



General Assembly of Shareholders

Barranquilla, September 26, 2013

Project to release the Reserve for Future Expansion

The Board of PROMIGAS S.A. E.S.P. presents the following project to authorize the release of the "Reserve for Future Expansion" account for consideration at the Ordinary General Shareholders' meeting gathered together on the date in question.

Reserve for Future Expansion		\$ 144,680,181,321
Transfer of reserves at the disposal of the Assembly for the distribution of dividends.	\$ 17,063,801,362	
New balance in the Reserve for Future Expansion account	\$ 127,616,379,959	

EQUAL AMOUNTS	\$ 144,680,181,321	\$ 144,680,181,321
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General Assembly of Shareholders

Barranquilla, September 26, 2013

Project to release the Reserve for Flexible Depreciation Art. 130 E.T.

The Board of PROMIGAS S.A. E.S.P. presents the following project to authorize the release of the "Reserve for Flexible Depreciation Art. 130 E.T." account for consideration at the Ordinary General Shareholders' meeting gathered together on the date in question.

Reserve for Flexible Depreciation Art. 130 E.T.	\$ 14,868,791,285
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Transfer of reserves at the disposal of the Assembly for the distribution of dividends.	\$ 10,100,762,179
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New balance in the Reserve account for Flexible Depreciation Art. 130 E.T.	\$ 4,768,029,106
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EQUAL AMOUNTS	\$ 14,868,791,285	\$ 14,868,791,285
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Barranquilla, September 26, 2013**

Profit Distribution Project Accounting Period January 1 - June 30, 2013

PROMIGAS S.A. E.S.P. proposes the following distribution of profits for consideration at the Ordinary General Shareholders' meeting gathered together on the date in question:

Net income for the year to June 30, 2012 for distribution:	\$ 280,383,208,110
Release of the Reserve for Future Expansion:	\$ 17,063,801,362
Release of the Reserve for Flexible Depreciation Art. 130 E.T. :	\$ 10,100,762,179
For the payment of extraordinary dividends for shares at a rate of 1 share for each 30 subscribed shares as of September 26, 2013, delivered for a value of \$4,290 pesos each one, which will be issued on October 4, 2013 (1)	\$ 152,053,061,160
Payment of a cash dividend at the rate of \$ 116.00 per share as follows:	
Ordinary monthly dividends of \$14.00 per share on the total number of shares in circulation following the issue of October 4, 2013, specifically 1,098,761,980 shares, which will be paid each month from October 2013 to March 2014, paid on the 21st of the respective months. (2):	\$ 92,296,006,320
An extraordinary dividend of \$32.00 per share on the total number of shares in circulation following the issue of October 4, 2013, specifically 1,098,761,980 shares, which will be paid on January 21, 2014 (2):	\$ 35,160,383,360
Legal Reserve 10%:	\$ 28,038,320,811
EQUAL AMOUNTS	\$ 307,547,771,651 \$ 307,547,771,651

(1): The unit value of the 35,443,596 new shares, subject to the capitalization, which will be delivered on October 4, 2013, correspond to the closing price of the SDPromigas shares (Without Dividends) as of August 31, 2013, of which \$100 will be recorded in the capital account and \$4,190 in the "shares placement premium" account, resulting in a total of 1,098,761,972 shares in circulation.

These new shares, like the current SDPromigas type, do not accrue dividends of those declared in March 2013 on the profits of 2012, but do accrue dividends on the profits for the first half of 2013 that will be declared equally for all the valid types of Promigas shares, i.e. Promigas and SDPromigas. Therefore, the transfer of the balances of the shares of the current type of SDPromigas share will be carried out to a cash management account and an ISIN to be defined by the BVC and Deceval respectively at that time, as they included dividends from October 2013. In the next Assembly of March 2014 dividends will be decreed for 100% of the shares in circulation on the profits of the second half of 2013, unifying the two types of currently valid shares and normalizing the payment of dividends on all the shares in circulation.

If fractions result from the distribution of the dividend of shares, the integer value will be taken and in no case will the number of shares to be delivered be rounded up. Fractions will not be tradable and will be made available to the Assembly for Future Distributions

(2) : In accordance with Decree 4766 of December 14, 2011 and Article 2.23.1.1.4 of Decree 2555 of 2012 issued by the Ministry of Finance and Public Credit, if shares are disposed of in the 3 trading days immediately preceding the first date of dividend payment, the pending dividends shall belong to the transferor. The foregoing is without prejudice to Art.3.1.1.12. of the Regulations of the Colombian Stock Exchange, in accordance with supplementary Article 2.23.1.1.5 of Book 23 of Part 2 of Decree 2555 of 2010.

Note: The dividends declared in this distribution project are not comparable with those decreed in March 2013, on the profits of 2012, as in March the profits of 12 months were taken into consideration, and now, in September, 6 months are taken into consideration, because of the change from annual to six-month accounts periods starting this year. We also report that the resources are being distributed as extraordinary dividends, both in shares and cash, from the sale of Promitel and dividends received from Gas Natural de Lima and Callao S.A. - Calidda (these latter items are not a cash inflow).