



RELEVANT INFORMATION

SUBJECT: *Signing of material agreements*

DATE: *June 16, 2023*

Grupo Nutresa S. A. (hereinafter the "Company") informs that:

1. A framework agreement (hereinafter the "Framework Agreement") and a legal and administrative proceedings transaction contract (hereinafter the "Agreements" in conjunction with the Framework Agreement) were signed today with IHC Capital Holding LLC (hereinafter "IHC"), Grupo Argos S. A. (hereinafter "Argos"), Grupo de Inversiones Suramericana S. A. (hereinafter "Sura"), JGDB Holding S. A. S. (hereinafter "JGDB") and Nugil S. A. S. (hereinafter "Nugil") in furtherance of the provisions agreed upon within the Memorandum of Understanding signed and disclosed on May 24, 2023.
2. The purpose of the Framework Agreement is, as a result of the steps described below, the following: (i) that IHC, JGDB and Nugil become holders of a share no smaller than 87% of the stocks of Grupo Nutresa S. A., once it has been divided and the investments in Sura and Argos have been excluded (hereinafter "Nutresa Alimentos"); (ii) that Nutresa Alimentos cease to be a shareholder in both Sura and Argos; (iii) that IHC, JGDB and Nugil cease to be shareholders in Sura; and (iv) that Sura and Argos cease to be shareholders in Nutresa Alimentos.
3. For the fulfillment of the purpose of the Framework Agreement, a covenant has been established, consisting in taking the following steps, which shall be subject to the compliance with certain conditions:
 - a. The symmetrical division of the Company without dissolving it, with the aim of separating the investments that the Company has in Sura and Argos, in such a way that in both Nutresa Alimentos and the divided company (hereinafter the "Investor Partnership") there shall be full convergence regarding the current shareholders in the Company in equal proportions as their shareholding in the Company.
 - b. The registration of the Investor Partnership and its stocks in the National Registry of Securities and Issuers (abbreviated RNVE in Spanish) of the Colombian Financial Superintendency (abbreviated SFC in Spanish) and before the Colombian Stock Exchange (abbreviated BVC in Spanish).
 - c. Once the Assembly has made the respective decisions, the Company will request the corresponding authorization to the SFC to divide the Company and register the Investor Partnership and its shares in the RNVE and before the BVC.
 - d. Once the Assembly has approved both the Division and the registration of the Investor Partnership and its stocks in the RNVE and before the BVC, all parties, that is, IHC, JGDB, Nugil, Argos and Sura will sign a trust



agreement with the purpose of contributing the stocks that each one of them hold in Nutresa and Sura, as appropriate, to a compartmentalized stand-alone trust.

- e. After the Division has been completed, Argos and Sura will present a non-solicited tender offer for the stocks of Nutresa Alimentos, as follows:
 - i. The offer shall comprise at least one (1) share and at most the stock equivalent to 23.1% of the total shares of Nutresa Alimentos;*
 - ii. The price shall be equivalent to USD 12 per share;*
 - iii. The price shall be payable with money or in kind, should any of the shareholders accepting the tender offer chose such option;*
 - iv. The payment in kind shall be comprised by a combination of Sura shares and Investor Partnership stocks as follows: 0.74 common Sura shares and 0.56 Investor Partnership shares for each Nutresa Alimentos stock.**
- f. Once certain conditions have been met, the contributions received by virtue of the trust agreement will be returned to the parties, as appropriate.*
- g. The parties shall settle the ongoing litigation and administrative proceedings.*

Each one of the stages of this operation shall include, as a necessary prerequisite, the respective authorization by the Financial Superintendency and any other regulatory authorizations, as applicable.

The enforceability of the Agreements shall be subject to the required corporate authorizations.