

SG-169-2023

Bogotá, D.C., March 16th, 2023

Mr.
JORGE CASTAÑO GUTIÉRREZ
Superintendent
Colombian Superintendency of Finance
Bogotá

REF: No previous case number
1-1 – Banco de Bogotá
17 – Shareholders' Meetings
31 – Submission of information
Folios (4)

Dear Mr. Superintendent:

In accordance with the Basic Legal Circular 029 / 2014, Chapter VI, Title I, Part III (Resolution No. 116, February 27 / 2002 from the Superintendence of Securities), I inform that for Banco de Bogotá's Ordinary Shareholders' Meeting that will take place on Wednesday, March 29th / 2023, and taking into account procedures established by Banco de Bogotá's Board of Directors, the Bank's Management has advised all staff responsible for verification of compliance with the control procedures established by current regulation, to follow appropriate measures to ensure the effective participation of shareholders at the Meeting, avoiding conducts that do not comply with Articles 184 and 185 of the Code of Commerce and Article 23 of Law 222 / 1995.

To that effect, the Bank has issued internal circulars VR-8115 and VR-8116 (copy attached), which were published and disclosed to all the Bank's staff.

Finally, through this communication we are informing to the market in general, compliance with the above mentioned regulation.

Sincerely,

(Original Signed)
LUIS CARLOS SARMIENTO GUTIÉRREZ
Board of Directors Chairman

Bogotá, March 9th, 2023

CIRCULAR
VR-8115

TO : ALL BRANCHES AND GENERAL HEADQUARTERS
FROM: SECRETARY GENERAL
REF : BANCO DE BOGOTÁ's SHAREHOLDERS' MEETING – INCOMPATIBILITIES FOR MANAGERS AND EMPLOYEES

Regarding Banco de Bogotá's Ordinary Shareholders' Meeting that will take place on Wednesday, March 29th / 2023, we remind all the Bank's staff that in accordance with Article 185 of the Code of Commerce, except in cases of legal representation, managers and employees of the Bank will not be able to represent at the Shareholder's Meeting shares different than their own, as long as they are acting employees of the Bank, nor substitute the powers of attorney received. Neither will they be able to vote on period-end financial statements.

Any employee of the Bank who is also a shareholder and who decides to represent his/her own shares or to be represented at the Shareholders' Meeting by granting power of attorney to a third party, must expressly inform his/her employment condition when requesting a credential to enter the meeting, or in the respective power of attorney, so that his/her vote is not taken into account for financial statements' approval.

Sincerely,

JUANITA CUBIDES DELGADO
SECRETARY GENERAL

RESPONSIBLE AREA: SECRETARY GENERAL

Bogotá, March 9th, 2023

CIRCULAR
VR-8116

TO : ALL BANCO DE BOGOTÁ BRANCHES AND GENERAL HEADQUARTERS

FROM: SECRETARY GENERAL

REF : ORDINARY SHAREHOLDERS' MEETING – BASIC LEGAL CIRCULAR 029 / 2014 CHAPTER VI, TITLE I, PART III (RESOLUTION No. 0116, FEBRUARY 27 / 2002 ISSUED BY THE SUPERINTENDENCY OF SECURITIES): “ILLEGAL, UNAUTHORIZED AND UNSAFE PRACTICES”.

Regarding Banco de Bogotá's Ordinary Shareholders' Meeting that will take place on Wednesday, March 29th / 2023, we remind all staff that the referred regulation has established that in so far as they may be contrary to Articles 184 and 185 of the Code of Commerce and Article 23 of Law 222 / 1995, in particular numerals 2, 6 and 7, staff from a share-issuing company must abstain from incurring directly or indirectly into any of the following conducts:

“1.1.1. - To encourage, promote or suggest to shareholders to grant powers of attorney, without clear definition of the name of the representative to Shareholders' Meetings of the respective company.

1.1.2.- To receive from shareholders, powers of attorney for Shareholders' Meetings, without clear definition of the name of the respective representative.

1.1.3.- To admit as valid, powers of attorney granted by shareholders in order to participate in Shareholders' Meetings, when such powers do not comply with requirements established in Article 184 of the Code of Commerce.

1.1.4.- Regarding those who as established in the by-laws act as legal representatives of the company, the liquidators and other employees from the share-issuing company, to suggest or decide on who will act as holder of power of attorney in Shareholders' Meetings.

1.1.5.- Regarding those who as established in the by-laws act as legal representatives of the company, the liquidators and other employees from the share-issuing company, to recommend shareholders to vote for a specific list.

1.1.6.- Regarding those who as established in the by-laws act as legal representatives of the company, the liquidators and other employees from the share-issuing company, to suggest, coordinate or agree with any shareholder or any shareholder's representative, on presenting to the Meeting propositions for its consideration.

1.1.7.- Regarding those who as established in the by-laws act as legal representatives of the company, the liquidators and other employees from the share-issuing company, to suggest, coordinate or agree with any shareholder or any shareholder's representative, voting for or against any of the propositions presented at the Shareholders' Meeting.

In all cases, managers or employees of the share-issuing company, may exercise the political rights inherent to their own shares and those they represent when acting as legal representatives.”

Regarding the receipt of powers of attorney to attend Banco de Bogotá’s Ordinary Shareholders’ Meeting, it is reminded that prior to the meeting, Banco de Bogotá’s Centro de Gestión Mercado de Capitales is the only authorized body to receive them for appropriate revision of compliance with requirements regarding their validity, accept them, or return them promptly for correction when they do not comply with said requirements.

It has been, and is, the Bank’s policy that its employees act in a neutral way towards all shareholders, and guarantee their effective participation in the Shareholders’ Meeting and in the exercise of their rights. In accordance with the latter, and as stipulated in the aforementioned Basic Legal Circular, we reiterate to all employees that they must continue to refrain from any practice that violates these principles.

Sincerely,

JUANITA CUBIDES DELGADO
SECRETARY GENERAL

RESPONSIBLE AREA: SECRETARY GENERAL