

Table of Contents**(c) Main contracts***(i) Administration, Operation and Maintenance ("AOM") Contract for Santa Cruz I Hydroelectric Plant and Santa Cruz II Hydroelectric Plant*

On March 1, 2012, the Company and GCZ Servicios S.A.C. subscribed to said contract through which the latter agrees to render the services of administration, operation and minor maintenance to the Santa Cruz I Hydroelectric Plant and Santa Cruz II Hydroelectric Plant. The contract has a 5-year term and is renewable at maturity. On August 15, 2012, an addendum to the AOM contract was signed which amends the amount of services to be rendered, reflecting the addition of new services to the original contract.

During 2014, the Company disbursed S/ 1,282,000 (S/ 1,127,000 in 2013), which is recorded in the "Cost of generation" and "Administrative expenses" captions of the statements of comprehensive income.

(ii) AOM Contract for the Huasahuasi I and II Hydroelectric Plants and associated transmission lines

On March 1, 2012, the Company and GCZ Servicios S.A.C. subscribed to said contract through which the latter agrees to render the services of administration, operation and minor maintenance to the Huasahuasi I and II Hydroelectric Plants. The contract has a 5-year term and is renewable at maturity.

On August 15, 2012, an addendum to the AOM contract was signed which amends the amount of services to be rendered, reflecting the addition of new services to the original contract.

During 2014, the Company disbursed S/ 2,000,000 (S/ 1,885,000 in 2013), which is recorded in the "Cost of generation" and "Administrative expenses" captions of the statements of comprehensive income.

(iv) Trust agreement

On June 15, 2010, the Company and La Fiduciaria S.A. subscribed to said contract with the purpose of constituting a trust of irrevocable designation, for which the Company transferred the trust assets on fiduciary domain to La Fiduciaria. This trust agreement was signed in order to guarantee the financial obligations assumed with Banco Internacional del Perú S.A.A. and BBVA Banco Continental for the construction of the four hydroelectric plants. See note 10.

The purpose of the contract is the following:

- (i) Administer the trust assets and the trust bank accounts.
- (ii) The Trust Equity can be used as payment means of the guaranteed obligations.
- (iii) The Trust Equity can be used as guarantee of faithful and timely compliance of the guaranteed obligations.

On December 20, 2012, it was signed a second addendum to the Trust Agreement through which the parties agree on the modification of the financing installments, the payment schedule and the major maintenance fund and maintenance account.

F-380