governing its organization and operation, as well as the roles and responsibilities of its members, the President and the Secretary of the Board of Directors and their duties and rights. Which is diffused among the shareholders, and whose character is binding on the members of the Board of Directors. | Yes | <p>The EPM Board of Directors has its own operating rules of procedure, the last update of which was through Decree 579 of June 29, 2021 (Minutes No.1717). This document is binding for the Board members.</p> <p>The Rules of the Board of Directors regulate aspects such as: membership and participation, functions and responsibilities of Board members, of the Chairman and the Secretary, its organization, operation, rights and duties.</p> <p>The Rules are communicated to the members of the Board of Directors, the owner and Senior Management of EPM and are available at the following link: https://www.epm.com.co/site/Portals/0/centro_de_documentos/inversionistas/Decreto-JD-376-del-25Ago15%20Reglamento-de-la-JD.pdf?ver=2019-01-31-154732-023</p> | 1/12/2008 | 29/06/2021 |
| 3. Board of Directors | No. 15: Dimension of the Board of Directors | 15.1. The society has opted statutorily to not appoint alternate members of the Leadership Board. | Yes | The composition of EPM Board of Directors is defined in Article 7 of the Bylaws of EPM, which does not foresee the appointment of alternate members. | 28/05/1998 | |
| 3. Board of Directors | No. 16: Board of Directors Composition | 16.1. Based on the premise that once elected, all members of the Board of Directors act in the interests of society, in an exercise of maximum transparency, the company identifies the origin of the various members of the Board of Directors according to the scheme defined in recommendation 16.1 | Yes | <p>By legal provisions (Law 142/1994), and according to the Bylaws and the Framework Agreement of Rules, the EPM Board of Directors is comprised by:</p> <ul style="list-style-type: none"> a) the Mayor b) Five independent members freely appointed by the Mayor of Medellín. c) Three control representatives to the Board appointed by the Mayor of Medellín from among the Residential Public Utilities Development and Control Committees, who may be either independent or non-independent. <p>Consequently, the EPM Board of Directors is comprised both by independent and non-independent members according to the definition of independence given in Law 964/2005 and in the Corporate Governance Code of EPM. Once the Board members are selected, EPM verifies their origin, indicating whether or not they are independent members, and whether they belong to the category of control representatives to the Board. According to the Rules of the Management Committee of the Board of Directors, this body is responsible for assessing and reporting, as required, the status of independence of candidates to become members of the Board of Directors.</p> <p>To this end, the members of the Board of Directors must sign letters of acceptance of the appointment to the position in which they declare whether or not they fulfill the independence criteria. In any case, the number of independent members must be, as a minimum, the number defined by Law and in the internal documents of EPM. The origin of the members of the Board of Directors is updated and published in the Corporate Governance Annual Report, available at the following link: https://www.epm.com.co/site/inversionistas/Inversionistas/Gobierno-corporativo/Informes</p> | 28/05/1998 | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 16: Board of Directors Composition | 16.2 The company has a procedure, articulated through the Committee appointments and remunerations or another that meets their functions, which allows the Board of Directors, through its own dynamics and the conclusions of the annual assessments, the objectives set out in the recommendation 16.2. | Yes | <p>The Rules of the Management Committee establish that one of its duties is to support the Board of Directors in the analysis of the criteria that must be followed for the composition of the Board of Directors, proposing guidelines related to composition and the functional and personal profiles required by the Board of Directors, and submitting recommendations to the Board of Directors each time any changes are made to its composition.</p> <p>There are also Guidelines and a matrix of profiles for the nomination of members of the EPM Board of Directors, which serve as inputs for the process of conformation of the body, and which are updated and reviewed by the Management Committee each time a change is made to the composition of the Board or when the outcome of the annual assessment of the Board of Directors requires it. During the annual assessment of the EPM Board of Directors, which is validated by the Management Committee, an assessment is made of the time and dedication required by the Board members to adequately perform their duties.</p> <p>During 2021, Sergio Andrés Restrepo Muñoz was appointed member of the Board of Directors. The appointment was made by the Mayor of Medellín pursuant to the legal provisions and following the good practices and recommendations of the Management Committee, as documented in the respective Committee Minutes (Minutes No.67 of May 19, 2021). The composition and appointment process of the EPM Board of Directors is published annually in the Corporate Governance Report and on EPM's website https://www.epm.com.co/site/inversionistas/inversionistas/gobierno-corporativo.</p> | 25/08/2015 | 24/05/2016 |
| 3. Board of Directors | No. 16: Board of Directors Composition | 16.3. The professional profiles identified as necessary are reported by the Board of Directors to shareholders, so that the different actors, mainly minority interest, significant shareholders, families, groups of shareholders and institutional shareholders, if they exist, and the own Board of Directors, are able to identify the most suitable candidates. | Yes | <p>The profiles required for Board members are defined in the matrix of profiles and in the Guidelines for Nomination of EPM Board of Directors members, which are updated as needed.</p> <p>These instruments and the profiles defined by EPM for the Board members are communicated to the elected Mayor of the Municipality of Medellín, who has the power to appoint them, in order to communicate the professional needs of the EPM Board of Directors and to facilitate the process of identifying the most suitable candidates.</p> | 4/12/2015 | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 16: Board of Directors Composition | 16.4. The society considers that the single assessment of life by shareholders leaves is an insufficient resource to determine the eligibility of candidates, so it has an internal procedure to evaluate the incompatibilities and legal disabilities and the suitability of the candidate to the requirements of the Board of Directors, through the evaluation of a set of criteria that must meet the functional and personal profiles of the candidates, and the verification of the fulfillment of requirements objective to be member of Board of Directors and others additional to be an Independent Member | Yes | <p>EPM has Guidelines and a matrix of profiles for the nomination of EPM Board members. These documents serve as inputs for the process of conformation of the body, and they are updated and reviewed by the Management Committee each time a change is made to the composition of the Board or when the outcome of the annual assessment of the Board of Directors requires it.</p> <p>Additionally, the Framework Agreement on Relations establishes the elements and criteria to be taken into consideration by the Mayor of Medellín to appoint the members of the EPM Board of Directors.</p> <p>These documents are submitted by EPM to be taken into consideration by the Mayor of Medellín during the process of appointing EPM Board members, in exercising his constitutional, legal and statutory powers.</p> <p>Once the Board members are designated, EPM also validates whether or not any incompatibilities or legal disqualifications exist, and the suitability of the candidate for the needs of the Board of Directors, through the validation of criteria such as: meeting the functional and personal profiles by the candidates, fulfillment of the independence criteria, the statement of conflicts of interest and the identification of the map of related parties.</p> <p>During 2021, Sergio Andrés Restrepo Muñoz was appointed member of the Board of Directors. The appointment was made by the Mayor of Medellín pursuant to the legal provisions and following the good practices and recommendations of the Management Committee, as documented in the respective Committee Minutes (Minutes No.67 of May 19, 2021). EPM also carried out the internal procedures and reviewed the required documentation to validate the above criteria.</p> | 25/08/2015 | 24/05/2016 |
| 3. Board of Directors | No. 16: Board of Directors Composition | 16.5. In addition to the independence requirements provided for in Law 964 of 2005, the company has voluntarily adopted a definition of more rigorous independence to that established in this law. This definition has been adopted as a frame of reference through its regulation of Board of Directors, and includes, among other requirements that should be evaluated, relationships or links of any kind of a candidate for an independent member with significant or controlling shareholders and their related parties, national and foreign, and requires a double Declaration of independence: (i) of the candidate before the company, shareholders and members of senior management, instrumented through his letter of acceptance and, (ii) the Board of Directors with respect to the | Yes | <p>The independence criteria for EPM Board members are established in the Corporate Governance Code and in the Framework Agreement on Relations.</p> <p>These criteria meet the definition of independence set forth in Law 964/2005 (Article 44), as well as the good corporate governance practices. Consequently, EPM has voluntarily adopted stricter independence criteria than established in the aforementioned law.</p> <p>As a good practice, both independent and non-independent Board members must report and update each year a map of related parties, i.e., the relationships or links between Board members with related parties, according to the definition of related parties given in IAS 24.</p> <p>Similarly, EPM requires a double statement of independence: (i) of the candidate with respect to EPM, its owner and members of Senior Management, instrumented through his/her Letter of Acceptance, and (ii) with respect to the Board of Directors, regarding the candidate's independence, which is set out in the Corporate Governance Code of EPM, a document approved by the Board of Directors.</p> | 2005 | 24/09/2019 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 16: Board of Directors Composition | 16.6. The company, through its internal regulations, considered that the Directive Board, through its President and with the support of the appointments and remuneration Committee, or who fulfill their functions, is the most appropriate body to centralize and coordinate prior to the General Assembly the process of formation of the Board of Directors. In this way, shareholders who, based on their equity stake, who aspire to be part of the Board of Directors, can meet the needs of the Board and raise their aspirations, negotiate the stock balances and the distribution between the various categories of members, present their candidates and accept that the adequacy of their candidates is evaluated by the appointments and remunerations Committee before the vote in the General Assembly of Shareholders. | Yes | <p>The Rules of the Management Committee of the Board of Directors establishes that a function of this body is to support the Board of Directors in coordinating the process of conformation of the Board of Directors. To this end, it must:</p> <p>a) Analyze the criteria to be followed for the composition of the Board of Directors, proposing guidelines regarding the composition and functional and personal profiles required on the Board of Directors, and providing recommendations to the Board of Directors, whenever there are changes in its members, and</p> <p>b) Oversee fulfillment of the requirements and procedures for the election of the EPM Board members and of the subsidiaries of EPM Group.</p> <p>On its part, the Rules of Board of Directors establish that the Chairman of this body has the function of appointing and removing the Board members, following the current guidelines regarding the composition and the functional and personal profiles of Board members defined by the Board of Directors. The required profiles for the conformation of the EPM Board of Directors are defined in the matrix of profiles and in the Guidelines for the Nomination of Board members, which are updated as required and are communicated to the elected Mayor of the Municipality of Medellín, who has the power to appoint them, to inform him of the professional requirements of the EPM Board of Directors and to designate members in accordance with the required profiles and qualifications criteria.</p> <p>During 2021, Sergio Andrés Restrepo Muñoz was appointed member of the Board of Directors. The appointment was made by the Mayor of Medellín pursuant to the legal provisions and following the good practices and recommendations of the Management Committee, as documented in the respective Committee Minutes (Minutes No.67 of May 19, 2021).</p> | 25/08/2015 | 24/05/2016 |
| 3. Board of Directors | No. 16: Board of Directors Composition | 16.7. The Regulation of the Board of Directors provides that the assessment of the suitability of the candidates is an activity whose execution is previous to the implementation of the General Assembly of shareholders, so that shareholders have enough information (personal qualities, fitness, career, experience, integrity, etc.) on the proposed candidates for integration, allowing adequate evaluation beforehand. | Yes | <p>The Rules of the EPM Board of Directors establish that <i>"the Board members will be appointed by the Mayor of Medellín, taking into consideration the requirements established in the Corporate Governance Code and the Framework Agreement on Relations, as well as current guidelines regarding the composition of functional and personal profiles required by the Board of Directors, as well as the regime on disqualifications and incompatibilities established by law."</i></p> <p>It also establishes the following functions of the Chairman of the Board of Directors: <i>"Freely appoint and remove the Board members. To this effect, he shall follow current guidelines regarding the composition and functional and personal profiles defined by the Board of Directors."</i> By legal provision (Law 142/1994), the Mayor of Medellín is the Chairman and appoints the members of the EPM Board of Directors.</p> <p>Consequently, the profiles and requirements that must be met by a person to be appointed to the Board of Directors are proposed to the Mayor of Medellín, so they may be taken into consideration prior to the designation and appointment of the Board members.</p> | 7/09/2010 | 25/08/2015 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 17: Functional structure of the Board of Directors | 17.1. The Regulation of the Board of Directors stipulates that economic and independent members are always in the majority regarding the Executive members, whose number, in the event of joining the Board of Directors, is the minimum necessary to meet the needs of information and coordination between the Board of Directors and senior management of the company. | Yes | <p>The EPM Board of Directors does not include any shareholder or executive members, and the members are classified as either independent and non-independent.</p> <p>According to the Rules of the body, the EPM Board of Directors is comprised by the following persons:</p> <p>a) The Mayor of Medellín, who is the chairman, or a delegate appointed by him to replace him in the event of temporary absence. Such representative must be an official of the municipal administration.</p> <p>b) Five (5) persons freely appointed by the Mayor of Medellín, with the status of independent members, pursuant to the Framework Agreement on Relations signed on April 23, 2007, between the Municipality of Medellín and Empresas Públicas de Medellín.</p> <p>c) Three (3) persons selected by the Mayor of Medellín as control representatives to the Board from candidates submitted by the Residential Public Utilities Development and Social Control Committees.</p> <p>In 2021, of the appointed Board members (8 in office at December 31, 2021), 6 are classified as independent, i.e., 75%.</p> | 1/10/2007 | |
| 3. Board of Directors | No. 17: Functional structure of the Board of Directors | 17.2. Starting from the minimum percentage of twenty-five percent (25%) of Independent Members set in Law 964 of 2005, the society analyzes and voluntarily adjusts, the rise, the number of independent members, taking into account, among others, that the number of independent members save relationship with floating Capital. | Yes | <p>EPM has adjusted and voluntarily adopted the minimum percentage of independent Board members required by Law 964/2005.</p> <p>According to the provisions of the Good Governance Code and the Framework Agreement on Relations, at least five (5) of the Board members must be independent.</p> <p>In 2021, of the appointed Board members (8 in office at December 31, 2021), 6 are classified as independent, i.e., 75%.</p> | 1/10/2007 | |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.1. The functions of the President of the Board of Directors are designated in the Statute and its main responsibilities are the ones that set recommendation 18.1 | Yes | <p>The functions of the Chairman of the Board of Directors are set out in the Rules of the Board of Directors and not in the Bylaws of EPM.</p> <p>The Bylaws of EPM establish that the Mayor of Medellín is the Chairman of the Board of Directors.</p> | | |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.2. The internal rules of the society, provides for the possibility that the President of the Board of Directors can have a differentiated treatment with respect to other members in their pay, as a result of the reach of their specific functions and greater dedication of time both their obligations | Yes | <p>The Chairman of the Board of Directors of EPM has different treatment from the other Board members due to his functions, which are defined in the body's Rules.</p> <p>According to the Bylaws of EPM, Article 15 of Municipal Resolution No. 12/1998 of the Council of Medellín, the Chairman of the Board, given his status of civil servant of the municipal order, is not entitled to receive professional fees in his capacity of member and Chairman of the Board of Directors of EPM.</p> <p>The Rules of the Board of Directors establish that the Mayor, and other Board members who are civil servants, shall not be entitled to any remuneration for their attendance to meetings of the Board and its Committees, whenever such attendance is the results of a legal mandate or delegation.</p> <p>The Corporate Governance Annual Report discloses the professional fees paid to Board members in performance of their duties, and indicates that the Mayor of Medellín, in his capacity of Chairman of the Board of Directors of EPM, receives no remuneration.</p> | 25/08/2015 | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.3. The statutes include rules for the appointment of the Secretary of the Board of Directors including those indicated in recommendation 18.3 | Yes | <p>According to the Bylaws of EPM, Article 21 of Municipal Resolution No. 12/1998 of the Council of Medellín, the Secretary of the Board of Directors shall be the same General Secretary (currently called the General Secretary Vice-president, which is a senior level position within the corporate structure).</p> <p>According to the Bylaws of EPM, the Board of Directors is responsible for "Approving or disapproving the appointment and removal of senior executives by the CEO", and the CEO must "Submit to the approval or disapproval of the Board of Directors the appointment or removal of civil servants to senior-level positions within the structure."</p> <p>The Rules of the Management Committee of the Board of Directors also establishes that this body is responsible for providing support to the Board of Directors in performance of its duties in a decision-making or advisory capacity related to the appointment of members of Senior Management.</p> <p>The above fulfills the purpose of the recommendation in the sense that it safeguards the independence of the Secretary of the Board of Directors with respect to the CEO of EPM, because the Secretary is appointed by the Board of Directors based on a proposal submitted by the CEO and a previous report by the Management Committee.</p> | 28/05/1998 | |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.4. The regulation of the Board of Directors establishes the functions of the Secretary, including those listed in recommendation 18.4 | Yes | The Rules of the EPM Board of Directors establish the functions of the Secretary of the Board of Directors, which are aligned with the functions indicated under recommendation 18.4. | 25/08/2015 | |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.5. The Board of Directors has established a remuneration and Nomination Committee | Yes | The functions normally assigned to an Appointments and Compensation Committee were assigned to the Management Committee of the Board of Directors. It is currently regulated by means of Decree No. 398 of May 24, 2016. | 25/08/2015 | 24/05/2016 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.6. The Board of Directors has formed a Committee of Risks. | Yes | The functions normally assigned to a Risk Committee were assigned to the Audit Committee of the Board of Directors. It is currently regulated by means of Decree No. 469 of October 29, 2019. | 25/08/2015 | 29/10/2019 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.7. The Board of Directors has formed a Committee of corporate governance. | Yes | The functions normally assigned to a Corporate Governance Committee were assigned to the Management Committee of the Board of Directors. It is currently regulated by means of Decree No. 398 of May 24, 2016. | 25/08/2015 | 24/05/2016 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.8. If society has considered that it is not necessary to constitute the totality of these committees, their functions have been distributed among which there are or Board in the Middle has taken them on. | Yes | <p>The functions recommended by Código Pais for the Appointments and Compensation, Corporate Governance, and Audit and Risks Committees were assigned at EPM to the Management and Audit Committees by means of Decrees 398 of May 24, 2016 and 469 of October 29, 2019.</p> <p>Additionally, the EPM Board of Directors has established a Strategy and Investment Committee (Decree No. 397 of May 24, 2016), a Project Monitoring Committee (Decree No. 396 of May 24, 2016) and a Relations Committee (Decree 488 of January 28, 2020), which support the Board of Directors in fulfilling its functions related to strategic direction, sustainability, investment, growth and new businesses, and stakeholder relations; in the definition, implementation and monitoring of infrastructure projects or prioritized lines of business; and in relations with stakeholders and key actors, respectively.</p> | 25/08/2015 | 24/05/2016 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.9. Each of the committees of the Board of Directors has an internal regulation that regulates the details of its conformation, materials, functions that the Committee must work, and their operation, paying special attention to the channels of communication between the committees and the Board of Directors and, in the case of Conglomerates, the relationship mechanisms and coordination between the committees of the Board Directors of the matrix and the subordinate enterprises, if they exist | Yes | <p>The Committees of the EPM Board of Directors have Internal Rules that regulate aspects such as their composition, their general and specific functions, their operations, and the communications channels between the Committees and the Board of Directors.</p> <p>Rules of the support committees of the Board of Directors:</p> <ol style="list-style-type: none"> 1. Audit Committee, Decree 469 of October 29, 2019. 2. Project Monitoring Committee, Decree 396 of May 24, 2016. 3. Strategy and Investment Committee, Decree 397 of May 24, 2016. 4. Management Committee, Decree 398 of May 24, 2016. 5. Relations Committee, Decree 488 of January 28, 2020. <p>The scope of the support committees of the EPM Board of Directors does not cover the entire business group, but the Typical Agenda of each Committee meeting includes information on matters of their interest with a group-wide scope.</p> | 25/08/2015 | 28/01/2020 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.10. The committees of the Board of Directors are made up exclusively by independent or heritage, members with a minimum of three (3) members and directed by an Independent Member. In the case of the Appointments and Remunerations Committee, the independent members, are always the majority. | Yes | <p>In 2021, each Board committee was comprised by 3 members of the collegiate body. Arrangements are made so that each Board member participates at least in one Committee, except the Chairman of the Board, who does not belong to any committee.</p> <p>The Chairpersons of the Audit, Management, Strategy and Investments and Project Monitoring Committees are independent members of the Board of Directors. The Chairperson of the Relations Committee is a non-independent member.</p> <p>All the members of the Management Committee, the body that has the functions recommended by Código País for the Appointments and Compensation Committee, are independent members.</p> | | |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.11 The committees of the Board of Directors can obtain the support, punctual or a permanent way, of members of senior management with experience on the matters of their competence and/or external experts. | Yes | <p>Pursuant to the operating rules of the Committees and the Rules of the Board of Directors, their members receive support from Senior Management to review the matters within their purview, and are also empowered to contract external experts and to receive specific or permanent advice on matters within their purview.</p> <p>In 2021, no external experts were contracted to support or advise the Committees.</p> | 25/08/2015 | 24/05/2016 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.12. For the integration of its committees, the Board of Directors takes into account profiles, knowledge and professional experience of the members in relation to the Committee subject matter | Yes | <p>During 2021, when Sergio Andrés Restrepo Muñoz became a member of the EPM Board of Directors, adjustments were made to the members of the support committees, and the committee members were assigned taking into consideration each Board member's profile and the knowledge and experience required for each committee. The above, pursuant to the provisions both of the Rules of the Board of Directors and the operating Rules of the Board committees.</p> <p>The composition of the committees was revised at the Board meeting of June 29, 2021 (Minutes No.1717 of June 29, 2021).</p> <p>The composition of the support committees is published in the Annual Corporate Governance Report and on the EPM website (https://www.epm.com.co/site/inversionistas/Inversionistas/Gobierno-corporativo/Informes).</p> | 25/08/2015 | 29/06/2021 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.13. Proceedings arise from the committee meetings, a copy of which refers to all the members of the Board of Directors of the company. If councils have powers delegated for decision-making, proceedings conform to the requirements in Articles 189 and 431 of the Code of Commerce. | Yes | <p>Each Committee meeting is documented in Minutes, copies of which are sent to all the members of the Board of Directors through the information system of the Board of Directors and its Committees (ARCA).</p> <p>Additionally, at each Board meeting, and in accordance with the Typical Agenda, the Committee Chairpersons report to the full Board their activities during the previous month and their recommendations on matters submitted by the Committees to the Board.</p> <p>The Committees have no delegated power for decision-making.</p> | 25/08/2015 | |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.14. Except that the legal framework or applicable regulatory normative internal required by its Constitution, in the case of conglomerates provided together directives of the subordinates enterprises may opt not constitute specific committees for the treatment of certain matters and be these tasks assumed by the committees of the Board Directors of the Parent Company, to transfer to the matrix of the responsibility of the boards of Directors of subordinated enterprises. | Yes | <p>EPM, in its capacity as parent company, establishes a strategic direction covering the key aspects for the Group. To fulfill this function it has established a governance body at the management level comprised by the Senior Management of EPM, which is named the "Corporate Core", as set forth in title 5 of the Governance Code of EPM and the Group.</p> <p>The strategic direction of EPM Group establishes that each company has its own governance bodies, with the powers defined in their respective bylaws, and which are aligned with the provisions of the parent company. Consequently, the Governance Codes and Rules of the Boards of the national affiliates establish the possibility of creating temporary or permanent Board committees, depending on the needs that may arise, subject to prior coordination with the area that leads the Corporate Governance function at EPM in its capacity as parent company of the Group. In the event no committees are established, the Board of Directors of the affiliate directly takes on their functions.</p> <p>Additionally, EPM holds joint meetings with the participation of the Board members of Group companies, in order to create synergies and achieve unity of purpose and direction.</p> <p>Additionally, the Typical Agenda of the EPM Board committees addresses topics with a Group scope that are within the purview of the respective committees. This in no case represents any transfer to EPM, in its capacity of parent company, of the responsibilities of the boards of directors of the Group companies.</p> | 8/11/2013 | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.15. The main task of the Audit Committee is to assist the Board of Directors in its oversight function by evaluating the accounting procedures, the relationship with the Prosecutor reviewer and, in general, the review of the architecture of Control society, included the audit of risk management system implemented by the company | Yes | <p>The Audit Committee supports and advises the Board of Directors in functions related to internal control, internal audit, risk management, supervision and disclosure of comprehensive financial and non-financial information, assessment of accounting procedures and budget execution, evaluation of compliance with legal obligations and relations with the External Auditor.</p> <p>These functions are included in the Rules of the Audit Committee, Decree 469 of October 29, 2019. During 2021, el Audit Committee fulfilled such duties by following the approved Typical Agenda, as documented in the Committee's minutes.</p> | 5/11/2013 | 29/10/2019 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.16. The members of the Audit Committee have knowledge of accounting, financial and other associated materials, allowing them to rule with rigor on the topics competence of the Committee with one sufficient level to understand its scope and complexity. | Yes | <p>In establishing the Audit Committee, the knowledge and experience of its members is taken into consideration in topics related to the functions and matters of the Committee and the profile established in the Rules of the Audit Committee (Decree 469 of October 29, 2019).</p> <p>In 2021, the Committee was comprised by Board members with training and experience mainly in legal and administrative areas, as well as experience in consulting and advisory for public and private sector companies, which enables them to understand the scope and complexity of the matters within their purview.</p> | 5/11/2013 | 25/08/2015 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.17. At the request of the President of the Assembly, the Chairman of the Audit Committee, reports to the General Assembly of shareholders on specific aspects of the work carried out by the Committee, such as for example, the analysis of the scope and content of the report of the Prosecutor reviewer. | Yes | <p>Given its legal status, EPM does not have shareholders or a General Meeting of Shareholders, and does not have a statutory auditor; however, the Chairperson of the Audit Committee reports to the Board of Directors, as the highest governance body, the work carried out by the Committee during each period through the management report of the Audit Committee, which includes the External Auditor's Report.</p> <p>At the Board meeting of January 26, 2022, Minutes 1732, the agenda included an item for the presentation of management reports by the Chairpersons of the Board committees, for the 2021 fiscal year, including the management report of the Audit Committee.</p> <p>During presentations at Board meetings of topics discussed previously by the Committee, the Chairperson of the Audit Committee reports to the Board the conclusions and recommendations issued by the Committee on the topics that were discussed, such as the scope and contents of the External Auditor's Report. The Board meetings' agenda included a report by the Audit Committee, as documented in the 2021 minutes.</p> <p>These provisions are set out in the Rules of the Audit Committee as part of the duties of the Committee <u>Chairperson and the alignment between the Board of Directors and the Committees.</u></p> | 5/11/2013 | 29/10/2019 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.18 The internal regulations of the Audit Committee attributed functions pointing recommendation 18.18 | Yes | <p>The Rules of the Audit Committee, Decree 469 of October 29, 2019, establish the Committee's functions in accordance with recommendation 18.18.</p> <p>The Typical Agenda of the Committee and the meeting minutes document the fulfillment of the functions assigned to the Audit Committee.</p> | 25/08/2015 | 29/10/2019 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
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| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.19 The main objective of the appointments and remuneration Committee is support to Board of Directors in the exercise of its decision-making character or advisory functions associated with matters of appointments and remuneration of the members of the Board of Directors and senior management and monitor observance of the rules of corporate governance, reviewing periodically compliance recommendations and principles (in those cases when this function is not expressly attributed to another Committee of the company). | Yes | <p>The functions normally assigned to an Appointments and Compensation committee were assigned to the Management Committee of the Board of Directors by means of Decree No. 398 of May 24, 2016.</p> <p>The main function of the Management Committee is to support and advise the Board of Directors in matters related to the administrative structure, human talent management, appointment and remuneration of members of the Board and Senior Management, and Corporate Governance.</p> <p>During 2021, the Management Committee fulfilled such duties by following the approved Typical Agenda, as documented in the Committee's minutes.</p> | 25/08/2015 | 24/05/2016 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.20 Some of the appointments and remuneration Committee members possess expertise in strategy, human resources (recruitment and selection, hiring, training, administration or personnel management), wage policy and related subjects, with one sufficient level to understand the scope and the complexity of these materials present in the company. | Yes | <p>In assigning the members of the Management Committee in 2021, which has the duties of an Appointments and Compensation Committee, the member profiles were taken into consideration (knowledge and experience) in terms of the matters within the purview of the Committee, which are established in the Rules of the Management Committee (Decree No. 398 of May 24, 2016).</p> | 25/08/2015 | 24/05/2016 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.21 At the request of the President of the Assembly, the Chairman of the Committee appointments and remunerations, may report to the General Assembly of shareholders on specific aspects of the work done by the Committee, such as for example the monitoring of policy of remuneration of the Board of Directors and senior management. | Yes | <p>Given its legal status, EPM does not have shareholders or a General Meeting of Shareholders; however, the Chairperson of the Management Committee, which has the duties of an Appointments and Compensation Committee, reports to the Board of Directors the work carried out by the Committee during each period by means of the management report of the Management Committee.</p> <p>At the Board meeting of January 26, 2022, Minutes 1732, the agenda included an item for the presentation of management reports by the Chairpersons of the Board committees, for the 2021 fiscal year, including the management report of the Management Committee.</p> <p>During presentations at Board meetings of topics discussed previously by the Committee, the Chairperson of the Management Committee reports to the Board the conclusions and recommendations issued by the Committee on the topics that were discussed. The Board meetings' agenda included a report by the Management Committee, as documented in the 2021 minutes.</p> <p>These provisions are set out in the Rules of the Management Committee as part of the duties of the Committee Chairperson and on the alignment between the Board of Directors and the Committees.</p> | 25/08/2015 | 29/10/2019 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.22. The internal regulation of the appointments and remuneration Committee attributed functions that mark recommendation 18.22 | Yes | <p>The Rules of the Management Committee, Decree 398 of May 24, 2016, establish the Committee's functions in accordance with recommendation 18.22.</p> <p>The Typical Agenda of the Committee and the meeting minutes document fulfillment of the functions assigned to the Management Committee, regarding appointments and compensation.</p> | 25/08/2015 | 24/05/2016 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.23. The main reason from the Risk Committee is to assist the Board of Directors in fulfilling their responsibilities of supervision in relation to risk management. | Yes | <p>The functions related to comprehensive risk management have been assigned to the Audit Committee, according to its Rules, Decree 469 of October 29, 2019. In 2021, the Audit Committee reviewed the risk management in accordance with the approved Typical Agenda, and which was subsequently presented to the Board of Directors, as documented in the minutes.</p> | 25/08/2015 | 29/10/2019 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.24. At the request of the President of the Assembly, the Chairman of the risk Committee can report to the General Assembly of shareholders on specific aspects of the work done by the Committee. | Yes | <p>Given its legal status, EPM does not have shareholders or a General Meeting of Shareholders, but the Chairman of the Board of EPM can request at any time the Chairperson of the Audit Committee (which has the duties of a Risk Committee) to report on the work of this Committee.</p> <p>At the end of each period, the Audit Committee submits a report on its work to the Board of Directors. At the Board meeting of January 26, 2022, Minutes 1732, the agenda included an item for the presentation of management reports by the Chairpersons of the Board committees, for the 2021 fiscal year, including the management report of the Audit Committee.</p> <p>During presentations at Board meetings of topics discussed previously by the Committee, the Chairperson of the Audit Committee reports to the Board the conclusions and recommendations issued by the Committee on the topics that were discussed. The Board meetings' agenda included a report by the Audit Committee, as documented in the 2021 minutes.</p> <p>These provisions are set out in the Rules of the Audit Committee as part of the duties of the Committee Chairperson and the alignment between the Board of Directors and the Committees.</p> | 25/08/2015 | 29/10/2019 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.25. With the adjustments that are necessary to distinguish between societies that belong to the financial sector or to the real sector of the economy, and without prejudice to the functions assigned to this Committee by the current standards, the internal regulation of the risk Committee attributed the functions set out in the recommendation 18.25 | Yes | The Rules of the Audit Committee, Decree 469 of October 29, 2019, establish the functions of the Risk Committee in accordance with recommendation 18.25. The Typical Agenda of the Committee and the meeting minutes document fulfillment of the functions assigned to the Audit Committee regarding risk management. | 25/08/2015 | 29/10/2019 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.26. The main task of the corporate governance Committee is to assist the Board in its functions of proposals and supervision of corporate governance measures taken by society. | Yes | The functions normally assigned to a Corporate Governance Committee were assigned to the Management Committee of the Board of Directors, by means of Decree No. 398 of May 24, 2016. The main function of the Management Committee is to support and advise the Board of Directors in matters related to the administrative structure, human talent management, appointment and remuneration of members of the Board and Senior Management, and Corporate Governance. During 2021, the Management Committee covered topics related to Corporate Governance, including the assignment of the Committees of the Board of Directors, methodology for the evaluation of the Board of Directors, the Código País report, the Typical Agenda, and monitoring of the Corporate Governance Plan, among others. The Management Committee fulfilled such duties by following the approved Typical Agenda, as documented in the Committee's minutes. | 25/08/2015 | 24/05/2016 |
| 3. Board of Directors | No. 18: Organization of the Board of Directors | 18.27. The internal regulation of the corporate governance Committee attributed functions pointing 18.27 recommendation | Yes | The Rules of the Management Committee, Decree 398 of May 24, 2016, establish the Committee's functions in accordance with recommendation 18.27. The Typical Agenda of the Committee and the meeting minutes document fulfillment of the functions assigned to the Management Committee regarding Corporate Governance. | 25/08/2015 | 24/05/2016 |
| 3. Board of Directors | No. 19: Board of Directors Operation | 19.1. the President of the Board of Directors with the assistance of the Secretary and the President of the society prepared a work plan of the Board of Directors for the evaluated period, tool that makes it easy to determine the reasonable number of regular meetings per year and its estimated duration. | Yes | Each year, the Board of Directors approves a Typical Agenda, based on a proposal submitted by management, which covers all the matters that are ordinarily discussed at each meeting during the year, the number of meetings and their estimated duration. The Typical Agenda of the 2021 fiscal year was approved at the Board meeting of December 15, 2020. (Minutes No. 1701). The Rules of the Board of Directors establish that its Chairman has the function of planning the operation of the Board of Directors by means of an annual work plan based on the assigned functions, which must be aligned with the results of the annual evaluation of the governance body. The Rules also establish that the Secretary of the Board has the function of calling the meetings, based on the annual plan and the Typical Agenda of the Board of Directors. | 1/08/2010 | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 19: Board of Directors Operation | 19.2 Except for entities under surveillance than by his regime are required at least one (1) meeting per month, the Board of Directors of the society held between eight (8) and twelve (12) ordinary meetings per year | Yes | Pursuant to Article 10 of the Bylaws (Municipal Resolution 12/1998), the Board of Directors must meet at least once (1) a month, and hold extraordinary meetings when necessary. During 2021, 30 Board meetings we held, 14 of them ordinary and 16 extraordinary. | 28/05/1998 | |
| 3. Board of Directors | No. 19: Board of Directors Operation | 19.3 One (1) or two (2) meetings per year of the Board of Directors have a focus clearly oriented to the definition and monitoring of the strategy of the company. | Yes | According to the Typical Agenda of the Board of Directors, one meeting is dedicated to the strategic planning of the company. In 2021, the Corporate Strategic Direction was discussed at the Board meetings held on April 7, 2021, Minutes No. 1710 and August 26, 2021, Minutes No. 1719. | 1/08/2010 | |
| 3. Board of Directors | No. 19: Board of Directors Operation | 19.4. The Board of Directors approves a specific timetable of ordinary sessions, without prejudice to that extraordinary ability to meet as often as necessary. | Yes | The agenda of the Board of Directors includes a calendar of ordinary meetings during the year and the matters ordinarily discussed at each meeting. The proposed calendar of Board meetings during 2021 was approved at the meeting held on December 15, 2020 (Minutes 1701). The Rules of the Board of Directors establish the possibility of holding extraordinary meetings, when necessary. In 2021, 14 ordinary meetings were held according to the calendar approved by the Board, and 16 extraordinary meetings were held. | 1/08/2010 | |
| 3. Board of Directors | No. 19: Board of Directors Operation | 19.5. Together with the convocation of the meeting and, as a minimum, with an advance of five (5) common days, are delivered to the members of the Board of Directors documents or information associated with each point of the agenda, so that its members can participate actively and take decisions in a rational way. | Yes | According to Section 8.7 of the Rules of the Board of Directors, " <i>through the General Secretary, the information to be discussed at the upcoming meeting and the respective agenda will be posted on the virtual site of the Board of Directors, at least eight (8) calendar days in advance. The posted information must be related to the matters to be presented at the meeting. The information may also be sent by any other effective means. Board members will use this digital tool as a mechanism to facilitate their access to the supporting documentation for the meetings.</i> " During 2021, pursuant to the Rules, the documentation and information related to each agenda item was made available to the Board members 8 days in advance from the respective ordinary meeting. The call to the meeting, the agenda and supporting documentation on each item on the agenda are published and made available to the Board members in the Board's information system to enable them to actively participate and decide in an informed manner. | 7/09/2010 | 25/08/2015 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 19: Board of Directors Operation | 19.6 The President of the Board of Directors assumes, with the assistance of the Secretary of the Board of Directors, the ultimate responsibility that members receive the information sufficiently in advance and that the information is useful, so that in the set of documents that is delivered (dashboard of the Joint Directive) it must come first quality against quantity | Yes | <p>Article 5 of the Rules of the Board of Directors, Decree 579 of June 29, 2021, establishes that the General Secretary, who acts in the capacity of the Secretary of the Board, has the responsibility of assuring the conservation of the documents of the Board of Directors and to require the area responsible to duly file and publish the documents according to the classification of the respective information. It also establishes a procedure for providing information to the Board of Directors aimed at ensuring timely management of the information to be submitted to the consideration of the Board of Directors at each meeting.</p> <p>During 2021, periodic monitoring was performed on the timeliness of delivery of the information. All the documentation is published in the information system of the Board of Directors, named ARCA.</p> | 7/09/2010 | 25/08/2015 |
| 3. Board of Directors | No. 19: Board of Directors Operation | 19.7. The ultimate responsibility for the preparation of the agenda of the meetings of the Board corresponds to the Chairman of the Board and not to the President of the society, and is structured according to certain parameters that allow you to follow a logical order of the presentation of the issues and debates. | Yes | <p>The Chairman of the Board of Directors participates in the approval of the Typical Agenda of the Board, which sets out the agenda for each ordinary meeting to be held during the year; and pursuant to the provisions of the Rules of the Board of Directors (Decree 376 of August 25, 2015), proposes any items that he deems relevant for inclusion in the agenda of the respective Board meetings.</p> <p>The 2021 Typical Agenda was approved at the Board meeting of December 15, 2020, under Minutes No. 1701.</p> | 25/08/2015 | |
| 3. Board of Directors | No. 19: Board of Directors Operation | 19.8 In the annual corporate governance report and the corporate Web site, the company made public the attendance of members at meetings of the Board of Directors and its committees | Yes | <p>Attendance to meetings by Board and Committee members is disclosed annually in the Sustainability Report of EPM Group, in the Chapter on Corporate Governance, which is published on the EPM website, at the following link: https://www.epm.com.co/site/inversionistas/Inversionistas/Gobierno-corporativo/Informes</p> <p>The Corporate Governance Report indicating attendance by Board and Committee members during the 2021 period will be approved by the Board of Directors at the meeting scheduled for March 23, 2022, and will be published on the EPM website at the end of April 2022.</p> | 2010 | |
| 3. Board of Directors | No. 19: Board of Directors Operation | 19.9. Each year the Board of Directors assesses the effectiveness of his work as a College, the of its committees and the members individually considered, including the evaluation by peers, as well as the reasonableness of its internal rules and the dedication and performance of its members, proposing, where appropriate, amendments to their organization and functioning which considers relevant. In the case of Conglomerates, the Board of Directors of the matrix requires that | No | <p>The Rules of the Board of Directors establish that an annual evaluation of the Board of Directors shall be carried out in the following terms: "<i>The evaluation will be carried out according to a methodology defined for this effect, which may include a self-evaluation by the members, an evaluation by an external advisor, an evaluation by members of the company's senior management and a peer-to-peer evaluation. The method to be used shall be defined by the Board of Directors depending on the dynamics, convenience and maturity of the Board. The evaluation refers to the Board as a body, the performance of each member and the relations of the Board of Directors with the Company's Management.</i>"</p> <p>The evaluation of the Board of Directors for the 2021 period is scheduled to be carried out at the Board meeting to be held in March 2022, based on the schedule set out in the approved Typical Agenda for this period. The evaluation of the EPM Board of Directors for the 2021 period includes the aspects suggested in the recommendation, except the peer-to-peer evaluation.</p> | | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 19: Board of Directors Operation | 19.10 The Board self-assessment technique internal with the external evaluation carried out by independent assessors. | Yes | <p>According to the Rules of the Board of Directors, "The evaluation will be carried out according to a methodology defined for this effect, which may include a self-evaluation by the members, an evaluation by an external advisor, an evaluation by members of the company's senior management and a peer-to-peer evaluation. The method to be used shall be defined by the Board of Directors depending on the dynamics, convenience and maturity of the Board."</p> <p>The methodology used to evaluate the EPM Board of Directors alternates between the internal evaluation technique and an evaluation carried out with independent advisors every two years. For the 2021 period, the evaluation of the Board of Directors will be made with the support of an external facilitator.</p> | 27/01/2015 | |
| 3. Board of Directors | No.20: Board Members' Rights and Duties | 20.1. The regulation of the Board of Directors complements the provisions of the regulatory framework, in relation to the duties and rights of members of the Board of Directors. | Yes | The Rules of the Board of Directors (Article 6 of Decree 579 of June 29, 2021) incorporates and supplements the legal requirements regarding the duties and rights of Board members. | 1/10/2007 | 25/08/2015 |
| 3. Board of Directors | No.20: Board Members' Rights and Duties | 20.2. The regulation of the Board of Directors develops the understanding of society with respect to the following duties of the members of the Board of Directors: i. Duty of care or diligence. ii. Duty of loyalty. iii. Duty of no competency. iv. Duty of secret. v. Must not use corporate assets | Yes | <p>The Rules of the Board of Directors establish the following duties of the Board members:</p> <ol style="list-style-type: none"> 1. Act in good faith, with loyalty and the diligence of a good businessman. 2. Always act in the best interests of the Company. 3. Act with independent judgment and assuring the right to equal treatment for the various stakeholders. 5. Refrain from participating in businesses or activities that involve competing with any of the businesses or activities of the Company or its affiliates. 8. Responsibly manage the information related to the Company to which they have access by virtue of their position, in accordance with its classification. 9. Not to manipulate, disseminate or use for their own benefit or for the benefit of third parties the information they have access to. | 1/10/2007 | 25/08/2015 |
| 3. Board of Directors | No.20: Board Members' Rights and Duties | 20.3. The regulation of the Board of Directors develops the content of the following rights of the members of the Board of Directors: i. Information rights. ii. Right to rely on the assistance of experts. iii. Right of remuneration iv. Law of induction and permanent training. | Yes | <p>The Rules of the Board of Directors establish the following rights of the Board members:</p> <ol style="list-style-type: none"> 1. Have access to the information made available to fulfill their duties. 2. Subject to prior authorization by the Board of Directors, have access to additional information, as long as it is indispensable for fulfillment of their duties. 6. Obtain as governance body advice from third parties, if necessary, subject to the entity's budget. 8. Receive the corresponding remuneration and travel expenses. 9. Participate in orientation and training processes established for members of the governance body. | 1/10/2007 | 25/08/2015 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 21: Conflicts of interest | 21.1. The company has a policy and a procedure defined and formalized in the internal rules for the knowledge, management, and resolution of conflict of interest, whether directly or indirectly through related party disclosures, which administrators can affect the members of the Board of Directors and others | Yes | By means of Decree No. 390 of November 24, 2015, Annex 8 was included in the Governance Code, called the Manual on Conflicts of Interest and Treatment of Decisions in the Group's Interest, which establishes the procedure for hearing, managing and resolving situations of conflicts of interest, direct or indirect, that may affect Board members and other members of EPM's Management. | 24/11/2015 | |
| 3. Board of Directors | No. 21: Conflicts of interest | 21.2 The procedure for the management of conflicts of interest distinguishes the nature of them, differentiating between conflict of interest sporadic or permanent. The procedure for the management of conflicts of interest distinguishes the nature of them, differentiating between conflict of interest sporadic or permanent. In the case of conflicts of interest of a permanent nature, the procedure considered that if this situation affects the whole of the operations of the company, it should be understood as a causal's forced resignation by the affected since preclude you to occupy the post | Yes | By means of Decree No. 390 of November 24, 2015, Annex 8 was included in the Governance Code, called the Manual on Conflicts of Interest and Treatment of Decisions in the Group's Interest. The Manual classifies Conflicts of Interest as: Potential, Actual Permanent and Actual Sporadic, and establishes the specific procedure to be followed in each case. In the case of potential and actual sporadic conflicts of interest, rules and the steps to be taken to manage them are defined. In the case of permanent conflicts of interest, the procedure indicates that the existence of such conflict of interests is cause for mandatory resignation by the party involved, because such party is unable to perform the assigned duties. | 24/11/2015 | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 21: Conflicts of interest | 21.3. The members of the Board of Directors, legal representatives, members of senior management and other administrators of the company periodically inform the Board of Directors of the relationship, direct or indirect, to maintain among themselves, or with other entities or structures belonging to the conglomerate of which the issuer makes part or with the issuer, or with suppliers, customers or with any other interest group that they may arise situations of conflict of interest or influence in the direction of your opinion or vote, thus building a "map of related-party transactions" of administrators. | Yes | <p>A software program is in place to manage transparency statements and statements of conflicts of interest from all EPM employees, including Senior Management and the Legal Representative. Employees are required to permanently maintain such information updated. Regarding the statements of Conflicts of Interest of the CEO and the Vice-presidents, they are assessed by the Compliance Unit, which reviews their relations with each declared third party, and in some cases with support from the Corporate Legal Support Office, with the issuance of opinions on whether or not an actual conflict of interests exists. Employees are often reminded to update such statements and the information contained therein is submitted to the Board of Directors through the Audit Committee. Such information is confidential, but it is included in the minutes of said Committee.</p> <p>At present, Board members are required to make a statement on conflicts of interest before their appointment, and the Manual on Conflicts of Interest establishes the obligation of Board members to adequately maintain the governance body informed of any personal activities that may conflict with their role as managers.</p> <p>The Board of Directors only reviews the cases of conflicts of interest of its own members, pursuant to the provisions of the Manual on Conflicts of Interest of EPM.</p> <p>Additionally, the Corporate Governance Report discloses any conflicts of interest declared by Board members.</p> <p>In terms of its application during 2021, the filled out forms with the statements by Board members for taking office are on file, which include statements on Conflicts of Interest and related parties, and the 2021 Annual Corporate Governance Report discloses any reported conflicts of interest.</p> <p>Likewise, in 2021, the inventory of related parties was updated, including the information of key management personnel.</p> | 2016 | |
| 3. Board of Directors | No. 21: Conflicts of interest | 21.4 Conflict of interest relevant understood as those who oblige the plaintiff to refrain from a meeting or voting, in which members of the Board of Directors and other managers, they are are contained in the public on an annual basis published information society on its website | Yes | <p>By means of Decree No. 390 of November 24, 2015, Annex 8 was included in the Governance Code, called the Manual on Conflicts of Interest and Treatment of Decisions in the Group's Interest. This Manual establishes that relevant conflicts of interest must be published on the corporate website.</p> <p>Section 11 of the "Disclosures" Manual discusses the conflicts of interest that require the manager to refrain from participating in the discussion of a certain matter shall be published annually in the Corporate Governance Report. All relevant conflicts of interest disclosed by Board members and other managers are published annually in the Corporate Governance Report, which is available at the EPM website https://www.epm.com.co/site/inversionistas/Inversionistas/Gobierno-corporativo/Informes.</p> | 24/11/2015 | |
| 3. Board of Directors | No. 21: Conflicts of interest | 21.5. For these purposes, the definition of part linked that applies the society is consistent with the international standard of accounting n° 24 (IAS 24). | Yes | <p>Since the the implementation of the IFRS in 2013, EPM has adopted the definitions established in International Accounting Standard No. 24 (IAS 24) regarding Related Parties.</p> <p>EPM's definition of Related Parties is included in the Accounting and Financial Reporting Practices Manual, in accordance with what is established by IAS 24, and it applies to all EPM Group companies.</p> <p>EPM also applies the definition of related parties in all aspects related to disclosures in the financial statements.</p> | Dic 2013 | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 22: Transactions with Related Parties | 22.1 The company has a policy that defines the specific procedure for the assessment, approval and disclosure of transactions with related parties, including outstanding balances and relationships between them, except for those transactions that have a specific regulation. | Yes | <p>Even though EPM has financial policies and guidelines in place that are consistent with IFRS requirements, and particularly with the definitions of IAS 24 in connection with related parties, a specific policy has not yet been defined on transactions with related parties that includes the criteria set out in recommendation 22.1.</p> <p>Since 2021, the company has been working on an analysis and proposal for the comprehensive implementation of the measures of Código País related to the Policy on Transactions with Related Parties, in the framework on the project "Management and Disclosure of Transactions between Related Parties of EPM Group". This proposal is currently in progress and is expected to be concluded during 2022.</p> | | |
| 3. Board of Directors | No. 22: Transactions with Related Parties | 22.2. The company policy about operations addresses the aspects covered by recommendation 22.2: | No | <p>EPM has financial policies in guidelines in place that are consistent with IFRS requirements, and in particular with the definitions of IAS 24 in connection with related parties. However, it has not yet defined a specific policy on transactions with related parties that covers aspects related to their assessment, approval and disclosure in accordance with recommendation 22.2.</p> <p>Since 2021, the company has been working on an analysis and proposal for the comprehensive implementation of the measures of Código País related to the Policy on Transactions with Related Parties, in the framework on the project "Management and Disclosure of Transactions between Related Parties of EPM Group". This proposal is currently in progress and is expected to be concluded during 2022.</p> | | |
| 3. Board of Directors | No. 22: Transactions with Related Parties | 22.3. The policy provides that they do not require express authorization by the Board of Directors, the own of the ordinary giro recurrent linked operations carried out under contracts of adhesion, or general framework contracts, whose conditions are perfectly standardized, are applied on a massive scale, and they are carried out at market prices, set with a general who acts as a supplier of the good or service that is, and whose individual amount are not relevant for the society | No | <p>EPM has financial policies in guidelines in place that are consistent with IFRS requirements, and in particular with the definitions of IAS 24 in connection with related parties. However, it has not yet defined a specific policy on transactions with related parties that covers aspects related to their assessment, approval and disclosure in accordance with recommendation 22.3.</p> <p>Since 2021, the company has been working on an analysis and proposal for the comprehensive implementation of the measures of Código País related to the Policy on Transactions with Related Parties, in the framework on the project "Management and Disclosure of Transactions between Related Parties of EPM Group". This proposal is currently in progress and is expected to be concluded during 2022.</p> | | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
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| 3. Board of Directors | No. 23: Remuneration of Board of Directors members | 23.1. The company has a policy of remuneration of the Board of Directors, approved by the General Assembly of shareholders and revised each year, which identifies all the compensation components that can be effectively fulfilled. These components may be fixed or variable. They may include fixed-fee to be a member of the Board of Directors, fees for attending the meetings of the Board or its committees and other emoluments of any class earned in the course of the exercise, any resulting from any cause, in money or in kind, as well as the obligations of society in terms of | Yes | Given the legal status of EPM as a municipal-order government industrial and commercial company, the remuneration of Board members is established by means of a Decree approved by the Mayor of Medellín. Members of the Board of Directors and its Committees receive a fixed fee for attendance to each meeting, which was approved by the Mayor of Medellín by means of Decree 1165 of August 12, 2009. Additionally, section 3.8 of the EPM Corporate Governance Code regulates and identifies all the components included in the remuneration and benefits of Board members, and the Annual Corporate Governance Report discloses the amounts received during the year by members of the Board and its Committees for attendance to meetings. | 1/10/2007 | 1/10/2009 |
| 3. Board of Directors | No. 23: Remuneration of Board of Directors members | 23.2. If society adopts pay systems through the recognition of a variable component linked to the smooth running of the society in the medium and long term, remuneration policy includes limits to the amount which the Board of Directors can be distributed, and if the variable component is related to the benefits of the society or other indicators of management at the end of the evaluated period , it must take into account the possible caveats listed in the report of the Prosecutor reviewer and that could lower the outcome of the period | No | The remuneration of Board members is a fixed fee for attendance to each meeting. The remuneration and benefits system of EPM Board members does not include any variable component linked to the company's performance in the medium and long term. | | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 23: Remuneration of Board of Directors members | 23.3. Heritage members and independent of the Board of Directors are expressly excluded from compensation systems that incorporate stock options or a variable remuneration linked to the absolute change in the share price. | Yes | <p>Given the legal status of EPM, as a municipal-order government industrial and commercial company, it is not a joint stock company and it is not listed on the Securities Exchange (paragraph 1, Article 17, Law 142/1994). Additionally, the remuneration system for Board members is a fixed fee for attendance to each meeting, and does not include a variable component.</p> <p>Consequently, recommendation 23.3 in connection with expressly excluding Shareholder and Independent members of the Board of Directors from remuneration systems that incorporate stock options or variable remuneration that depends on changes in the absolute value of listed stock prices, does not apply.</p> | | |
| 3. Board of Directors | No. 23: Remuneration of Board of Directors members | 23.4. For each evaluated period, within the framework of the policy of remuneration, the General Assembly of shareholders approves a maximum cost of the Board of directors by all approved compensation components. | No | <p>The Mayor of Medellín, by means of Decree 1165/2009, approved the amount of the remuneration received by Board and Committee members for attending each meeting, which is equivalent to 3 monthly minimum wages per meeting attended.</p> <p>At EPM, the Board members receive no variable remuneration and the Mayor of Medellín, in his capacity of non-independent Board member, does not receive any remuneration.</p> <p>Each year, the Board of Directors, as the highest governance body, approves the budget, which includes all the costs and expenses associated with the Board of Directors (maximum amounts) and which, in any case, must be based on the remuneration system decreed by the Mayor of Medellín, as well as travel expenses and other benefits.</p> <p>The Annual Corporate Governance Report discloses the approved maximum amount of all remuneration components for the Board of Directors for each year.</p> | 12/08/2009 | |
| 3. Board of Directors | No. 23: Remuneration of Board of Directors members | 23.5. Total cash cost of the Board during the evaluated period, which includes all remuneration components, met the members of the Board of Directors as well as reimbursement of expenses is known to shareholders and published on the website of the society, with the level of disaggregation and detail that the Board approve. | Yes | <p>The 2021 Sustainability Report, which includes the Corporate Governance Report, discloses the amounts paid to each Board member in performance of their duties. This report is published each year on the EPM website: https://www.epm.com.co/site/inversionistas/Inversionistas/Gobierno-corporativo/Informes</p> | 1/04/2007 | |
| 3. Board of Directors | No. 24: Company Chair and Senior Management | 24.1. Society governance model provides an effective separation between the administration or Government of society (represented by the Board of Directors) and the ordinary business field (in charge of senior management with the leadership of the President of the society). | Yes | <p>The Governance Model of EPM is regulated by the General Framework of Corporate Governance and is specified in the Good Governance Code of EPM Group, which distinguishes between management or governance by the Board of Directors and the ordinary course of business led by the CEO and the Senior Management team. It also establishes the specific functions of each governance body.</p> <p>The General Framework of Corporate Governance of EPM is available at the following link: https://www.epm.com.co/site/Portals/6/documentos/Elementos%20formales/Anexo-3.2019-08-08-Marco-General-de-Gobierno-Corporativo-del-Grupo-EPM.PDF?ver=2019-10-01-150422-710#:~:text=El%20E2%80%9CMarco%20General%20del%20Gobierno,estrat%C3%A9gico%20definido%20para%20el%20Grupo</p> | 28/05/1998 | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 3. Board of Directors | No. 24: Company Chair and Senior Management | 24.2 In General, the policy of the Board of Directors consists in delegating the ordinary business field in the senior management team, focusing its activity on the General functions of strategy, monitoring, governance and control. | Yes | Pursuant to the Bylaws of EPM, Municipal Resolution 12/1998, the Rules of the Board and the Corporate Governance Code, the functions of the Board of Directors are framed in the strategy, supervision, governance and control of EPM. The above is documented in the 2021 Typical Agenda of the Board of Directors, which was approved at the meeting held on December 15, 2020, while the ordinary course of business is the responsibility of Senior Management. | 28/05/1998 | |
| 3. Board of Directors | No. 24: Company Chair and Senior Management | 24.3. As a general rule the members of senior management are identified, evaluated and appointed directly by the President of the society since they are direct partners. Alternatively, the society can choose because the members of senior management are appointed by the Management Board on a proposal from the President of the society. Regardless of who makes the final appointment, candidates to fill key executive positions of the society are known and evaluated by the Committee of appointments and remunerations of the Board of Directors, who shall issue its opinion. | Yes | <p>The appointments of senior executives in the EPM structure are made by the CEO, and they require prior approval by the Board of Directors. Such appointments must be previously reviewed by the Management Committee, which assesses the candidates and issues recommendations to the Board of Directors.</p> <p>During 2021, the following senior executives were appointed, in accordance with the provisions of this recommendation:</p> <ul style="list-style-type: none"> i) María Cristina Toro Restrepo, to the position of General Secretary. ii) Mabel Rocío López Segura, to the position of Vice-president of Communications and Corporate Relations. iii) Martha Lucía Durán Ortiz, to the position of Executive Vice-president of Finance and Investments iv) Juliana Carolina Zapata Molina, to the position of Vice-President of Human Talent and Organizational Development v) Jhonatan Estiven Villada Palacio, to the position of Vice-president of Legal Affairs. <p>The minutes of the Management Committee (Minutes No. 107 of April 29 and 30, 2021 and Minutes No. 111 of August 19, 2021) and of the Board of Directors (Minutes No. 1714 of April 30, 2021 and Minutes No. 1720 of August 31, 2021) document the process of appointment of EPM's senior executives.</p> | 28/05/1998 | 25/08/2015 24/05/2016 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
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| 3. Board of Directors | No. 24: Company Chair and Senior Management | 24.4. The company has a clear policy of delegation of functions approved by the Board of directors or a power scheme that allows to know the level of empowerment of the President of the society and other members of senior management. | Yes | <p>The functions of the Board of Directors and of the CEO are established in the Bylaws, in the Good Governance Code and in the Rules of the Board of Directors, and are part of the General Framework of Corporate Governance of EPM. The model identifies the governance bodies, their functions and their framework of action. The functions of the members of Senior Management are defined in the respective Function Manual for each position.</p> <p>Additionally, EPM has internal documents (Decrees of delegation) that include details of the responsibilities of the CEO that have been delegated. Such delegations of functions have been approved by the Board of Directors in compliance with the powers granted in this matter. In this regard, according to the Bylaws, the EPM Board of Directors has the following responsibilities:</p> <p>a) "Based on an initiative submitted by the CEO, define the administrative structure of EPM and create, merge or remove departments or positions it deems necessary for the operation, and define their basic duties pursuant to Law",</p> <p>e) "Establish general policies regarding assignments of EPM personnel and approve, disapprove or amend the general rules that regulate employment, the remuneration regime, salary scales and personnel management, prepared and submitted to its consideration by the CEO, pursuant to applicable law."</p> <p>n) Authorize the CEO and the senior-level civil servants of EMPRESAS PÚBLICAS DE MEDELLÍN E.S.P. to delegate to other civil servants of other levels some of their own powers, specifically determined.</p> <p>In turn, according to Article 20, subsection c of the Bylaws, the CEO has the following responsibilities: "To responsibly delegate to employees, subject to prior authorization from the Board of Directors, one or several of his own powers."</p> | 2021 | |
| 3. Board of Directors | No. 24: Company Chair and Senior Management | 24.5. Board of Directors, by means of the appointments and remuneration Committee, or who fulfil their functions, annually leads the evaluation of the performance of the President of the society and meet the assessments of other members of senior management. | Yes | <p>According to the Rules of the Management Committee of the Board of Directors, which has the role of an Appointments and Compensation Committee, said Committee is responsible for "<i>Participating in the annual performance evaluation of the CEO of EPM, review the results of the performance evaluations of the CEOs of subsidiaries,</i>" and support the Board of Directors regarding the evaluation of the CEO and in reviewing the performance of the Senior Management of EPM.</p> <p>In performing its duties, the Management Committee leads an annual performance evaluation of the CEO and reviews the results of the evaluations of Senior Management of EPM, which are carried out after the end of each year.</p> <p>The presentation of the results of the performance evaluation of the CEO for the 2021 period is scheduled for the meeting of the Management Committee to be held on March 14, 2022.</p> <p>The performance evaluation of the members of Senior Management for the 2021 period is currently in progress. Once it is completed, the respective report will be submitted to the meeting of the Management Committee scheduled for April 18, 2022.</p> | 5/11/2013 | 25/08/2015 24/05/2016 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
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| 3. Board of Directors | No. 24: Company Chair and Senior Management | 24.6 The company has a policy of remuneration of the President of the society and other members of senior management, approved by the Board of Directors, which identifies all the compensation components that actually can be fulfilled, tied to long-term objectives and risk levels | Yes | <p>According to the Bylaws (Article 17, subsection c.) the Board of Directors is the body responsible for establishing general policies regarding the assignment of EPM personnel, and for approving, disapproving or amending the general rules of employment, the remuneration regime and the salary scales.</p> <p>In order to fulfill this purpose, it receives the support of the Management Committee, which has the duties of an Appointments and Compensation Committee. This Committee analyzes in detail the proposals made by Management regarding selection, appointment and remuneration of the top level of EPM's structure and advise the EPM Board of Directors on the issues analyzed (Rules of the Management Committee).</p> <p>At the Board meeting held on August 20, 2013, and in the framework of the program EPM Group without Borders, the Board of Directors approved the remuneration system of the CEO and Senior Management, which is reviewed and updated each year based on macroeconomic indicators, with the aim of maintaining a competitive remuneration system consistent with the Functions Manual and the risk levels of the various positions.</p> <p>Given that EPM is incorporated as a decentralized territorial-order government industrial and commercial company assigned to the executive branch of government, pursuant to Article 38 of Law 489/1998, ruling C-736/2007, the employment relationship of civil servants is legal and regulatory, and consequently the salary, benefits and conditions of employment are determined by the applicable laws and decrees, pursuant to Article 150, section 19, subsection e) and 53 of the Political Constitution; Law 4/1992 Article 10, paragraph of Article 12; Law 617/2000 Article 73 and the national Decree issued by the national government establishing the maximum limits for the salaries of such civil servants at the territorial level (National Decree 980/2021, Opinion DAFF file 20166000266121/2017 (EPM), 093351/2021 and 158811/2021).</p> <p>Pursuant to the above, the remuneration system of EPM is defined in abidance of applicable legal provisions, and consequently all actions must be in accordance with the aforementioned regulations and opinions of DAFF.</p> | 20/08/2013 | |
| 3. Board of Directors | No. 24: Company Chair and Senior Management | 24.7 If the remuneration of the President of the society includes a fixed component and one variable, its technical design and form of calculation prevents that the variable component may exceed the maximum limit established by the Board of Directors. | No | The remuneration of the CEO of EPM is a fixed amount and is approved and reviewed by the Board of Directors each year as part of the adjustments made to the remuneration system for Senior Management. The CEO's remuneration system does not include any variable component. | | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 4. Control Architecture | No. 25: Control Environment | 25.1. The Board of Directors is responsible for last of the existence of a strong control environment within society, adapted to its nature, size, complexity and risk, in a way that complies with the budgets referred to in recommendation 25.1 | Yes | <p>The Board of Directors and Senior Management are responsible for promoting a risk management culture and controls at each EPM Group company, and a culture of ethics and transparency, approving roles and responsibilities related to risk management, internal control and risk assessment, establishing clear reporting lines and considering the risks that have an impact on the business strategy and processes.</p> <p>The powers of the Board of Directors regarding the control environment are established in the Rules of Procedure of this governance body and compliance is ensured through the items included in the Typical Agenda of the Board of Directors, which is documented in the meeting minutes.</p> <p>The Control Environment has a group-wide scope and is based on the model proposed by the Committee of Sponsoring Organizations (COSO). Consequently, the Control Environment of EPM Group comprises: Comprehensive Risk Management, internal control, compliance, internal auditing, external financial auditing, and control and supervision by external bodies.</p> <p>At the end of each period, the Board of Directors approves the Annual Corporate Governance Report, which presents under the "Accountability" chapter the components of the Control Environment of EPM Group. The report for the 2021 period will be submitted to approval by the Board of Directors in March 2022 and will be published on EPM's website in April 2022.</p> | 7/09/2010 | 25/08/2015 |
| 4. Control Architecture | No. 25: Control Environment | 25.2. In the case of conglomerates, Matrix Board endeavour by the existence of a Control architecture with formal, consolidated scope, and encompassing all enterprises subordinate, establishing responsibilities for policies and guidelines on this matter at the level of the conglomerate and defining lines of reporting clear enabling a consolidated view of the risks to which it is exposed the conglomerate and the adoption of control measures that apply | Yes | <p>Considering that EPM is the parent company of a business group, the Board of Directors promotes a control architecture with a consolidated scope. The Board monitors the following matters: monitoring of businesses and projects, comprehensive planning, financial matters, risks and control, and corporate governance.</p> <p>EPM also has assurance bodies with a Group scope including: The Audit Committee, the Corporate Core Committee, Corporate Auditing and the Comprehensive Risk Management and Compliance.</p> | 7/09/2010 | |
| 4. Control Architecture | No. 26: Risk Management | 26.1 In society, the objectives of risk management are 26.1 recommendation that includes the statutory auditor, in subordinate enterprises in which the latter exists. | Yes | <p>The Comprehensive Risk Management objectives are established in the process and methodology of the Comprehensive Risk Management Model of EPM, which consider the identification, assessment, management, monitoring and reporting arrangements.</p> <p>The risk management process and methodology are published in the EPM Processes Model and in the Corporate Architecture documents, respectively.</p> | 15/09/2011 | Abril de 2020 Diciembre de 2020 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 4. Control Architecture | No. 26: Risk Management | 26.2 The company has a map of risk as a tool for the identification and tracking of financial and non-financial risks to which it is exposed. | Yes | <p>EPM prepares a risk map that identifies and describes the financial and non-financial risks to which it is exposed. EPM's risk management is periodically monitored based on the risk map.</p> <p>In 2021, the Risk Vice-presidency led the process of updating the risk matrix of EPM Group, and the risks were managed by the respective leaders. Periodic monitoring was performed by the Core Committee, the Audit Committee and the Board of Directors, issuing the respective alerts in order to make timely decisions, as documented in the respective minutes.</p> <p>Additionally, the Rules of the Board of Directors establish that it must include in its annual agenda the approval and review of the following items: 1.Review of the corporate risk map of EPM and EPM Group.</p> | Abril de 2011 | Anualmente 2020 |
| 4. Control Architecture | No. 26: Risk Management | 26.3. The Board of Directors is responsible to define a risk management policy, as well as set maximum exposure limits to each identified risk. | Yes | <p>The Rules of the Board of Directors establish that its members are responsible for "ensuring adequate comprehensive risk management" and that the annual agenda must include the approval and review of the following matters: 1. Review of the corporate risk map of EPM and EPM Group. Also, according to the Bylaws, the Board of Directors is responsible for the "formulation of general policies and of plans and programs to be developed by EPM."</p> <p>Additionally, EPM has a Comprehensive Risk Management Policy approved by the Board of Directors, as documented in the Minutes 1525 of the Board of Directors of November 2, 2010.</p> <p>During 2021, the Group's risk map was periodically reviewed by the Committees and by the Board of Directors.</p> | 2/11/2010 | |
| 4. Control Architecture | No. 26: Risk Management | 26.4. The Board of Directors meets periodically monitors the effective exposure of the society to the maximum limits of risk defined, and prescribes actions of correction and follow-up in the event of deviations. | Yes | <p>During 2021, the various projects, initiatives and contracts that were submitted for approval by the Board of Directors included risks assessments, which are carried out taking into consideration the assessment criteria established by the organization, and in the case of financial risks, limits are established in each reviewed case.</p> | Marzo de 2014 | |
| 4. Control Architecture | No. 26: Risk Management | 26.5. Within the framework of the risk management policy, senior management is the owner of processes and head of risk management, i.e., identify, assess, measure, control, monitor and report the risks, defining methodologies, and ensuring that risk management is consistent with the strategy, the policy of defined risks, and the approved maximum limits | Yes | <p>The Risk Vice-president, a senior-level executive at EPM, is responsible for risk management, which involves the stages of risk identification, assessment, measurement, control, monitoring and reporting. Based on the analysis and outcomes of the process, the Risk Vice-presidency defines the methodologies and verifies that risks are managed in accordance with the defined risk management strategy, the established risk policy and the maximum limits approved by the Board of Directors.</p> <p>The Comprehensive Risk Management Policy was approved by the Board of Directors in November 2010, and during 2021 the Risk Vice-presidency, which is responsible for the Comprehensive Risk Management process and methodology, updated and published the EPM Processes Model and the Corporate Architecture documentation, respectively.</p> | Marzo de 2014 | Noviembre de 2010 Marzo de 2014 y 2020 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
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| 4. Control Architecture | No. 26: Risk Management | 26.6 The company has a policy of risk delegation, approved by the Board of Directors, which establishes the limits of risk can be managed directly by each level in society. | No | <p>Even though there is no direct delegation of risk limits, risk appetite scales have been defined, based on which all risk analysis is performed at the various corporate levels, including investments or new project developments. Additionally, contractual delegations have been established for each executive, which may be linked to the risk level.</p> <p>At EPM, the delegation of functions and risks associated to the various positions is ruled by Delegation Decrees, through which the CEO delegates to the executive team the fulfillment of certain functions. The levels of risk that can be managed by each position are defined in the Functions Manuals, the Delegation Decrees, and depend on the level of risk that can be delegated.</p> <p>These documents are proposed by Management and then submitted to the consideration of the EPM Board of Directors for its approval.</p> <p>Additionally, the internal control guidelines include the following: EPM employees must manage risks and controls in the processes, projects and tasks under their responsibility; they must exercise self-control and reply in a timely manner to requests for information by those who perform verification duties.</p> | 2021 | |
| 4. Control Architecture | No. 26: Risk Management | 26.7 In conglomerates, risk management must be at the consolidated level so that it contributes to cohesion and the control of the companies that comprise it. | Yes | The Board of Directors adopted the Comprehensive Risk Management Policy on November 2, 2010, and it was adopted by member companies of EPM Group. The parent company also establishes guidelines for risk management and financing. The guidelines and business rules have been updated. Additionally, the Risk Vice-presidency has responsibility with a group-wide scope. | 15/09/2011 | 1/11/2020 |
| 4. Control Architecture | No. 26: Risk Management | 26.8 If the society has a complex and diverse operations and business structure, there is the Chief Risk Manager position (CRO <i>Chief Risk Officer</i>) with competition at the level of the conglomerate if it's integrated companies in situations of control and/or business group | Yes | Comprehensive Risk Management is assigned to the Risk Vice-Presidency and it has a group-wide scope. By means of Decree 493 of the Board of Directors dated February 19, 2020, this Vice-presidency was created and the risk management structure at EPM was adjusted. The Risk Vice-presidency has the function of taking the lead in formulating, deploying and monitoring the risks, coverage and security strategy at EPM and its business group. | 3/09/2013 | 19/02/2020 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 4. Control Architecture | No. 27: Control Activities | 27.1 The Board of Directors is responsible for ensuring the existence of an adequate system of internal control, adapted to the society and its complexity, and consistent with risk management in place. | Yes | <p>The Board of Directors is responsible for ensuring that an adequate Internal Control System is in place and that it is suitable for the characteristics and complexities of EPM and the business group, as well as ensuring that the Internal Control System is consistent with the Group's comprehensive risk management.</p> <p>The Board of Directors and Senior Management are responsible for promoting a risk management culture and controls at each Group company.</p> <p>According to the Rules of the EPM Board of Directors, this body has the following responsibilities: ensure that the accounting principles are applied in the preparation of financial and management reports so as to reflect the true position of the Company, as well as the criteria and elements established in the Internal Control System and by External Auditing, and that all necessary procedures have been carried out to review the presented figures. It is also responsible for ensuring adequate comprehensive risk management.</p> <p>The Internal Control System, the risk map and the Comprehensive Risk Management system are among the topics reviewed by the Board of Directors each year, and they were reviewed by the Board of Directors during the meetings held in 2021, as documented in the meeting minutes.</p> | 29/05/1994 | |
| 4. Control Architecture | No. 27: Control Activities | 27.2. The Board of Directors is responsible for overseeing the efficiency and adequacy of the internal control system, which may delegate to the Audit Committee, without the board losing their responsibility of oversight | Yes | <p>The EPM Board of Directors is responsible for supervising the effectiveness and compliance of the Internal Control System. To this effect, the functions of the Audit Committee include providing support and advice to the Board of Directors in supervising the operation of the Internal Control System, including internal auditing activities.</p> <p>As established in the Rules of the Audit Committee, it has the following functions:</p> <p>a) Analyze the structure, procedures and methodologies necessary for the operation of the internal control system presented for consideration by management, and recommend its approval to the Board of Directors, as well as evaluate whether it is in line with the needs, objectives, goals and strategies determined by the Entity.</p> <p>b) Monitor fulfillment of the instructions issued by the Board of Directors in connection with the Internal Control System.</p> | 5/11/2013 | |
| 4. Control Architecture | No. 27: Control Activities | 27.3. In the company, it applies and requires the principle of self-regulation, understood as the "ability of the people involved in the process of considering the control as an inherent part of their responsibilities, fields of action and decision-making". | Yes | <p>The internal control guidelines establish that "EPM employees must manage risks and controls in the processes, projects and tasks under their responsibility; they must exercise self-control and reply in a timely manner to requests for information by those who perform verification duties."</p> | 29/05/1994 | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 4. Control Architecture | No. 28: Information and Communication | 28.1. In the company are communicated downward and horizontal culture, philosophy and policies of risk, as well as the approved exposure limits, so that the whole of the Organization consider the risks and control in their business activities. | Yes | EPM disseminates the policies, rules, guidelines and other corporate documentation throughout the organization (both downward and horizontally), including the policies and provisions defined by EPM regarding risk management. The Comprehensive Risk Management process and methodology have been updated and published in the EPM Processes Model and in the Corporate Architecture documents, respectively, and are made available to all employees through a platform covering the EPM Group companies. | 2/11/2010 | |
| 4. Control Architecture | No. 28: Information and Communication | 28.2 In society there is a mechanism of report information upwards (towards the Board of Directors and senior management), which is truthful, understandable and complete, in such a way that it supports and enables informed decision-making and the risk management and control. | Yes | EPM has various mechanisms for reporting information upwards, i.e. to the Board of Directors and Senior Management, including the Strategic Committees (at the Senior Management level) and the Committees of the Board of Directors, which report and make recommendations to the Board of Directors; and enable keeping Senior Management and the Board of Directors informed, thereby facilitating decision-making and management of risks and controls. These mechanisms, and their functions and operations, are regulated in the description of functions and rules, depending on the case. | 27/02/2006 | 30/10/2013, 21/01/2015, 23/10/2015, 05/01/2018 y 2019 |
| 4. Control Architecture | No. 28: Information and Communication | 28.3 The mechanism of communication and reporting of information society allows that: i. Upper management involves the whole society highlighting their responsibility before the definition of controls and risk management. ii. Society staff understand their role in risk management and the identification of controls, as well as their individual contribution in relation to the work of others. | Yes | EPM has a communications and reporting mechanism in place that is aligned with this measure. To this effect, it abides by the provisions of the Rules of the Board of Directors (Decree 579 of June 29, 2021), and the Rules of the Audit Committee of the Board (Decree No. 469 of October 29, 2019), periodically reviewing the risk map of EPM Group at the Audit Committee of the Board and the EPM Board of Directors. The Risk Engineering Department, with assistance from the Communications office, deploys communications on the risk culture and the positive impact of adequate risk management. During 2021, the Group's risk map was periodically updated and reviewed during meetings of the Board of Directors, as documented in the Board's minutes. Orientation was also provided to Board members on the Comprehensive Risk Management Model. Internal communications are deployed at EPM by e-mail messages to strengthen the risk culture. Training was also provided in the framework of the Corporate Retraining program on topics related to risk management. Additionally, the Corporate Governance Report, which forms part of the Sustainability Report, is published annually and covers risk management for the respective period. The Comprehensive Risk Management methodology of EPM is applied at all management levels: group, company, processes, projects, contracts and specialized areas, in order to implement the stages of the Comprehensive Risk Management Model, where the person responsible for risk management in each area assigns the team to apply the methodology, with methodological assistance from the Risk Engineering Department. | 27/02/2006 | 30/10/2013, 21/01/2015, 23/10/2015, Agosto de 2018, 31/10/2019 y 2020 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 4. Control Architecture | No. 28: Information and Communication | 28.4. There are internal lines of anonymous complaints or "whistleblowers", which allows employees to communicate anonymously illegal or unethical behavior or that may contravene the culture of risk management and controls on society. A report on these allegations is known to the Board of Directors of the society. | Yes | <p>In compliance with Article 76 of Law 1474/2011, EPM Group has an Ethical Hotline: <i>Contacto Transparente</i>, which offers several communications channels for all stakeholders, including: Toll-free national telephone number in every country where the Group has operations; e-mail; web platform and an external call center to manage incoming calls. Another mechanism is the mobile channel for EPM through Android or IOS phones, available through the app "EPM ESTAMOS AHÍ".</p> <p>The Policy of Zero Tolerance for Fraud, Corruption and Bribery ensures the anonymity of whistle blowers (unless the person wishes to be identified) and non-retaliation. The policy is available at: https://www.epm.com.co/site/home/institucional/politicas#Politica-de-Cero-Tolerancia-al-Fraude-la-Corrupti-n-y-el-Soborno-1240.</p> <p>Every year, the Compliance Unit submits a management report to the Audit Committee and the EPM Board of Directors, which informs on the reports received through the Ethical Hotline. An annual management report is also submitted to the CEO of EPM, and quarterly reports are submitted to the CEOs or Legal Representatives of each EPM Group company. In 2021, the management report was submitted to the Board of Directors on October 5, 2021, as documented in the meeting's minutes.</p> | 1998 | 2017 |
| 4. Control Architecture | No. 29: Monitoring of Control Architecture | 29.1. In the company, the Board, through the Audit Committee, is responsible for overseeing the effectiveness of the various components of the architecture of Control. | Yes | <p>As defined by the Rules of the Audit Committee, this Committee is responsible for providing support and advice to the Board of Directors in matters related to internal control, internal audit, risk management, supervision and disclosure of comprehensive financial and non-financial information, assessment of accounting procedures and budget execution, evaluation of compliance with legal obligations and relations with the External Auditor.</p> <p>The Audit Committee followed up on these topics in its meetings, as established in the 2021 Typical Agenda.</p> | 25/08/2015 | 29/10/2019 |
| 4. Control Architecture | No. 29: Monitoring of Control Architecture | 29.2. In the company, the work of monitoring directed at providing assurance on the effectiveness of the Control architecture, involves main internal audit form in collaboration with the reviewer Prosecutor in matters within its competence, and in particular, that concerning the financial information generated by society. | Yes | <p>Such follow-up is intended to assure the effectiveness of the Control Architecture, involving the Corporate Auditing Vice-presidency and External Auditing (EPM is not legally required to have a statutory auditor), which particularly covers aspects related to the financial information of EPM.</p> <p>It should be noted that the Company is subject to fiscal control by the Office of the Comptroller General of Medellin and the Office of the Comptroller General of the Republic, and that pursuant to Article 51 of Law 142/1994, amended by Article 6 of Law 689/2001, government-owned public utility companies are not required to have an External Auditor.</p> | 11/07/1994 | |
| 4. Control Architecture | No. 29: Monitoring of Control Architecture | 29.3. The function of internal audit of the company has an internal audit Statute, approved by the Audit Committee, which expressly includes the scope of their duties in this matter, which should include the topics outlined in the recommendation 29.3 | Yes | <p>The Internal Auditing function of EPM is regulated by the Internal Auditing Statute, which is approved by the Board of Directors based on prior recommendation by the Audit Committee. The Statute sets out the scope and functions specified in recommendation 29.3.</p> | 3/09/2013 | 28/05/2019 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 4. Control Architecture | No. 29: Monitoring of Control Architecture | 29.4. The head of internal auditing maintains a professional independent relationship with respect to senior management of the company or conglomerate who hires him, through their unique functional dependence of the Audit Committee. | Yes | <p>The Internal Auditing Statute establishes a functional reporting line between Corporate Auditing of EPM and the Audit Committee of the Board of Directors, and establishes that this body is responsible for "guiding the operation of internal auditing activities and the fulfillment of its work plan" as well as "to ensure the independence and effectiveness of the internal audit function, receive regular information on its activities and verify that management takes into consideration the conclusions and recommendations of its reports."</p> <p>In practice, the Corporate Auditor reports to the Board of Directors, directly or through the Audit Committee, and maintains an administrative relationship with the CEO of EPM.</p> | 29/05/1994 | 28/05/2019 |
| 4. Control Architecture | No. 29: Monitoring of Control Architecture | 29.5. In company, the appointment as well as the removal of the head of internal audit is the responsibility of the Board of Directors, on the proposal of the Audit Committee, and its removal or resignation is communicated to the market. | NA | <p>Given EPM's status of government entity and pursuant to Art. 11 of Law 87/1993, amended by Art. 8 of Law 1474/2011, the Municipal Mayor is responsible for appointing the head of the internal control office for a four-year fixed term.</p> <p>The Corporate Auditor of EPM was appointed by the Mayor of Medellín and took office on January 5, 2022.</p> | | |
| 4. Control Architecture | No. 29: Monitoring of Control Architecture | 29.6. The Prosecutor reviewer of the society or conglomerate maintains a clear independence from these, quality which must be declared in the respective audit report. | Yes | <p>By legal provision, EPM does not have a statutory auditor; however, with the intent of self-regulation and transparency, the Municipality of Medellín and Empresas Públicas de Medellín E.S.P. established in the Framework Agreement on Relations that EPM has the obligation of having, on a permanent basis, an External Auditor, contracted in accordance with applicable provisions at the entity, and following the selection criteria established by the Board of Directors.</p> <p>Consequently, whenever Código País makes reference to a Statutory Auditor, in the case of EPM it shall be understood to be a reference to the External Auditor.</p> <p>Circular Letter 1440 of June 16, 2011, issued by the CEO, requires that the External Auditor must be independent from EPM and the Group, a matter that is informed to the Audit Committee. Said Circular Letter was replaced by Circular Letter 1519 of February 15, 2016, which additionally adopted the recommendation indicating that the firm selected to perform external auditing of EPM, and the statutory auditors of EPM Group companies, if applicable, shall not provide such services for periods longer than three (3) consecutive years, including renewals.</p> | 16/06/2011 | |
| 4. Control Architecture | No. 29: Monitoring of Control Architecture | 29.7. If the company acts as a conglomerate matrix, the reviewer Prosecutor is the same for all enterprises, including private enterprises | Yes | <p>This recommendation is fulfilled, given that the Circular Letter 1440 of June 16, 2011, issued by the CEO, indicated that the External Auditor shall be the same for all EPM Group companies. It is understood that when an affiliate has a Statutory Auditor, it takes on such role.</p> <p>Said Circular Letter was replaced by Circular Letter 1519 of February 15, 2016, which maintains the condition referred to in the recommendation.</p> <p>EPM selected the firm Deloitte & Touche Ltda. as External Auditor for the period from May 1, 2021 to April 30, 2022.</p> | 16/06/2011 | 15/02/2016 |

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| 4. Control Architecture | No. 29: Monitoring of Control Architecture | 29.8. The company has a policy for the appointment of the Prosecutor reviewer, approved by the Board and disclosed to shareholders, which includes the provisions set out in the recommendation 29.8 i. A few rules for selecting the Statutory Auditor, based on criteria of professionalism, experience and honor, that stipulate that the Board of Directors will not be able to propose the appointment, at the General Shareholders' Meeting, of firms that have been subject to disqualification, suspension or any other type of final penalty for performing financial audit services, imposed by a judge or a regulatory authority and/or supervision by the countries in which the Conglomerate has business dealings ii. Maximum duration of the contract and applicable extensions. iii. The conformation and qualities of of the team that accompany the Statutory Auditor. | Yes | By legal provision, EPM does not have a Statutory Auditor. Industrial and commercial government companies are not required to have a Statutory Auditor in the terms of Article 203 of the Code of Commerce, but they are subject to fiscal control by the Office of the Comptroller General of the Republic. Consequently, the precision is made that the only public utility service companies that are required to have a statutory auditor are those incorporated as joint stock companies, which are ruled by the provisions of the Code of Commerce, as set forth in section 19.15 of Article 19 of Law 142/1994. (Opinion: No. 914 of November 4, 2014- Superintendence of Residential Public Utilities). However, with the intent of self-regulation and transparency, the Municipality of Medellín and Empresas Públicas de Medellín E.S.P. established in the Framework Agreement on Relations that EPM has the obligation of having, on a permanent basis, an External Auditor, contracted in accordance with applicable provisions at the entity, and following the selection criteria established by the Board of Directors. Circular Letter 1440 of June 16, 2011, replaced by Circular Letter 1519 of February 15, 2016, issued by the CEO, regulates all matters related to contracting the External Auditor of EPM Group. | | |
| 4. Control Architecture | No. 29: Monitoring of Control Architecture | 29.9. In order to avoid an excess of links between society and the signing of statutory auditor and/or their equipment and maintain its independence, the society sets a maximum period of contracting between five (5) and ten (10) years. In the case of the statutory auditor, natural person not linked to a firm, the maximum period of employment is five (5) years. | NA | Even though EPM is not required to have a Statutory Auditor, it has an External Financial Auditor, contracted for one-year periods. According to the Framework Agreement between EPM and the Municipality of Medellín, the firm selected to perform external auditing at EPM, and the statutory auditors of EPM Group companies, if applicable, shall not provide such services for periods longer than three (3) consecutive years, including renewals. | 15/02/2016 | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 4. Control Architecture | No. 29: Monitoring of Control Architecture | 29.10. Within the maximum period of engagement, the society promotes the rotation of the partner of the firm of tax audit assigned to society and their teams in the middle of the period, at whose end rotation of the signature should be mandatory. | No | <p>By internal provisions of EPM and the current contract with the External Auditor for account auditing, the term of the contract is established for one year, renewable for up to a maximum of three years.</p> <p>The contractual provisions do not include the rotation of the partner assigned by the Auditing firm to EPM and his team at the mid-term, as specified in recommendation 29.10, because in any case the maximum term of the contract with the External Auditor of EPM is for three years, which is shorter than the term stated by Código País, which is between five (5) and ten (10) years.</p> <p>The three-year limit to the contract term assures the independence of the External Auditing firm and its team.</p> | 15/02/2016 | |
| 4. Control Architecture | No. 29: Monitoring of Control Architecture | 29.11. In addition to the existing prohibition not to hire professional services other than those of the own financial audit and other functions recognized in the current regulations, with the Fiscal reviewer society extends this limitation to persons or entities linked with signing of statutory auditor, which include companies within its group, as well as companies in which there are a broad coincidence of its partners or managers with those of the signature of tax audit. | Yes | <p>Circular Letter 1440 of June 16, 2011, replaced by Circular Letter 1519 dated February 15, 2016, prescribes the conditions that must be included in contracts with the External Auditor, including the prohibition of contracting any professional services from the external auditing firms other than the financial audit.</p> <p>This prohibition is made extensive to the parent company and its subsidiaries; to companies that have a parent company in common or that belong to the same business group, and those that participate in licenses, franchises, methodologies or policies issued by the firm that owns the brand used by the External Auditor, regardless of the manner in which they have been assigned.</p> | 16/06/2011 | 15/02/2016 |
| 4. Control Architecture | No. 29: Monitoring of Control Architecture | 29.12. In your public information, society reveals the total amount of the contract with the reviewer Prosecutor as well as the proportion which represent fees paid by society against the total of income from the firm related to its fiscal audit activity. | Yes | <p>The 2021 Annual Corporate Governance Report is available at the following link https://www.epm.com.co/site/inversionistas/Inversionistas/Gobierno-corporativo/Informes. It publishes the total amount of the contract with the External Auditor of EPM Group, as well as the proportion of the fees paid by EPM compared to the firm's total revenues related to statutory auditing services.</p> <p>During 2021, the External Auditing of EPM Group was performed by one of the world's four largest firms in this field. In March 2021, EPM selected the firm Deloitte & Touche Ltda. as its External Auditor for the period from May 1, 2021 to April 30, 2022.</p> | 30/04/2014 | |
| 5. Transparencia e información financiera y no financiera | No. 30: Information disclosure policy | 30.1. The Board of Directors has adopted a policy of disclosure of information, in which information about the recommendation is identified, at a minimum. | Yes | <p>At the meeting held on April 27, 2021, Minutes 1713 of the Board of Directors, the Information Disclosure Policy was approved, the purpose of which is to "inform investors and the market in general of the relevant events at the company and the EPM business group, and enable access to timely, truthful, sufficient and complete information that is easily understandable about its financial and non-financial situation, with the purpose of giving equal treatment, generating relationships based on trust and facilitating decision-making."</p> | 30/03/2014 | 27/04/2021 |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 5. Financial and non-financial information and transparency | No. 30: Information disclosure policy | 30.2 In the case of clusters, the disclosure to third parties of information is comprehensive and transversal, referring to the Group of companies, enabling the outside third parties to form an opinion based on reality, organization, complexity, activity, size and governance of the conglomerate model | Yes | <p>The Sustainability Report is the primary mechanism for disclosing the consolidated information of EPM Group at a national and international level.</p> <p>This mechanism describes the performance and characterization of the EPM Group companies in a manner that enables stakeholders and third parties to form an opinion based on the reality, organization, complexity, activity, size and governance model of the business group member companies.</p> <p>The report is published each year on the EPM website. https://www.epm.com.co/site/inversionistas/</p> | 24/04/2015 | |
| 5. Financial and non-financial information and transparency | No. 31: Financial Statements | 31.1. There exists exceptions in the Prosecutor's report these and the actions posed by the company to resolve the situation, will be object of pronouncement before the shareholders meeting in a General Assembly by the Chairman of the Audit Committee. | Yes | <p>In the event a qualified opinion is included in the External Auditor's Report of EPM Group, such qualification and the actions that EPM will take to resolve the situation are presented to the Audit Committee and the Board of Directors through the Chairperson of the Audit Committee.</p> <p>In 2021, the External Auditor's Report of EPM issued a clean opinion.</p> | 12/07/2006 | |
| 5. Financial and non-financial information and transparency | No. 31: Financial Statements | 31.2. When before the exceptions and/or emphasis paragraphs of the District Attorney, the Board Policy considers to keep its criteria, this position is properly explained and justified by written report to the General Assembly, specifying the content and scope of the discrepancy. | Yes | <p>In the event a qualified opinion is included in the External Auditor's Report of EPM Group, such qualification and the actions that EPM will take to resolve the situation are presented to the Audit Committee and the Board of Directors through the Chairperson of the Audit Committee.</p> <p>If despite such qualified opinion the Board of Directors considers it must maintain its position, such position must be adequately justified and documented in the minutes of the respective Board meeting. In 2021, the External Auditor's Report of EPM issued a clean opinion.</p> | 12/07/2006 | |
| 5. Financial and non-financial information and transparency | No. 31: Financial Statements | 31.3. The transactions with or between related parties, including transactions between companies of the conglomerate which, by means of objective parameters such as volume of operation, percentage of assets, sales or other indicators, are qualified as materials by the company, are included in detail in public financial information as well as the mention of operations off-shore | Yes | <p>EPM discloses in its financial statements the transactions, balances, commitments and guarantees with its related parties, including transactions between group companies, pursuant to the requirements of IAS 24 – Related Parties, the accounting practices manual and the technical-financial definitions that supplement the manual.</p> <p>For 2021, the transactions with related parties are disclosed under Note 40 to the Financial Statements, which are published on the EPM website https://www.epm.com.co/site/inversionistas/inversionistas/información-financiera/resultados-trimestrales and on the website of the Financial Superintendence of Colombia.</p> | 24/04/2015 | |

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| 5. Financial and non-financial information and transparency | No. 32: Information to the markets | 32.1. In the framework of the policy of disclosure of information, the Board of Directors (or the Audit Committee), adopt appropriate measures to ensure to be transmitting financial markets and capital detailed financial and non-financial information about the society required by current legislation, as well as all those deemed relevant for investors and customers | Yes | <p>During 2021, in the framework of the Information Disclosure Policy approved by the Board of Directors at the meeting held on April 27, 2021, the financial and non-financial information of EPM required by applicable regulations was disclosed to the financial and capital markets. During the year, 107 items were published under the mechanism of relevant information disclosures.</p> <p>Relevant information disclosures are regulated by Circular Letter 1553 of October 10, 2018. Since 2007, an item has been included in the agenda of Board meetings called "Relevant Information," under which the Board of Directors approves the publication through this mechanism of certain topics discussed during the meeting.</p> <p>According to the Rules of the Audit Committee, this Committee is responsible for ensuring that investors and the market in general have full, accurate and timely access to the information that must be disclosed by EPM. It therefore supports and advises the Board of Directors in fulfilling its duties related to the disclosure of information.</p> | 27/06/2007 | 27/04/2021 |
| 5. Financial and non-financial information and transparency | No. 32: Information to the markets | 32.2. The web site of the company is organized in a friendly way, so that it is easy for the user to access information associated with or related to corporate governance. | Yes | <p>EPM's website is structured in a user-friendly manner, and clearly labels all its contents. The website has a section named "Investors" that includes topics related to Corporate Governance.</p> <p>Access link: https://www.epm.com.co/site/inversionistas/Inversionistas/Gobierno-corporativo</p> | 31/12/2005 | |
| 5. Financial and non-financial information and transparency | No. 32: Information to the markets | 32.3. The web site of the company include at least links about 32.3 recommendation | Yes | <p>EPM's website includes the following links related to recommendation 32.3:</p> <p>a) About the company: https://cu.epm.com.co/institucional/sobre-epm b) Shareholders: not applicable. By legal provision (Law 142/1994), EPM is an industrial and commercial government company; it is not incorporated as a joint stock company and therefore it has no shareholders nor a general meeting of shareholders. c) Investor Relations: https://www.epm.com.co/site/inversionistas/ d) Corporate Governance: https://www.epm.com.co/site/inversionistas/Inversionistas/Gobierno-corporativo e) Sustainability: https://cu.epm.com.co/institucional/sostenibilidad</p> | 31/12/2005 | |
| 5. Financial and non-financial information and transparency | No. 32: Information to the markets | 32.4. To communicate information to the markets used by society in general, are documents which you can print, download and share | Yes | <p>The supporting documents of the information published on the website can be easily accessed, and can be viewed, downloaded and printed.</p> <p>Link to access the documentation of EPM: https://www.epm.com.co/site/inversionistas/inversionistas/gobierno-corporativo/modelo-de-gobierno/elementos-formales</p> | 1/04/2007 | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
| 5. Financial and non-financial information and transparency | No. 32: Information to the markets | 32.5. If the company is a company of great size and complexity, it published annually on the website an explanatory report on the Organization, methods and procedures of the Control architecture implemented in order to provide financial and non-financial information correctly and safely, safeguard the assets of the entity and the efficiency and security of their operations. Information on the architecture of Control, is complemented by a risk management report | Yes | <p>Every year EPM publishes on its website the Corporate Governance Report, which is part of the Sustainability Report, and which explains the structure, functions and scope of business group's Control Architecture, including risk management.</p> <p>In accordance with the 2022 Typical Agenda, the 2021 Corporate Governance Report will be approved at the Board meeting of March 2022 and published on the website in April 2022.</p> <p>Access link to the Annual Corporate Governance Report: https://www.epm.com.co/site/inversionistas/inversionistas/gobierno-corporativo/informes</p> | 1/04/2007 | |
| 5. Financial and non-financial information and transparency | No. 33: Annual Corporate Governance Report | 33.1. The company prepares annually a corporate governance report, whose content is responsible for the Board of Directors, after checking and favourable report from the Audit Committee, which is presented together with the rest of year-end documents | Yes | <p>Every year, EPM prepares and publishes on its website a Corporate Governance Report as part of the Sustainability Report, which is approved by the Board of Directors based on prior review and recommendation by the Audit Committee.</p> <p>In accordance with the 2022 Typical Agenda, the 2021 Corporate Governance Report will be approved at the Board meeting of March 2022 and published on the website in April 2022.</p> <p>This report is published each year on EPM's website at the following Link: https://www.epm.com.co/site/inversionistas/inversionistas/gobierno-corporativo/informes.</p> | 1/04/2007 | |
| 5. Financial and non-financial information and transparency | No. 33: Annual Corporate Governance Report | 33.2. The annual report of corporate governance of the company, is not a mere transcription of standards of corporate governance, including in the statutes, internal regulations, codes of good governance or other corporate documents. Its goal is not to describe the model of governance of society, but to explain the reality of its operation and relevant changes during exercise | Yes | <p>EPM's Annual Corporate Governance Report consolidates the most relevant events regarding Corporate Governance that occurred during the previous year at EPM and its business group. In this sense, it is not a transcript of internal documents nor a description of EPM's governance model, but instead explains the reality of its operation and the relevant changes that took place during the period, through the publication of key information, facts and figures for its various stakeholders.</p> <p>In accordance with the 2022 Typical Agenda, the 2021 Corporate Governance Report will be approved at the Board meeting of March 2022 and published on the website in April 2022.</p> <p>This report is published each year on EPM's website at the following link: https://www.epm.com.co/site/inversionistas/inversionistas/gobierno-corporativo/informes</p> | 1/04/2007 | |

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| Corporate Governance Area | Measure | Recommendation | Answer | 2021 Explanation | Implementation Date | Modification Date |
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| 5. Financial and non-financial information and transparency | No. 33: Annual Corporate Governance Report | 33.3. The annual report of corporate governance of the company, contains information to the year-end which describes the way that year gave compliance to corporate governance recommendations adopted by society and major changes. The structure of the annual report of corporate governance of the society is aligned with the schema that includes the recommendation 33.3. | Yes | <p>EPM's Annual Corporate Governance Report explains the reality of the operation and application of the governance model at its member companies, as well as the evolution and changes that occurred during the year. The report includes labels indicating the number of the Código País recommendation that EPM has adopted as part of the Report's contents.</p> <p>The structure and contents of the Annual Corporate Governance Report of EPM Group is aligned with recommendation 33.3. In accordance with the 2022 Typical Agenda, the 2021 Corporate Governance Report will be approved at the Board meeting of March 2022 and published on the website in April 2022.</p> <p>The Report is available at the following link: https://www.epm.com.co/site/inversionistas/inversionistas/gobierno-corporativo/informes</p> | 1/04/2007 | |