

BANCO DE BOGOTÁ
ORDINARY SHAREHOLDERS' MEETING – MARCH 28 / 2019
CONSIDERATION OF THE REFORM TO ARTICLE 21 OF THE BANK's BYLAWS
(AMENDMENT)

| PRESENT WORDING | PROPOSED WORDING |
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| <p>ARTICLE 21- With the exception of special majority' decisions stipulated by Law, decisions shall be taken by a majority of the votes present.</p> <p>PARAGRAPH. Each shareholder may designate one or more representatives for the General Shareholders Meeting, regardless of the number of shares owned. The shareholder or his/her representative or representatives must cast the same vote with his/her shares. In other words, a certain vote may not be cast with certain shares, and another vote cast with other shares. When a person represents multiple shareholders, he/she may vote separately according to the instructions of the principal or of each person or group he/she represents, dividing the votes between each of them as instructed. Shares can be represented through a written power of attorney that names the proxy or proxies, the person or people who can substitute the proxy or proxies, and the date of the meeting for which the power is conferred. The power of attorney may cover two (2) or more meetings, provided that this is explicitly stated in the document. Except in cases of legal representation, the Bank's managers and employees may not represent shares other than their own at the General Shareholders Meetings, while they are exercising their positions, nor may they seek representation for their own shares. They cannot vote on the Bank's period-end balance sheets or financial statements, nor on those of liquidation.</p> | <p>ARTICLE 21- With the exception of special majority' decisions stipulated by Law, decisions shall be taken by a majority of the votes present.</p> <p>PARAGRAPH. Each shareholder may designate one or more representatives for the General Shareholders Meeting, regardless of the number of shares owned. The shareholder or his/her representative or representatives must cast the same vote with his/her shares. In other words, a certain vote may not be cast with certain shares, and another vote cast with other shares. When a person represents multiple shareholders, he/she may vote separately according to the instructions of the principal or of each person or group he/she represents, dividing the votes between each of them as instructed. Shares can be represented through a written power of attorney that names the proxy or proxies, the person or people who can substitute the proxy or proxies, and the date of the meeting for which the power is conferred. The power of attorney may cover two (2) or more meetings, provided that this is explicitly stated in the document. Except in cases of legal representation, the Bank's managers and employees may not represent shares other than their own at the General Shareholders Meetings, while they are exercising their positions, nor may they seek representation for their own shares. They cannot vote on the Bank's period-end balance sheets or financial statements, nor on those of liquidation.</p> |