

**REGULAR SHAREHOLDERS' MEETING****ITEM 12 OF AGENDA****Motion for Election of Statutory Auditor and determination of fees****THE BOARD OF DIRECTORS OF INTERCONEXIÓN ELÉCTRICA S.A. E.S.P.****CONSIDERING THAT:**

- In order to comply with current regulations the company requires Independent Auditing services.
- As provided under Article 26, Number 9 of the Bylaws of Interconexión Eléctrica S. A. E.S.P., the Shareholders' Meeting is empowered to appoint Statutory Auditors.
- On February 27, 2014 the company published on its website the Public Request for Bids 0000149, whose purpose is the delivery of services of Statutory Auditing or External Auditing for ISA and its companies with domicile in Colombia and abroad for the 2014 term.
- Bids were received from Ernst & Young, KPMG and PricewaterhouseCoopers.
- Evaluation of bids was concluded on March 18, 2014 with the following results:

KPMG did not meet the requirements for participation and was consequently rejected.

BASIC ISSUE	STANDARD VALUE	EY	PWC
Proposal and planning	150	150	150
Focus and methodology	50	50	50
Organization of work and logistics	50	50	50
Schedule	50	50	50
Technical and operational capacity	550	454	436
Firm's experience	325	236	235

Résumés of proposed personnel	225	218	201
Fees	300	300	261
TOTAL	1000	904	847

PROPOSES:

1. To elect the firm Ernst & Young as Statutory Auditor of INTERCONEXIÓN ELÉCTRICA S.A. E.S.P. for the period between April 1 of 2014 and March 31 of 2015.
2. To set the amount of THREE HUNDRED NINETY-TWO MILLION PESOS (COP 392,000,000) plus corresponding VAT as professional fees for the Statutory Auditor of Interconexión Eléctrica S.A. E.S.P.