



Grupo Nutresa S.A.
Carrera 43A No. 1A Sur 143 Teléfono: (574) 266 97 35
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Medellín – Colombia NIT 890.900.050-1

PROPOSALS TO BE SUBMITTED FOR THE CONSIDERATION OF THE GENERAL ASSEMBLY OF SHAREHOLDERS AT THE UPCOMING ANNUAL SHAREHOLDERS' MEETING TO BE HELD ON MARCH 21ST, 2024

1. Consideration of the Management Report from the Company's Chief Executive Officer and the Board of Directors

The Integrated Management Report of the Company's Chief Executive Officer and Board of Directors will be submitted for the consideration by the Shareholders' Assembly.

2. Consideration of the Financial Statements.

The Company's financial statements as of December 31, 2023, will be submitted for consideration by the Shareholders' Assembly, which can be found on the following link: <https://gruponutresa.com/en/investors/quarterly-results/?yr=2023&tr=4>

3. Consideration of the Proposed Dividend Distribution and the Setting up of Reserves.

With the purpose of strengthening the Company's assets, and with a view to leveraging its future growth, the Board of Directors of Grupo Nutresa S. A. will propose to the shareholders' assembly not to declare dividends for the period between April 2024 and March 2025, and, instead, provide that the total amount of the net profit, that is, COP 720,587,470,880, be taken to the "Occasional Reserve at the disposal of the Shareholders' Assembly.

4. Appointment of the Statutory Auditor

The Board's Auditing Committee evaluated the performance of the external auditing firm, PWC Contadores y Auditores Ltda. (PWC), for the period 2023-2024, as well as the work proposal presented by this same firm for the period 2024-2025.

This evaluation covered the following aspects:

- 1. The suitability and experience offered by this firm and the individuals appointed to carry out this work.*
- 2. The application of well-recognized international standards to ensure top quality auditing work.*
- 3. The scope of the work planning function, the methodology used and the staff appointed by the firm to carry out the work involved.*
- 4. Public credibility and trust.*
- 5. The added value provided.*
- 6. Swift and efficient performance.*
- 7. The cost-benefit ratio.*



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The Committee concluded that PWC meets the aforementioned criteria, provides a comprehensive range of high-quality services, in line with the standards and professionalism demanded by Grupo Nutresa S. A., and addresses the specific needs of the company.

Taking into account the results of the mentioned analysis and the recommendations of the Committee, the Board of Directors will propose to the Shareholders' Assembly the re-election of PWC as statutory auditor for the period from April 1, 2024, to March 31, 2025.

5. Fixing of the Board of Directors' monthly fee.

The Appointment and Remuneration Committee will propose to submit for consideration by the Shareholders' Assembly a fixed monthly fee of COP 10,870,000 for the members of the Board of Directors for the period April 2024 - March 2025, regardless of the number of board meetings and committee meetings held during the respective month.

It will also be proposed that these fees be paid to the board members, except for Jaime Gilinski and Gabriel Gilinski, who have decided to participate in the board without receiving remuneration.

Likewise, taking into account these fees and other remuneration components, the proposal will include a maximum cost for the Board of Directors of COP 650 million.

6. Fixing of the Statutory Auditor's monthly fee

The Auditing Committee will propose to the Shareholders' Assembly to approve a monthly fee for the Statutory Auditing firm of COP 9,910,343 payable from April 2024 to March 2025.