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Appendix

Report on Implementation of Best Corporate Practices

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BANCO DE BOGOTÁ

*PRIMARY LEGAL REPRESENTATIVE:
ALEJANDRO FIGUEROA J.*

*LEGAL REPRESENTATIVE ASSIGNED
TO SEND IMPLEMENTATION REPORT:
MARÍA LUISA ROJAS GIRALDO*

*REPORTING PERIOD: 2015
REPORT DATE: January 29, 2016*

INTRODUCTION

Implementation of recommendations from the new Colombian Best Corporate Practices should be reported by the issuers to the Financial Superintendence of Colombia (SFC, for the Spanish original) through this Best Corporate Practices Implementation Report.

The aim of this report is to inform the Securities Market about the implementation or not of the recommendations of the Code on the part of each issuer. For this purpose, in relation to each recommendation there are three corresponding options: YES, NO and N/A. There is also space to complement each response, as follows:

If the answer is YES, the issuer shall describe briefly the way in which each implementation has been carried out. Where the response is NO, the issuer must explain the reasons behind choosing not to implement this recommendation.

The N/A option can only relate to cases where the issuer is unable to act on the recommendation for legal reasons. In this event, the regulation that prevents the recommendation should be clearly indicated.

Given that some recommendations contain a series of specific aspects, it is important to highlight that these only shall be considered as implemented if they comply with all of the aspects that they are based on, unless the reason for not adopting them is of legal nature, which should be indicated.

Each recommendation has a corresponding space to indicate the date on which the issuer implemented it for the first time. There is also a box to record the dates on which any modifications are made.

Finally, when due to its nature, the issuer does not have the specific body to which the recommendation refers, it will be understood that it refers to an equivalent body of the issuer.

1. SHAREHOLDERS' RIGHTS AND EQUALITY

Measure No. 1: Principal of equal treatment.

1.1. The Company ensures equal treatment to all shareholders that, within the same share class have equal rights to the same conditions, and will not provide privileged access to information about any other shareholders.

1.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

Banco de Bogotá's Bylaws provide for equal treatment of all shareholders, making use of all possible media outlets available at all times. Currently, through the Bank's website www.bancodebogota.com, all company information is presented in the Investor Relations section, to which both shareholders and the public have access. The Bank has IR recognition, which was awarded by the Colombian Securities Exchange (BVC), recognizing the Bank's best practices in investor relations and disclosure of information. As part of this information, the website has a Relevant Information page where important information related to the Securities Market is disclosed, as legally required.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

November 15, 1870

Date of Modification

1.2. The Board of Directors has approved a specific procedure, defining Company practices on how to communicate with shareholders in different situations. It addresses practices such as information access, information request resolution, communication channels, forms of interaction between shareholders and the Company, its Board of Directors and other Administrators.

1.2 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

Bank practices for communicating with shareholders are defined in the Code of Corporate Governance (including its appendices).

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 8, 2002.

Date of Modification

Measure No. 2: Information on shares.

2.1. Through its website, **the Company** clearly, accurately and fully **discloses information about different share classes it issues to the public**, the amount of shares issued in each class, the number of shares held in reserve and the rights and obligations inherent to each share class.

2.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

On the Investor Relations section of its website, www.bancodebogota.com, the Bank publishes information about issued shares. The Code of Corporate Governance is also published.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 8, 2002.

Date of Modification

Measure No. 3: No capital dilution.

3.1. In operations that may result in diluting the capital of minority shareholders (which may result when there is a capital increase where shareholders waive their preemptive rights, a merger, spin-off or segregation of the company, among others), **the Company explains the transaction in detail to shareholders** in a prior report from the Board of Directors and through the opinion of a trusted independent external consultant (fairness opinion) appointed by the Board of Directors. These reports are made available to shareholders prior to the Meeting, within terms that fulfill their right of inspection.

3.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank handles any of the conditions foreseen to this end, in accordance with the provisions of the Superintendence in each case. When the Bank issues shares, the corresponding Prospectus is published, after approval from the Financial Superintendence of Colombia.

In the Bank's history capital has never been diluted.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

November 15, 1870

Date of Modification

Measure No. 4: Information and communication with shareholders.

4.1. The Company has a corporate website, in both Spanish and English, with a link to Corporate Governance or Shareholder and Investor Relations, or equivalent, which includes financial and non-financial information as proposed in recommendations 32.3 and 33.3 and which may not, under any circumstances, include confidential information concerning the Company or its trade secrets, or any other information, which if disclosed could be used against the Company.

4.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The Bank's website, www.bancodebogota.com, has specific Relación con el Inversionista and Investor Relations sections which include both financial and non-financial information addressed to all stakeholders, complying with the guidance provided in recommendation 32.3. With respect to recommendation 33.3, the Bank is currently in the process of implementing the Corporate Governance Report.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

4.2. The Company offers means of permanent access and use, exclusively directed to shareholders. For example, sections on the website exclusive to shareholders, or an investor relations office, regular informative meetings, among others, in which shareholders can express their opinions or raise concerns or suggestions about the Company developments or issues related to their status as shareholders.

4.2 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

Banco de Bogotá has an Investor Relations Officer, which reports to the Chief Financial Officer, and who is in charge of attending to the needs of and communicating with investors. The Bank's General Counsel (General Secretary) is in charge of providing additional information as requested by shareholders. Additionally, the Bank presents quarterly results in a written report, Power Point presentation and a Results Conference Call. The Bank's website (www.bancodebogota.com) also has specific sections for *Relación con el Inversionista* and *Investor Relations*.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

May 2, 2012.

Date of Modification

4.3. The Company organizes events to present quarterly results. Said events are for **shareholders and market analysts**, who may attend on site or remotely using technology available (conference, video conferencing, etc.).

4.3 Measure Implemented Yes No N/A

YES. Briefly indicate:

Banco de Bogotá has conducted results' conferences on a quarterly basis since the consolidated results of December 2013. Investors and analysts also receive a written report and presentation. The documents are published in Spanish and English in the Relación con el Inversionista and Investor Relations sections on the Bank's website (www.bancodebogota.com).

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation	March 25, 2014.
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Date of Modification	
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4.4. The Company organizes or participates in fixed income events, presentations or forums, which are mainly intended to serve those investing in debt securities as well as market analysts. These offer updates on the issuers' business indicators, liabilities management, financial policy, ratings, behavior of the issuer with respect to covenants, etc.

4.4 Measure Implemented Yes No N/A

YES. Briefly indicate:

The Bank participates in international and local forums for investors and market analysts, where it presents its results.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation	January 17, 2006
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Date of Modification	
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4.5. The Company Bylaws provide that a shareholder or group of shareholders representing at least five per cent (5%) of the capital may request specialized audits to be conducted on matters other than those audited by the Company's Statutory Auditor. Depending on its capital structure, the Company may determine a percentage of less than five percent (5%).

4.5 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The bank has established that a minimum limit of 15% of ordinary shares must be represented to request specialized audits.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

4.6. For the exercise of this right, the Company has a written procedure which includes clarifications on recommendation 4.6.

4.6 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The bank has established that a minimum limit of 15% of ordinary shares must be represented to request specialized audits.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

Measure No. 5: Management Conduct in relation to operations of control-taking or control-change in the Company.

5.1. The members of the Board of Directors and Senior Management have expressly agreed in their letters of acceptance or contracts, that from the moment of any awareness of a public offering or other significant transaction, such as mergers or spin-offs, that there will be periods during which they commit to not trade company shares, whether directly or indirectly through a third party.

5.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

This recommendation will be implemented upon the selection of the Board of Directors at the shareholder meeting in the first quarter of 2016.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

Measure No. 6: Listing of companies that belong to Conglomerates.

6.1. While maintaining the independence of each individual company that belongs to a Conglomerate and the responsibilities of their governing bodies, **there is an organizational structure** for the Conglomerate that defines the three (3) levels of governance - General Meeting of Shareholders, Board of Directors and Senior Management - the key bodies and individual positions and the relationships between them, which is public, clear and transparent and allows to determine clear lines of accountability and communication, and provides strategic direction, supervision, control and effective Conglomerate management.

6.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

Grupo AVAL has defined the Framework for Institutional Relations, which was adopted by Banco de Bogotá's Board of Directors and by the Boards of Directors of the Bank's subsidiaries.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

November 17, 2015

Date of Modification

6.2. The parent company and its most important subsidiaries have defined a framework of institutional relations as a result of signing a public agreement, approved by the Board of Directors of each of these companies, which regulates the issues indicated in recommendation 6.2.

6.2 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

Grupo AVAL has defined the Framework for Institutional Relations, which was adopted by Banco de Bogotá's Board of Directors and by the Board of Directors of the Bank's subsidiaries.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

November 17, 2015

Date of Modification

Measure No. 7: Resolution of disputes.

7.1. Except for disputes between shareholders, or between shareholders and the company or its Board of Directors, which by express legal mandate should necessarily be resolved by ordinary jurisdiction, the company's bylaws include mechanisms for dispute resolution, such as direct agreement, amicable composition, conciliation or arbitration.

7.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The mechanisms for dispute resolution are defined in the Bylaws, Code of Corporate Governance and Code of Ethics.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

February 2, 2004

Date of Modification

II. GENERAL SHAREHOLDERS' MEETING

Measure No. 8: Functions and Competence.

8.1. In addition to other duties assigned to the General Shareholders Meeting within the legal framework, **the Bylaws explicitly detail the functions of the General Shareholders Meeting as referred to in recommendation 8.1.**, and emphasize their exclusive nature and that they may not be delegated.

8.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The parameters included in this recommendation will be included in the Bylaws reform which will be submitted to consideration of the General Shareholders Meeting.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

Measure No. 9: Regulations for the General Shareholders Meeting

9.1. The company has **Rules of Procedure for the General Shareholders Meeting** which regulate all matters pertaining to this, starting from the summons of the meetings, to the preparation of the information which shareholders must receive, shareholder assistance, development and exercise of shareholders' voting rights, so that they are fully informed of all the affairs related to the Shareholders Meetings.

9.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Rules of Procedure for the Shareholders Meeting correspond to Annex 1 of the Code of Corporate Governance.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 18, 2010.

Date of Modification

Measure No. 10: Convening the General Shareholders Meeting.

10.1. To facilitate the exercise of the right of information by shareholders, the **Bylaws establish that the ordinary General Shareholders Meeting must be convened with no less than thirty (30) calendar days of anticipation and extraordinary meetings should be convened with no less than fifteen (15) calendar days of anticipation.** The aforementioned provisions do not apply to the legal terms established for corporate reorganizations (for example merger, spin-off or transformation).

10.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The Bank complies with the period of 15 days established by Law for convening an Ordinary Shareholders Meeting and 5 days for convening an Extraordinary Shareholders Meeting.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

10.2. In addition to the traditional and obligatory means as defined in the legal framework, **the company assures the maximum dissemination and publicity of the summons to the Shareholders Meeting** through electronic media, such as the corporate website, alert messages to personal e-mails, as well as by means of the social networks, if deemed pertinent.

10.2 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

Banco de Bogotá widely disseminates the summons to the Shareholders Meetings through publication in a newspaper with broad national circulation and through its website (www.bancodebogota.com).

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 8, 2002.

Date of Modification

10.3. In order to increase the transparency of the decision-making process during the General Shareholders Meeting, in addition to the agenda that itemizes the issues that will be discussed, **the company has established that simultaneously with the summons of the Shareholders Meeting, or at least fifteen (15) calendar days in advance of the Meeting, the Agreement Proposals** that the Board of Directors will put to the consideration of the General Shareholders Meeting, **be made available** to the shareholders.

10.3 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The parameters referred to in this recommendation will be included in the Bylaws reform to be submitted for consideration of the General Shareholders Meeting in the following terms: propositions will be available once presented to the General Secretary.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

10.4. Inappropriate spin-off of the company can only be analyzed and approved by the General Shareholders Meeting when this item has been included explicitly in the summons of the Meeting.

10.4 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank, in so far as it is aware of any proposal for a spin-off, would include such a proposition in the summons of the Shareholders Meeting. This situation has not taken place.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

November 15, 1870

Date of Modification

10.5. The Agenda proposed by the Board of Directors will contain the exact content of the topics to be discussed, preventing transcendent topics from being hidden or masked under vague, generic, general or broad mentions such as “others” or “propositions and various”.

10.5 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The “Propositions and Various” item is used to the extent that shareholders have the power to submit proposals during the course of the Shareholders Meeting.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

November 15, 1870

Date of Modification

10.6. In the case of amendments to the Bylaws, votes are cast separately on each article or group of articles that are substantially independent. In any case, shareholders vote separately on an article if an individual shareholder or group of shareholders, representing at least five percent (5%) of share capital, makes a request to do so, during the Shareholders Meeting. This is a right that shareholders are made aware of beforehand.

10.6 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

In the event of a reform of the Bylaws, if requested by a shareholder or group of shareholders representing 5% of the shares in circulation, each article will be voted on separately. A specific provision on this subject will be included in the reform of Annex 1 of the Code of Corporate Governance (Rules of Procedure for the Shareholders Meeting) that will be submitted for consideration of the Board of Directors and the General Shareholders Meeting.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 18, 2010.

Date of Modification

10.7. Notwithstanding provisions included in article 182 of the Code of Commerce, which has as its objective to strengthen and guarantee the right of inspection and information to shareholders prior to the Shareholders Meeting, the **Bylaws recognize the right of the shareholders, regardless of the size of their stake, to propose the introduction of one or more items of discussion in the Agenda** of the General Shareholders Meeting, within a reasonable limit, provided any requests for new items are accompanied by a justification. The request on the part of the shareholders must be made within five (5) calendar days of the publication of the summons to the Shareholders Meeting.

10.7 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank allows shareholders to introduce additional items to the agenda even during the Shareholders Meeting itself. A specific provision on this subject will be included in the reform of Annex 1 of the Code of Corporate Governance (Rules of Procedure for the Shareholders Meeting) that will be submitted for consideration of the Board of Directors and the General Shareholders Meeting.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

November 15, 1870

Date of Modification

10.8. If the Board of Directors dismisses such a request, **it is obligated to reply in writing** the requests that were supported by a minimum of five percent (5%) of the share capital, or a lower percentage established by the company according to the degree of concentration of ownership, **explaining the reasons that motivate the decision** and informing shareholders of the right to raise their proposals during the Shareholders Meeting according to the provisions of the cited article 182 of the Code of Commerce.

10.8 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank allows shareholders to introduce additional items to the agenda even during the Shareholders Meeting itself. A specific provision on this subject will be included in the reform of Annex 1 of the Code of Corporate Governance (Rules of Procedure for the Shareholders Meeting) that will be submitted for consideration of the Board of Directors and the General Shareholders Meeting.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 18, 2010.

Date of Modification

10.9. In the event that the Board of Directors accepts the request, and the advertised time for shareholders to propose items has passed in accordance with the preceding recommendations, **a supplement to the summons to the General Shareholders Meeting will be published, with at least** fifteen (15) calendar days prior to the meeting.

10.9 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The Bank complies with the period of 15 days established by Law for convening an Ordinary Shareholders Meeting and 5 days for convening an Extraordinary Shareholders Meeting.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

10.10. In the same term referred to in recommendation 10.7., **shareholders can also present, on an informed basis, new Agreement Proposals** on matters already included previously in the Agenda. For these requests, the Board of Directors operates in a similar fashion to the aforementioned recommendations 10.8 and 10.9.

10.10 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

Shareholders may submit requests for modifications to the Agenda even on the day of the Shareholders Meeting. It is not possible to comply with the recommended time frames given that the Bank complies with the period of 15 days established by Law for convening an Ordinary Shareholders Meeting and 5 days for convening an Extraordinary Shareholders Meeting.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

10.11. The company is obligated to use electronic media, primarily its corporate website to which shareholders have exclusive access, to ensure that they receive the documents and the information associated with each of the points of the Agenda of the Shareholders Meeting.

10.11 Measure Implemented Yes No N/A

YES. Briefly indicate:

NO. Explain:

The Bank is considering the possibility of implementing this recommendation.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

10.12. The company Bylaws recognize that the shareholders have the right to request information or clarifications, considered pertinent, in advance, through traditional channels and/or, when appropriate, through new technologies, or to formulate in writing the questions that they deem necessary in relation to the matters included in the Agenda, the documentation received or the public information provided by the company. Depending on the term selected by the company to convene the General Shareholders Meeting, the company determines the period within which shareholders can exercise this right.

10.12 Measure Implemented Yes No N/A

YES. Briefly indicate:

Banco de Bogotá has always complied with legal provisions on the information available prior to the Shareholders Meeting. Currently, the Bank complies with the terms of shareholders' right to inspection

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation November 15, 1870

Date of Modification

10.13. The company has foreseen that the requested information may be denied if, according to internal procedures, it can be deemed: i) unreasonable; (ii) irrelevant to understand the progress or the interests of the company; (iii) confidential, which includes privileged information within the securities market, industrial secrets, operations in progress whose fruition for the company depends substantially on the secrecy of its negotiation; and (iv) others whose disclosure would seriously and imminently endanger the company's competitiveness.

10.13 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank complies with the terms of shareholders' right to inspection, making available all information deemed appropriate.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

November 15, 1870

Date of Modification

10.14. When the response provided to a shareholder can put them at an advantage, the company guarantees access to such a response to the other shareholders in a concomitant way, in accordance with the established mechanisms for this eventuality, and in the same conditions.

10.14 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

Banco de Bogotá provides equal treatment for all its shareholders. All relevant information for shareholders is provided through the mechanism provided by the Colombian Financial Superintendence and through the Bank's website: www.bancodebogota.com, in the Investor Relations section.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

December 17, 2001

Date of Modification

Measure No. 11: Regulation of the representation.

11.1. Notwithstanding provisions of article 185 of the Code of Commerce, the External Circular Letter 24/2010 and the regulations that amend, add to or replace them, **the company does not limit the right of the shareholder to be represented at the General Shareholders Meeting**, and may delegate his vote to anyone, whether that person is a shareholder or not.

11.1 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The Bank recognizes the shareholders' right to representation.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

November 15, 1870

Date of Modification

11.2. The company minimizes the use of proxy blank voting, without voting instructions, by actively promoting the use of a standard model letter of representation that the company extends to the shareholders, or publishes on its website. The model includes the Agenda items and the Agreement Proposals determined in accordance with the procedure established in advance and that will be submitted for the consideration of the shareholders, with the objective that the shareholder, if he/she deems it convenient, indicates his/her vote to his representative.

11.2 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The Bank recognizes the shareholders' right to representation. The Centro de Gestión de Mercado de Capitales reviews the powers granted by the shareholders to ensure their conformity with the requirements.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 18, 2010.

Date of Modification

Measure No. 12: Attendance of people other than shareholders.

12.1. With the aim of revitalizing the role of the Shareholders Meeting in the formation of the company's will, and to make it a much more participating body, the regulation of the Shareholders Meeting **requires that the members of the Board of Directors and, especially, the Chairmen of Board Committees, as well as the Chief Executive Officer attend the Shareholders Meeting** in order to be able to respond to the concerns of shareholders.

12.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The Bank's Directors and the Chief Executive Officer regularly attend the Shareholders Meetings, except for situations of force majeure, which might prevent their attendance.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

III. BOARD OF DIRECTORS

Measure No. 13: Duties of the Board of Directors

13.1. The Bylaws explicitly indicate **responsibilities that may not be delegated to Senior Management**, including those set out in recommendation 13.1.

13.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

Currently the Bank complies with paragraphs ii, iii, vi, ix, x, xi, xii, xiii, xiv, xv, xvi, xviii, xix, xx, xxii, xxiii, xxv, xxvi, xxvii, xxviii, xxix, xxx, xxxi, included in recommendation 13.1. The other parameters included in this recommendation will be included in reforms of the Bylaws and Annex 2 of the Code of Corporate Governance (Rules of Procedure for the Board of Directors) that will be submitted for consideration of the General Shareholders Meeting.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

13.2. Without prejudice to the autonomy of the governing bodies of the subsidiary companies, **when the company acts as the parent of a Conglomerate**, these functions of the Board of Directors have group approach and **are carried out through policies, guidelines or requests for information which respect the balance between the interests of the parent company and its subsidiaries, as well as the Conglomerate as a whole.**

13.2 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank provides these functions and extends them to their subsidiaries. Grupo AVAL has defined the Framework for Institutional Relations, which was adopted by Banco de Bogotá's Board of Directors and by the Boards of Directors of the Bank's subsidiaries.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

November 17, 2015

Date of Modification

Measure No. 14: Regulation of the Board of Directors

14.1. The Board of Directors has approved the internal rules of procedures that regulate its organization and operation, as well as the roles and responsibilities of its members and of the Board's Chairman and Secretary, as well as their duties and rights. This is shared with the shareholders and is binding for the members of the Board of Directors.

14.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Board of Directors' Rules of Procedure can be found in Annex 2 of the Code of Corporate Governance, which was duly approved. It is published on the website www.bancodebogota.com (Investor Relations section) and is binding for the Directors.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

Measure No. 15: Size of the Board of Directors.

15.1. The company has chosen statutorily not to appoint alternate members to the Board of Directors.

15.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The Bank's Board of Directors is composed of 5 primary members and 5 alternate members. Alternate members are summoned to all meetings and act with full rights in the event of the absence of the primary board member.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

Measure No. 16: Structure of the Board of Directors.

16.1. Based on the premise that all members of the Board of Directors once elected act in the company's interests, in an exercise of maximum transparency, **the company identifies the origin of the various members of the Board of Directors** according to the framework defined in recommendation 16.1.

16.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank's Board of Directors is comprised of 10 members, 8 of whom are independent. The Executive Member figure does not exist.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

16.2. The company has a procedure, articulated through the Appointments and Remunerations Committee, or another body that serves the same functions, that allows the Board of Directors, through its own dynamics and the conclusions drawn from the annual assessments, to achieve the objectives outlined in recommendation 16.2.

16.2 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The performance and suitability of the Board of Directors is evaluated by the General Shareholders Meeting.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

16.3. The professional profiles identified as necessary are reported by the Board of Directors to shareholders, so that the different parties, mainly controlling and significant shareholders, families, shareholder groups and institutional shareholders, where they exist, as well as the Board of Directors, are able to identify the most suitable candidates.

16.3 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The profiles of the members of the Board of Directors are published on the Bank's website, www.bancodebogota.com (Investor Relations section).

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

April 27, 2012

Date of Modification

16.4. The company considers that the evaluation of CVs, exclusively, is an insufficient resource to determine the eligibility of candidates. Therefore it has an internal procedure in place to evaluate the incompatibilities and general legal impairments and the suitability of the candidate in relation to the requirements of the Board of Directors. This takes place through the evaluation of a set of criteria that the functional and personal profiles of the candidates must meet, and verification that they fulfill the objective requirements to be member of the Board of Directors as well as other additional requirements to be an independent member.

16.4 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

Candidates to the Board of Directors are nominated by the shareholders, who assess their qualities and suitability. Once appointed by the Shareholders Meeting, the General Secretary conducts the process of reviewing their suitability to subsequently put them forward to the Financial Superintendence of Colombia.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 18, 2010

Date of Modification

16.5. In addition to the independence requirements detailed in Law 964/2005, **the company has voluntarily adopted a more rigorous definition of independence** than that established by law. This definition has been adopted as a reference framework in the Rules of Procedure for the Board of Directors and includes, among other requirements, that the nature of any relationship or link of any kind of an independent member candidate with significant or controlling shareholders and their related parties, both national and foreign, are to be evaluated; requiring a double declaration of independence: (i) between the candidate and the company, its shareholders and members of senior management, implemented through their letter of acceptance and, (ii) between the Board of Directors with respect to the independence of the candidate.

16.5 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The Bank complies with the requirements of current regulation.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

16.6. The company, by means of its internal regulation, believes that the Board of Directors, through its Chairman and with the support of the Appointments and Remunerations Committee or another body that carries out this duty, is the most appropriate entity to centralize and coordinate the formation process for the Board of Directors prior to the General Shareholders Meeting. In this way, shareholders who, based on their equity stake, aspire to be part of the Board of Directors, are able to familiarize themselves with the requirements of the Board and propose their aspirations, negotiate stock equilibrium and the distribution between the different member categories, put forward their candidates and accept that the adequacy of their candidates is evaluated by the Appointments and Remunerations Committee before the vote in the General Shareholders Meeting.

16.6 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

Candidates to the Board of Directors are nominated autonomously by the shareholders, who assess their qualities and suitability.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

16.7. The Rules of Procedure for the Board of Directors contemplate that the assessment of the suitability of candidates is to be carried out prior to the General Shareholders Meeting, so that shareholders have enough information (personal qualities, suitability, career, experience, integrity, etc.) on the proposed candidates with enough time in advance to allow for proper evaluation.

16.7 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

Candidates to the Board of Directors are nominated by the shareholders, who assess their qualities and suitability. Once appointed by the Shareholders Meeting, the General Secretary conducts the process of reviewing their suitability to subsequently put them forward to the Financial Superintendence of Colombia.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

Measure No. 17: Functional structure of the Board of Directors

17.1. The Rules of Procedure for the Board of Directors, stipulate that Independent Members and Patrimonial Members are always in the majority over Executive Members which, if part of the Board of Directors, are kept to the minimum number required to meet information and coordination needs between the company's Board of Directors and Senior Management.

17.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Executive Member figure does not exist in Banco de Bogotá.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

17.2. Starting from the minimum percentage of twenty five percent (25%) of Independent Members set by Law 964/2005, **the company analyzes and voluntarily adjusts upwards the number of Independent Members**, taking into account, among others, that the number of independent members keeps a certain rapport to Floating Capital.

17.2 Measure Implemented

Yes No N/A

YES. Briefly indicate:

NO. Explain:

The Bank's Board of Directors is comprised of 10 members, 8 of whom are independent.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

Measure No. 18: Organization of the Board of Directors.

18.1. The responsibilities of the Chairman of the Board are defined in the Company Bylaws and his/hers main responsibilities are those which are established in recommendation 18.1

18.1 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The Chairman of the Board position in Banco de Bogotá is extensively defined in the Rules of Procedure for the Board of Directors. The functions suggested in recommendation 18.1 will be included in reforms of the Bylaws and Annex 2 of the Code of Corporate Governance (Rules of Procedure for the Board of Directors) that will be submitted for consideration of the General Shareholders Meeting.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

18.2. Company norms provide for the possibility that **the Chairman of the Board may be treated differently from the other members** both in terms of their obligations and their remuneration, as a result of the scope of their specific functions and greater time commitment.

18.2 Measure Implemented

Yes No N/A

YES. Briefly indicate:

NO. Explain:

The Bank's Board Members are all treated equally.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

18.3. The Company Bylaws include regulation on the appointment of the Secretary of the Board of Directors including those indicated in recommendation 18.3.

18.3 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The role of Secretary of the Board of Directors in Banco de Bogotá is extensively defined in the Rules of Procedure for the Board of Directors. The functions suggested in recommendation 18.3 will be included in reforms of the Bylaws and Annex 2 of the Code of Corporate Governance (Rules of Procedure for the Board of Directors) that will be submitted for consideration of the General Shareholders Meeting.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

18.4. The Rules of Procedure for the Board of Directors establish the functions of the Secretary, among which are those listed in the recommendation 18.4.

18.4 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The role of Secretary of the Board of Directors in Banco de Bogotá is extensively defined in the Rules of Procedure for the Board of Directors. The functions suggested in recommendation 18.3 will be included in reforms of the Bylaws and Annex 2 of the Code of Corporate Governance (Rules of Procedure for the Board of Directors) that will be submitted for consideration of the General Shareholders Meeting.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

18.5. The Board of Directors has formed an Appointments and Remunerations Committee.

18.5 Measure Implemented Yes No N/A

YES. Briefly indicate:

The functions of the Appointments and Remunerations Committee are carried out by the Board of Directors in full.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | September 28, 2010

Date of Modification

18.6. The Board of Directors has formed a Risk Committee.

18.6 Measure Implemented Yes No N/A

YES. Briefly indicate:

Within the Committees of the Board of Directors, the Bank has the Credit and Treasury Risk Committee. Additionally, in 2014 the Risk Comprehensive Management Committee was created as a Senior Management Committee.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | January 22, 2002

Date of Modification

18.7. The Board of Directors has formed a Corporate Governance Committee.

18.7 Measure Implemented Yes No N/A

YES. Briefly indicate:

The Corporate Governance Committee is the same Board of Directors, which analyzes and decides on Corporate Governance matters, as defined within its functions.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | September 28, 2010

Date of Modification

18.8. If the company has deemed that it is not necessary to establish all these committees, their functions have been distributed among those which do exist, or have been undertaken by the Board of Directors.

18.8 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

In accordance with explanations in items 18.5, 18.6 and 18.7.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

18.9. Each of the Board of Directors Committees has rules of procedure defining how they will be comprised, matters they will address, responsibilities the Committee will assume and how they will operate, paying special attention to channels of communication between the Committees and the Board of Directors and, in the case of Conglomerates, to the mechanisms in place to define the relationship and coordination between the Board of Directors Committees of the parent and those of the subsidiaries if they exist.

18.9 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

When the Committee is formed, the corresponding rules of procedure are defined.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

December 7, 1972

Date of Modification

18.10. The Board of Directors Committees are made up exclusively by Independent Members or Patrimonial Members, with a minimum of three (3) members and are chaired by an Independent Member. Independent Members are always the majority in the case of the Appointments and Remunerations Committee.

18.10 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

Currently one non-independent member of the Board of Directors participates in the Audit Committee. The Bank particularly values his participation in this Committee given his career and professional quality.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

18.11. The Board of Directors Committees may receive support as needed or on a regular basis from Senior Management with the right experience in their areas of competence and/or from external experts.

18.11 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

Members of Senior Management participate regularly in Committee meetings.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

18.12. When appointing its Committees, the Board takes into consideration the profiles, knowledge and professional experience of their members in relation to the subject matters to be addressed by the Committee.

18.12 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The formation of the Committees takes into account the experience and professional capabilities of the members who are chosen.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

18.13. Minutes are kept for the Committee meetings and a copy is sent to all the Company's Board Members. If Committees are delegated with decision-making authority, the minutes are consistent with the provisions of articles 189 and 431 of the Code of Commerce.

18.13 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The Secretary of the Board of Directors acts as Secretary of the Board Committees, drafting the corresponding minutes and distributing them to its members.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

18.14. Unless legal framework or applicable regulation requires it to be created, in the case of Conglomerates, company regulation states that the Board of Directors of the Subsidiaries can opt to not create specific Committees to address certain matters, instead allowing the parent company's Board of Directors Committees to assume these responsibilities, without transferring to the parent company the responsibility held by the subsidiaries' Board of Directors.

18.14 Measure Implemented

Yes No N/A

YES. Briefly indicate:

NO. Explain:

The Bank believes that each one of its subsidiaries should handle these issues independently.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

18.15. The main task of the Audit Committee is to assist the Board of Directors in its supervisory responsibilities, evaluating accounting procedures, the relationship with the Statutory Auditor and, in general, reviewing the Company's Control Architecture, including its audit of the risk management system.

18.15 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Audit Committee performs the functions defined in recommendation 18.5.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

August 18, 1998

Date of Modification

18.16. The members of the Audit Committee have accounting and financial knowledge as well as experience on other related subject matters. This allows them to rule rigorously on topics within the Committee's area of competence with sufficient understanding of their scope and complexity.

18.16 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The suitability of the members of the Committee is evaluated prior to their appointment.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

August 18, 1998

Date of Modification

18.17. At the request of the Chairman of the General Shareholders Meeting, the Chairman of the Audit Committee, informs the General Shareholders Meeting on specific aspects of the work carried out by the Committee, such as the analysis of the scope and content of the Statutory Auditor's report.

18.17 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Audit Committee presents a management report to the Shareholders Meeting at the end of each fiscal year.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

August 18, 1998

Date of Modification

18.18. The Rules of Procedure for the Audit Committee define the responsibilities included in recommendation 18.18.

18.18 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Rules of Procedure for the Bank's Audit Committee define responsibilities included in Recommendation 18.18. Details and explicit references to some of the suggested points will be proposed.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

August 18, 1998

Date of Modification

18.19. The main objective of the Appointments and Remunerations Committee is to support the Board of Directors in its decision-making or advisory functions associated with matters of appointments and remuneration of the members of the Board of Directors and senior management, and monitor observance of the rules of Corporate Governance, periodically reviewing compliance, recommendations and principles (in cases when this function is not expressly attributed to another Committee of the company).

18.19 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Board of Directors in full complies with the functions of the Appointments and Remunerations Committee, especially in relation to those of Senior Management.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

18.20. Some members of the Appointments and Remunerations Committee have expertise in strategy, human resources (recruitment and selection, hiring, training, staff management), wage policy and related topics, with sufficient understanding of the scope and complexity that such subjects present at the company.

18.20 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The Board of Directors in full complies with the functions of the Appointments and Remunerations Committee. Its members possess the knowledge included in this recommendation.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

18.21. At the request of the Chairman of the Shareholders Meeting, the Chairman of the Appointments and Remunerations Committee, may inform the General Shareholders Meeting on specific aspects of the work carried out by the Committee, such as the monitoring of remuneration policy for the Board of Directors and Senior Management.

18.21 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The Board of Directors in full complies with the functions of the Appointments and Remunerations Committee. Issues related to Appointments or Remunerations will be reported to the Shareholders Meeting if required.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

18.22. The Rules of Procedure of the Appointments and Remunerations Committee define the responsibilities included in recommendation 18.22.

18.22 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The Board of Directors in full complies with the functions of the Appointments and Remunerations Committee.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

18.23. The main objective of the Risk Committee is to assist the Board of Directors in the fulfillment of their supervisory responsibilities in relation to risk management.

18.23 Measure Implemented

Yes No N/A

YES. Briefly indicate:

Within the Committees of the Board of Directors, the Bank has the Credit and Treasury Risk Committee. Additionally, in 2014 the Risk Comprehensive Management Committee was created as a Senior Management Committee.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

January 22, 2002

Date of Modification

18.24. At the request of the Chairman of the Shareholders Meeting, the Chairman of the Risk Committee may inform the General Shareholders Meeting on specific aspects of the work carried out by the Committee.

18.24 Measure Implemented

Yes No N/A

YES. Briefly indicate:

If required, the Committee will report to the Shareholders Meeting on matters within its competence.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

January 22, 2002

Date of Modification

18.25. Where adjustments are necessary to distinguish between companies that belong to the financial sector or the real sector of the economy, and without prejudice to the functions assigned to this Committee by current regulation, **the Rules of Procedure for the Risk Committee establish functions included in recommendation 18.25.**

18.25 Measure Implemented Yes No N/A

YES. Briefly indicate:

The Rules of Procedure for the Bank’s Credit and Treasury Risk Committee include the terms of recommendation 18.25 to a large extent. Details and explicit references to some of the suggested points will be proposed.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | January 22, 2002

Date of Modification

18.26. The main task of the Corporate Governance Committee is **to assist the Board of Directors in its functions related to proposals and supervision of Corporate Governance measures** adopted by the company.

18.26 Measure Implemented Yes No N/A

YES. Briefly indicate:

The Corporate Governance Committee is the Board of Directors in full, which analyzes and decides on Corporate Governance matters, as defined within its functions.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | September 28, 2010

Date of Modification

18.27. The Rules of Procedure for the Corporate Governance Committee define the responsibilities included in recommendation 18.27.

18.27 Measure Implemented Yes No N/A

YES. Briefly indicate:

The Corporate Governance Committee is the Board of Directors in full, which analyzes and decides on Corporate Governance matters, as defined within its functions. The functions of the Board of Directors include the details of recommendation 18.27. Details and explicit references to some of the suggested points will be proposed.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | September 28, 2010

Date of Modification

Measure No. 19: Operation of the Board of Directors

19.1 The Chairman of the Board of Directors with the assistance of the Secretary and the company's Chief Executive Officer, prepares a work plan for the Board of Directors for the evaluated period. This tool facilitates a determination of a reasonable number of ordinary meetings per year and their estimated duration.

19.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The work plan for the Board of Directors is determined at the weekly meeting' summons. The weekly meeting of the Board of Directors follows the order as outlined in the electronic tool designed for the management of the Board.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

19.2. With the exception of the entities which are obliged by regulation to a minimum of one (1) meeting per month, the Board of Directors of the company has between eight (8) and twelve (12) regular meetings per year.

19.2 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank's Board of Directors meets on a weekly basis as per the schedule established at the first meeting of the year.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 10, 1936

Date of Modification

19.3. One (1) or two (2) Board meetings per year are **strongly focused on the definition and monitoring of the company's strategy.**

19.3 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank's Management periodically informs the Board on results and proposed company strategy. Given that Board meets on a weekly basis, these topics are dealt with in more than 2 meetings per year

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

19.4. The Board of Directors approves a detailed calendar of ordinary sessions, which does not affect the provision of the ability to meet as often as necessary.

19.4 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank's Board of Directors meets on a weekly basis as per the schedule established at the first meeting of the year.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

January 17, 2006

Date of Modification

19.5. Members of the Board receive together with the summons to the meeting, documentation or information associated with each item on the agenda, with a minimum of five (5) calendar days in advance, to allow its members to participate actively and to make informed decisions.

19.5 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

Taking into account that the Board of Directors meets on a weekly basis, the Bank deems that 2 days is sufficient time to send previous documentation, when it is the case.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

19.6. The Chairman of the Board Directors assumes, with the assistance of the Secretary of the Board of Directors, ultimate responsibility for members receiving information with sufficient time and that the information is useful, whereby quality must take precedence over quantity in relation to the documentation that is delivered (Board of Directors dashboard).

19.6 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The General Secretary delivers all the information required for decision making, to the members of the Board of Directors, when necessary.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

19.7. The ultimate responsibility for the preparation of the Board meetings Agenda corresponds to the Chairman of the Board and not to the Chief Executive Officer of the company, and is structured according to certain parameters that facilitate a logical running order for the presentation of issues and debates.

19.7 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Agenda for the meetings of the Board of Directors is established in the electronic tool designed for its operation. The Chairman of the Board guides the way in which the topics outlined in the Agenda are dealt with.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

19.8. The company makes public the attendance record to the Board meetings and its Committees in the Annual Corporate Governance Report and on the corporate Website.

19.8 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The Bank has not deemed it necessary to publish this information.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

19.9. Each year the Board of Directors assesses the effectiveness of its work as a collective body, that of its Committees and of its members, who are assessed individually, including peer evaluation, as well as the reasonableness of its internal regulations and the dedication and performance of its members, proposing, if it is the case, relevant amendments to its organization and operation. In the case of Conglomerates, the Board of Directors of the parent company requires that the evaluation process is also carried out on the Boards of Directors of the subsidiary companies.

19.9 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The performance and suitability of the Board of Directors is evaluated by the General Shareholders Meeting.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

19.10. The Board of Directors alternates internal self-assessment with external assessment conducted by independent advisors.

19.10 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The performance and suitability of the Board of Directors is evaluated by the General Shareholders Meeting.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

Measure No.20: Duties and rights of the Board of Directors' members.

20.1. The Rules of Procedure for the Board of Directors complement the provisions of the regulatory framework, in relation to the duties and rights of its members.

20.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The duties and rights of members of the Board of Directors are defined in the Rules of Procedure.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

20.2. The Rules of Procedure for the Board of Directors elaborates on the understanding of the company in relation to the duties of the members of the Board of Directors as referred to in recommendation 20.2.

20.2 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The duties and rights of members of the Board of Directors are defined in the Rules of Procedure.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

20.3. The Rules of Procedure for the Board of Directors elaborates the content of the rights of its members as established in recommendation 20.3.

20.3 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The duties and rights of members of the Board of Directors are defined in the Rules of Procedure.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

Measure No. 21: Conflicts of Interest.

21.1. The company has policies and procedures which are defined and formalized in internal regulations for awareness, management and resolution of conflicts of interest, whether direct or indirect through related parties, which may affect members of the Board of Directors and other Managers.

21.1 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The Bank has a Code of Ethics and Conduct which establishes policies and procedures for the resolution of situations of conflicts of interest.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

February 8, 2000

Date of Modification

21.2. Procedure for the management of conflicts of interest makes a distinction based on their nature, differentiating between sporadic or permanent conflicts of interest. If the conflict of interest is sporadic, the applicable procedure indicates the rules and steps to follow, which should be relatively easy to administer and difficult to circumvent for the affected party. When the conflict of interest is of a permanent nature, the procedure considers that if this situation affects the entirety of the company's operations, this should be understood as the cause of mandatory resignation on the part of the affected party since it precludes them from occupying their post.

21.2 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The Bank has a Code of Ethics and Conduct which establishes policies and procedures for the resolution of situations of conflicts of interest.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation	February 8, 2000
Date of Modification	

21.3. Members of the Board of Directors, Legal Representatives, members of Senior Management and other Managers in the company periodically inform the Board of Directors of direct or indirect relationships they maintain between them or other companies or structures that belong to the same Conglomerate of the issuer, or with the issuer, or with suppliers, or with customers or with any other stakeholder, from which a conflict of interest may arise or which may influence their opinion or vote, thus building a Management "Related Parties map".

21.3 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The information on transactions with Related Parties is informed through the General Secretary to the Board of Directors. The Bank's map of Related Parties is managed through a technological tool in which the direct and indirect relationships between related parties are reported.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation	March 10, 1936
Date of Modification	

21.4. Relevant situations of conflict of interest, understood as those which oblige the affected party to abstain from a meeting and/or vote, in which members of the Board of Directors or other Managers find themselves in, **are part of the public information** published annually on the company's website.

21.4 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The Bank has not deemed it necessary to publish this information.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

21.5. For these purposes, the **definition of Related Party** that applies to the company is **consistent with the International Accounting Standard (IAS) n° 24 (IAS 24)**.

21.5 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

This is complied with.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

January 1, 2015

Date of Modification

Measure No. 22: Operations with Related Parties

22.1. The company has a policy in place which defines the specific procedure for the assessment, approval and disclosure of transactions with Related Parties, including outstanding balances and relationships between them, except for certain operations which have specific regulation.

22.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank has procedures in place to control operations with related parties, which are approved by the Board of Directors and are disclosed in the Notes to the Financial Statements.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

June 30, 1950.

Date of Modification

22.2. The Company policy on operations with related parties addresses the aspects detailed in recommendation 22.2.

22.2 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The Bank is evaluating the suitability of adopting all the aspects detailed in recommendation 22.2

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

22.3 The policy states that express authorization from the Board of Directors is not required for recurrent related transactions which are part of day to day operations carried out through adhesion contracts, or general framework contracts, whose conditions are perfectly standardized, are applied on a massive scale and are carried out at market prices set in a general manner by the provider of the good or service, and whose individual amounts are not relevant to the company.

22.3 Measure Implemented

Yes No N/A

YES. Briefly indicate:

NO. Explain:

This situation does not occur in the Bank.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

Measure No. 23: Remuneration of members of the Board of Directors.

23.1. The company has a policy of remuneration of the Board of Directors, approved by the General Shareholders Meeting and reviewed annually, which identifies all the compensation components that can be effectively satisfied. These components can be fixed or variable. They may include fixed fees for being a member of the Board of Directors, fees for attending Board and/or Board Committee meetings and other payments of any type earned in the course of the financial year, whichever is their justification, in money or in kind, as well as the company's contractual obligations in terms of pensions and payments of life insurance premiums, or other concepts. This applies to previous and current members, and also encompasses liability insurance premiums (D&O policies) contracted by the company on behalf of the members of the Board of Directors.

23.1 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The remuneration policy for the Board of Directors is approved by the General Shareholders Meeting and currently only consists of a fixed salary.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 18, 2010

Date of Modification

23.2. If the company adopts payment systems which include a variable component linked to the positive performance of the company in the medium and long term, the remuneration policy includes limits on the amount that can be distributed among the Board of Directors. If the variable component is related to the profits of the company or other management indicators at the end of the period evaluated, possible caveats detailed in the Statutory Auditor's report that could negatively affect the financial results for the period must be taken into account.

23.2 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The response is affirmative to the extent that the recommendation does not apply to the Bank since the remuneration of the Board of Directors does not contain a variable component.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 18, 2010

Date of Modification

23.3. Patrimonial and Independent members of the Board of Directors are explicitly excluded from compensation systems that incorporate share options or a variable remuneration linked to the absolute change in the share price.

23.3 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The response is affirmative to the extent that the recommendation does not apply to the Bank since the remuneration of the Board of Directors does not contain a variable component.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 18, 2010

Date of Modification

23.4. For each evaluated period, within the framework of the policy of remuneration, the General Shareholders Meeting approves a maximum cost for all approved compensation components for the Board of directors.

23.4 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The General Shareholders Meeting approves a maximum compensation amount for each session of the Board of Directors or its Committees.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 18, 2010

Date of Modification

23.5. The effective cost of the Board of Directors during the evaluation period, which includes all payment components for members of the Board being satisfied as well as reimbursement of expenses is known by shareholders and published on the company's website, with the level of disaggregation and detail approved by the Board of Directors.

23.5 Measure Implemented

Yes No N/A

YES. Briefly indicate:

Fees paid to the Directors are disclosed in the Notes to the Financial Statements.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

December 31, 1996

Date of Modification

Measure No. 24: The Chief Executive Officer of the company and Senior Management.

24.1. The company's Governance model establishes an effective separation between its management or governance (represented by the Board of Directors) and the Ordinary Course of business (responsibility of Senior Management and headed by the Chief Executive Officer).

24.1 Measure Implemented

Yes No N/A

YES. Briefly indicate:

This situation is defined in the Bank's Corporate Governance model.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 8, 2002

Date of Modification

24.2. The policy of the Board of Directors is generally to delegate the Ordinary Course of business to Senior Management, therefore concentrating its activity on the general functions of strategy, supervision, governance and control.

24.2 Measure Implemented Yes No N/A

YES. Briefly indicate:
This situation is defined in the Bank's Corporate Governance model.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation	March 8, 2002
Date of Modification	

24.3. As a general rule the members of Senior Management are identified, evaluated and appointed directly by the company's CEO since they are his/her direct partners. Alternatively, the company can choose for Senior Management members to be appointed by the Board of Directors after a proposal from the CEO. Regardless of who makes the final appointment, candidates to fill key executive positions in the company are met and evaluated by the Appointments and Remunerations Committee of the Board of Directors, which shall express its opinion.

24.3 Measure Implemented Yes No N/A

YES. Briefly indicate:
The parameters of this recommendation are defined in the Bank's Corporate Governance model.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation	March 8, 2002
Date of Modification	

24.4. The Company has a clear policy to delegate responsibilities approved by the Board of Directors and/or an authority framework that allows to understand the empowerment level of the CEO and other Senior Management.

24.4 Measure Implemented Yes No N/A

YES. Briefly indicate:
The parameters of this recommendation are defined in the Bank's Corporate Governance model.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation	March 8, 2002
Date of Modification	

24.5. The Board of Directors, by means of the Appointments and Remunerations Committee, or the party that fulfills its responsibilities, leads the annual evaluation of the CEO's performance and is also aware of the evaluations of Senior Management.

24.5 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Board of Directors in full complies with the functions of the Appointments and Remunerations Committee. The CEO's and Senior Management evaluation is defined as a Board of Directors' responsibility.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

24.6. The Company has a remuneration policy for its CEO and other members of Senior Management, approved by the Board of Directors, taking into account each of the compensation components to be satisfied, tied to long-term objectives and levels of risk.

24.6 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank annually defines the remuneration policy for its CEO and Senior Management.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

24.7. If the remuneration of the Company's CEO includes fixed and variable components, its technical design and form of calculation prevents the variable component from surpassing the maximum limit set by the Board of Directors.

24.7 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

A variable remuneration element is not established and therefore there is no maximum limit.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

IV. CONTROL ARCHITECTURE

Measure No. 25: Control Environment

25.1. The Board of Directors is ultimately responsible for ensuring a strong control environment within the Company, adapted to its nature, size, complexity and risk, in a way that aligns with the precepts identified in recommendation 25.1

25.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

Board of Directors responsibilities related to the Internal Control System are established in the Rules of Procedure for the Bank's Board of Directors and in the Rules of Procedure for the Audit Committee.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

August 18, 1998

Date of Modification

25.2. In the case of Conglomerates, the parent company's Board of Directors will steer towards the existence of a formal consolidated Control Architecture that encompasses all subsidiaries, establishing responsibilities for policies and guidelines on this matter at the Conglomerate level and defining clear reporting guidelines that allow a consolidated view of risks to which the Conglomerate is exposed and the taking of control measures.

25.2 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank's Board of Directors approved the Framework for Institutional Relations established by Grupo Aval and distributed for adoption in the Bank's subsidiaries.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

November 17, 2015

Date of Modification

Measure No. 26: Risk Management

26.1. The Company's risk management objectives are those defined in recommendation 26.1.

26.1 Measure Implemented Yes No N/A

YES. Briefly indicate:

Board of Directors responsibilities related to the Internal Control System are established in the Rules of Procedure for the Bank's Board of Directors and in the Rules of Procedure for the Audit Committee. The identification of risks to which the Bank is exposed is defined in the Code of Corporate Governance.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation August 18, 1998

Date of Modification

26.2. The company has a *Risk Map* understood as a tool for identifying and monitoring financial and non-financial risks to which it is exposed.

26.2 Measure Implemented Yes No N/A

YES. Briefly indicate:

The Bank has the necessary tools for identifying and managing each of the risks to which it is exposed.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation August 18, 1998

Date of Modification

26.3. The Board of Directors is responsible for defining the Risk Management Policy, as well as for setting maximum exposure limits for each risk identified.

26.3 Measure Implemented Yes No N/A

YES. Briefly indicate:

Board of Directors responsibilities related to the Internal Control System are established in the Rules of Procedure for the Bank's Board of Directors and in the Rules of Procedure for the Audit Committee.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation August 18, 1998

Date of Modification

26.4. The Board of Directors knows and periodically monitors the effective exposure of the Company to the defined maximum limits of risk, and it establishes actions for correction and monitoring in case of deviations.

26.4 Measure Implemented Yes No N/A

YES. Briefly indicate:

The Audit Committee must periodically report to the Board of Directors on the management and follow up of risk exposure levels.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation August 18, 1998

Date of Modification

26.5. Within the risk management policy framework, Senior Management is the process owner and responsible for managing risk, i.e. responsible for identifying, assessing, measuring, controlling, monitoring and reporting risks, defining methods, and ensuring that the way risk is handled is consistent with the Company's strategy, its defined risk policy and the approved risk exposure limits.

26.5 Measure Implemented Yes No N/A

YES. Briefly indicate:

General guidelines for risk management are defined in the Code of Corporate Governance and in the Bank's Rules of Procedure for the Audit Committee.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation August 18, 1998

Date of Modification

26.6. The company has a risk delegation policy, approved by the Board of Directors, which establishes the risk limits that can be managed directly by each level in the company.

26.6 Measure Implemented Yes No N/A

YES. Briefly indicate:

The Bank's Board of Directors periodically reviews and approves risk limits, based on the Audit Committee proposal.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation August 18, 1998

Date of Modification

26.7. In Conglomerates, risk management must be carried out on a consolidated basis, so that it contributes to cohesion and control of its subsidiaries.

26.7 Measure Implemented

Yes No N/A

YES. Briefly indicate:

As head of the Conglomerate, Grupo AVAL has established the Policy Framework for Risk Comprehensive Management.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

December 7, 2015.

Date of Modification

26.8. If the Company has a complex or diverse operations and business structure, it will establish the position of a Chief Risk Officer (CRO) responsible at the Conglomerate level for companies in situations of control and/or a business group.

26.8 Measure Implemented

Yes No N/A

YES. Briefly indicate:

NO. Explain:

As head of the Conglomerate, Grupo AVAL has established the role of Chief Risk Officer.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

Measure No. 27: Control Activities.

27.1. The Board of Directors is responsible for ensuring there is an adequate internal control system, adapted to the company and its complexity, and consistent with risk management procedures already in place.

27.1 Measure Implemented

Yes No N/A

YES. Briefly indicate:

Board of Directors responsibilities related to the Internal Control System are established in the Rules of Procedure for the Bank's Board of Directors and in the Rules of Procedure for the Audit Committee.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

August 18, 1998

Date of Modification

27.2. The Board of Directors is responsible for overseeing the efficiency and suitability of the internal control system, which may be delegated to the Audit Committee, without losing its supervisory responsibility.

27.2 Measure Implemented Yes No N/A

YES. Briefly indicate:
 Board of Directors responsibilities related to the Internal Control System are established in the Rules of Procedure for the Bank’s Board of Directors and in the Rules of Procedure for the Audit Committee.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation	August 18, 1998
Date of Modification	

27.3. The company applies and demands the principle of self-control, which is understood as, “the ability of the people involved in the various processes to consider control as an inherent part of their responsibilities, operations, and decision-making.”

27.3 Measure Implemented Yes No N/A

YES. Briefly indicate:
 The Bank’s Code of Corporate Governance defines as a responsibility of the CEO, related to the Internal Control System, the definition of guidelines that seek to create an organizational culture of control.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation	March 8, 2002.
Date of Modification	

Measure No. 28: Information and communication.

28.1. The Company communicates downwards and horizontally, the risk culture, philosophy and policy, as well as approved exposure limits, so that the whole organization considers risks and control activities in its operation.

28.1 Measure Implemented Yes No N/A

YES. Briefly indicate:
 The Bank communicates its policies through internal electronic communication mechanisms; documents such as Notices, Policies and Procedures, others.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation	January 2, 2000
Date of Modification	

28.2. In the Company there is a reporting mechanism for information to flow up (towards the Board of Directors and Senior Management), which is accurate, clear and complete, supporting and enabling informed decision-making, risk management and control.

28.2 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The areas responsible for risk management regularly prepare reports for Senior Management which are presented to the Board for consideration at the required frequency.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | September 28, 2010

Date of Modification

28.3. The Company's communication and information reporting mechanism allows for: i. Senior Management to involve the whole company by highlighting their responsibility for risk management and the definition of controls and ii. company staff to understand its role in risk management and the identification of controls, as well as individual contribution in relation to the work of others.

28.3 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The Bank communicates its policies through internal electronic communication mechanisms; documents such as Notices, Policies and Procedures, others. Additionally, trainings highlight to all staff their responsibility in risk management.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | January 2, 2000

Date of Modification

28.4. There are internal lines for anonymous complaints (*whistleblowers*), which allow employees to anonymously report any illegal or unethical behavior or that may be contrary to the risk and control management culture. A report on these complaints is known by the company's Board of Directors.

28.4 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The principles for the report on events of fraud, corruption or other unethical behavior are detailed in the Bank's Code of Ethics. The report of the complaints is submitted to the Board of Directors through the Audit Committee.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | February 8, 2000

Date of Modification

Measure No. 29: Monitoring of the Control Architecture

29.1. In the Company, the Board is responsible for overseeing the effectiveness of the various components of the Control Architecture, through the Audit Committee.

29.1 Measure Implemented Yes No N/A

YES. Briefly indicate:

Board of Directors responsibilities related to the Internal Control System are established in the Rules of Procedure for the Bank’s Board of Directors and in the Rules of Procedure for the Audit Committee.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation August 18, 1998

Date of Modification

29.2. In the Company, monitoring directed to provide assurance on the effectiveness of the Control Architecture primarily involves the internal audit in collaboration with the Statutory Auditor on matters within their competence and in particular in reference to the financial information generated by the Company.

29.2 Measure Implemented Yes No N/A

YES. Briefly indicate:

The Rules of Procedure for the Audit Committee consider that the Company Controller will interact with the Statutory Auditor.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation August 18, 1998

Date of Modification

29.3. The Internal Audit function in the Company has defined Internal Audit Bylaws, approved by the Audit Committee, which defines the scope of their audit duties, which should include the topics defined in recommendation 29.3.

29.3 Measure Implemented Yes No N/A

YES. Briefly indicate:

The Bank’s Internal Audit Bylaws include the responsibilities included in this recommendation.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation April 9, 2007

Date of Modification

29.4. The head of internal auditing maintains a professional independent relationship with the Company's and the Conglomerate's Senior Management, through their exclusive functional dependence on the Audit Committee.

29.4 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The Controller does not depend on the Audit Committee exclusively, but its independence is evaluated by the Audit Committee, as defined in its responsibilities.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

29.5. The Board of Directors is responsible for appointing and removing the Company Head of Internal Audit, upon the proposal of the Audit Committee, and any removal or resignation is communicated to the market.

29.5 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Board of Directors is responsible for appointing Internal Control System managers.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

September 28, 2010

Date of Modification

29.6. The Statutory Auditor of the Company or Conglomerate must be clearly independent from them, and he/she must attest to this in the respective audit report.

29.6 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Statutory Auditor declares his/her independence in the period-end report.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

June 30, 1950.

Date of Modification

29.7. If the company is the parent company of a Conglomerate, the Statutory Auditor is the same for all its companies, *including off-shore companies*.

29.7 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The main subsidiaries consolidated by the Bank are audited by the same Statutory Auditor.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | June 30, 2013

Date of Modification

29.8. The company has a policy for the appointment of the Statutory Auditor, approved by the Board of Directors and disclosed to shareholders, which includes the provisions set out in recommendation 29.8.

29.8 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The parameters for the appointment of the Statutory Auditor are defined in the Bank's Bylaws.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | November 15, 1870

Date of Modification

29.9. In order to avoid close ties between the company and the Statutory Auditing Firm and/or their teams and in order to maintain independence, the Company sets a maximum contract period of between five (5) and ten (10) years. If the Statutory Auditor, is a person who has no ties to a firm, the maximum contract period is five (5) years.

29.9 Measure Implemented

Yes No N/A

YES. Briefly indicate:

NO. Explain:

The Bank does not deem it necessary to limit the contract period of the Statutory Auditor.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

29.10. Within the maximum contract term, the **company encourages the rotation of the assigned Statutory Auditing Firm partner**, and of his/her team at mid-term. At the end of the term the partner firm rotation is mandatory.

29.10 Measure Implemented

Yes No N/A

YES. Briefly indicate:

NO. Explain:

The partner from the Statutory Auditing Firm assigned to the Bank and his/her immediate co-workers are rotated periodically.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

29.11. In addition to the existing prohibition on not hiring **other professional services with the Statutory Auditing Firm**, other than financial auditing itself and other functions recognized in current regulation, the Company extends this limitation to persons or entities related to the firm. This includes companies within its group, as well as companies in which there is a significant coincidence of partners and/or administrators with administrators of the Auditing Firm.

29.11 Measure Implemented

Yes No N/A

YES. Briefly indicate:

NO. Explain:

The Bank does not deem it necessary to implement this practice.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

29.12. The **Company discloses the total value of the Statutory Auditor contract** in its public reporting as well as the proportion of professional fees paid by the company versus the total income of the firm for its fiscal audit activity.

29.12 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The Bank has published the certification issued by KPMG on the website in accordance with recommendation 29.12

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

January 28, 2016

Date of Modification

V. TRANSPARENCY AND FINANCIAL AND NON-FINANCIAL INFORMATION

Measure No. 30: Information Disclosure Policy

30.1. The Board of Directors has approved an Information Disclosure Policy, in which as a minimum, the information in the recommendation is identified.

30.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank has defined policy, strategy and procedures for disclosing information.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 8, 2002.

Date of Modification

30.2. In the case of Conglomerates, disclosure of information to third parties is comprehensive and across all the Conglomerate companies, enabling external third parties to have a formed opinion on the reality, organization, complexity, activity, size and governance model of the Conglomerate.

30.2 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

The Bank discloses comprehensive information across all the consolidated companies through its Consolidated Financial Statements. The consolidated information on the Bank and its subsidiaries is disclosed in the respective Management Reports

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

June 30, 1996

Date of Modification

Measure No. 31: Financial Statements.

31.1. Any caveats in the Statutory Auditor's report, as well as actions proposed by the company in order to resolve the situation, shall be announced to **Shareholders** in the General Shareholders Meeting, by the Chairman of the Audit Committee.

31.1 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The Bank would comply with the terms of the recommendation should this situation arise. This situation has never presented itself.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

June 30, 1950.

Date of Modification

31.2. When caveats and/or paragraphs with emphasis arise from the Statutory Auditor, and the Board of Directors considers that it must maintain its criteria, this position is adequately explained and justified by means of a written report to the General Shareholders Meeting, specifying the content and scope of the discrepancy.

31.2 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The response is affirmative to the extent that this situation has not arisen, given that the Bank analyzes and solves this type of situation directly with the Statutory Auditor.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

June 30, 1950.

Date of Modification

31.3 Transactions with or between Related Parties, including transactions between Conglomerate companies, which are considered to be material for the Company when meeting certain objective parameters such as trade volume, percentage of assets, sales or other indicators, **are included in detail in the public financial information as well as any mention on off-shore operations.**

31.3 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

Operations with related parties are disclosed in the notes to the financial statements. In accordance with the Rules of Procedure for the Audit Committee, the Committee is responsible for issuing its opinion on transactions with related parties each semester in a written report, reviewing that these transactions are carried out under market conditions and that they do not violate the equal treatment of shareholders, among others.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

June 30, 1994.

Date of Modification

Measure No. 32: Information reported to the market.

32.1. In the framework of the Information Disclosure Policy, the Board of Directors (or Audit Committee), **adopts appropriate measures to ensure that all financial and non-financial information about the company is reported to the financial and capital markets**, as required by current regulation and as deemed relevant for investors and customers.

32.1 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

Currently, through the Bank's website www.bancodebogota.com, all company information is presented in the Investor Relations section, to which the market in general has access. The Bank has IR recognition, which was awarded by the Colombian Securities Exchange (BVC), recognizing the Bank's best practices in investor relations and disclosure of information. As part of this information, the website has a Relevant Information page where important information related to the Securities Market is disclosed, as legally required.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

March 8, 2002.

Date of Modification

32.2. The Company's website is organized in a *user friendly* manner, so that it is easy for users to access information associated with or related to Corporate Governance.

32.2 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The information on Corporate Governance is properly emphasized in the Investor Relations section on the Bank's website, www.bancodebogota.com.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | March 8, 2002.

Date of Modification

32.3. The Company's website includes, at least, the links described in recommendation 32.3.

32.3 Measure Implemented

Yes No N/A

YES. Briefly indicate:

The Bank's website, www.bancodebogota.com, has specific *Relación con el Inversionista* and *Investor Relations* sections which include both financial and non-financial information addressed to all stakeholders, complying with the guidance provided in recommendation 32.3.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | March 8, 2002.

Date of Modification

32.4. Supporting documentation used by the company when communicating information to the markets are documents that can be printed, downloaded and shared.

32.4 Measure Implemented

Yes No N/A

YES. Briefly indicate:

Documents published on the website comply with this recommendation.

NO. Explain:

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation | March 8, 2002.

Date of Modification

32.5. If the Company is a large and complex business, an explanatory report on the organization, methods and procedures of the Control Architecture implemented is published annually on the website. This serves to provide accurate and safe financial and non-financial information and safeguard the Company’s assets and the efficiency and safety of its operations. The information on the Control Architecture is complemented by a risk management report.

32.5 Measure Implemented Yes No N/A

YES. Briefly indicate:

NO. Explain:

Although the Bank does not publish a specific Control Architecture report on its website, the details to consider on control architecture are presented to the General Shareholders Meeting at each period-end in the Internal Control System report.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

Measure No. 33: Annual Corporate Governance report

33.1. The Company prepares an annual Corporate Governance Report, which is presented together with the rest of the period end documents. The Board of Directors is responsible for its content, prior to review and favorable opinion from the Audit Committee.

33.1 Measure Implemented Yes No N/A

YES. Briefly indicate:

NO. Explain:

The Bank will assess whether to implement a Corporate Governance Report.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

33.2. The Company's Annual Corporate Governance Report is more than a mere transcription of Corporate Governance Standards, included in the Corporate Bylaws, Rules of Procedure, Code of Corporate Governance and other Company documents. The objective is not to describe the company's corporate governance model, but to explain the reality of its operation and relevant changes during the year.

33.2 Measure Implemented

Yes

No

N/A

YES. Briefly indicate:

NO. Explain:

The Bank will assess whether to implement a Corporate Governance Report.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

33.3. The Company's Annual Corporate Governance Report contains period-end information which **describes compliance with Corporate Governance recommendations that were adopted by the organization during the year as well details on the main changes generated.**

The structure of the Annual Corporate Governance Report is aligned with the format suggested in recommendation 33.3.

33.3 Implementa la Medida

Si

No

N/A

YES. Briefly indicate:

NO. Explain:

The Bank will assess whether to implement a Corporate Governance Report.

N/A Identify the regulations which prevent the adoption of the recommendation:

Date of Implementation

Date of Modification

145 años
TRABAJANDO JUNTOS

Banco de Bogotá 

Grupo
AVAL