



**RELEVANT INFORMATION**

**SUBJECT:** *Amendment of the Company's Bylaws*

**DATE:** *March 26, 2019*

*During its meeting held on March 26th, 2019, the Shareholders of Grupo Nutresa decided to approve the amendment of articles 63, 70 and numeral 2 of article 71 of the Company's Bylaws. The text of these articles will be as follows:*

***Amendment of Bylaws  
Grupo Nutresa S. A.  
Shareholders Annual Meeting 2019***

<b>CHAPTER XI Board of Directors</b>	
<b><i>Current text</i></b>	<b><i>Approved text</i></b>
<p><b><i>ARTICLE 63.</i></b> <i>The Board of Directors shall be made up of seven (7) members or counselors, all of whom are appointed by the Assembly of Shareholders for periods of one (1) year, but who may be reappointed indefinitely, and freely relieved from their duties at any time by the Assembly of Shareholders.</i></p> <p><b><i>PARAGRAPH.-</i></b> <i>Out of the seven (7) members or counselors, a minimum of three (3) shall have an independent status, and this shall be verified and reported to the Assembly of Shareholders by the person chairing the meeting at which the corresponding appointments are made.</i></p>	<p><b><i>ARTICLE 63.</i></b> <i>The Board of Directors shall be made up of eight (8) members or counselors, all of whom are appointed by the Assembly of Shareholders for periods of one (1) year, but who may be reappointed indefinitely, and freely relieved from their duties at any time by the Assembly of Shareholders.</i></p> <p><b><i>PARAGRAPH.-</i></b> <i>Out of the eight (8) members or counselors, a minimum of three (3) shall have an independent status, and this shall be verified and reported to the Assembly of Shareholders by the person chairing the meeting at which the corresponding appointments are made.</i></p>



<p><b>ARTICLE 70.</b> <i>The Board of Directors shall meet at least once (1) a month and whenever the Board, the Chief Executive Officer, the Statutory Auditor or two members shall call for a meeting.</i></p> <p><i>Notice of extraordinary meetings shall be given at least one day beforehand; however, whenever all the members are present, they may validly discuss matters regardless of the venue and may adopt decisions without the need for any prior notice to be given.</i></p> <p><b>PARAGRAPH.</b> <i>Meetings to be attended in person shall be held at the Company's registered place of domicile or wherever this same Board of Directors should convene.</i></p>	<p><b>ARTICLE 70.</b> <i>The Board of Directors shall meet whenever the Board, the Chief Executive Officer, the Statutory Auditor or two members shall call for a meeting.</i></p> <p><i>Notice of extraordinary meetings shall be given at least one day beforehand; however, whenever all the members are present, they may validly discuss matters regardless of the venue and may adopt decisions without the need for any prior notice to be given.</i></p> <p><b>PARAGRAPH.</b> <i>Meetings to be attended in person shall be held at the Company's registered place of domicile or wherever this same Board of Directors should convene.</i></p>
<p><b>ARTICLE 71.</b> <i>The actual functioning of the Board of Directors shall be governed by legal provisions and by the following special rules and regulations:</i></p> <p><i>2. The Board of Directors shall be able to discuss matters with the presence of four (4) of its members and this same majority shall be required to approve all decisions made, except when these bylaws or legal provision require a special majority vote.</i></p>	<p><b>ARTICLE 71.</b> <i>The actual functioning of the Board of Directors shall be governed by legal provisions and by the following special rules and regulations:</i></p> <p><i>2. The Board of Directors shall be able to discuss matters with the presence of five (5) of its members and this same majority shall be required to approve all decisions made, except when these bylaws or legal provision require a special majority vote.</i></p>