

## BBVA COLOMBIA INFORMS THE MEASURES TAKEN IN ORDER TO ENSURE EQUITABLE TREATMENT TO SHAREHOLDERS

The Board of Directors of BBVA Colombia, established the following measures in order to ensure fair and equitable treatment for all shareholders, encourage their effective participation and the exercise of their rights at the Shareholders' ordinary meeting convened for Friday, March 1<sup>st</sup>, 2019, starting at 11:00 a.m.

BBVA Colombia's legal representatives, administrators and employees are required to act with neutrality towards all shareholders, they must refrain from behaviors classified as illegal, unauthorized and unsafe, stated on Title III of Resolution 116 of 2002 issued by the *Superintendencia Financiera* (Colombian Banking Authority).

It is forbidden for Bank's employees to:

- Represent shares other than their own in the Shareholders' meetings, or induce, by any means, the granting of proxies in favor of certain people. They may not vote, even with their own shares, on decisions regarding the approvals of balances, end of year accounts and liquidations.
- Request the granting of proxies, personally or through interposed person, in favor of administrators or employees of the Bank, for the attendance to the Shareholders' meetings.
- Encourage, promote or suggest to shareholders the granting of proxies, for Shareholders' meetings, in which it is not clearly defined the proxy's name.
- Receive proxies from shareholders in which it is not clearly stated the proxy's name.
- Accept as valid proxies that do not meet the legal requirements established in article 184 of the Commercial Code. Proxies must be made in writing, stating the proxy's name, the proxy's substitute and the date or time period of the meeting. Legal entities must attach a recent certificate that proves the existence and representation of the company.
- Recommend to the shareholders to vote for a specific candidate or a list of candidates.
- Suggest, coordinate or agree with any shareholder or his proxy, the submission of proposals to be addressed in the Shareholders' meeting, notwithstanding the capacity of the Board of Directors and the CEO, stated in the Bylaws, to submit proposals to shareholders, in order to ensure the Bank's adequate development.
- Suggest, coordinate or agree with any shareholder or their proxy, the vote for or against any proposal submitted in the reunion.

The proxies granted by the shareholders must comply with the requirements established in article 184 and 185 of the Commercial Code, Bylaws and Regulations of the General Shareholders' Meeting of BBVA Colombia.

Legal framework: Resolution 0116 of 2002 from *Superintendencia Financiera* of Colombia (Colombian Banking Authority), articles 184 and 185 of the Commercial Code and article 23 of Law 222 of 1995, Corporate Governance Code and Regulation of the General Shareholders' Meeting.

Responsible for implementing and verifying the adequate compliance with these measures:  
Legal Services Executive Vice-President and Corporate Secretary Director of the Legal Advise Department

More information: Legal Services Executive Vice-Presidency: Dial number + 57 1 3471600 Exts. 11105, 11177, 11175 or 011620. Shareholders' Office: Dial number + 57 1 3471600 Ext. 11111. Investor Relations: dial number + 57 1 3471600 Ext. 12764.