

“PROPOSAL”

The following amendments to the Bylaws are proposed to the General Shareholders' Meeting, in order to change the number of members of the Board of Directors from seven (7) principal and seven (7) alternates to nine (9) members without alternates:

1. To amend Section 2 of Article 19 of the Bylaws as follows:

Original Article	Proposal
<p><b>ARTICLE 19. FUNCTIONS OF THE GENERAL SHAREHOLDERS' MEETING.</b> The following are the functions of the General Shareholders' Meeting:</p> <p>[...]</p> <p>2) Elect and freely remove primary and alternate members of the Board of Directors.</p> <p>[...]</p>	<p><b>ARTICLE 19. FUNCTIONS OF THE GENERAL SHAREHOLDERS' MEETING.</b> The following are the functions of the General Shareholders' Meeting:</p> <p>[...]</p> <p>2) Elect and freely remove <del>primary and alternate</del> members of the Board of Directors.</p> <p>[...]</p>

2. To amend Article 21 of the Bylaws as follows:

Original Article	Proposal
<p><b>ARTICLE 21. COMPOSITION OF THE BOARD.-</b></p> <p>The Board of Directors shall be composed of seven (7) primary directors and their seven (7) personal alternates. At least twenty-five percent (25%) of the members of the Board of Directors shall be independent in nature. Directors shall be elected by the General Shareholders' Meeting through the electoral quotient system. The President shall attend the meetings of the Board of Directors. He or she is allowed to speak but not vote, unless he or she is a member of the Board, in which case he or she may speak and vote. Directors shall have a term of one (1) year and may be re-elected for an indefinite number of terms or freely removed by the General Shareholders' Meeting before the expiration of the term. If, at the expiration of the term, the Shareholders' Meeting has not held a new election, the previously elected directors shall remain in their positions.</p>	<p><b>ARTICLE 21. COMPOSITION OF THE BOARD.-</b></p> <p>The Board of Directors shall be composed of <del>seven</del> nine (<del>7</del>) <del>primary</del> directors <del>and their seven (7) personal alternates</del>. At least twenty-five percent (25%) of the members of the Board of Directors shall be independent in nature. Directors shall be elected by the General Shareholders' Meeting through the electoral quotient system. The President shall attend the meetings of the Board of Directors. He or she is allowed to speak but not vote, unless he or she is a member of the Board, in which case he or she may speak and vote. Directors shall have a term of one (1) year and may be re-elected for an indefinite number of terms or freely removed by the General Shareholders' Meeting before the expiration of the term. If, at the expiration of the term, the Shareholders' Meeting has not held a new election, the previously elected directors shall remain in their positions.</p>

3. Remove Article 23 of the Bylaws and, as a consequence, adjust the numbering of the current articles 24 to 46 of the Bylaws, which become articles 23 to 45:

Original Article	Proposal
<p><b>ARTICLE 23. ALTERNATES.</b> Alternate board members shall replace primary board members during permanent or temporary absences, but they may be called to participate in the Board's deliberations, even when they would not otherwise be required to attend, in which case the alternate shall be able to speak but not vote in the deliberations and shall be paid the same compensation as the primary board members.</p>	<p><del>ARTICLE 23. ALTERNATES. Alternate board members shall replace primary board members during permanent or temporary absences, but they may be called to participate in the Board's deliberations, even when they would not otherwise be required to attend, in which case the alternate shall be able to speak but not vote in the deliberations and shall be paid the same compensation as the primary board members.</del></p>

4. To amend Article 28 of the Bylaws as follows:

Original Article	Proposal
<p><b>ARTICLE 28. Supplemented and modified by Public Deeds Nos. 0580 of March 6, 2006 issued by Notary 18 of Bogotá, and 28 of January 6, 2011 issued by Notary 73 of Bogotá. AUDIT COMMITTEE:</b> The Audit Committee shall be made up of three primary directors and no alternates. All members must be independent primary members. The members of the Committee shall be appointed by the Board of Directors. The Company's CPA shall also be part of the Committee. He or she shall be entitled to speak at meetings but not vote. Committee meetings may be scheduled by any Company official.</p> <p><b>PARAGRAPH.</b> The Audit Committee must meet at least once every three (3) months. The decisions of the Audit Committee shall be documented in minutes, subject to the provisions of Article 189 of the Commerce Code.</p>	<p><b>ARTICLE 27<del>8</del>.</b> Supplemented and modified by Public Deeds Nos. 0580 of March 6, 2006 issued by Notary 18 of Bogotá, and 28 of January 6, 2011 issued by Notary 73 of Bogotá. <b>AUDIT COMMITTEE:</b> The Audit Committee shall be composed of at least <del>made up of</del> three <del>primary</del> directors <del>and no alternates including</del> all <u>independent</u> members <del>must be independent primary</del>. The members of the Committee shall be appointed by the Board of Directors, <u>which will also enact the Regulation of said Committee.</u></p> <p>The Company's CPA shall also be part of the Committee. He or she shall be entitled to speak at meetings but not vote. Committee meetings may be scheduled by any Company official.</p> <p><b>PARAGRAPH.</b> The Audit Committee must meet at least once every three (3) months. The decisions of the Audit Committee shall be documented in minutes, subject to the provisions of Article 189 of the Commerce Code.</p>

Additionally, it is proposed to the General Shareholders' Meeting to amend Article 22 of the Bylaws, to incorporate a procedure for the election of the Secretary of the Board of Directors:

5. To amend Article 22 of the Bylaws as follows:

<b>Original Article</b>	<b>Proposal</b>
<b>ARTICLE 22. CHAIR AND SECRETARY.</b> The Board of Directors shall have a Chair elected from among the directors, as well as a Secretary who may be a board member or another person.	<b>ARTICLE 22. CHAIR AND SECRETARY.</b> The Board of Directors shall have a Chair elected from among the directors, as well as a Secretary who may be a board member or another person.  <u>In addition, for the election of the Secretary, the Board of Directors will consider the following: (i) If the Secretary will be a solely purpose collaborator, the Board of Directors will appoint or remove at its discretion. (ii) If the candidate for Secretary holds an executive position within the Company, will be appointed by the Board of Directors upon proposal by the President of the Company.</u>

Bogotá D.C., March 5th, 2024.

Patricia Salgado Vergara  
Legal Representative  
**ADMINEGOCIOS S.A.S.”**