



**General Assembly of Shareholders
Barranquilla, March 22, 2016**

Profit Distribution Project Accounting Period July 1 - December 31, 2015

PROMIGAS S.A. E.S.P. proposes the following distribution of profits for consideration at the Ordinary General Shareholders' meeting:

Net profit for the period July 1st - December 31th, 2015 for distribution: \$ 221,556,547,000

Payment of a cash dividend at the rate of \$ 137.00 per share as follows:

- Ordinary monthly dividends of \$15.00 per share for the total number of shares in circulation, specifically 1.134.848.043 shares, which will be credited every month from April to September 2016 and will be paid on the 21st of each respective month. (1): \$ 102,136,323,870
- An extraordinary dividend of \$47.00 per share for the total number of shares in circulation, specifically 1.134.848.043 shares, which will be paid on April 21, 2016 (1): \$ 53,337,858,021

Reserve for IFRS effects: \$ 38,830,756,778

Amount available to the Assembly for Future Distributions \$ 27,251,608,331

SUMAS IGUALES	\$ 221,556,547,000	\$ 221,556,547,000
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(1) 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 4 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.