



Sirs
Celsia Colombia S.A. E.S.P.
Bogotá, D.C.

AS-10458-19
December 20, 2019

Statement of independent limited assurance on the Post Issuance of the Green Bond of CELSIA COLOMBIA S.A. E.S.P. in relation to Solar Energy Projects

To the Management of **CELSIA COLOMBIA S.A. E.S.P.:**

Conclusion of the Limited Assurance Engagement

Based on the limited assurance procedures carried out, we express the following conclusions about the Green Bond of **CELSIA COLOMBIA S.A. E.S.P.** (hereinafter **CELSIA**) in relation to solar energy projects; these should be read together with the purpose of verification and the limitations of our engagement:

There was no information that caught our attention or led us to believe that the **CELSIA**'s Green Bond, regarding the use of proceeds, the process for selection of projects & assets, the internal processes and controls for the proceeds, nominated projects & assets, use of proceeds Non-Contamination of proceeds, confidentiality issues, reporting processes to third parties, the taxonomy of the bond and the technical criteria, was not in accordance with the requirements of the Green Bonds Principles 2017 (GBP) published by the International Capital Market Association (ICMA) and the Climate Bonds Standard v.2.1. (CBS) and the Criteria for Solar Sector v.2.1 published by the Climate Bonds Initiative (CBI).

Scope

At the request of **CELSIA**, we carried out our limited assurance procedures on the post issuance of the "Green Bond in relation to solar energy projects" (hereinafter, Green Bond) issued in July 2018. The objective of this engagement was to obtain a limited level of assurance with respect to the internal procedures generated by **CELSIA** to comply with the GBP requirements published by ICMA and CBS and the Criteria for Solar Sector v.2.1 published by CBI.

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CELSIA was responsible for the preparation and implementation of the procedures that comply with the GBP requirements published by the ICMA and the CBS and the Sector Criteria for Solar v.2.1 published by the CBI and for the information that supports them.

The scope of this Assurance engagement is substantially less than one of reasonable level. Therefore, the security provided is also less. This document cannot be understood as an audit report.

Subject matter

The subject matter of our limited assurance engagement was the Post-Issuance Report dated on December 2019 delivered by **CELSIA** 's administration, which included the use of proceeds, the process for selection of projects & assets, the internal processes and controls for the proceeds, nominated projects & assets, use of proceeds Non-Contamination of proceeds, confidentiality issues, reporting processes to third parties, the taxonomy of the bond and the technical criteria in accordance with the GBP requirements published by the ICMA and CBS and the Criteria for Solar Sector v.2.1 published by the CBI.

Limitations of our Assurance engagement

Our assurance engagement was limited to the post-issuance of the **CELSIA** Green Bond, therefore, our procedures did not constitute an examination or evaluation of the technical, social and environmental components of projects other than those related to the issuance of the bond.

In addition, our assurance engagement was limited to reviewing the information provided by **CELSIA** 's management that supported the requirements of GBP and CBS and the Criteria for Solar Sector v.2.1. Nor, our engagement, was it intended to determine if the solar tools and technologies used for the development of the projects are the most adequate and / or efficient to meet the goals of the environmental objectives of the bond and the requirements of the Criteria for Solar Sector v.2.1. Our assurance engagement was limited to the review of the supports for the execution of the **CELSIA** 's procedures in force as of December 20, 2019.

Criteria

We have carried out our review work according to:

- International Standard on Assurance Engagements (ISAE 3000) established by the International Auditing and Assurance Board (IAASB) of the International Federation of Accountants (IFAC).

- The requirements of the Green Bonds Principles 2017 published by the International Capital Market Association.
- The requirements of the post-issuance of the Climate Bonds Standard v.2.1. published by the Climate Bonds Initiative.
- The requirements of the Criteria for Solar Sector v.2.1. published by the Climate Bonds Initiative.

We believe that these criteria were appropriate for the purpose of our limited assurance engagement.

Procedures Performed

Our procedures were designed in order to:

- Determine that the Green Bond policies, procedures and supports have been prepared and executed in accordance with the requirements of GBP and implemented as defined in the pre-issuance phase, as reported by **CELSIA**.
- Determine that the information and data presented to comply with the post-issuance requirements of the CBS bond were duly supported by appropriate evidence in each requirement of the standard.

The following table presents a summary of the assurance procedures we carried out:

Applicable Post Emission Criteria

Item	Requirement	Procedure
4	Nominated Projects & Assets	<p>It was reviewed that the issuer had a documented process to determine the eligibility of projects that can be linked to the green bond.</p> <p>It was verified that the projects linked to the green bond were aligned with the achievement of the goals established in the definition of the environmental objectives carried out in the pre-emission stage.</p> <p>It was reviewed that the organization has supports that show that the projects linked to the green bond are not being financed by other certified climate bonds or that the green bond subject to our limited assurance engagement was being refinanced through another type of financing instrument " climate bond".</p>

Applicable Post Emission Criteria

Item	Requirement	Procedure
		It was verified that the net proceeds of the bond were allocated to the financed projects.
5	Use of Proceeds	The implementation of internal documents that, within its scope, involve the bond management process was verified, beginning with the analysis of the financing structure of the projects and ending with the issuance of the different series that are part of the bond.
		It was reviewed that the expected net proceeds of the bond were not greater than the debt obligation that the Issuer acquired for the financing of the nominated projects.
6	Non-Contamination of Proceeds	It was verified that the net proceeds of the bond will be credited to a CELSIA ´s account in accordance with what was planned in the pre-issuance phase.
		It was reviewed the existence of supports related to the control of risks associated with the development of green bond projects.
7	Confidentiality	It was verified that, in the required cases, the applicable confidentiality agreements on the documentation related to the green bond were complied with.
8	Reporting	It was verified that the Post-Issuance Report dated December 2019 delivered by the CELSIA ´s administration complied with the requirements of the CBS and with what was defined by the Issuer in the pre-issuance phase.
9	Climate Bonds Taxonomy	It was verified that the projects linked to the green bond were aligned with the "Energy" investment area defined in Annex A: Climate Bonds Taxonomy of the CBS, specifically for the criteria of solar certification.
10	Technical Criteria	It was verified that the projects linked to the green bond were aligned with the specific criteria of the Criteria for Solar Sector v.2.1 published by the CBI.

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Our Work Approach

Our limited assurance procedures performed included, but were not limited to:

- Review the support for compliance with the policies and procedures established by CELSIA involved with the issuance of the Green Bond.
- Verify how CELSIA controlled the risks associated with the development of green bond projects.
- Review the evaluation and selection processes of the nominated projects.

Responsibility of the Independent Verifier

We carry out our limited assurance procedures in accordance with the ISAE 3000 Verification Standard established by the IAASB of the International Federation of Accountants.

Our responsibility is to express a limited and independent opinion about whether something has caught our attention to make us believe that the object of verification, in its content, did not meet the requirements of GBP and CBS and the Criteria for Solar Sector v. 2.1 published by the CBI.

Use of this Assurance Statement

Our responsibility in carrying out the assurance activities is solely with the management of **CELSIA**, therefore, we do not accept or assume any responsibility for any other purpose or for any other person or organization. Any trust that any third party may place in the issuance of the **CELSIA** 's Green Bond is at your own risk.

Cordially,



Felipe Augusto Jánica Vanegas
Lead Partner FAAS - CCaSS in Latam North
Ernst & Young Audit S.A.S.