

## CORPORATE GOVERNANCE

### COMPOSITION OF THE BOARD OF DIRECTORS:

	Board Director No. 1	Board Director No. 2	Board Director No. 3	Board Director No. 4	Board Director No. 5	Board Director No. 6	Board Director No. 7
Name	Jorge Mario Velásquez	Alejandro Piedrahíta	Gonzalo Alberto Pérez	María Fernanda Mejía	María Luisa Mesa	David Yanovich	Eduardo Pizano
Independent (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Company where he/she works	Grupo Argos S. A.	Grupo Argos S. A.	Suramericana S. A.	Independent	Mesa González y Asociados	Cerrito Capital	Independent
Member of the Business Group	Yes	Yes	No	No	No	No	No
Position	CEO	Vice President of Corporate Strategy and Finances	CEO	Advisor	Partner	CEO	Consultant
Executive – Non-Executive	Non- Executive	Non- Executive	Non- Executive	Non- Executive	Non- Executive	Non- Executive	Non- Executive
Years as a Board Member *	4	4	19	7	7	5	3
Board Committee(s) on which he/she serves	1) Sustainability and Corporate Governance Committee 2) Appointment and Remuneration Committee	N/A	1) Sustainability and Corporate Governance Committee 2) Appointment and Remuneration Committee	1) Audit, Finance and Risk Committee	1) Sustainability and Corporate Governance Committee	1) Audit, Finance and Risk Committee 2) Appointment and Remuneration Committee	1) Audit, Finance and Risk Committee
Name of the Companies where he/she participates as a Board Member	1) Grupo Sura S. A. 2) Cementos Argos S. A. 3) Grupo Nutresa S. A. 4) Odinsa S.A.	1) Odinsa S. A. 2) Grupo Sura S. A. 3) Cementos Argos S. A. 4) Aceros Mapa S.A.	1) Bancolombia S. A. 2) Grupo Nutresa S. A. 3) Seguros Generales Suramericana S.A	N/A	1) Casa Editorial El Tiempo S.A. 2) Cadena S.A. 3) Konfirma S.A.S. 4) Sociedad Administradora de Fondos de Pensiones y Cesantías Porvenir S. A.	1) Ocensa S. A. 2) Proterra, Unimed Pharmaceuticals (Procaps) (Malta) 3) Larrain Vial Colombia	1) Invercolsa S. A. 2) Inversiones del Nordeste S.A. 3) Gases del Caribe S.A. E.S.P. 4) Progasur S.A. E.S.P.
Competencies Related to Sustainability Issues	Civil Engineer Current CEO of Grupo Argos, one of the most outstanding companies in national and international sustainability indexes. His performance in different positions in Cementos Argos and as CEO of Grupo Argos has allowed him to acquire experience in financial, environmental, social and strategy issues.	Business Administrator. In addition to his studies, his career in the financial sector (Banca de Inversión Bancolombia, Corfinsura, Susalud) has allowed him to have competencies in this issue.	Attorney-at-Law. Current CEO of Suramericana and previously, he was the Vice President of Corporate Business and Investor Insurance. His professional career has allowed him to have financial, strategic, economic and social competencies, highlighting his special interest in sustainability issues.	Public Accountant. She is currently the CEO of Mac - Jhonson Controls Colombia and EMA Holdings. Her academic training and her professional experience have allowed her to have competencies in the areas of auditing, matters related to Corporate Social Responsibility and competencies in economic, environmental and social issues.	Attorney-at-Law. Her experience in the Superintendency of Societies, Avianca and as advisor in legal issues has allowed her to have knowledge in financial and legal matters.	Industrial Engineer. With more than 10 years of experience in the electrical and mining sectors, through the General Management of Colgener; Director of the Corporación Financiera del Valle Investment Banking, Independent consultant for the structuring of various projects related to the energy sector in Colombia, his career has allowed him to have knowledge about the sector and the business and to have the competencies required to be a member of the Celsia Board of Directors.	Attorney-at-Law, with experience in financial matters and knowledge of the electricity business and the sector. He has been Minister of Economic Development, Senator, Secretary General of the Presidency of the Republic, Business Consultant and CEO of Naturgas (Colombian Association of Natural Gas).
Number of Board Meetings Attended	14	14	13	15	15	16	16
Percentage of Board Meetings Attended	88%	88%	81%	94%	94%	100%	100%

\* Our Board of Directors average tenure in 2019 was 7 years.

### Board of Directors' Committees:

Learn how the Board of Directors' Committees are formed and their functions, clicking [here](#).

<https://www.celsia.com/es/nuestra-empresa/gobierno-corporativo/celsia/organos-de-administracion>

## Effectiveness of the Board of Directors

Average attendance at the meetings of our Board of Directors during the last year	91
Minimum percentage of attendance for the annual sessions of the Board of Directors	80
Maximum number allowed to participate in Boards of Directors of other companies listed in which a non-executive/independent director of our Board of Directors may participate	4
Non-executive/Independent directors of our Board of Directors belonging to four or fewer Boards of Directors of other listed companies	<ul style="list-style-type: none"><li>• Jorge Mario Velásquez</li><li>• Gonzalo Alberto Pérez</li><li>• Alejandro Piedrahíta</li><li>• Eduardo Pizano</li><li>• María Luisa Mesa</li><li>• María Fernanda Mejía</li><li>• David Yanovich</li></ul>