



RELEVANT INFORMATION

ASUNTO: *Amendment to the Company's bylaws*

FECHA: *December 21, 2023*

Grupo Nutresa informs that the shareholder Nugil S. A. S. presented a proposal to amend the Company's bylaws, which was published on the Company's website, www.gruponutresa.com, and is included in this document.

The proposal will be submitted for consideration at the extraordinary shareholders' meeting to be held on December 28, 2023.

Amendment proposals for Grupo Nutresa's bylaws (statutes).

Find below the suggested amendments for the first Shareholders Assembly meeting after having formalized the first exchange:

Current texts	Amendments	Proposed texts	Substantiation
<p>ARTICLE 42. Any disagreements regarding the Company's Articles of Incorporation, their interpretation or fulfillment that may arise between the shareholders or between these and the Company or its Board of Directors, during its term of duration, or when the Company is dissolved or wound up, shall be submitted to an Arbitration Panel made up of three (3) arbiters, who shall be appointed by mutual consent, and if this is not possible within the ten (10) days following the request for the establishment of the court, at the request of any party, shall be elected by the Center for Conciliation and Arbitration of the Medellin Chamber of Commerce. The court shall operate in the city of Medellin.</p> <p>The arbitrators shall be qualified and practicing attorneys and shall decide in right by a majority of votes.</p>	<p>ARTICLE 42. Any disagreements regarding the Company's Articles of Incorporation, their interpretation or fulfillment that may arise between the shareholders or between these and the Company or its Board of Directors, during its term of duration, or when the Company is dissolved or wound up, shall be submitted to an Arbitration Panel made up of three (3) arbiters, who shall be appointed by mutual consent, and if this is not possible within the ten (10) days following the request for the establishment of the court, at the request of any party, shall be elected by the Center for Conciliation and Arbitration of the Medellin Chamber of Commerce. The court shall operate in the city of Medellin.</p> <p>The arbitrators shall be qualified and practicing attorneys and shall decide in right by a majority of votes.</p>	<p>ARTICLE 42. All controversies, disputes, claims or disagreements emerging in connection with the articles of incorporation or related to the decisions made by the Shareholders Assembly that cannot be resolved directly by the parties shall be submitted to and exclusively settled through institutional arbitration, which shall be managed by (and governed by the respective rules of) the Bogotá D.C. Chamber of Commerce Arbitrage and Conciliation Center based on both the currently valid regulations of the latter and the following rules: (i) the court of arbitration shall be formed by three (3) arbitrators appointed by mutual agreement by the parties or, otherwise, by the Bogotá D.C. Chamber of Commerce Arbitrage and Conciliation Center, who shall be selected from the A list of arbitrators created by such Center upon request of any of the parties; (ii) the arbitrage will take place in Bogotá D.C.; and (iii) the arbitrators shall reach a decision pursuant to the applicable law.</p>	<p>An amendment of Article 42 of the Company's statutes is proposed with the aim of avoiding potential discussions about the adequate forum or potential conflicts of competence.</p> <p>Additionally, a clearer and more expeditious arbitral procedure is proposed.</p>

<p>For the purpose of this clause, the term “party” shall mean the person or group of persons maintaining the same claim.</p> <p>The decision of the arbitrators shall be final and binding on the parties. All costs incurred by the court shall be assumed by the losing party.</p> <p>These arbitration proceedings may be done away with when, within a period of fifteen (15) days following the date on which the disagreement arises, the interested parties are able to settle their differences and, being a matter that can be dealt with in this manner, decide to submit this to friendly arbitration, and it shall be governed by the rules of the Center for Conciliation, Arbitration and Amicable Arbitration of the Medellin Chamber of Commerce for Antioquia.</p>	<p>For the purpose of this clause, the term “party” shall mean the person or group of persons maintaining the same claim.</p> <p>The decision of the arbitrators shall be final and binding on the parties. All costs incurred by the court shall be assumed by the losing party.</p> <p>These arbitration proceedings may be done away with when, within a period of fifteen (15) days following the date on which the disagreement arises, the interested parties are able to settle their differences and, being a matter that can be dealt with in this manner, decide to submit this to friendly arbitration, and it shall be governed by the rules of the Center for Conciliation, Arbitration and Amicable Arbitration of the Medellin Chamber of Commerce for Antioquia.</p>	<p>Paragraph: All controversies related to biases in the decisions made by the General Shareholders Assembly shall not be subject to this Arbitration Clause; therefore, all such biases shall be freely brought forward to the ordinary courts.</p>	
<p>ARTÍCULO 46. For the election of the members of the Board of Directors, the following rules shall be observed:</p> <p>(...)</p> <p>2. The proposals to elect the members of the Board of Directors must be presented ten (10) business days before the meeting</p>	<p>ARTÍCULO 46. Para la elección de los miembros de la Junta Directiva se observarán las siguientes normas:</p> <p>(...)</p> <p>2. The proposals to elect the members of the Board of Directors must be presented 10 5 business days before the</p>	<p>ARTICLE 46. For the election of the members of the Board of Directors, the following rules shall be observed:</p> <p>(...)</p> <p>2. The proposals to elect the members of the Board of Directors must be presented 5 business days before the meeting of the</p>	<p>Proposal: to shorten the anticipation period for presenting candidates with the purpose of streamlining the election process.</p> <p>Moreover, a clarification of the internal nomination and election process regarding the Board of Directors members is proposed as</p>

<p>of the Shareholders' Assembly in which they will be elected, attaching the following documents: (1) The written acceptance by each candidate to be included in the corresponding slate; and (2) The written communication from the independent candidates stating that they comply with the requirements of independence set forth in Article 44 of Law 964 of 2005. In case there is a temporary or absolute impossibility to form the Board of Directors' quorum due to, among other reasons, the legal obligation or the instruction of the Shareholders' Assembly to refrain from acting in specific acts, shareholders may propose the election of the members of the Board of Directors without the aforementioned advance notice.</p>	<p>meeting of the Shareholders' Assembly in which they will be elected, attaching the following documents: (1) The written acceptance by each candidate to be included in the corresponding slate; and (2) The written communication from the independent candidates stating that they comply with the requirements of independence set forth in Article 44 of Law 964 of 2005. In case there is a temporary or absolute impossibility to form the Board of Directors' quorum due to, among other reasons, the legal obligation or the instruction of the Shareholders' Assembly to refrain from acting in specific acts, shareholders may propose the election of the members of the Board of Directors without the aforementioned advance notice</p> <p>In all cases, the procedure and anticipation terms set forth herein shall not constitute an obstacle for correctly exercising the shareholders' right to nominate and appoint members of the Board of Directors.</p>	<p>Shareholders' Assembly in which they will be elected, attaching the following documents: (1) The written acceptance by each candidate to be included in the corresponding slate; and (2) The written communication from the independent candidates stating that they comply with the requirements of independence set forth in Article 44 of Law 964 of 2005.</p> <p>In all cases, the procedure and anticipation terms set forth herein shall not constitute an obstacle for correctly exercising the shareholders' right to nominate and appoint members of the Board of Directors.</p>	<p>to indicate that such process cannot be used as a hurdle for hindering the enforcement of the right to nominate and appoint Board of Directors members to which shareholders are entitled in the context of public corporations.</p>
<p>ARTICLE 51. The meetings of the Shareholders' Assembly that are attended in person shall be presided over by the Company's Chief Executive Officer; and in his</p>	<p>ARTÍCULO 51. The meetings of the Shareholders' Assembly that are attended in person shall be presided over by the Company's Chief Executive Officer; and in</p>	<p>ARTICLE 51. The meetings of the Shareholders Assembly shall be presided over by the Company's Chief Executive Officer; and in his or her absence by the members of the</p>	<p>The proposal here is to acknowledge the General Shareholders Assembly's ability, as the highest governance body, to elect an <i>ad hoc</i> chairperson for</p>

<p>or her absence by the members of the Board of Directors in the same order as they were appointed. In their absence, by any person appointed by the shareholders attending this meeting, by means of a majority vote of the shares therein represented.</p>	<p>his or her absence by the members of the Board of Directors in the same order as they were appointed. In their absence. In all cases, the Assembly itself shall be able to appoint, by means of a majority vote of the shares therein represented, an <i>ad hoc</i> chairperson and/or an <i>ad hoc</i> secretary for a specific meeting among the meeting attendees.</p>	<p>Board of Directors in the same order as they were appointed. In all cases, the Assembly itself shall be able to appoint, by means of a majority vote of the shares therein represented, an <i>ad hoc</i> chairperson and/or an <i>ad hoc</i> secretary for a specific meeting among the meeting attendees.</p>	<p>Assembly meetings, thus enabling the meetings to start and develop forward. There is also the suggestion to eliminate the “in-person” reference for the meetings, taking into account that the considerations set forth herein are applicable to both in-person and virtual meetings (held via on-line tools).</p>
<p>ARTICLE 59. The Shareholders’ Assembly shall have the following functions: (...)</p> <p>18. Approve the Succession Policy of the Board of Directors.</p> <p>19. Approve the relevant operations with economically bound companies, except for non-material operations in the ordinary course of the Company and that are made at market rates generally established by the person supplying the goods or services.</p>	<p>ARTICLE 59. The Shareholders’ Assembly shall have the following functions: (...)</p> <p>18. Approve the Succession Policy of the Board of Directors</p> <p>19. Approve the relevant operations with economically bound companies when such operations: (i) are not transactions or deals regularly conducted in the Company’s ordinary course of business; (ii) are material; (iii) are not conducted at market rates generally established by the agent supplying the goods or services and (iv) have been approved by the Board of Directors pursuant to these Statutes.</p>	<p>ARTICLE 59. The Shareholders’ Assembly shall have the following functions: (...)</p> <p>19. Approve the relevant operations with economically bound companies when such operations: (i) are not transactions or deals regularly conducted in the Company’s ordinary course of business; (ii) are material; (iii) are not conducted at market rates generally established by the agent supplying the goods or services; and (iv) have not been approved by the Board of Directors pursuant to these Statutes.</p> <p>[All other subsections remain the same, only undergoing a simple</p>	<p>The proposal consists in eliminating this function of the Board of Directors (section 18) due to the fact it is a matter that is already regulated, not only by the commercial law, but also by Grupo Nutresa’s Statutes and Code of Corporate Governance.</p> <p>Additionally, there is the suggestion to adjust the composition of section 19 in order to harmonize how it reads based on the amendment of article 72, section 43.</p>

		format adjustment to the numbering]	
<p>ARTICLE 61. All that occurring at the meetings held by the Assembly of Shareholders shall be recorded in the Company's Minutes Book, registered before the Chamber of Commerce located within the Company's registered place of domicile.</p> <p>Said meetings shall be signed by the Chairperson of these meetings along with the Secretary or the person replacing the Secretary, or in his or her absence by the Statutory Auditor, and shall be approved by a commission made up of three (3) persons appointed by the Assembly of Shareholders at this same meeting. The minutes shall contain the details and statements required by current legal provisions.</p>	<p>ARTICLE 61. All that occurring at the meetings held by the Assembly of Shareholders shall be recorded in the Company's Minutes Book, registered before the Chamber of Commerce located within the Company's registered place of domicile.</p> <p>Said meetings shall be signed by the Chairperson of these meetings along with the Secretary or the person replacing the Secretary, and in the absence of the Secretary, by the Statutory Auditor, and The minutes shall be approved by the Shareholders Assembly or by a commission made up of three (3) persons appointed by the Assembly of Shareholders at this same meeting. The minutes shall contain the details and statements required by current legal provisions.</p>	<p>ARTICLE 61. All that occurring at the meetings held by the Assembly of Shareholders shall be recorded in the Company's Minutes Book, registered before the Chamber of Commerce located within the Company's registered place of domicile.</p> <p>Said minutes shall be signed by the Chairperson along with the Secretary or the person replacing the Secretary, and in the absence of the secretary, by the Statutory Auditor. The minutes shall be approved by the Shareholders Assembly or by a commission made up of three (3) persons appointed by the Assembly of Shareholders at the same meeting. The minutes shall contain the details and statements required by current legal provisions.</p>	<p>Here, the proposal is to acknowledge the General Shareholders Assembly's ability, as the highest governance body, to:</p> <ol style="list-style-type: none"> 1. Elect an <i>ad hoc</i> chairperson and/or an <i>ad hoc</i> secretary for Assembly meetings. Thus, a proposal is made to clarify that the minutes can be signed by the main or the <i>ad hoc</i> secretary and chairperson. 2. Approving the meeting minutes directly, when deemed convenient, instead of doing so through a commission.
<p>ARTICLE 63. The Board of Directors shall be made up of seven (7) members or counselors, all of whom are appointed by the Shareholders Assembly for periods of two (2) years, but they may be reappointed indefinitely, as well as freely relieved from their duties at any time by the Shareholders Assembly.</p>	<p>ARTICLE 63. The Board of Directors shall be made up of seven (7) members or counselors, all of whom are appointed by the Shareholders Assembly for periods of two (2) years, but they may be reappointed indefinitely, as well as freely relieved from their duties at any time by the Shareholders Assembly.</p>	<p>ARTICLE 63. The Board of Directors shall be made up of seven (7) members or counselors, all of whom are appointed by the Shareholders Assembly for periods of two (2) years, but they may be reappointed indefinitely, as well as freely relieved from their duties at any time by the Shareholders Assembly.</p>	<p>Proposal: to reduce the number of independent members for the Board of Directors with the aim of accommodating the requirement of ensuring that 25% of the members are independent established in article 44 from Act 964 of 2005.</p>

<p>PARAGRAPH 1.- 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.</p> <p>PARAGRAPH 2. - The two-year term shall be applicable to the Board of Directors serving at the moment this amendment was approved. Thus, it shall be understood that the term of such Board of Directors concludes in March 2024.</p>	<p>PARAGRAPH 1.- Out of the seven (7) members or counselors, a minimum of three (3) two (2) 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.</p> <p>PARAGRAPH 2.- The two-year term shall be applicable to the Board of Directors serving at the moment this amendment was approved. Thus, it shall be understood that the term of such Board of Directors concludes in March 2024.</p>	<p>PARAGRAPH 1. Out of the seven (7) members or counselors, a minimum of two (2) 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.</p>	
<p>ARTICLE 69. The Board of Directors shall appoint a Chairperson from amongst its members, who shall preside over the meetings, and in his or her absence, the meetings shall be presided over by the principal members, in the same order as they were appointed.</p>	<p>ARTICLE 69. The Board of Directors shall appoint a Chairperson from amongst its members, who shall preside over the meetings, and in his or her absence, the meetings shall be presided over by the principal members, in the same order as they were appointed.</p> <p>Paragraph. The Chairperson of the Board of Directors shall be either an independent or a non-independent member of the Board of Directors. The Chairperson of the Board of Directors shall be elected by majority vote from the Board of</p>	<p>ARTICLE 69. The Board of Directors shall appoint a Chairperson from amongst its members, who shall preside over the meetings, and in his or her absence, the meetings shall be presided over by the principal members, in the same order as they were appointed.</p> <p>Paragraph. The Chairperson of the Board of Directors shall be either an independent or a non-independent member of the Board of Directors. The Chairperson of the Board of Directors shall be elected by majority vote from the Board of</p>	<p>A new paragraph is included with the purpose of establishing that the Chairperson position within the Board of Directors can be held by both independent and non-independent or equity Board of Directors members. The objective is to enable and allow the participation of all Board of Directors members in such election.</p>

	Directors members attending the corresponding meeting.	Directors members attending the corresponding meeting.	
<p>ARTICLE 71. The functioning of the Board of Directors shall be governed by legal provisions and by the following special rules:</p> <p>1. The Board of Directors may not hold valid meetings attended in person without the Company's Chief Executive Officer or his or her acting alternate, except when one or the other, after being invited, refuses to attend.</p> <p>(...)</p> <p>7. The minutes shall be signed by two (2) Board of Directors attending the corresponding meetings, by the main or <i>ad hoc</i> Chairman and the Secretary.</p> <p>Paragraph: In the event there is a potential conflict of interest (understanding such conflict according to the provisions of article 23 from Act 222 of 1995 or as established in any other regulations supplementing, amending or replacing it in the</p>	<p>ARTICLE 71. The functioning of the Board of Directors shall be governed by legal provisions and by the following special rules:</p> <p>1. The Board of Directors may not hold valid meetings attended in person without the Company's Chief Executive Officer or his or her acting alternate, except when one or the other, after being invited, refuses to attend.</p> <p>(...)</p> <p>7. The minutes shall be signed by two (2) Board of Directors attending the corresponding meetings, by the main or <i>ad hoc</i> Chairman and the Secretary.</p> <p>Paragraph: In the event there is a potential conflict of interest (understanding such conflict according to the provisions of article 23 from Act 222 of 1995 or as established in any other regulations supplementing, amending or replacing it in the future) in</p>	<p>ARTICLE 71. The functioning of the Board of Directors shall be governed by legal provisions and by the following special rules:</p> <p>(...)</p> <p>7. The minutes shall be signed by two (2) Board of Directors members attending the corresponding meetings, by the main or <i>ad hoc</i> Chairperson and Secretary.</p> <p>[All other subsections remain the same with only a format adjustment to the respective numbering]</p> <p>Paragraph: In the event there is a potential conflict of interest (understanding such conflict according to the provisions of article 23 from Act 222 of 1995 or as established in any other regulations supplementing, amending or replacing it in the future) in</p>	<p>In this case, the proposal is to cut out the first subsection of article 71 with the aim of not subordinating the validity of the decisions made by the Board of Directors to the attendance of the Management.</p> <p>Additionally, there is the proposal to adjust subsection 7 in the sense that the minutes shall not require the signatures of all the Board of Directors members who have attended the session. The objective of this amendment proposal is to simplify and streamline the process of obtaining a final version of the minutes. In addition, there is also the proposal of requiring the main or <i>ad hoc</i> chairperson and secretary to sign the document with the purpose of evenly extending the amendment proposed herein.</p> <p>A final proposal for this article consists in including, in the corresponding Paragraph, a clear procedure that allows offering an alternative to unlock the decision-making process at the Board of Directors level when there are hindrances due to the existence of actual or potential conflicts of interest involving members of the Management.</p>

	<p>future) in consideration of which any or several Board of Directors members must abstain from participating in the deliberation and voting, the following procedure shall be observed:</p> <ol style="list-style-type: none"> 1. Once one or more Board of Directors members disclose the existence of a potential conflict of interest, the Board shall summon a General Shareholders Assembly meeting for the shareholders to decide whether to authorize the Directors who stated the conflict of interest to participate in one or more Board of Directors meetings where debates and decisions are held and made regarding the matters that gave rise to the conflict of interest in question. 2. If, after the decision made by the Assembly, the Board of Directors reaches a minimum quorum of four (4) nonconflicting members, the proposal that gave rise to the conflict shall undergo deliberation by the Board of Directors. The decision shall be approved if favorable votes are cast by four (4) or more Directors. 	<p>consideration of which any or several Board of Directors members must abstain from participating in the deliberation and voting, the following procedure shall be observed:</p> <ol style="list-style-type: none"> 1. Once one or more Board of Directors members disclose the existence of a potential conflict of interest, the Board shall summon a General Shareholders Assembly meeting for the shareholders to decide whether to authorize the Directors who stated the conflict of interest to participate in one or more Board of Directors meetings where debates and decisions are held and made regarding the matters that gave rise to the conflict of interest in question. 2. If, after the decision made by the Assembly, the Board of Directors reaches a minimum quorum of four (4) nonconflicting members, the proposal that gave rise to the conflict shall undergo deliberation by the Board of Directors. The decision shall be approved if favorable votes are cast by four (4) or more Directors. 	
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	<p>3. If, after the decision made by the General Shareholders Assembly, the Board of Directors fails to reach a minimum quorum of four (4) nonconflicting members, the Board shall have no competence to decide on the matter that gave rise to the conflict of interest and the Assembly shall decide directly on such matter.</p>	<p>3. If, after the decision made by the General Shareholders Assembly, the Board of Directors fails to reach a minimum quorum of four (4) nonconflicting members, the Board shall have no competence to decide on the matter that gave rise to the conflict of interest and the Assembly shall decide directly on such matter.</p>	
<p>ARTICLE 72. It shall be understood that the Board of Directors shall be delegated with the broadest mandate to run the Company and therefore it shall have sufficient attributions to order any act or contract as part of its business purpose to be executed or entered into and to adopt all the necessary decisions in order for the Company to fulfill its aims, and in particular shall have the following functions:</p> <p>(...)</p> <p>13. Approve the investments, divestments, or operations of any kind that, for their amount or characteristics, could be classified as strategic or that affect the strategic assets or liabilities of the Company.</p>	<p>ARTICLE 72. It shall be understood that the Board of Directors shall be delegated with the broadest mandate to run the Company and therefore it shall have sufficient attributions to order any act or contract as part of its business purpose to be executed or entered into and to adopt all the necessary decisions in order for the Company to fulfill its aims, and in particular shall have the following functions:</p> <p>(...)</p> <p>13. Approve the investments, divestments, or operations of any kind that, for their amount or characteristics, could be classified as strategic or that affect the strategic assets or liabilities of the Company. All</p>	<p>ARTICLE 72. It shall be understood that the Board of Directors shall be delegated with the broadest mandate to run the Company and therefore it shall have sufficient attributions to order any act or contract as part of its business purpose to be executed or entered into and to adopt all the necessary decisions in order for the Company to fulfill its aims, and in particular it shall have the following functions:</p> <p>(...)</p> <p>13. Approve the investments, divestments, or operations of any kind that, for their amount or characteristics, could be classified as strategic or that affect the strategic assets or liabilities of the Company. All transactions or</p>	<p>Proposal for subsection 13: to include an additional constraint for the Management regarding the amounts of transactions and contracts. The objective of this proposal is to maintain a check and balance system and to ensure the Board of Directors' monitoring of the Management in connection with relevant transactions or contracts with a significant impact on the Organization.</p> <p>Another proposal consists in eliminating the reference to the succession policy because it is a matter that is already regulated, not only by the commercial law, but also by Grupo Nutresa's Statutes and Code of Corporate Governance.</p>

<p>(...)</p> <p>35. Present the Board of Directors' Succession Policy to the Shareholders' Assembly for its approval.</p> <p>(...)</p> <p>39. Approve the other policies it deems necessary and, if appropriate, present them to the Shareholders' Assembly for their approval.</p> <p>43. Know, and in the event of a material impact, approve the operations that the Company conducts with controlling or significant shareholders, as defined in the Code of Good Governance, with the members of the Board of Directors and other directors or with persons linked to them (operations with Related Parties), as well as with companies of the same business group.</p>	<p>transactions or contracts with amounts in excess of TWO HUNDRED FIFTY THOUSAND MILLION (250.000.000.000) Colombian Pesos shall always require prior approval by the Board of Directors.</p> <p>(...)</p> <p>35. Present the Board of Directors' Succession Policy to the Shareholders' Assembly for its approval.</p> <p>(...)</p> <p>39. Approve the other policies it deems necessary and, if appropriate, present them to the Shareholders' Assembly for their approval.</p> <p>43. Know, and in the event of a material impact, approve the operations that the Company conducts with other companies within the same business group, controlling or significant shareholders, as defined in the Code of Good Governance. In all respects, the Board of Directors shall always be responsible for being aware of and approving the operations conducted by the Company with members of the Management or with people connected with them in any way.</p>	<p>contracts with amounts in excess of TWO HUNDRED FIFTY THOUSAND MILLION (250.000.000.000) Colombian Pesos shall always require prior approval by the Board of Directors.</p> <p>(...)</p> <p>39. Approve all other policies deemed necessary.</p> <p>43. Know, and in the event of a material impact, approve the operations that the Company conducts with other companies within the same business group, controlling or significant shareholders, as defined in the Code of Corporate Governance. In all respects, the Board of Directors shall always be responsible for being aware of and approving the operations conducted by the Company with members of the Management or with people connected with them in any way.</p>	<p>Proposal: to clarify the composition of the text concerning the Board of Directors' faculty of being aware of and approving the material operations that the Company conducts with its shareholders and any other associated organizations, as well as with members of the Management or people connected with them in any way.</p> <p>A new subsection has been added to supplement the amendment suggested for article 78.</p>
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	<p>with the members of the Board of Directors and other directors or with persons linked to them (operations with Related Parties), as well as with companies of the same business group.</p> <p>52. To give the CEO instructions regarding the direction of the vote in the meetings the CEO attends personally or through an attorney-in-fact as the representative of the Company before the assemblies or governing boards of companies, corporations or communities in which the Company has interests.</p>	<p>52. To give the CEO instructions regarding the direction of the vote in the meetings the CEO attends personally or through an attorney-in-fact as the representative of the Company before the assemblies or governing boards of companies, corporations or communities in which the Company has interests.</p> <p>[All other subsections that have not been mentioned here will remain the same with only a format adjustment to the respective numbering]</p>	
<p>ARTICLE 73. The Board of Directors may delegate to the Chief Executive Officer, whenever considered appropriate or for special cases or for a limited period of time, any of the functions listed in the aforementioned article, providing these are capable of being delegated. In no case may the functions established in numbers 1, 2, 6, 9, 13, 24, 26, and those between numbers 27 and 50 be delegated.</p>	<p>ARTICLE 73. The Board of Directors may delegate to the Chief Executive Officer, whenever considered appropriate or for special cases or for a limited period of time, any of the functions listed in the aforementioned article, providing these are capable of being delegated. In no case may the functions established in numbers 1, 2, 6, 9, 13, 24, 26, and those between numbers 27 and 50 be delegated.</p>	<p>ARTICLE 73. The Board of Directors may delegate to the Chief Executive Officer, whenever considered appropriate or for special cases or for a limited period of time, any of the functions listed in the aforementioned article, providing that these are capable of being delegated. In no case may the functions established in numbers 1, 2, 6, 9, 13, 24, 26, and those between numbers 27 and 50 be delegated.</p>	<p>The elimination of the final paragraph is proposed with the aim of streamlining the strategic decision-making process, thus enabling higher levels of flexibility and swiftness in the execution of decisions, as well as in the relationships with subsidiary companies and all bodies, departments and business units of the business group, which are governed by the provisions of the Code of Corporate Governance. Therefore, it is not deemed</p>

<p>The functions of the Board of Directors must be met with a focus on the Business Group and developed through general policies, guidelines or requests for information that respect the balance between the interests of the Parent Company and the subsidiaries, and the Business Group as a whole.</p>	<p>The functions of the Board of Directors must be met with a focus on the Business Group and developed through general policies, guidelines or requests for information that respect the balance between the interests of the Parent Company and the subsidiaries, and the Business Group as a whole.</p>		<p>necessary to limit or impose conditions to the Board of Directors' responsibilities in this regard.</p>
<p>ARTICLE 78. The Chief Executive Officer shall have the following attributions:</p> <p>(...)</p> <p>6. To attend, personally or by proxy, to all those meetings of the Shareholders' Assembly or the Boards of Directors of all those companies, corporations, or communities in which the Company holds a stake and to vote at said meetings in the representation of the Company.</p>	<p>ARTICLE 78. The Chief Executive Officer shall have the following attributions:</p> <p>(...)</p> <p>6. To attend, personally or by proxy, to all those meetings of the Shareholders' Assembly or the Boards of Directors of all those companies, corporations, or communities in which the Company holds a stake and to vote at said meetings in the representation of the Company according to the instructions given by the Board of Directors, which shall be explicitly recorded on the minutes of the corresponding Board of Directors meeting.</p>	<p>ARTICLE 78. The Chief Executive Officer shall have the following attributions:</p> <p>(...)</p> <p>To attend, personal or by proxy, to all those meetings of the Shareholders' Assembly or the Boards of Directors of all those companies, corporations, or communities in which the Company holds a stake and to vote at said meetings in the representation of the Company according to the instructions given by the Board of Directors, which shall be explicitly recorded on the minutes of the corresponding Board of Directors meeting.</p>	<p>Here, the proposal is to reintroduce the Company CEO's duty of voting in the assembly or governing board meetings in which Grupo Nutresa holds any interest and doing so according to the instructions given by the Board of Directors.</p> <p>The aim of this measure is to guarantee the principles of good corporate governance that promote a check and balance system among the multiple governance instances of the Company.</p>
<p>ARTICLE 79. The Company shall have a Secretary, whose appointment and removal</p>	<p>ARTICLE 79. The Company shall have a Secretary, whose appointment and removal</p>	<p>ARTICLE 79. The Company shall have a Secretary, whose appointment and removal</p>	<p>In alignment with these adjustments, the inclusion of the final reference is proposed with the</p>

<p>corresponds to the Board of Directors at the proposal by the Chief Executive Officer of the Company, with a prior report to the Appointment and Retribution Committee, who shall, in turn, act as Secretary to the Shareholders' Assembly, the Board of Directors and the Chief Executive Officer. The Secretary may be a member of the Board of Directors, but shall not receive any remuneration for this position.</p>	<p>corresponds to the Board of Directors at the proposal by the Chief Executive Officer of the Company, with a prior report to the Appointment and Retribution Committee, who shall, in turn, act as Secretary to the Shareholders' Assembly, the Board of Directors and the Chief Executive Officer. The Secretary may be a member of the Board of Directors, but shall not receive any remuneration for this position. <i>In all cases, the General Shareholders Assembly or the Board of Directors shall be able to appoint an <i>ad hoc</i> secretary for specific meetings.</i></p>	<p>corresponds to the Board of Directors at the proposal by the Chief Executive Officer of the Company, with a prior report to the Appointment and Retribution Committee, who shall, in turn, act as Secretary to the Shareholders' Assembly, the Board of Directors and the Chief Executive Officer. The Secretary may be a member of the Board of Directors, but shall not receive any remuneration for this position. In all cases, the General Shareholders Assembly or the Board of Directors shall be able to appoint an <i>ad hoc</i> secretary for specific meetings.</p>	<p>objective of guaranteeing that there is a competent secretary in all meetings, who shall be in charge of recording in an accurate manner all the discussions and decisions held and made during the meetings, in addition to ensuring the corresponding regulatory compliance.</p>
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	Elimination
	Inclusion