



RELEVANT INFORMATION

SUBJECT: *Summons to the Annual Shareholders' meeting*

DATE: *February 18, 2019*

On January 25, 2019, the Board of Directors decided to convene the annual Shareholders' Meeting for Tuesday, March 26, 2019, at 10:00 a.m., at Plaza Mayor, Medellin. The summons was properly published yesterday, February 17, 2019, in the local newspaper, El Colombiano.

In addition to the ordinary matters of the annual meeting, an amendment of the bylaws will be presented to the Shareholders for their consideration, related to the number of members who will integrate the Board of Directors, and the functioning of this body. The amendment includes the modification of articles 63, 70 and numeral 2 of article 71. The text of these articles would be as follows:

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

CHAPTER XI Board of Directors	
Current text	Text to be presented for approval
<p>ARTICLE 63. <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>PARAGRAPH.- <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>ARTICLE 63. <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>PARAGRAPH.- <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>ARTICLE 70. <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>PARAGRAPH. <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>ARTICLE 70. <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>PARAGRAPH. <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>ARTICLE 71. <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>ARTICLE 71. <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>