

1. GENERAL ASPECTS

The main duty of the Audit Committee (the "Committee") is to advise and support the Board of Directors in supervising the effectiveness of Promigas' internal control system and its improvement, which shall take into account the business risks and comprehensively evaluate all areas of the Corporation; it shall also ensure that the preparation, submission, and disclosure of financial information complies with the provisions of legal regulations.

In order to ensure adequate support, the Committee shall order and monitor that the internal control procedures are in line with Promigas' objectives, goals, strategies and needs, and are framed within the Internal Control objectives, such as efficiency and effectiveness in operations, sufficiency and reliability of financial information.

The Committee does not replace the Board of Directors or Management in its functions of supervision and implementation of Promigas' internal control system. Its specific objective is to monitor that the internal control system has policies and procedures that contribute to the achievement of Promigas' strategic objectives, in such a way that it has the appropriate administrative and operational structure for this purpose, as well as for compliance with the established internal control objectives.

It also aims to supervise the presentation of financial information, evaluate the processes of the Corporate Control Management and the Statutory Auditors and provide a communication channel between the Statutory Auditors, the Corporate Control Management, the Management and the Board of Directors.

2. FORMATION OF THE COMMITTEE AND FREQUENCY OF MEETINGS

2.1. Formation

The Audit Committee shall be comprised of at least three (3) members of the Board of Directors, including all independent members. The President of such committee shall be an independent member. The Committee decisions shall be adopted by a simple majority.

The members of the Committee as a whole shall have experience and knowledge in the financial, risk, audit, internal control and legal areas.

The meetings of this Committee shall be attended by the Corporate Control Manager and the Statutory Auditor and, as guests, the President and the Financial and Administrative Vice President. The attendance of the Statutory Auditor shall be mandatory, with voice, but without the right to vote. In addition, Promigas employees or external collaborators to whom the Committee entrusts specific tasks, who have responsibilities in the topics to be discussed or have experience in them, and whose attendance is considered necessary and appropriate for the development of the meeting, may attend as guests.

2.2. Meetings

The Committee shall meet on an ordinary basis at least every three (3) months and on an exceptional basis when it is deemed that there are matters of interest that cannot wait for an ordinary meeting. The Committee may request members of management or others to attend meetings to provide such information as may be necessary.

The Committee may meet separately with the Corporate Control Manager and the Statutory Auditor.

3. DUTIES AND ROLES

The scope of the Audit Committee's duties and roles involves the following:

1. Review, supervise and evaluate the efficiency of the structure of the internal control system, so as to establish whether the designed procedures reasonably protect the company's assets and interests, and if necessary, propose to the Board of Directors the structure, procedures and methodologies necessary for the operation of the internal control system.
2. Recommend the selection, appointment, compensation and dismissal of the Corporate Control Manager; in the event of removal or resignation, this situation shall be communicated to the market through the channels provided for such purpose.
3. Supervise the activities, the organizational structure and the qualification of the Corporate Control Management function, in order to determine their independence in relation to the activities they audit and verify that the scope of their work meets the company's control needs.
4. Determine the existence of limitations that prevent their adequate performance.

5. Analyze and approve the annual audit plan of the Corporate Control Management of Promigas.
6. Analyze and monitor the audit plans and the main topics discussed in the Committees of Promigas' subordinate companies, making observations if required.
7. Evaluate the internal control reports submitted by the Corporate Control Management, the Statutory Auditor and other control and monitoring bodies.
8. Monitor compliance with the annual audit plan of the Corporate Control Management and achieve coordination between internal auditors and statutory auditors, and ensure that the Corporate Control Management has the necessary resources to meet its objectives.
9. Follow up on internal control reports and findings obtained by the internal auditors, Statutory Auditor and other control and oversight entities, verifying that management has addressed the suggestions and recommendations.
10. To ensure the transparency, veracity and timeliness of the financial information prepared by the entity and its appropriate disclosure to shareholders and the market in general, ensuring that the necessary controls and adequate instruments are in place to verify that the financial statements reflect the financial position of the entity and the results of operations.
11. Analyze financial information with emphasis on changes in accounting policies and estimates, significant adjustments as a result of the audit process, assessment of business continuity and compliance with applicable laws and regulations affecting the company. Without prejudice to the functions attributed by the regulations to the Statutory Auditor and Senior Management, and in the event that the opinion of the Statutory Auditor contains qualifications or unfavorable opinions, it shall issue a pronouncement on its content and scope, which shall be made known to the shareholders and the public securities market through the issuer's Web page in charge of the respective internal unit; as well as verifying that the Senior Management takes into account the recommendations of the Statutory Auditor and, if applicable, lead the process of replying to the observations included in its report.
12. Consult with external advisors on matters of interest in legal, corporate, administrative, etc., that may have an impact on the company's results.

13. Analyze the observations established by external agencies and oversight and control entities, such as the Superintendency of Finance, Superintendency of Public Utilities, Energy and Gas Regulatory Commission (CREG), National Tax and Customs Directorate (DIAN), among others.
14. To request such reports as it deems appropriate for the proper performance of its duties.
15. Submit to the Board of Directors, for its submission to the General Shareholders' Meeting, the candidates for the position of Statutory Auditor of the Company and the conditions of their hiring.
16. Propose to the Board of Directors, for submission to the General Shareholders' Meeting, the change of the Statutory Auditor of the Company.
17. Establish the policy for the rotation of individuals performing the role of statutory auditor, in accordance with best practices and the regulations governing audit firms.
18. Supervise the services of the Statutory Auditors, which includes evaluating their quality and effectiveness. Likewise, it is necessary to evaluate whether there have been situations that may limit access to information or jeopardize their independence and any other situations related to the audit plan and its development and report them to the Board of Directors.
19. Hire independent consultants at the company's expense to provide advice in the performance of its duties.
20. Prepare, at the close of each fiscal year, a formal report for the Board of Directors, summarizing its activities, conclusions and recommendations for the period, especially on the evaluation of the Internal Control System and other relevant activities.
21. Inform the Board of Directors and the General Assembly of Shareholders about findings and risk situations that may warrant it.
22. Ensure that current accounting criteria are properly applied in the preparation of the financial statements that the Board of Directors presents to the General Assembly, and in the preparation of reliable internal information for decision-making.
23. Know and evaluate the process of preparation, presentation and disclosure of financial information.

24. Periodically monitor the degree of compliance with the Code of Conduct and the effectiveness of the confidential reporting system, by evaluating any unethical actions, the content of the complaints made and the action plans taken by Management, and make the pertinent recommendations to the Board of Directors if required in cases related to corruption.
25. To be represented through its president at the General Shareholders' Meeting in order to respond to any concerns that may be raised by shareholders on matters within its competence.
26. Verify that the periodic information offered to the market is prepared in accordance with the same principles and professional practices as the annual accounts, and supervise this information prior to its disclosure.

5. PERMANENT ACTIVITIES

1. Provide an open channel of communication between the Statutory Auditors, Corporate Control Management, Legal and Sustainability Vice-Presidency, Presidency and Board of Directors.
2. Inquire with the Management, the Statutory Auditors and the Corporate Control Manager about significant risks and evaluate the steps taken by the Management to minimize such risks.
3. Periodically report to the Board of Directors on the significant results of the activities carried out.
4. Consider and review, at Committee meetings, with the Management, the Statutory Auditor, the Corporate Control Manager and the Vice President, Legal and Sustainability, the following:
 - Significant findings made during the year, including the status of prior audit recommendations.
 - Any difficulties encountered in the course of the audit work, including restrictions on the scope of activities or access to necessary information.
 - Any changes in the scope defined in the internal audit plan.

6. PLANNED ACTIVITIES

1. Follow up jointly with the Management and the Statutory Auditor on the results of the semi-annual audits and their comments, including:
 - The audited financial statements with their corresponding notes and opinion.
 - Any significant changes that have been necessary to the Statutory Auditor's audit plans.
 - Any difficulties or disputes with the Management arising during the course of the audit.
2. Review and update annually, if necessary, the Regulations of the Audit Committee.

7. OCCASIONAL ACTIVITIES

1. Review and approve requests for any management consulting work to be performed by the firm providing the Statutory Auditor services and be informed of any other studies performed at the request of the Management that are outside the scope defined in the Audit Engagement Letter.
2. Periodically review with the legal advisor those regulatory matters that may have a material effect on the financial statements, and on compliance with policies and programs.
3. Conduct or authorize investigations of one or more matters within the scope of the Committee's responsibilities.

8. EVALUATION OF THE COMMITTEE MEMBERS

The members of the committee shall be evaluated in accordance with the provisions of Article fourteen of the Internal Regulations of the Board of Directors.