

BY-LAWS AMENDMENT PROPOSAL

CURRENT TEXT	AMENDMENT PROPOSAL
CHAPTER I: LEGAL NATURE, CORPORATE NAI	ME, INCORPORATION, DOMICILE AND DURATION
ARTICLE ONE: LEGAL NATURE - CORPORATE NAME ECOPETROL S.A.	
is a corporation, of commercial nature, comprised of public and private	
shareholders, that carries out its corporate purpose in a competitive manner with	
private entities. Hereinafter and for the purposes of this document, it will be	
referred to as "Ecopetrol" or the "Company".	
As established by law, Ecopetrol is a mixed-economy company, from the	
national order, and assigned to the Ministry of Mines and Energy. All legal acts,	
agreements and actions required to carry out its corporate purpose are	
governed exclusively by the rules of private law, regardless of the percentage of	
the state shareholding in the Company's capital stock.	
ARTICLE TWO: DOMICILE The main domicile of Ecopetrol is the city of	
Bogotá D.C. The Company may open subsidiaries, branch offices and agencies	
throughout the country and abroad.	
ARTICLE THREE: DURATION The duration of the Company is one hundred	
(100) years as of its establishment.	DODATE DUDDOGE
	PORATE PURPOSE
ARTICLE FOUR: CORPORATE PURPOSE The corporate purpose of	
Ecopetrol is to carry out, in Colombia or abroad, commercial and industrial activities related to the exploration, operation, refining, transportation, storage,	
distribution and marketing of hydrocarbons and their byproducts.	
Additionally, the following activities are part of the corporate purpose of	
Ecopetrol:	
1) Administration and management of all assets that were returned to the	
Government after the termination of the former De Mares Concession.	
Additionally, over such assets, Ecopetrol shall have, all the powers provided	
by Law.	



2)	Exploration and operation of hydrocarbons in oil areas or fields that, prior to January 1, 2004: a) were linked to executed agreements or, b) were being directly operated by Ecopetrol.	
3)	Exploration and operation of oil areas or fields assigned to Ecopetrol by the National Hydrocarbons Agency - ANH, or the entity acting as such.	
4)	Exploration and operation of hydrocarbons abroad, directly or through agreements entered into with third parties.	
5)	Export and import of hydrocarbons, its derivatives and their byproducts.	
6)	Production, processing, blending, transportation, storage, distribution and/or marketing (purchase and sale), and industrialization of hydrocarbons, their byproducts, and products owned by Ecopetrol or by third parties, domestic or imported.	
7)	Refining, processing, and any other type of industrial process or petrochemical of the hydrocarbons, its derivatives, similar products, in the grounds of the Company or of third parties.	
8)	Transportation and storage of hydrocarbons, their byproducts and similar, through transportation or storage systems.	
9)	Export and import of fuels and oxygenating components of vegetable origin.	
10)	Construction, operation and maintenance of ports infrastructure for the	
	export and import of hydrocarbons, and their byproducts or oxygenating components.	
11)	Develop all of the activities required within the electric energy process, in order to generate energy that satisfies the Company's own needs in all its business segments and, furthermore, sell its surplus and buy in case of shortages as a main source or as backup for its operations.	
12)	Design, construct, operate, and maintain port infrastructure for the export and import of hydrocarbons, its derivatives, products or oxygenates.	
13)	Construct, operate, administer, maintain, dispose and manage all infrastructure, facilities and property that is required to achieve the Company's corporate purpose.	
14)	Establish and be part of all types of companies, including sole proprietorships, as well as open branches and agencies that are necessary for the proper implementation of its corporate purpose. The participation	



	permitted by this clause may include involvement in companies whose	
	activity differs from the one of the Company, provided that, in the opinion of	
	the Board of Directors, this is appropriate for the implementation of the	
<u> </u>	corporate purpose.	
15)	Concluding all kinds of credit and financing operations with financial entities	
	or insurers.	
16)	Guarantee third-party obligations within the scope of its business and within	
	the framework of its corporate purpose, with the prior authorization of its	
	Board of Directors.	
	Securitizing assets and investments.	
18)	Temporarily or permanently manage the group's cash surpluses and	
	reserves in the capital markets, and underwrite bonds, purchase securities,	
	equities, interests or rights, make deposits or engage in any type of	
	investment and cash transaction with authorized financial entities	
19)	Obtain and exploit industrial property rights on trademarks, drawings,	
	insignia, patents for new technologies and products, results from research,	
	and creations by the Company's competent units, as well as any other	
20)	intangible property.	
20)	Training personnel in all specialties required for the proper implementation	
04)	of the corporate purpose.	
21)	Participate in research, scientific or technological activities related to its	
	corporate purpose, or to activities that are supplementary, related or useful	
	thereto, as well as taking advantage of them and applying them technically	
00)	and economically.	
22)	Carry out the above activities and any other investments, legal acts or	
	related activities which are supplementary or useful for the implementation of its corporate purpose and activities in relation to hydrocarbons, their	
	· · · · ·	
	byproducts, refined products, similar, or products that are able to substitute those mentioned.	
33/	Participate in the development of social programs for the community,	
[23]	especially with the community that is in places where the Company has	
	influence.	
241	All other duties assigned by Law.	
4+)	All other daties assigned by Law.	



PARAGRAPH: Ecopetrol must accomplish its corporate purpose in a competitive manner, meeting criteria of economic and financial profitability in consideration of the market circumstances and the risks inherent to the industry, while also attending to the needs of the corporate group in which Ecopetrol is the parent company.	
	TER III: SHAREHOLDERS RIGHTS
ARTICLE FIVE. COMPANY CAPITAL The Company has an authorized share capital of thirty-six trillion five hundred forty thousand billion pesos legal tender (\$36,540,000,000,000.00), divided into sixty billion (60,000,000,000) ordinary shares with a par value of six hundred nine pesos (\$609) each, represented in accordance with the provisions of these Bylaws. ARTICLE SIX. SHARE ISSUANCE Ecopetrol may issue shares within the authorized capital limit, in accordance with the limitations established by Law.	
ARTICLE SEVEN. SHAREHOLDER REGISTER The Company will keep a Stock Ledger that has been registered beforehand with the Chamber of Commerce of the main corporate domicile and this register will contain the names of the shareholders, the number of shares corresponding to each of them, the security or securities with their respective numbers and registration dates, the sales and transfers, pledges, usufructs, and judicial attachments and claims, as well as any other act subject to registration pursuant to the law. In the event that the shares are dematerialized, they will be represented by a macro security, which will be held in safekeeping and managed in the central securities depository, which will make annotations regarding the subscribers thereof and will keep the Stock Ledger. Shareholders may request a certificate through their direct depositor, which legitimizes them to exercise the rights inherent to their status.	
The Company recognizes the person that appears registered in the Stock Ledger as the owner of shares, and only for the number of securities and under the conditions that are registered therein. ARTICLE EIGHT. SECURITIES OR CERTIFICATES The shares of the Company may circulate in physical or dematerialized form. a) Shares that circulate physically or in materialized form, will be	



	represented by securities bearing the handwritten signature of the	
	President and of the Secretary of the Company or whomever acts as	
	such, and will be issued in a numeric and continuous series and must	
	comply with all requirements pursuant to Article 401 of the Commerce	
	Code, or the regulations that amend, replace or add to it.	
	Until the total amount per share has been paid in its entirety, only	
	provisional securities will be issued to the subscribers. All provisional	
	securities will be exchanged for permanent securities when the shares	
	represented by them are fully paid. The securities may be issued for	
	groups or lots of shares, or for each specific share.	
	The shareholders will be responsible for any taxes or fees imposed on	
	the issuance of shares that circulate physically or in materialized form,	
	as well as for those generated by transfers, transmission or changes	
	regarding their ownership.	
b)	Certificates relating to the shares that are placed, transferred or taxed	
,	and that circulate in a dematerialized manner will be safeguarded and	
	managed by a specialized entity or a Centralized Securities Depository	
	with experience in this type of activity. The holders may request a	
	certificate that guarantees the exercise of the rights inherent to the	
	status of shareholder. The entity responsible for management will	
	make the corresponding annotations regarding the subscribers of the	
	shares and will keep the Shareholder Register. The content and	
	characteristics of the certificates will be subject to the relevant legal	
	requirements. Until the value of the shares has been fully paid, the	
	Company may only issue provisional certificates.	
	The circulation, charges and other matters and operations related to	
	the dematerialized shares will be governed by what is established in	
	the laws applicable to dematerialized securities.	
ARTIC	LE NINE. SHAREHOLDER DEFAULT When a shareholder fails to pay	
	allment on a due date for the shares it has subscribed, it cannot exercise	
	nts inherent to such shares. The Company, at the discretion of the Board	
	ctors, will proceed with the judicial collection or sell (at the expense of the	
default	er and through a broker) the shares they have subscribed, or to allocate	



_		-
	e amount received to the release of the number of shares corresponding to	
	e installments paid, after deduction of twenty percent (20%) of such sums as	
	ompensation for the damage that will be presumed caused.	
<u>A</u>	RTICLE TEN. SHAREHOLDER RIGHTS All ordinary shares confer to the	
sł	nareholder an equal right to the corporate assets and to the profits that are	
di	stributed, and each of them has the right to one vote in the deliberations of the	
G	eneral Shareholders Assembly, within the legal limitations.	
TI	ne shareholders of the Company, in addition to what is established by law, will	
er	njoy the following rights and guarantees:	
1)	Participate in the deliberations of the General Shareholders Assembly and	
	exercise their voting rights to make the decisions that correspond to the	
	General Shareholders Assembly, including the appointment of bodies and	
	individuals whom, in accordance with the law and these Bylaws, must be	
	appointed by the shareholders and, if necessary, have effective	
	mechanisms for representation in said Meetings.	
2)	Receive, as a dividend, a percentage of the profits of the Company in pro	
	rata to the shares that the shareholder holds in the Company. Ecopetrol	
	allocates the profits in accordance with the provisions set forth by law and	
	these Bylaws.	
3)	Have access to the Company's public information in a timely and	
	comprehensive manner, and freely inspect the books and other documents	
	referred to in Articles 446 and 447 of the Commercial Code or the laws that	
	modify, replace or add something to them, within fifteen (15) business days	
	prior to the meeting of the General Shareholders Assembly in which the end-	
	of-year financial statements are considered.	
4)	Receive by pro rata, part of the corporate assets at the time of liquidation, if	
	applicable and, once the Company's external liabilities have been paid, in	
	proportion to the shares they hold therein.	
5)	Be represented by a third party, as established by a written document in	
	which they express the name of the party that will represent them and the	
	scope of the mandate. The powers of representation for purposes of the	
	General Shareholders Assembly must be subject to the provisions of Article	



		of the Commercial Code, or the regulations that amend, replace or add	
	to it		
6)	Tra	nsfer or dispose their shares, as established by law and these Bylaws.	
7)	Pro	vide recommendations on corporate governance to the Company,	
	thro	ough written requests presented to the Shareholder and Investor	
	Atte	ention Office.	
8)	Red	quest, with other shareholders, that a special Shareholders Assembly be	
	held	d, in accordance with the provisions of Article 17 of these Bylaws.	
9)	Red	quest authorization from the Shareholder and Investor Service Office to	
	con	nmission specialized audits, at their expense and under their	
		ponsibility, provided that such audit does not hinder the day-to-day	
	ope	erations of the Company, under the following terms:	
	a)	-pronume of the control of the contr	
		documents authorized by Article 447 of the Commercial Code, upon	
		request of a plural number of shareholders representing at least five	
		percent (5%) of the Company's subscribed shares.	
	b)	Specialized audits may not cover documents that are confidential in	
		nature, in accordance with the law, in particular Article 15 of the	
		Constitution and Article 61 of the Commercial Code, as well as Letter	
		g) of Article 4, Law 964 of 2005 and the regulations that govern, amend,	
		replace or add to these.	
	c)	Scientific, technical, economic, and statistic information shall not be	
		subject to specialized audits either, in accordance with the applicable	
		legislation. This shall also be the case for technical and scientific	
		information regarding prospects for reservoirs, obtained directly by the	
		Company or its partners, as well as the information derived from	
		contracts that represent competitive advantages; this type of	
		information will enjoy the commercial confidentiality set out by	
		Colombian commercial law. In any case, specialized audits must deal	
		with specific matters and cannot be conducted on industrial secrets or	
		on matters whose confidentiality is protected by the legislation on	
		intellectual property rights.	



d)	In no case, the specialized audits may imply impairment to managers' autonomy, in accordance with legal and bylaw powers.	
e)	The working documents of the special auditor will subject to reserve and must be conserved for a time no less than five (5) years, as of the date of elaboration.	
f)	The request to carry out specialized audits will be submitted in writing to the Shareholder and Investor Attention Service Office, stating the reasons why they are to be carried out, the facts and operations to be audited, and the duration. The persons hired to perform the specialized audits must be qualified professionals, recognized as such in accordance with the law, and they shall comply with the requirements set out by the law and these Bylaws for being a Statutory Auditor of the Company. The external auditor will be chosen in accordance with procedures that ensure their objective selection and independence.	
g)	The Shareholder and Investor Attention Service Office must process the request in question in an expeditious and efficient manner, facilitating the activities of the auditor, in coordination with the Company's units that must cooperate in order for the audit to be possible.	
h)		
Boa lea ind req In a	bmit proposals related to the proper progress of the Company to the ard of Directors, with other shareholders, provided that they represent at st five percent (5%) of the subscribed shares. The proposals must icate the address and name of the person to whom the response to the juest will be sent, and with whom the Board will act, if deemed necessary, any case, the topics of such proposals may not be related to industrial crets or information that is strategic to the Company's development, esse requests must be submitted in writing to the Shareholder and Investor	



Service Office or the department that acts as such. In turn, this Office must	
submit them to the Board or to the relevant institutional committee for its	
examination and potential approval by the Board of Directors. In order to	
give answer to these requests, the Board of Directors must abstain from	
supplying information that is confidential or place Ecopetrol's business at	
risk, or affects the rights of third parties or that, if disclosed, may be used to	
the detriment of the Company.	
11) When they deem that a rule of the Corporate Governance Code has been	
ignored or breached, they may contact the Company's Board of Directors in	
writing, stating the reasons and facts on which they base their claim,	
indicating their name, citizenship card number, address, telephone number	
and city, in order to guarantee that it will be possible to answer their request.	
The Secretary General, or the person acting as such, will send the above	
request to the Board of Directors. The Board will evaluate the request, give	
the response they consider, and take the necessary measures so that the	
relevant provisions are not breached. The Board of Directors may exercise	
this duty by appointing a committee to review such request.	
12) Shareholders may exercise their exit rights in accordance with the terms and	
conditions established by law, and if such is the case, avail themselves with	
the conditions that the Nation will establish in the Declaration of the Majority	
Shareholder.	
13) All rights granted by the law and these Bylaws.	
PARAGRAPH ONE: FAIR TREATMENT TO SHAREHOLDERS AND	
INVESTORS In order to guarantee the full exercise of Shareholders rights and	
obligations that the Company has towards its investors and shareholders, the	
Company will give them equal treatment regarding requests, claims, and	
information, regardless of the value of their investment or the number of shares	
that they represent.	
All shareholders of the Company will be treated fairly, considering that each	
shareholder has the same rights according to the number and class of shares	
held.	
PARAGRAPH TWO: DISPUTE SETTLEMENT MECHANISMS Any disputes	
between the Company and its shareholders will be resolved by means of a direct	



settlement, which will start with the reception of the notification of disagreement. If no	
agreement is reached within sixty (60) business days, the parties can choose to	
resolve the disagreement either through the ordinary jurisdiction or through the	
Superintendence of Companies.	
ARTICLE ELEVEN. INDIVISIBILITY OF THE SHARES Shares will belong	
individually to the shareholders, as a result, when by any legal disposition or by	
agreement, one or more shares belong to a plural number of individuals, the	
Company will registry of the shares in favor of all joint owners, who must	
designate a common representative that will exercise the rights that correspond	
to them as Shareholders of the Company.	
The appointment of this representative will be made in accordance with the	
provisions of Article 378 of the Commercial Code or the standard that amends	
or replaces it.	
ARTICLE TWELVE. REPRESENTATION AND VOTE UNITY Each	
shareholder, whether an individual or legal entity, may only appoint a single	
representative to act before the General Shareholders Assembly, regardless of	
the number of shares held by it.	
The representative or agent of a shareholder may not split the vote of their	
principal, which means that they are not allowed to vote with one or several	
shares held by the represented party in a certain sense or for certain individuals,	
and use other share(s) to vote differently or for other individuals. However, this	
individuality of the vote does not prevent a representative of several	
shareholders from voting in each case following the separate instructions issued	
by each shareholder, or each represented group or principal.	
CHAPTER IV:DIRECTION	ON AND MANAGEMENT
ARTICLE THIRTEEN. CORPORATE BODIES The direction, management	
and representation of the Company will be the responsibility of the following	
main bodies:	
a) General Shareholders Assembly.	
b) Board of Directors, and	
c) President, who provides General Legal Representation. However, the	
Company will also have other legal representatives.	



DADAODADU TI O III O I CIII O I	
PARAGRAPH: The Company will have a Secretary of the General	
Shareholders Assembly and a Secretary of the Board of Directors.	
The Secretary, or whoever replaces him in his absolute or temporary absences,	
will be responsible for keeping the minute books and attesting before third	
parties regarding what is contained therein. This will be in addition to the duties	
set out in these Bylaws, the Regulations of the Company, and those assigned	
by the General Shareholders Assembly, the Board of Directors and the	
President.	
The Secretary, or whoever replaces him in his absolute or temporary absences,	
will take special care to maintain the confidentiality that corresponds to the	
Company's books and documents according to the Law and commercial	
practices.	
CHAPTER V: GENERAL SH	IAREHOLDERS ASSEMBLY
ARTICLE FOURTEEN. COMPOSITION OF THE GENERAL	
SHAREHOLDERS ASSEMBLY The General Shareholders Assembly is	
comprised by the representatives of the shares with the necessary quorum, and	
under the terms prescribed in these Bylaws and in the law.	
ARTICLE FIFTEEN. DUTIES OF THE GENERAL SHAREHOLDERS	
ASSEMBLY The General Shareholders Assembly will exercise the following	
duties, both in ordinary meetings and in special meetings:	
a) Appoint the person who will be the chair of the meeting.	
b) Examine, approve or reject the end-of-year financial statements and the	
accounts that the Managers must submit.	
c) Appoint and remove the members of the Board of Directors.	
d) Appoint and remove the Statutory Auditor, and set their fees.	
e) In accordance with the law, order the distribution of profits resulting from	
the financial statements, determining the amount of profits to be	
distributed, and the term and the methods for payment of the dividends.	
The General Shareholders Assembly may determine that the amounts	
available at any time for dividend distribution be fully or partially	
capitalized, and that their value be distributed in Company shares among	
the shareholders, pro rata with those held at the time of capitalization.	



f)	Define how the way to cancel loses if there were any to offset losses, if	
g)	any. Authorize the issuance and placement of shares in reserve, provided that	
	this is done without being subject to the right of preference, likewise with	
	the issuance of convertible bonds.	
h)	Authorize any issuance of preferred or dividend right shares and order	
:\	the reduction or elimination of preferences.	
i)	Determine the reserves that must be established, in addition to statutory reserves.	
i)	Order the repurchase of own shares and their subsequent sale.	
k)	Adopt all measures required for compliance with these Bylaws or	
'	required in the interests of the Company.	
I)	Study and approve the amendments to the Bylaws, in accordance with	
	the rules that govern the matter.	
m)	Approve the valuation of the contributions in goods received by the	
	Company in payment for the subscription of shares, after the date of their issuance.	
n)	Consider and approve, as appropriate, the reports from the managers	
'''	regarding the state of company business, as well as the report from the	
	statutory auditor, if applicable.	
0)	Approve all mergers, spin-offs or transformations.	
p)	Approve authorized capital increases.	
q)	Issue its own regulations.	
r)	All others assigned by law or these Bylaws.	
	AGRAPH: The Nation undertakes, in accordance with its shareholding, that	
	sposal of assets of which its amount is equal to or greater than 15% of the	
	et capitalization of Ecopetrol, will be discussed and decided within the	
	ral Shareholders Assembly, and the Nation may only vote in a favorable	
, ,	the vote of the minority shareholders is equal to or greater than 2% of the	
	s subscribed by shareholders other than the Nation.	
	thstanding the foregoing, if the established majority referred to in this	
	graph is not achieved, the Nation may request that a new Shareholders	
Asser	mbly be held under the terms established in these Bylaws, and at said	



meeting such decisions may be taken with the majority provided in the Law or	
in these Bylaws.	
ARTICLE SIXTEEN. ORDINARY MEETINGS The ordinary meetings of the	
General Shareholders Assembly will be held at the registered office of the	
company's domicile within the first three months of each year, on the date and	
at the time indicated in the notice. The notice will be issued by the President	
thirty (30) calendar days prior to the scheduled date for the meeting, by	
publishing the notice on the Company's website www.ecopetrol.com.co, or	
whichever site takes its place, as well as in a newspaper that is widely circulated	
nationwide.	
In the ordinary meetings, the General Shareholders Assembly must deal with	
the following issues, in addition to those assigned by Law:	
a) Examine the position of the Company.	
b) Elect members of the Board of Directors and the Company's auditor.	
c)	
d) Determine the economic guidelines of the Company.	
e) Analyze the accounts and financial statements for the last fiscal year.	
f) Decide on the disposal and distribution of profits.	
g) Approve all measures aimed at ensuring compliance with the corporate	
purpose.	
PARAGRAPH ONE: Additionally, Ecopetrol will implement the following	
corporate governance best practices: (i) on the Sunday prior to the date of the	
ordinary meeting of the Shareholders Assembly, it will issue a reminder, by	
means of a notice published in a newspaper that is widely circulated nationwide,	
and on the website www.ecopetrol.com.co, or whichever site takes its place,	
regarding the date, time and place of the meeting, (ii) and at least three (3)	
calendar days prior to the date of the ordinary meeting it will use the website	
www.ecopetrol.com.co, or whichever site takes its place, to publish the agenda	
for the meeting of the Shareholders Assembly and the proposals from	
management.	
PARAGRAPH TWO: If it is not duly summoned, the General Shareholders	
Assembly will be legally entitled to hold such meeting on the first business day	



of the month of April, at 10:00 a.m. at the offices of the main domicile where the	
Company's management operates.	
ARTICLE SEVENTEEN. EXTRAORDINARY MEETINGS The General	
Shareholders Assembly may be called to extraordinary meetings when required	
on account of unforeseen or urgent needs of the Company, following notice from	
the President, the Board of Directors or the Statutory Auditor, such notice must	
include the agenda, date, time and place where it will take place.	
Likewise, an extraordinary meeting maybe called by order or directly summoned	
by the Superintendent, or whomever has its duties, when so requested by a	
plural number of shareholders representing at least five percent (5%) of the total	
subscribed shares.	
Calls to extraordinary meetings will be made by the President with fifteen (15)	
calendar days in advance of the date set for holding the meeting by means of a	
publication on the Company's website of the announcement of the meeting,	
www.ecopetrol.com.co or whichever website functions in its places, as well as	
on a newspaper of wide and national circulation	
The notice will indicate the matters on the Agenda to be considered by the	
General Shareholders Assembly in its extraordinary meeting.	
PARAGRAPH: Additionally, Ecopetrol will implement the following corporate	
governance best practices: (i) on the Sunday prior to the date of the	
extraordinary meeting of the General Shareholders Assembly, it will issue a	
reminder, by means of a notice published in a newspaper of wide and national	
circulation, and on the website <u>www.ecopetrol.com.co</u> , or whichever site takes	
its place, regarding the agenda, date, time and place of the meeting, and (ii) at	
least three (3) calendar days prior to the date of the special meeting, it will use	
the website www.ecopetrol.com.co , or whichever site takes its place, to publish	
the agenda for the General Shareholders Assembly and the proposals from the	
management.	
The Nation agrees to use its vote to support initiatives that are made in order to	
include additional issues to those mentioned in the agenda for the extraordinary	
meetings of the General Shareholders Assembly, provided that such initiatives	
are submitted by one or more shareholders representing at least two percent	
(2%) of the subscribed shares.	



ADTICLE FIGURES HAWKEDEAL MEETING. Natwith standing the previous	
ARTICLE EIGHTEEN. UNIVERSAL MEETING Notwithstanding the provisions	
of these Bylaws regarding the convening to ordinary and extraordinary	
meetings, the General Shareholders Assembly may meet, without prior notice,	
at any place, if there is a will to do so, when the totality of the subscribed shares	
is represented. It may deal with any matter, unless the law establishes	
otherwise.	
ARTICLE NINETEEN. QUORUM The General Shareholders Assembly shall	
deliberate with a plural number of shareholders that represent, at least half plus	
one of the subscribed shares. Decisions will always be taken by the majority of	
votes present, unless the law establishes special majorities.	
PARAGRAPH: If the General Shareholders Assembly is summoned to a	
meeting and it is not held due to a lack of quorum, a new meeting will be	
summoned and it will meet and decide validly with one or several shareholders,	
regardless of the number of shares represented. The new meeting must be held	
no sooner than ten (10) business days and no later than thirty (30) business	
days counted from the date set for the initial meeting. When the Shareholders	
Assembly gathers in an ordinary session in its own right on the first business	
day of the month of April, it may also validly deliberate and make decisions under	
the terms of this article.	
CHAPTER VI: BOA	ARD OF DIRECTORS
ARTICLE TWENTY. BOARD OF DIRECTORS The Board of Directors of the	
Company will have nine (9) principal members with no alternates, who will be	
elected by the General Shareholders Assembly using the electoral quotient	
system, for periods of two (2) years, being possible that such members be re-	
elected for an indefinite period. The elected persons may not be replaced in	
partial elections without proceeding to a new election using the electoral quotient	
system, unless the vacancies are decided unanimously.	
At least three (3) members will generally be maintained on the slate of	On the slate of candidates to be presented for consideration of the General
candidates presented for consideration of the General Shareholders' Assembly.	Shareholders' Assembly, Aat least three (3) current members will generally be
,	maintained included, with the exception of candidates in lines eight and nine,
	which will be postulated in accordance with Paragraph Two of this article.on the
	slate of candidates presented for consideration of the General Shareholders'
	Assembly.



The appointment to the Board of Directors of the Company may be carried out	
in personal capacity or as the holder of a specific public office.	
If there is no new elections of Board members it will be understood that the	
appointment has been extended until a new appointment is made.	
The Board of Directors will be subject to the inabilities and incompatibilities that	
the law may establish.	
PARAGRAPH ONE: INDEPENDENT MEMBERS OF THE BOARD OF	
DIRECTORS. The majority of the Board of Directors will be comprised by	
Independent members. Independent Members of the Board will be elected in	
accordance with the criteria set forth in paragraph two, article 44 of Law 964 of	
2005 and the procedure established in Decree 3923 of 2006, or any provision	
that regulates, modifies, replaces or adds to it.	
Elected independent Board Members, upon their acceptance of the position will	Elected independent Board Members, upon their acceptance of the position will
agree in writing, to retain their condition as independent throughout their tenure	agree in writing, to retain their condition as independent throughout their tenure
as Board Members. If for any reason any Independent Board Member loses this	as Board Members. If for any reason any Independent Board Member loses this
condition, he/she must resign from the Board, and the President of Ecopetrol	condition, he/she must notify this situation in writing to the Secretary of the Board
may call for an Extraordinary General Shareholders' Assembly in order to	of Directors. he/she must resign from the Board, and the President of Ecopetrol
replace him/her.	may call for an Extraordinary General Shareholders' Assembly in order to replace
	him/her.
PARAGRAPH TWO: The Nation agrees that, in the meetings of the General	
Shareholders Assembly in which the members of the Board of Directors will be	
elected, the list of candidates that The Nation presents will include (for lines eight	
and nine) individuals proposed by the Hydrocarbon-Producing Departments in	
which Ecopetrol operates, and individuals proposed by the minority	
shareholders, as follows:	
a) In applying the provisions of paragraph one, Article 5, Law 1118 of 2006,	
regarding line eight, the Nation's list of candidates for members of the Board	
of Directors shall include a person nominated by the Governors of the	
Hydrocarbon-Producing Departments operated by Ecopetrol. The name of	
the respective candidate must be chosen by the Governors of said	
Departments by simple majority, through a prior vote. The result of this must	
be sent to the Ministry of Finance and Public Credit no later than ten (10)	
days prior to when the respective meeting will be held. In the event that, for	



any reason, the name of the candidate is not submitted within the established timeframe, the Nation's list of candidates for members of the Board of Directors shall include one of the persons that has been designated by the Governors, who, in any case, must meet the requirements	
established in this paragraph.	
Hydrocarbon-Producing Departments operated by Ecopetrol shall be	
understood according to Law 1530 of 2012, article 4, paragraph 1 or any law that additions modify or replace this law.	
b) In line nine, the Nation's list of candidates for members of the Board of	
Directors shall include a person designated by the ten (10) minority	
shareholders with the largest shareholding. The name of the respective	
candidate must be chosen by simple majority, through a prior vote. The	
result of this must be sent to the Ministry of Finance and Public Credit no	
later than ten (10) days prior to when the respective meeting will be held. If	
such minority shareholders fail to reach an agreement, the Nation's list will	
include the person designated by the five (5) minority shareholders with the	
largest shareholding. If such shareholders do not reach an agreement prior	
to the date of the meeting in which the respective election is to be carried	
out, the Nation will be able to propose a candidate who must, in any case,	
meet the requirements established in this paragraph.	
For the purpose of sections a) and b) of this paragraph, it shall be	
understood that the Nation's commitment to vote for candidates proposed	
by the minority shareholders of Ecopetrol and the Hydrocarbon-Producing	
Departments operated by Ecopetrol, shall be subject to the condition that each proposed candidate meets the following conditions:	
(i) That the profiles conform to those defined for members of the Board of	
Directors of Ecopetrol, in accordance with the provisions set forth in	
these Bylaws.	
(ii) The members comply with the requirements of an independent	
member, at least, in accordance with the definition of independence	
established in the paragraph of Article 44, Law 964 of 2005 or any	
provision that governs or amends it.	



(iii) The Nation's agreement established in section b) of this article, shall	
no longer be valid at the moment in which the minority shareholders	
can, in accordance with their shareholding, appoint a member of the	
Board of Directors of Ecopetrol in their own right. The foregoing is	
without prejudice to the validity of the Declaration of the Nation, in its	
capacity as majority shareholder of Ecopetrol, signed on February 16,	
2018.	
PARAGRAPH THREE: The fees for members of the Board of Directors will be	
set by the General Shareholders Assembly and paid by the Company for	
attendance at the meetings of the Board of Directors and the Committees. This	
compensation shall be set in accordance with the nature of the Company, the	
responsibility inherent to the position and market guidelines. This information	
will be disclosed on the website <u>www.ecopetrol.com.co</u> , or whichever site takes	
its place.	
PARAGRAPH FOUR: The members of the Board of Directors will be evaluated	
in accordance with the mechanism defined by the Board itself.	
At each ordinary meeting, the Board of Directors shall provide the General	
Shareholders Assembly with a report on the operation of the Board of Directors,	
which shall take into account the attendance at the meetings of the Board and	
its Committees, performance and participation therein, and the results of the	
Board's assessment. The results of the assessments for the Board of Directors	
will be published on the Company's website www.ecopetrol.com.co, or	
whichever site takes its place.	
PARAGRAPH FIVE: The rules on the appointment and functions of the	
Chairman of the Board of Directors and the Secretary are contemplated in the	
Internal Regulations of the Board of Directors that is published on the website	
of The Company www.ecopetrol.com.co.	
ARTICLE TWENTY-ONE. PROFILES OF THE MEMBERS OF THE BOARD	ARTICLE TWENTY-ONE. PROFILES OF THE MEMBERS OF THE BOARD OF
OF DIRECTORS The members of the Board of Directors will be committed to	DIRECTORS The members of the Board of Directors will be committed to the
the Company's corporate vision and must at least meet the following	Company's corporate vision and must at least meet the following requirements: (i)
requirements: (i) have knowledge and experience in the activities inherent to the	have knowledge and experience in the activities inherent to the Company's
Company's corporate purpose and/or have knowledge and experience in the	corporate purpose and/or have knowledge and experience in the field of industrial
field of industrial and/or commercial, financial, stock market, administrative,	and/or commercial, financial, business risks, stock market, administrative, legal or



legal or related science activities, (ii) have more than 15 years of professional experience; (iii) enjoy a good reputation and be recognized for their professional competence and integrity, and (iv) not belonging simultaneously to more than five (5) boards of directors of corporations (<i>Sociedades Anónimas</i>), including Ecopetrol's Board.	related science activities, (ii) have more than 15 years of professional experience; (iii) enjoy a good reputation and be recognized for their professional competence and integrity, and (iv) not belonging simultaneously to more than five (5) boards of directors of corporations (<i>Sociedades Anónimas</i>), including Ecopetrol's Board. In addition, gender, diversity and inclusion criteria will be taken into consideration when comprising the Board of Directors.
The profiles of the members of the Board of Directors will be reviewed and updated by the Board of Directors or the institutional committee that the Board decides.	
ARTICLE TWENTY-TWO. MEETINGS The Board of Directors will hold ordinary meetings at least eight (8) times a year at the offices of the Company or at the place indicated by it, on the date and time that it establishes and, in a special capacity, when summoned by itself, the President of Ecopetrol or its Board of Directors, the Statutory Auditor or two (2) of its members.	
The summon to meetings, both ordinary and extraordinary, will be made by means of a communication sent to each of the members, at least five (5) calendar days in advance. Such communication may be sent through any suitable means, such as fax or email.	
The deliberations of the Board of Directors may be suspended and then resumed as many times as decided by the majority of the members present at the meeting.	
The Board of Directors shall elect its Chairperson and Vice Chair from its members, and their role will be to chair and direct the ordinary and extraordinary meetings of the Board of Directors and they shall be elected for periods of two (2) years. At the sessions in which both the Chairperson and Vice Chair are absent, the attendees may appoint the person who will chair the respective meeting from among their members.	
The Secretary General, or their delegate, will act as secretary of the Board of Directors. In meetings where they are absent, attendees may appoint (from among its members) the person who will assume the duties of the Board's Secretary.	



PARAGRAPH ONE: QUORUM The Board of Directors shall deliberate with a	
number equal to or greater than five of its members. Decisions shall be made	
through a majority of the votes from the members present.	
PARAGRAPH TWO: UNIVERSAL MEETINGS OF THE BOARD OF	
<u>DIRECTORS</u> The Board of Directors may meet validly at any date, time and	
place, without prior notice, when:	
(i) All members of the Board of Directors are present.	
(ii) They decide to declare the session as convened.	
During the universal meetings, the Board of Directors may deal with any type of	
matter that relates to its duties, unless the law establishes otherwise.	
ARTICLE TWENTY-THREE. DUTIES The Board of Directors will have the	
following duties:	
1) Appoint, evaluate and remove the President of Ecopetrol; set its	1) Appoint, evaluate and remove the President of Ecopetrol, determine his/her
compensation in accordance with the responsibility of the position and	succession plan set its and compensation in accordance with the responsibility of
market guidelines.	the position and market guidelines.
2) Issue its own regulations.	
3) Authorize, the following decisions or activities, and all others that require its	3) Authorize, the following decisions or activities:, and all others that require its
authorization in accordance with these Bylaws:	authorization in accordance with these Bylaws:
a) The incorporation, capital contribution or liquidation of all kind of	
companies, including sole proprietorships, direct subsidiaries and	
indirect subsidiaries, as well as the opening and closing of branches	
and agencies, both in Colombia and abroad, when it deems	
appropriate.	
b) Participation with individuals or legal entities, national or foreign,	
governed by public or private law, in Colombia or abroad in the	
establishment of companies, partnerships, corporations and	
foundations that have an equal, similar, related or supplementary	
purpose, or a purpose that is necessary or useful to the implementation	
of the corporate purpose of Ecopetrol.	
c) The acquisition of interests and rights in previously incorporated	c) The acquisition of interests and rights in previously incorporated companies that
companies that have the same, similar, connected or complimentary	have the same, similar, connected or complimentary purpose, and such
purpose, and such acquisition is required because it is useful and it is	acquisition is required because it is useful and it is appropriate for the proper



		appropriate for the proper development of the corporate purpose of Ecopetrol. This, in addition to participating in partnerships, corporations or non-profit organizations that have been previously incorporated, or withdrawing from them.	development of the corporate purpose of Ecopetrol. This, in addition to participating in partnerships, corporations or non-profit organizations that have been previously incorporated, or withdrawing from them.
	d)	The disposal of shares, interests, contractual positions and rights in companies in which it has an interest.	
	e)	The execution and early termination of deals for the acquisition, sale or assignment of exploration and/or production rights relating to hydrocarbons.	e) The execution and early termination of deals for the acquisition, sale or assignment of exploration and/or production rights relating to hydrocarbons.
	f)	Encumber, dispose of or limit the right of ownership over assets owned by Ecopetrol, other than hydrocarbons, their byproducts, and refined or petrochemical products.	f) Encumber, dispose of or limit the right of ownership over assets owned by Ecopetrol, other than hydrocarbons, their byproducts, and refined or petrochemical products according to the guidelines established by the Board of Directors.
4)	App	prove the Company's budget and investment plan.	
5)	Exa	mine and approve the reports that the President must submit on the	
	wor	k carried out by the Company.	
			6) Approve the annual reserve report and the 20F annual report
6)	Esta	ablish the size of personnel plant, the compensation policy, and approve	7) Establish the <u>criteria for determining</u> size of personnel plant, the compensation
	the	top-level organizational structure. For purposes of these Bylaws, those	policy, and approve the top-level organizational structure. For purposes of these
		ning part of the first level dependencies shall be construed as those who, part of their duties, report directly to the President.	Bylaws, those forming part of the first level dependencies shall be construed as those who, as part of their duties, report directly to the President.
7)		point and remove the employees who lead the first level areas of the mpany.	<u>8)</u>
8)	rela	lement the decisions adopted by the General Shareholders Assembly ted to the repurchase of shares of the Company.	9)
9)	purs wor	rvene in any activities for which the purpose, in its judgement, is to better sue the Company's activities through requests for reports from Company kers.	10)
	func	pose to the General Shareholders Assembly the approval of reserve ds beyond the legal reserves.	11)
11)		en considered necessary, examine the Company's documents and gers.	12)



12	General Shareholders' Assembly the Company's management report, financial statements for each year, planned distribution of earnings and other documents stipulated in Article 446 of the Commercial Code and Law 222 of 1995, or in provisions that replace, regulate, amend or supplement them as set forth therein.	
	Together with the President of the Company, present for approval of the General Shareholders' Assembly the Company's management report, financial statements for each year, planned distribution of earnings and other documents stipulated in Article 446 of the Commercial Code and Law 222 of 1995, or in provisions that replace, regulate, amend or supplement them as set forth therein.	14)
14	Fulfill the provisions of Article 447 of the Commercial Code or any provisions that regulate or amend it, on the right of inspection.	<u>15)</u>
1	Serve as an advisory body for all matters that the President of the Company requires.	<u>16)</u>
16	S) Approve the Corporate Governance Code, the Code of Ethics and its amendments.	<u>17)</u>
17	') Grant permits or licenses to the President of the Company, and appoint a person in charge in the event that the President's alternates are absent.	<u>18)</u>
18	Adopt specific measures regarding the governance of the Company, its conduct and its information, in order to ensure respect for the rights of those who invest in its shares or any other securities that it issues, in accordance with the parameters set by market regulation bodies, while also ensuring the proper management of its affairs and public knowledge of its work.	19)
19	7) Together with the President of the Company, submit a report to the General Shareholders Assembly describing the matters set forth in section 16 above.	20) Together with the President of the Company, submit a report to the General Shareholders Assembly describing the matters set forth in section 196 above.
20	Verify the effectiveness and transparency of the Company's accounting systems and submit regular reports to shareholders on the financial and governance position of the Company.	21)
2) Ensure that Ecopetrol's economic relations with its shareholders (including the majority shareholder and its subsidiaries companies) fall within the limits and conditions established by law and regulations on the prevention,	22)



		management and settlement of conflicts of interest established in these	
-	201	Bylaws and, in any case, under market conditions.	00)
4	22)	Establish the mechanisms necessary to ensure that when an Ecopetrol	<u>23)</u>
		employee discloses (either to the Audit and Risks Committee of the Board	
		of Directors or to their immediate superiors) information of which they have	
		knowledge regarding a potential conflict of interest within the Company or	
		irregularities regarding accounting or financial information, they will not	
		suffer discrimination or negative consequences, and in general, will be	
		protected from any retaliation resulting from this.	
2	23)	Request the President of the Company to hire the external advisors chosen	<u>24)</u>
		by the Board of Directors, when deemed necessary in order to perform their	
		duties, or as additional support for the Committees of the Board of Directors,	
		in accordance with the terms and conditions established in the Internal	
		Regulations of the Board of Directors.	
2	24)	Comply with the duties assigned to it by law in terms of the prevention and	<u>25)</u>
		control of money laundering and terrorist financing laws that are valid and	
		applicable, at a national and international level.	
2	25)	Regulate and implement the issuance and placement of shares and bonds	<u>26)</u>
		convertible into shares. Likewise, authorize and implement the issuance and	
		placement of non-convertible bonds in shares, as well as other debt	
		securities that allow the financing of the Company. In any case, the Board	
		of Directors may entrust the President of the Company with the approval of	
		the subscription regulations, the prospectus of issuance and all other	
		documents related to the issue and placement of securities.	
2	26)	Authorize the execution of loans and financing operations that have a term	<u>27)</u>
		greater than one (1) year, from entities that are legally authorized for such	
		purpose, as well as the granting of the guarantees that may be applicable.	
2	27)	Appoint and remove the legal representatives of the Company and their	<u>28)</u>
		respective alternates.	
2	28)	Approve the granting of guarantees to third parties within the course of the	<u>29)</u>
		Company's business and within the framework of its corporate purpose, in	
L		accordance with the provisions of these Bylaws.	



29) Ensure the effectiveness of the internal control and risk management systems.	<u>30)</u>
30) The Board of Directors of the Company, in its capacity as the strategic guiding body, will have the following duties:	<u>31)</u>
a) Approve the strategy and business plan for Ecopetrol group.	
 Approve the budget and investment plan for Ecopetrol group and issue the rules for their elaboration and execution. 	
c) Approve the consolidated objectives and targets Ecopetrol group.	
d) Issue compensation guidelines for Ecopetrol and its subsidiaries companies.	
e) Approve the consolidated financial statements.	
f) Approve the guidelines for retaining, transferring and mitigating financial risks, including insurance for the Ecopetrol group.	
g) Approve the new business of Ecopetrol group.	g) Approve the new business of Ecopetrol group in accordance with the guidelines established by the Board of Directors and the internal regulations issued for this
	<u>purpose</u> .
h) Approve the corporate governance model applicable to Ecopetrol group.	
PARAGRAPH ONE : The Board of Directors may order the President to perform some of the functions assigned to it, except for those that by law expressly must be exercised by the Board of Directors.	
<u>PARAGRAPH TWO</u> : The Board of Directors establish commissions for special work or studies within the Board itself.	
31) Any others established by law and these Bylaws	<u>32)</u>
ARTICLE TWENTY-FOUR. COMMITTEES OF THE BOARD OF DIRECTORS The Board of Directors may have institutional committees in	
accordance with the law, or those established by the Board itself, composed of members of the Board of Directors, appointed by the Board itself. At least one	
(1) member of each Committee shall be independent. The foregoing is without prejudice to the minimum number of independent members that the Audit and	
Risks Committee must comprise by law.	
For its operation, in addition to the provisions of current regulations that are applicable, the Committees will have Internal Regulations that establish their	



objectives, duties and responsibilities.	
CHAPTER VII: GENERAL REGULATIONS FOR THE SHA	REHOLDERS MEETING AND THE BOARD OF DIRECTORS
ARTICLE TWENTY-FIVE. MINUTES FOR PERSONAL ATTENDANCE	
MEETINGS The minutes must comply with the provisions of Articles 189 and	
431 of the Commercial Code, as applicable, and with the regulations or circulars	
that govern, amend or replace these. The minutes will be registered when said	
formality is necessary by legal mandate.	
ARTICLE TWENTY-SIX. MEETINGS OF THE GENERAL SHAREHOLDERS	
ASSEMBLY OR THE BOARD OF DIRECTORS WITH NO PERSONAL	
ATTENDANCE In addition to the face-to-face meetings that are regulated in	
other sections of these Bylaws, the General Shareholders Assembly or the	
Board of Directors may meet remotely if all members can deliberate and decide	
through simultaneous or sequential communications using any technological	
mean with no personal attendance required when the provisions of article 19 of	
Law 222 of 1995 are complied with or the rules that replace or modify it.	
Thus, there will be a meeting of the General Shareholders Assembly and of the	
Board of Directors when, by any means, all the shareholders or directors can	
discuss and decide through simultaneous or successive communication. In the	
latter case, the successive communication must occur immediately, as per the	
means employed.	
Therefore, there will be General Shareholders Assembly or Board of Directors	
when through any mean all the shareholders or members can deliberate and	
decide through simultaneous or consecutive communication. In the latter case,	
the communications must be immediately received according to the method	
used.	
ARTICLE TWENTY-SEVEN. DECISION-MAKING MECHANISM In	
accordance with the provisions of Article 20, Law 222 of 1995, or the rules that	
replace or amend it, the decisions of the General Shareholders Assembly or the	
Board of Directors shall be valid when all shareholders or directors express their	
voting decision in writing. In this event, the respective majority will be calculated	
based on the total shares in circulation or the members of the Board of Directors,	
as the case may be. If the shareholders or members have expressed their vote	
in separate documents, these must be received within a maximum period of one	



month, counted from the first communication received. The legal representative	
will inform the General Shareholders Assembly or the Board of Directors (as	
applicable) regarding the outcome of the decision, within five (5) business days	
following the receipt of the documents in which the vote is expressed.	
ARTICLE TWENTY-EIGHT. MINUTES With regard to meetings where there	
is no personal attendance, or when there are decisions made through the	
mechanism established in the previous section, the corresponding minutes shall	
be prepared and recorded in the respective book within thirty (30) days following	
the date on which the decision was made. The Legal Representative and the	
Secretary of the Company will sign the minutes. In the absence of the latter, any	
of the shareholders or members of the Board of Directors (as applicable) will	
sign the minutes for meetings in which there is no personal attendance.	
With regard to meetings where there is no personal attendance, decisions will	
be void and null when adopted without the participation of a shareholder or	
member of the Board of Directors in the simultaneous or consecutive	
communications. Regarding decision-making through a written vote	
mechanism, the decisions adopted when the shareholders or members of the	
Board do not express the meaning of their vote or exceed the term mentioned	
in the previous article for the mailing of the vote by the end of one month, the	
decisions made will be ineffective.	
ARTICLE TWENTY-NINE. CONFLICT OF AUTHORITY Any doubt or conflict	
regarding the duties or authority of the Board of Directors and the President will	
always be settled in favor of the Board of Directors. Conflicts between the duties	
of the Board of Directors and the General Shareholders Assembly will be settled	
in favor of the General Shareholders Assembly.	
CHAPTER VIII:	THE PRESIDENT
ARTICLE THIRTY. PRESIDENT The management and General Legal	
Representation of Ecopetrol will be the responsibility of the President, who will	
be appointed by the Board of Directors.	
The President shall be appointed for a two (2) year-term counted from its	
election, but may be re-elected for the same term more than once or removed	
freely from the position before expiration of the term. In cases where the Board	
does not appoint the President at the corresponding time, the previous President	



will continue to hold office until a new appointment is made. The election of the President will be carried out in accordance with criteria of suitability, knowledge experience and leadership.	
The Board of Directors must approve any change regarding the manner in which the President's work shall be evaluated, and such change must be approved by	
of a simple majority. Once the respective amendment comes into effect, the Board of Directors' Secretary will communicate this to all managers and the new	
system will be disclosed to all interested citizens through the Shareholder and	
Investor Service Office and through Ecopetrol's website www.ecopetrol.com.co or whichever site takes its place.	
PARAGRAPH: The evaluation of senior executives will be performed in accordance with the objectives defined by the Board of Directors. The Board of Directors accordance with the objectives defined by the Board of Directors.	f accordance with the objectives defined by the Board of Directors. The Board of
Directors must approve any change to the evaluation scheme described herein ARTICLE THIRTY-ONE. DUTIES OF THE PRESIDENTThe President's will be a fellowed the fellowing	
have the following duties: 1) Execute the strategy and business plan approved by the Board of Directors.	:
 Direct, coordinate, monitor, control and evaluate the execution and fulfillment of the objectives, duties, policies, plans, programs and projects inherent to the corporate purpose of Ecopetrol. 	
 Adopt the decisions and determine the appropriate acts in order to fulfil the Company's corporate purpose and duties, within the limits set ou by law and in the bylaws. 	
 Implement the compensation policy, and present the Board of Directors with initiatives aimed at amending, supplementing or adjusting said policies. 	
	5) Perform the evaluations of workers responsible for the first level dependencies of the Company, in accordance with the objectives established by the Board of Directors.
 Execute and enforce all acts, operations, and authorizations comprised within the corporate purpose. 	<u>6)</u>
6) Together with the Board of Directors, present to the General Shareholders Assembly the Company's management report, certified	



	financial statements for each fiscal year, planned distribution of	
	earnings and other documents listed in Article 446 of the Commercial	
	Code and Law 222 of 1995, or any provisions that replace, regulate,	
	amend or supplement them, as set forth therein.	
7)	Together with the Board of Directors, present to the General	8)
,	Shareholders' Assembly a special report expressing the closeness of	
	economic relations existing between the parent company and its	
	affiliates or subsidiaries, pursuant to Article 29 of Law 222 of 1995.	
8)	Fulfill the legal provisions concerning the right of inspection set forth in	9)
,	Article 447 of the Commercial Code or any standards that replace,	_
	regulate or amend it.	
9)	Submit the following documents to the Board of Directors:	<u>10)</u>
a)	The budget and investment plan for the Company and its subsidiaries	
	companies.	
b)	Amendments to the budget and investment plan, in accordance with	
	the provisions set out by the rules for its preparation, issued by the	
	Board of Directors.	
c)	A quarterly analysis of budget execution, supplemented by the	
	corresponding test balances and the approximate calculation of profit	
	and loss, as well as information on costs and prices for products in	
	domestic and foreign markets.	
d)	Annually, the financial reports, the financial statements, a report on the	
,	progress of the Company, the status of new works or expansion, the	
	results for the exploration, drilling and operations carried out by the	
	Company and its contractors, the initiatives, work plans, and all	
	instructions and suggestions aimed at the improvement and	
	rationalization of the Company's industrial and administrative systems.	
e)	All other information requested by the Board of Directors for the	
	fulfillment of the duties assigned to it.	
10)	Execute the budget and investment plan, consistent with the standards	<u>11)</u>
,	for its execution, as set by the Board of Directors.	
11)	Comply with and enforce the decisions of the Board of Directors.	<u>12)</u>



12) Exercise the commercial and legal repres	•	<u>13)</u>
prejudice to the powers and right		
Representatives for Judicial and Extraj		
Representative for the Provision of Good	ls and Services.	
		14) Approve the Company's participation in national and international non-profit
		organizations that have the same corporate purpose as that of the Company, or
		a similar, connected, complimentary, necessary or useful corporate purpose for
10) 5: 15 11 11		the Company.
13) Direct Ecopetrol's employment relations		<u>15)</u>
Company personnel in accordance wi		
statutory standards consistent with the p	rovisions of Section 6), Article	
23 of these Bylaws.		40)
14) Make proposals to the Board of Direct		<u>16)</u>
removal of employees from the first	•	
necessary, remove any of these employ		
replacement (this situation must be repor		47)
15) Represent the shares, participations or i		<u>17)</u>
companies, partnerships, foundations, or 16) Summon the Board of Directors and		10)
Assembly to ordinary and extraordinary i		<u>18)</u>
17) Present the Board of Directors with and	<u> </u>	19)
the specific measures regarding the government		<u>19)</u>
conduct and its information, in order to e		
those who invest in its shares or in any o		
also ensuring proper management of its	· · · · · · · · · · · · · · · · · · ·	
of its work.	analis and public knowledge	
or no work.		
18) Treat all shareholders fairly.		<u>20)</u>
19) Provide the market with timely, comple	ete and accurate information	21)
about the Company's financial statem		
administrative conduct, without prejudice		
23 and 48, Law 222 of 1995, or the rules		



20) Present a Corporate Governance Code and the Code of Ethics the Board of Directors for approval	<u>22)</u>
21) Avoid and reveal disclose potential conflicts of interest between them and the Company, or with shareholders, suppliers or contractors, reporting their existence to the members of the Board of Directors and, if applicable, to the General Shareholders Assembly, though refraining from deliberating or issuing their opinion on the contentious issue, according with the law and the procedure established within the Company.	<u>23)</u>
22) Establish and maintain the Company's Internal Control System.	24)
23) Fulfill the duties assigned to it by current and applicable regulations, with regard to the prevention and control of money laundering and the financing of terrorism.	<u>25)</u>
24) Appoint the employees of the Company in the Boards of directors of the Companies in which Ecopetrol has a participation as a shareholder has participation in Colombia or abroad.	<u>26)</u>
25) Execute and develop corporate governance guidelines applicable to Ecopetrol group.	<u>27)</u>
	 28) Approve all new businesses of the Ecopetrol Group that are not responsibility of the Board of Directors, in accordance with the guidelines established by it and the provisions set forth in the internal regulations. 29) Encumber, transfer or limit the right of ownership over assets owned by Ecopetrol other than hydrocarbons, their derivatives and refined or petrochemical products in accordance with the guidelines established by.
26) Perform all other duties established by Law.	<u>30)</u>
PARAGRAPH: The President will organize the government of the Company for which, without the authorization of another body, will be able to assign other workers of the Company to carry out some of their functions, except those that by legal mandate, must be exercised directly by the President.	
When for the development of the assigned faculties, the worker requires legal capacity in order to carry out agreements that are binding to the Company, the assignment of the President must be accompanied by the respective act of representation, which may be revoked at any time.	



ARTICLE THIRTY-TWO. LEGAL REPRESENTATION OF THE COMPANY	
The President is the general legal representative of the Company, who shall	
exercise the commercial and legal representation of Ecopetrol for all purposes	
and will have at least two (2) personal alternates. The alternates of the President	
will be appointed by the Board of Directors, for two-year periods and may be	
freely re-elected or removed at any time. If the Board of Directors fails to choose	
the alternates when needed, the previous ones shall remain in their position until	
a new appointment is effected.	
However, for more efficiency in the ordinary course of business, the Company	
will have, additionally, a Legal Representative for Judicial Affairs, and a Legal	
Representative for Purposes of the Supply of Goods and Services.	
LEGAL REPRESENTATIVE FOR JUDICIAL AND OUT-OF-COURT AFFAIRS.	
- The Company will have one (1) legal representative for Judicial and Out-of-	
Court Affairs, who will have one (1) personal alternate who will replace it during	
its temporary, absolute or accidental absences, and such alternate will have	
identical powers.	
The legal representative for Judicial and Out-of-Court Affairs will represent the	
Company in the following matters: a) Receive all kinds of notifications regarding	
actions and administrative investigations and lawsuits filed or initiated against	
the Company in any kind of judicial, out-of-court, administrative or police action	
or proceedings. b) Represent the Company in all kind of judicial, administrative,	
police, arbitration or out-of-court proceedings, in which the Company is a party.	
For this purpose, the Legal Representative for Judicial and Out-of-Court Affairs	
or its alternate will be fully authorized to receive, withdraw, settle and conciliate	
on behalf of the Company. c) Respond on behalf of the Company, all kinds of	
judicial and out-of-court questions that may be directed to the Company. d)	
Represent the Company in all kinds of administrative actions initiated by or	
against it, before any administrative, police or judicial authority. e) Initiating and	
carrying out, on behalf of the Company, all kinds of requests, petitions or	
procedures before any administrative, police or judicial authority, including the	
power to file any appeal on behalf of the Company. f) Granting, on behalf of the	
Company, powers of attorney to the lawyers who will exercise representation	
and legal status in all kinds of judicial, police or administrative proceedings in	



which the Company is a party. For this purpose, the Representative or their	
alternate may confer powers of attorney to receive, withdraw, settle and	
conciliate on behalf of the Company. They may revoke the granted powers of	
attorney at any time.	
The legal representative for Judicial and Out-of-Court Affairs and its alternate	
will be appointed by the Board of Directors for periods of two (2) years and may	
be re-elected indefinitely or freely removed at any time. The Legal	
Representative for Judicial and Out-of-Court Affairs and its alternate will	
continue in their positions until such time that the Board of Directors appoints	
another person in their place.	
LEGAL REPRESENTATIVE FOR PURPOSES OF THE SUPPLY OF GOODS	
AND SERVICES The Company will have one Legal Representative for	
Purposes of the Supply of Goods and Services, who will have one (1) personal	
alternate who will replace it during their temporary, absolute or accidental	
absences, and such alternate shall have identical powers.	
The Legal Representative for Purposes of the Supply of Goods and Services	
and its alternate will be appointed by the Board of Directors for periods of two	
(2) years and may be re-elected indefinitely or freely removed at any time.	
During their temporary, absolute or accidental absences, an alternate with	
identical power will replace them. The Legal Representative for Purposes of the	
Supply of Goods and Services and their alternate will continue in their positions	
until such time that the Board of Directors appoints another person in their place.	
	ATUTORY AUDITOR
ARTICLE THIRTY-THREE. STATUTORY AUDITOR The Company will have	
a Statutory Auditor along with their respective alternate, who will replace them	
during their absolute, temporary or accidental absences, both of whom shall be	
elected by the General Shareholders Assembly.	
In terms of electing the people who are going to occupy the position of Statutory	
Auditor or their alternate, the Company may only elect individuals or legal	
entities duly registered in the Register for the Central Board of Accountants and	
who meet the requirements established in Law 43 of 1990 or in the standards	
that govern, amend or replace it, or whichever standards are applicable.	
The election of the Statutory Auditor will be carried out based on an objective	



and transparent pre-selection carried out by the Audit and Risks Committee of the Board of Directors.	
The Audit and Risks Committee of the Board of Directors will do the election of	
the External Auditor through an objective and transparent pre selection of	
candidates.	
The Audit and Risks Committee of the Board of Directors will evaluate the	
candidates and present a recommendation to the General Shareholders	
Assembly, during which an order of eligibility will be established, based on	
criteria of experience, service, costs and knowledge of the sector.	
The shareholders may propose additional candidates for Statutory Auditor to the	
Audit and Risks Committee, provided that their profiles comply with the	
provisions of the law and these Bylaws. They may also express any	
dissatisfaction with the current Statutory Auditor to the Shareholder and Investor	
Service Office, being the Audit and Risks Committee the one who will evaluate	
the case, so that it can be brought to the General Shareholders Assembly, which	
will make the decision on the matter.	
PARAGRAPH ONE: In the event that the Statutory Auditor is a legal entity, it	
must appoint a public accountant to carry out the duties of statutory auditor so	
that the role can be performed personally, under the terms of Article 215 of the	
Commercial Code or the rules that replace or amend it. In the event that the	
person appointed is absent, the alternates will act in their place	
PARAGRAPH TWO: The Statutory Auditor will receive the payment indicated	
by the General Shareholders Assembly, in accordance with criteria such as	
suitability, professional experience in auditing similar companies, and market	
guidelines.	
PARAGRAPH THREE: In accordance with the provisions of Article 206 of the	
Commerce Code, or the rules that replace or amend it, the Statutory Auditor's	
term will be equal to that of the Board of Directors, but in any case, they may be	
removed at any time by the General Shareholders Assembly through a vote	
representing half plus one of the shares present at the relevant meeting.	
ARTICLE THIRTY-FOUR. DUTIES OF THE STATUTORY AUDITOR. Without	
prejudice to the duties indicated by laws and regulations, the responsibilities of	
the Statutory Auditor are as follows:	



1)	Ensure that the transactions that are concluded or carried out on behalf of	
	the Company comply with the requirements of these Bylaws, the decisions	
	of the General Shareholders Assembly and the Board of Directors.	
2)	Examine all transactions, inventories, minutes, books, correspondence,	
	account vouchers and business relating to the Company.	
3)	Verify the cash count on the occasions that the Statutory Auditor deems	
	appropriate.	
4)	Verify of all the Company's securities, as well as the others that it has in	
	safekeeping.	
5)	Inspect the assets of the Company and ensure that measures are taken for	
	the conservation and security thereof.	
6)	Report (expressly and in writing) the irregularities noted in the Company's	
	minutes of the Shareholders Assembly, the Audit and Risks Committee, the	
	Board of Directors or the President, as appropriate.	
7)	Authorize the Company's financial statements by means of their signature.	
8)	Summon the General Shareholders Assembly to special meetings, in	
	accordance with the provisions of Article 17 of these Bylaws.	
9)	Comply with the provisions of Article 447 of the Commerce Code or the legal	
	provisions that govern or amend it.	
10)	Cooperate with the competent authority for the inspection and monitoring of	
	the Company, and provide it with any reports that may be required or	
	requested.	
11)	Act in the deliberations of the General Shareholders Assembly and those of	
	the Board of Directors, when summoned to them, with the right to speak but	
	not to vote.	
12)	Fulfill all other duties indicated by law and these Bylaws, as well as those	
	that are entrusted to them by the Audit and Risks Committee and the	
	General Shareholders Assembly (provided such duties are compatible with	
	the law and Bylaws).	
13)	Ensure that management complies with the specific duties established by	
	the monitoring bodies, especially those related to the duties of information	
	and the Corporate Governance Code.	



14) Report relevant findings to the Company's bodies, to the authorities and to	
the market, as appropriate.	
15) Be aware of the complaints filed for breach of the rights of shareholders and	
investors, as well as the results of these investigations, which will be	
conveyed to the Board of Directors and made known to the General	
Shareholders Assembly.	
16) Ensure that the Company's accounts and the minutes for sessions of the	
General Shareholders Assembly and the Board of Directors are kept	
regularly, and that the Company's correspondence and account vouchers	
are duly kept, issuing the necessary instructions for such purposes.	
17) All others indicated in Article 207 of the Commerce Code or other legal	
provisions.	
PARAGRAPH ONE: The Statutory Auditor will not have the authority to	
intervene in Ecopetrol's administrative activities. They may only perform the	
administrative duties inherent to the role of Statutory Auditor.	
PARAGRAPH TWO: In order to communicate the material findings, the	
Statutory Auditor must:	
1) Report any irregularities that occur in Ecopetrol's operation and in the	
implementation of its business, in writing and in a timely manner, to the	
Board of Directors, the General Shareholders Assembly, the Audit and Risks	
Committee or the President, as appropriate in accordance with the	
competence of the body and the magnitude of the finding in the judgment of	
the Statutory Auditor.	
2) Summon extraordinary meetings of the General Shareholders Assembly	
when necessary.	
3) Inform the legal representative of securities holders, when deemed	
necessary, in the event there are debt securities.	
PARAGRAPH THREE: On a permanent basis, management will use	
Ecopetrol's website <u>www.ecopetrol.com.co</u> or whichever site takes its place	
(available to the market and shareholders) to publish the latest report from the	
Statutory Auditor, together with its annexes and the details of the findings and	
qualifications presented.	
ARTICLE THIRTY-FIVE. DISQUALIFICATIONS FOR THE POSITION OF	



STATUTORY AUDITOR. - In addition to the disqualifications and	
incompatibilities established in law, Ecopetrol's Statutory Auditor may not be	
anyone who has received income from the Company and/or its subsidiaries,	
where such income represents twenty-five percent (25%) or more of their latest	
annual income from the immediately preceding year, or persons who perform or	
exercise (in the Company and/or its subsidiaries companies, directly or through	
third parties) services other than those of Statutory Auditor, thereby	
compromising their independence for exercising the position. The Statutory	
Auditor will be appointed for periods of two (2) years and may be reelected	
consecutively for two (2) periods, and it may once again be hired after one (1)	
period away from the position.	
	OFIT DISTRIBUTION, AND RESERVE FUNDS
ARTICLE THIRTY-SIX: FINANCIAL STATEMENTS On the thirty-first (31st)	
of December of each year the accounts will be closed and the financial	
statements of the Company will be produced.	
ARTICLE THIRTY-SEVEN: FUTURE EXPENSES In order to calculate the	
income statement, funds must be appropriated in advance to cover future-but-	
certain expenses, such as company benefits, depreciation, amortization, and	
taxes, among others.	
ARTICLE THIRTY- EIGHT. PROFITS Of the net profits calculated in	
accordance with Article 39 of these Bylaws, ten percent (10%) will be taken for	
the statutory reserve, until it is equal to half of the subscribed capital. When this	
limit is reached, the Company will not be obliged to continue carrying this ten	
percent (10%) to this account, unless the General Shareholders Assembly so	
provides. However, if it decreases, the same ten percent (10%) of the profits will	
be appropriated until the reserve once again reaches the limit of fifty percent	
(50%) of the subscribed capital.	
ARTICLE THIRTY-NINE. DIVIDENDS For purposes of the distribution of	
profits as provided in Articles 155 and 454 of the Commercial Code or the rules	
that replace or amend them, net profits shall be considered as those resulting	
from the application of the following procedure:	
1) The profits made by the Company are based on the real and reliable	
Financial Statements for each year, and from this value only the items	



corresponding to the following are subtracted: (i) Financing the losses from	
previous years that affect the capital, i.e. when as a consequence thereof	
the net equity is reduced below the subscribed capital (if any); (ii) The	
statutory reserve and bylaw-related reserves (if any), and (iii) Appropriations	
for the payment of income and ancillary taxes.	
2) Using the balance thus determined, the percentages to be distributed shall	
be applied in accordance with the provisions of the Law. This value shall be	
the minimum amount to be distributed as a dividend in each period.	
3) The amounts resulting after having distributed the minimum dividends will	
be available so that the General Shareholders Assembly can establish	
incidental reserves or so that they can be distributed as dividends in addition	
to the minimum dividends established in number 2) above.	
ARTICLE FOURTY. LOSSES Losses, if any, will be cancelled using the	
reserves allocated for that purpose and, failing that, using the legal reserve.	
Reserves whose purpose is to absorb certain losses cannot be used to cover	
other losses, unless the General Shareholders Assembly so decides. If the	
statutory reserve is insufficient to cancel the losses, the company's profits for	
the following years will be applied to this end, until the loss is extinguished, and	
during such time, it shall not be possible to allocate the profits differently. The	
meeting may adopt or order measures leading to the restoration of net equity	
when losses arise that have placed such equity below fifty percent (50%) of the	
subscribed capital of the Company, e.g. measures such as the sale of valued	
company assets, the reduction of subscribed capital (carried out in accordance	
with the law), or the issuance of new shares. Any of these measures must be	
taken within eighteen (18) months following the determination of the loss. Failing	
this, the Company must be dissolved.	
	ITION AND LIQUIDATION
ARTICLE FORTY-ONE. DISSOLUTION The Company will only be dissolved	
due to the causes provided in Article 457 of the Commercial Code or the rules	
that replace or amend them.	
ARTICLE FORTY-TWO. LIQUIDATION If the Company is dissolved, its	
liquidation will commence immediately. To this end, it should be taken into	
account that:	



 Excluding the event of an express legal exception, any act that deviates from this purpose will result in the unlimited, joint and several liability of the Liquidator or Liquidators and the Statutory Auditor who failed to intervene. The following words must be added to the company name: UNDER LIQUIDATION. If this requirement is ignored, the Liquidator or Liquidators and the Statutory Auditor who failed to intervene shall be liable in an unlimited, joint and several manner for the damage and losses that may occur. PARAGRAPH: In the event of liquidation, in-kind contributions will be returned to the person who provided them, in the corresponding proportion, once Article 240 of the Commercial Code and the other applicable legal provisions in such case have been applied. ARTICLE FORTY-THREE. LIQUIDATOR The liquidation of the Company shall be performed by the person appointed by the General Shareholders
intervene. 2) The following words must be added to the company name: UNDER LIQUIDATION. If this requirement is ignored, the Liquidator or Liquidators and the Statutory Auditor who failed to intervene shall be liable in an unlimited, joint and several manner for the damage and losses that may occur. PARAGRAPH: In the event of liquidation, in-kind contributions will be returned to the person who provided them, in the corresponding proportion, once Article 240 of the Commercial Code and the other applicable legal provisions in such case have been applied. ARTICLE FORTY-THREE. LIQUIDATOR The liquidation of the Company
LIQUIDATION. If this requirement is ignored, the Liquidator or Liquidators and the Statutory Auditor who failed to intervene shall be liable in an unlimited, joint and several manner for the damage and losses that may occur. PARAGRAPH: In the event of liquidation, in-kind contributions will be returned to the person who provided them, in the corresponding proportion, once Article 240 of the Commercial Code and the other applicable legal provisions in such case have been applied. ARTICLE FORTY-THREE. LIQUIDATOR The liquidation of the Company
and the Statutory Auditor who failed to intervene shall be liable in an unlimited, joint and several manner for the damage and losses that may occur. PARAGRAPH: In the event of liquidation, in-kind contributions will be returned to the person who provided them, in the corresponding proportion, once Article 240 of the Commercial Code and the other applicable legal provisions in such case have been applied. ARTICLE FORTY-THREE. LIQUIDATOR The liquidation of the Company
unlimited, joint and several manner for the damage and losses that may occur. PARAGRAPH: In the event of liquidation, in-kind contributions will be returned to the person who provided them, in the corresponding proportion, once Article 240 of the Commercial Code and the other applicable legal provisions in such case have been applied. ARTICLE FORTY-THREE. LIQUIDATOR The liquidation of the Company
occur. PARAGRAPH: In the event of liquidation, in-kind contributions will be returned to the person who provided them, in the corresponding proportion, once Article 240 of the Commercial Code and the other applicable legal provisions in such case have been applied. ARTICLE FORTY-THREE. LIQUIDATOR The liquidation of the Company
PARAGRAPH: In the event of liquidation, in-kind contributions will be returned to the person who provided them, in the corresponding proportion, once Article 240 of the Commercial Code and the other applicable legal provisions in such case have been applied. ARTICLE FORTY-THREE. LIQUIDATOR The liquidation of the Company
to the person who provided them, in the corresponding proportion, once Article 240 of the Commercial Code and the other applicable legal provisions in such case have been applied. ARTICLE FORTY-THREE. LIQUIDATOR The liquidation of the Company
240 of the Commercial Code and the other applicable legal provisions in such case have been applied. ARTICLE FORTY-THREE. LIQUIDATOR The liquidation of the Company
case have been applied. ARTICLE FORTY-THREE. LIQUIDATOR The liquidation of the Company
ARTICLE FORTY-THREE. LIQUIDATOR The liquidation of the Company
Assembly and in accordance with Article 228 of the Commercial Code, or the
provisions that supplement, govern or amend it. The Liquidator will execute any
action under its exclusive liability.
ARTICLE FORTY-FOUR. POWERS OF THE LIQUIDATOR The President, in
their capacity as liquidator, or the liquidators appointed by the General
Shareholders Assembly, have the obligations and powers conferred to them by
Articles 232, 233 and 238 of the Commercial Code.
ARTICLE FORTY-FIVE. POWERS OF THE GENERAL SHAREHOLDERS
ASSEMBLY During the liquidation, the powers of the General Shareholders
Assembly will remain as they were during the existence of the Company, with
the only limitations being those that the liquidation status imposes.
CHAPTER XII: FINAL REGULATIONS
ARTICLE FORTY-SIX. TRANSPARENCY Ecopetrol group, its managers,
employees and beneficiaries have expressly adopted a zero-tolerance policy
against fraud, bribery, corruption, any violations to the Foreign Corrupt Practices Act
("FCPA"), money laundering and terrorist financing. Furthermore, they manifestly
reject any behavior that may constitute a breach of the Colombian Constitution, local
or foreign law, as applicable. Likewise, they reject all conducts infringing or not



ac	knowledging the content of the Code of Ethics and the internal regulation. Based on	
	s, the Company undertakes to:	
1)	Refrain from participating in events considered compliance risks (fraud, bribery,	
′	violations to FCPA, money laundering and terrorist financing).	
2)	Promote, maintain and strengthen the Compliance Program, the Internal Control	
	System and an ethics and transparency culture in the Company to prevent and	
	mitigate the materialization of compliance risks.	
3)	Have in place tools to identify the risks of the Company and that include means of	
	control to mitigate such risks.	
4)	Reject and penalize behaviors involving the materialization of any of the risks set	
	forth in this article.	
5)	Zero-tolerance of acts of favoritism or nepotism in selection processes.	
6)	Have in place adequate and confidential channels to receive and manage	
	complaints, dilemmas and enquiries submitted by employees and people	
	interested in the transparency of the Company.	
7)	Cooperate with national and foreign authorities in carrying out any inquiry and/or	
	investigation involving Ecopetrol Group, its employees, contractors, suppliers,	
	partners or allies.	
8)	Have within its organizational structure, an independent unit that ensures the	
	adoption and management of the Compliance Program, the Internal Control	
	System, and fosters its enforcement and articulation in Ecopetrol and the	
	companies of Ecopetrol Group. This unit will have functional reporting to the Audit	
	and Risks Committee of the Board of Directors.	
	RTICLE FORTY-SEVEN. DUTIES AND RESPONSIBILITIES OF	
	ANAGERS The duties and responsibilities of Ecopetrol will be those included	
	managers shall relate to those established in Article 23 of, Law 222 of 1995	
	d Article 200 of the Commerce Code, and in the legal provisions that govern,	
	nend or replace these, or that are applicable.	
AF	RTICLE FORTY-EIGHT. INCOMPATIBILITIES AND INHABILITES	
4.		
1)	The members of the Board of Directors and the employees of Ecopetrol will	
	be subject to the inabilities and incompatibilities set out in the Political	
	Constitution, the law, and the provisions contained in these Bylaws on such	



issues and on conflicts of interest, as well as the rules that govern, amend or replace these.	
2) No member of the Board of Directors or employee of the Company may reveal disclose to third parties (to third parties) the Company's operations, plans or initiatives, or communicate any technical procedure or the results for the explorations exploration or activities of conducted by Ecopetrol, except with such unless there is an instruction or order in this regard from a competent state authority.	
PARAGRAPH ONE : The foregoing does not prevent the members of the Board of Directors or employees at any level from acquiring the goods or services that the Company supplies to the public under conditions common to all those who request them.	
PARAGRAPH TWO: Ecopetrol workers f may be members of the boards of directors of the companies in which Ecopetrol holds an equity stake, which shall not imply a conflict of interest between that duty and the exercise of duties within the Company.	
ARTICLE FORTY-NINE. CONFLICTS OF INTEREST Among others, a conflict of interest shall be deemed to exist when:	
a) There are opposing interests between a Manager or any employee of the Company and the interests of Ecopetrol, which may lead them to making decisions or acting for their own benefit or the benefit of third parties and to the detriment of the interests of the Company, or	
b) When there is any circumstance that may diminish independence, fairness or objectivity in the actions of a Manager or any employee of Ecopetrol, and this may be detrimental to the interests of the Company.	
For these purposes, Managers shall be construed as the persons defined as such in Article 22, Law 222 of 1995 or any rule that adds to, amends or replaces it.	
PARAGRAPH ONE: The President, the members of the Board of Directors and all the workers of Ecopetrol shall act with diligence and loyalty towards the Company, and shall refrain from intervening, directly or indirectly, in studies, activities, management, decisions or acts in which there is a conflict of interest,	



according to the previous definition.	
PARAGRAPH TWO: DISCLOSURE OF CONFLICTS IN THE COMPANY The	
President members of the Board of Directors and all of Ecopetrol employees	
must disclose any conflict between their personal interests and the interests of	
Ecopetrol when dealing with its main shareholder and its subsidiaries	
companies, customers, suppliers, contractors and any person who conducts or	
intends to conduct business with the Company or with companies in which it has	
a shareholding or interests (direct or indirect).	
PARAGRAPH THREE: MANAGEMENT OF CONFLICTS OF INTEREST In	
order to resolve situations involving conflicts of interest, the following procedure	
will be followed:	
a) In the event that the conflict of interest involves an employee of the	
Company, other than Managers at the Company they must inform their line	
manager in writing so that the latter may decide on the matter, and if they	
deem that the conflict of interest exists, such line manager will appoint	
someone to replace the person involved in the conflict of interest.	
b) In the event that the conflict of interest involves a Manager at Ecopetrol,	
matters shall proceed as provided in Section 7, Article 23, Law 222 of 1995	
or the rules that may add to, amend or replace it.	
ARTICLE FIFTY. ECOPETROL S.A. APPLICABLE LAW The legal system	
applicable to the Company will be that indicated in law, which, for the legal acts,	
agreements and actions necessary to manage and implement the corporate	
purpose, is exclusively Private Law.	
ARTICLE FIFTY-ONE Ecopetrol, its managers and employees undertake the	ARTICLE FIFTY-ONE. CORPORATE GOVERNANCE Ecopetrol, its managers
obligation to comply with the corporate governance practices, which have been	and employees undertake the obligation to comply with the corporate governance
voluntarily adopted by the Company	practices, which have been voluntarily adopted by the Company
ARTICLE FIFTY-TWO. SUPPLEMENTARY RULES In matters not provided	
for in these Bylaws, the relevant legal provisions shall apply.	