



Medellín, February 24, 2017

Mrs. SANDRA PATRICIA PEREA DÍAZ  
Deputy Superintendent for Issuers, Investment Portfolios and Other Agents  
Office of the Financial Superintendent  
Bogotá, D. C.

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*Cordial Greetings,*

*As Chairman of the Board of Directors of GRUPO NUTRESA S. A., I wish to inform you that, in order to ensure compliance with the order contained in Circular 24 of 2010, the prohibitions directed to the legal representatives, administrators, and other officials of the Company have been reiterated, to ensure that they give all shareholders equitable treatment concerning the Shareholders' Meeting to be held on March 29, 2017.*

*These prohibitions are:*

- 1. Encouraging, promoting or suggesting to shareholders that they award proxies for the Shareholders' Meeting, in which the representative's name is not clearly defined.*
- 2. Receiving proxies from shareholders for the Shareholders' Meeting in which the representative's name is not clearly defined.*
- 3. Admitting as valid proxies conferred by shareholders to participate in the Shareholders' Meeting, without fulfilling the requirements established in Article 184 of the Colombian Code of Commerce.*
- 4. Suggesting or determining the name of the persons who will act as proxies at the Shareholders' Meeting.*
- 5. Recommending to shareholders that they vote for a particular list of candidates.*



6. *Suggesting to, or coordinating or agreeing with, any shareholder or any shareholder representative, the presentation of proposals which will be discussed at the Shareholders' Meeting.*
7. *Suggesting to, or coordinating or agreeing with, any shareholder or any shareholder representative, voting in favor or against of any proposition that is presented at the Shareholders' Meeting.*
8. *Undertaking any of the conducts described in the preceding paragraphs through a third party.*

*Notwithstanding the foregoing, representatives, officials and other employees may exercise the political rights pertaining to their own shares and those they represent when they act as legal representatives.*

*In case of any violation of the foregoing prohibitions, a complaint must be presented in writing to the Company's CEO, who is responsible for verifying adequate compliance. The Company's CEO shall respond to the complaint within ten (10) working days following its receipt, and immediately report the event to the employee's supervisor in order to take any necessary measures and apply corresponding sanctions.*

*Cordially,*

*(Signed)*  
**ANTONIO CELIA MARTÍNEZ - APARICIO**  
*Chairman, Board of Directors*  
**GRUPO NUTRESA S. A.**