Principio del formulario

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|  | **Country Code Survey Consultation** |



Issuer Type:                 
Issuer:                          
Date (ddmmyyyy):    

File number:                                      59820
Issuer name:                                   CORPORACION DE FERIAS Y EXPOSICIONES S.A. USUARIO OPERADOR D
Issuer Tax ID:                               860002464-3
Legal Representative name:         CORPORACION DE FERIAS Y EXPOSICIONES S.A. USUARIO OPERADOR D
ID document:                   79778564
Period of Evaluation (ddmmyyyy):   31122013
SFC Entity code assigned:          78 - 4
Legal nature:                                   Corporation

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| **I. GENERAL ASSEMBLY OF SHAREHOLDERS** |

**Question 1 ( \* )**

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| **Question:** During the latest General Assembly of Shareholders was the necessary documentation made available to them for proper information around the topics at hand, within the terms of summon and at the corporate domicile? (Measure 1). | Yes  | No  |

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| **Comments** |  |

**Question 2 ( \* )**

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| **Question:** Does the information made available to the shareholders during the General Assembly of Shareholders convening period contain the proposal of candidates for the Board of Directors? (Measure 2). | Yes  | No  |

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| **Comments** |  |

**Question 3 ( \* )**

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| **Assumption:** If the issuer is connected to a parent company and / or subordinates, answer the question with Yes or No, otherwise, answer N/A. **Question:** Did the issuer have financial information on its parent company and subordinate partnerships available to shareholders? (Measure 2). | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 4 ( \* )**

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| **Assumption:** If the issuer has a website, answer the question with Yes or No, otherwise, answer N/A.**Question:** Was the information on the latest General Assembly of Shareholders summon and other necessary information published on the issuer's website? (Measure 3). | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 5 ( \* )**

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| **Question:** Were the different matters to be discussed in the agenda established by Shareholder Assemblies and held during the period of evaluation disaggregated? (Measure 4). | Yes  | No  |

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| **Comments** |  |

**Realization of the assembly** **Question 6 ( \* )**

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| **Assumption:** If segregation as defined in the glossary occurred, answer the question with Yes or No, otherwise, answer with N/A.**Question:** Was segregation approved by the General Assembly of Shareholders? (Measure 5). | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 7 ( \* )**

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| **Assumption:** If segregation as defined in the glossary occurred, answer the question with Yes or No, otherwise, answer with N/A.**Question:** Was segregation included when convening the Assembly where it was adopted? (Measure 6) | Yes  | No  | N/A  |

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| **Comments** |  |

**Assembly summon** **Question 8 ( \* )**

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| **Assumption:** If the issuer's corporate purpose was modified, answer Yes or No, otherwise, answer N/A.**Question:** Was the change in corporate purpose included when convening the Assembly where it was adopted? (Measure 6) | Yes  | No  | N/A  |

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| **Comments** |  |

**Realization of the assembly** **Question 9 ( \* )**

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| **Assumption:** If the shareholder assembly adopted waiving of the preemptive right during subscription, answer Yes or No, otherwise, answer N/A.**Question:** Was waiving preemptive rights during subscription included when convening the Assembly where it was adopted? (Measure 6). | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 10 ( \* )**

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| **Assumption:** If the Shareholder Assembly modified the corporate domicile, answer Yes or No, otherwise, answer N/A.**Question:** Was the change in corporate domicile included when convening the Assembly where it was adopted? (Measure 6) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 11 ( \* )**

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| **Assumption:** If the Shareholder Assembly adopted an early dissolution, answer Yes or No, otherwise, answer N/A.**Question:** Was early dissolution included when convening the Assembly where it was adopted? | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 12 ( \* )**

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| **Question:** Does the issuer have electronic means that allow for shareholders that may not attend the Shareholder Assembly to access information around its developments? (Measure 7) | Yes  | No  |

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| **Comments** |  |

**Approval of Relevant Operations** **Question 13   ( \* )**

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| **Assumption:** Were there relevant operations different from operations held during the period of evaluation, with bound economic stakeholders where the following conditions occurred simultaneously?: a. Operations were held at market rates, generally set by the party acting as supplier of the good or service in question, and b. Operations were along the regular line of business of the issuer and not material in nature. Answer Yes or No, otherwise, answer N/A.**Question:** Were the relevant operations carried out with the bound economic stakeholders in the assumption, approved by the General Assembly of Shareholders unless they were not allowed for the issuer under legal provisions? (Measure 8) | Yes  | No  | N/A  |

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| **Comments** |  |

**Equal treatment and rights for shareholders** **Question 14   ( \* )**

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| **Question:** Does the issuer clearly, accurately and comprehensively disclose the rights and obligations of shareholders to the public? (Measure 9) | Yes  | No  |

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| **Comments** |  |

**Question 15 ( \* )**

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| **Question:** Does the issuer permanently disclose the types of shares issued to the public? (Measure 10) | Yes  | No  |

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| **Comments** |  |

**Question 16 ( \* )**

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| **Question:** Does the issuer permanently disclose the amount of shares issued to the public? (Measure 10) | Yes  | No  |

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| **Comments** |  |

**Question 17 ( \* )**

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| **Question:** Does the issuer permanently disclose the amount of reserve shares for each type of share to the public? (Measure 10) | Yes  | No  |

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| **Comments** |  |

**Question 18 ( \* )**

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| **Question:** Does the issuer have an internal operation regulation for the General Assembly of Shareholders in place? (Measure 11). | Yes  | No  |

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| **Comments** |  |

**Question 19 ( \* )**

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| **Assumption:** When the issuer has an internal operation regulation for the Shareholder Assembly, answer Yes or No, otherwise, answer N/A.**Question:** Does the Internal Operation Regulation for the General Assembly of Shareholders include measures in its convening process? (Measure 11) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 20 ( \* )**

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| **Assumption:** When the issuer has an internal operation regulation for the Shareholder Assembly, answer Yes or No, otherwise, answer N/A.**Question:** Does the Internal Operation Regulation for the General Assembly of Shareholders include measures on its execution? (Measure 11) | Yes  | No  | N/A  |

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| **Comments** |  |

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| **II. BOARD OF DIRECTORS** |

**Size, composition, and operation** **Question 21 ( \* )**

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| **Question:** Is the Board of Directors of the issuer composed of an odd number of members sufficient for the proper performance of their duties? (Measure 12). | Yes  | No  |

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| **Comments** |  |

**Question 22 ( \* )**

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| **Question:** Does the Board of Directors meet at least once a month? (Measure 13) | Yes  | No  |

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| **Comments** |  |

**Question 23 ( \* )**

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| **Question:** Does the Board of Directors have an Internal Operation Regulation in place? (Measure 14) | Yes  | No  |

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| **Comments** |  |

**Question 24 ( \* )**

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| **Assumption:** When the issuer has an internal operation regulation for the Board of Directors, answer Yes or No, otherwise, answer N/A.**Question:** Was the Internal Operation Regulation of the Board of Directors informed to all of the issuer's shareholders? (Measure 14) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 25 ( \* )**

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| **Assumption:** When the issuer has an internal operation regulation for the Board of Directors, answer Yes or No, otherwise, answer N/A.**Question:** Is the Board of Directors' Internal Operation Regulation binding for all of its members? (Measure 14) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 26 ( \* )**

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| **Assumption:** When the issuer has an internal operation regulation for the Board of Directors, answer Yes or No, otherwise, answer N/A.**Question:** Does the Board of Directors' Internal Operation Regulation consider the information that must be available to all members of the Board of Directors appointed to the first time, and in general suggestions in Measure 18? (Measure 14) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 27 ( \* )**

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| **Assumption:** When the issuer has an internal operation regulation for the Board of Directors, answer Yes or No, otherwise, answer N/A.**Question:** Does the Board of Directors' Internal Operation Regulation consider that meeting minutes must identify the support that served as basis for decision making, as well as reasons for compliance or non-compliance considered for said decisions, and in general, all suggestions in Measure 19? (Measure 14) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 28 ( \* )**

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| **Assumption:** When the issuer has an internal operation regulation for the Board of Directors, answer Yes or No, otherwise, answer N/A.**Question:** Does the Internal Operation Regulation of the Board of Directors consider the period before the meeting of said board allowed to submit information to the members, and in general, all suggestions in Measure 20? (Measure 14). | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 29 ( \* )**

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| **Assumption:** When the issuer has an internal operation regulation for the Board of Directors, answer Yes or No, otherwise, answer N/A.**Question:** Is the period before the meeting used to submit information to the members of the Board as set forth in the Internal Operation Regulation less than two (2) days? (Measure 20). | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 30 ( \* )**

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| **Assumption:** When the issuer has an internal operation regulation for the Board of Directors, answer Yes or No, otherwise, answer N/A.**Question:** Does the Board of Directors' Internal Operation Regulation establish means through which members of the Board of Directors may request the information to be submitted to them, before the meeting? (Measure 20) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 31 ( \* )**

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| **Assumption:** When the issuer has an internal operation regulation for the Board of Directors, answer Yes or No, otherwise, answer N/A.**Question:** Does the Board of Directors' Internal Operation Regulation consider the possibility that this body can hire an external adviser upon request of any of its members to contribute with the necessary elements to determine whether or not to adopt of these decisions? (Measure 22) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 32 ( \* )**

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| **Assumption:** When the issuer has an internal operation regulation for the Board of Directors, answer Yes or No, otherwise, answer N/A.**Question:** Does the Board of Directors' Internal Operation Regulation consider the conditions under which this body can hire an external adviser upon request of any of its members to contribute with the necessary elements to determine whether or not to adopt of these decisions? (Measure 22). | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 33 ( \* )**

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| **Question:** When appointing a new member of the Board of Directors, does the issuer consider whether the potential member meets the professional, academic, and experience qualifications required to better perform his / her duties? (Measure 15) | Yes  | No  |

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| **Comments** |  |

**Question 34 ( \* )**

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| **Question:** Are the majority of members of the Board of Directors or of its equivalent body independent? (Measure 16). | Yes  | No  |

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| **Comments** |  |

**Responsibilities and rights of the member of the Board of Directors** **Question 35   ( \* )**

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| **Question:** Do the members of the Board of Directors inform around the existence of direct or indirect relationships with any stakeholder, that may create conflict of interest or have an impact over their opinion or vote? (Measure 17) | Yes  | No  |

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| **Comments** |  |

**Question 36 ( \* )**

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| **Question:** Does the issuer make enough information available to the members of the Board of Directors appointed for the first time, to have specific knowledge around the issuer and the sector in which it operates? (Measure 18). | Yes  | No  |

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| **Comments** |  |

**Question 37 ( \* )**

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| **Question:** Does the issuer make information related to the responsibilities, obligations and rights of members of the Board of Directors appointed for the first time, available to them? (Measure 18). | Yes  | No  |

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| **Comments** |  |

**Question 38 ( \* )**

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| **Question:** Do Board of Directors' meeting minutes identify research studies, fundamentals and other sources of information that serve as basis for decision making? (Measure 19). | Yes  | No  |

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| **Comments** |  |

**Question 39 ( \* )**

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| --- | --- | --- |
| **Question:** Do Board of Directors' meeting minutes include reasons for compliance or non-compliance considered for decision making? (Measure 19). | Yes  | No  |

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| **Comments** |  |

**Question 40 ( \* )**

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| --- | --- | --- |
| **Question:** Does the issuer make information relevant for decision making according to the agenda in the convening notification available to the members of the Board of Directors no less than two (2) days or more in advance? (Measure 20) | Yes  | No  |

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| **Comments** |  |

**Question 41 ( \* )**

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| --- | --- | --- | --- |
| **Assumption:** When the issuer's Board of Directors has alternate members, answer Yes or No, otherwise, answer N/A.**Question:** Does the issuer have mechanisms in place that allow Alternate Members to be properly informed around the topics submitted to consideration before the Board of Directors, in a way in which when they replace principal members, they have sufficient knowledge to perform this duty? (Measure 21) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 42 ( \* )**

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| **Question:** Does the issuer have a budget item that supports the Board of Directors hiring an external adviser upon request of any of its members, to contribute with the necessary elements to decide on whether or not to adopt certain decisions? (Measure 22). | Yes  | No  |

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| **Comments** |  |

**Support committees** **Question 43   ( \* )**

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| **Assumption:** When there is a permanent committee different from that which is required by law, with certain responsibilities including supporting the Board of Directors in terms of designations and remunerations, answer Yes or No, otherwise, answer N/A. **Question:** Does the Designation and Remuneration committee have at least one member from the Board of Directors? (Measure 23) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 44 ( \* )**

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| **Assumption:** When there is a permanent committee different from that which is required by law, with certain responsibilities including supporting the Board of Directors in terms of designations and remunerations, answer Yes or No, otherwise, answer N/A. **Question:** Does the Designation and Remuneration Committee support the Board of Directors when reviewing senior management performance, understood as the Chairman and his immediate subordinates? (Measure 24) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 45 ( \* )**

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| **Assumption:** When there is a permanent committee different from that which is required by law, with certain responsibilities including supporting the Board of Directors in terms of designations and remunerations, answer Yes or No, otherwise, answer N/A. **Question:** Does the Designation and Remuneration Committee propose a remuneration and salary policy for the issuer's employees, including senior management? (Measure 24) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 46 ( \* )**

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| --- | --- | --- | --- |
| **Assumption:** When there is a permanent committee different from that which is required by law, with certain responsibilities including supporting the Board of Directors in terms of designations and remunerations, answer Yes or No, otherwise, answer N/A. **Question:** Does the Designation and Remuneration Committee propose appointing, remunerating, and dismissing the Company Chairman or his equivalent? (Measure 24) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 47 ( \* )**

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| --- | --- | --- | --- |
| **Assumption:** When there is a permanent committee different from that which is required by law, with certain responsibilities including supporting the Board of Directors in terms of designations and remunerations, answer Yes or No, otherwise, answer N/A. **Question:** Does the Designation and Remuneration Committee propose objective criteria for the issuer to hire its main executives? (Measure 24). | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 48 ( \* )**

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| **Assumption:** When there is a permanent committee different from that which is required by law, with certain responsibilities including supporting the Board of Directors in terms of corporate governance, answer Yes or No, otherwise, answer N/A. **Question:** Is the Corporate Governance Committee composed of at least one member of the Board of Directors? (Measure 23). | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 49 ( \* )**

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| **Assumption:** When there is a permanent committee different from that which is required by law, with certain responsibilities including supporting the Board of Directors in terms of corporate governance, answer Yes or No, otherwise, answer N/A. **Question:** Does the Corporate Governance Committee gear towards shareholders and the market in general having full, truthful and timely access to issuers' information that requires disclosure? (Measure 25) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 50 ( \* )**

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| **Assumption:** When there is a permanent committee different from that which is required by law, with certain responsibilities including supporting the Board of Directors in terms of corporate governance, answer Yes or No, otherwise, answer N/A. **Question:** Does the Corporate Governance Committee inform around the performance of the Audit Committee? (Measure 25) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 51 ( \* )**

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| **Assumption:** When there is a permanent committee different from that which is required by law, with certain responsibilities including supporting the Board of Directors in terms of corporate governance, answer Yes or No, otherwise, answer N/A. **Question:** Does the Corporate Governance Committee review and evaluate the way in which the Board of Directors fulfilled its duties during the period? (Measure 25) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 52 ( \* )**

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| **Assumption:** When there is a permanent committee different from that which is required by law, with certain responsibilities including supporting the Board of Directors in terms of corporate governance, answer Yes or No, otherwise, answer N/A. **Question:** Does the Corporate Governance Committee monitor the negotiations carried out by members of the Board with shares issued by the company or by other companies under the same group? (Measure 25) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 53 ( \* )**

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| **Assumption:** When there is a permanent committee different from that which is required by law, with certain responsibilities including supporting the Board of Directors in terms of corporate governance, answer Yes or No, otherwise, answer N/A. **Question:** Does the Corporate Governance Committee supervise compliance of the administrator's remuneration policy? (Measure 25) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 54 ( \* )**

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| **Question:** In addition to its legal responsibilities or those set forth in the bylaws, does the Audit Committee state possible operations with bound economic stakeholders through a written report? (Measure 26) | Yes  | No  |

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| **Comments** |  |

**Question 55 ( \* )**

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| **Question:** In addition to its legal responsibilities or those set forth in the bylaws, does the Audit Committee verify whether possible operations with bound economic stakeholders are carried under market conditions and that they do not hinder equal treatment between shareholders? (Measure 26) | Yes  | No  |

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| **Comments** |  |

**Question 56 ( \* )**

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| **Question:** In addition to its legal responsibilities or those set forth in the bylaws, does the Audit Committee establish policies, criteria and practices that the issuer will use for the construction, disclosure or publication of its financial information? (Measure 26) | Yes  | No  |

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| **Comments** |  |

**Question 57 ( \* )**

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| **Question:** In addition to its legal responsibilities or those set forth in the bylaws, does the Audit Committee define mechanisms to consolidate information from the issuer's control bodies to submit said information before the Board of Directors? (Measure 26) | Yes  | No  |

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| **Comments** |  |

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| **III. DISCLOSURE OF FINANCIAL AND NON-FINANCIAL INFORMATION** |

**Information requests** **Question 58   ( \* )**

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| **Question:** Does the issuer have a support center or contact point available to its investors that serves as a communication channel between them? (Measure 27) | Yes  | No  |

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| **Comments** |  |

**Question 59 ( \* )**

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| **Question:** When according to the issuer, a response to an investor may place it in and advantageous position, does it guarantee access to said response for other investors immediately, according to the mechanisms established by the issuer for that purpose, and under the same economic conditions? (Measure 28). | Yes  | No  |

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| **Comments** |  |

**Question 60 ( \* )**

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| **Question:** May a group of shareholders request the specialized audits? (Measure 29) | Yes  | No  |

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| **Comments** |  |

**Question 61 ( \* )**

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| **Assumption:** When a group of shareholders may request specialized audits, answer Yes or No, otherwise, answer N/A.**Question:** Is there a procedure in place that specifies the minimum percentage of shares that will allow to request specialized audits? (Measure 30) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 62 ( \* )**

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| **Assumption:** When a group of shareholders may request specialized audits, answer Yes or No, otherwise, answer N/A.**Question:** Is there a procedure in place that specifies the reasons for defining the minimum percentage of shares that will allow to request specialized audits? (Measure 30) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 63 ( \* )**

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| --- | --- | --- | --- |
| **Assumption:** When a group of shareholders may request specialized audits, answer Yes or No, otherwise, answer N/A.**Question:** Is there a procedure that specifies necessary elements to request a specialized audit? | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 64 ( \* )**

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| **Assumption:** When a group of shareholders may request specialized audits, answer Yes or No, otherwise, answer N/A.**Question:** Is there a procedure in place that specifies the practice and designation of a specialized audit? (Measure 30) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 65 ( \* )**

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| **Assumption:** When a group of shareholders may request specialized audits, answer Yes or No, otherwise, answer N/A.**Question:** Is there a procedure that specifies who shall bear the cost for the specialized audit? (Measure 30) | Yes  | No  | N/A  |

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| **Comments** |  |

**Question 66 ( \* )**

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| **Assumption:** When a group of shareholders may request specialized audits, answer Yes or No, otherwise, answer N/A.**Question:** Are the terms expected for each stage or steps within the procedure of hiring a specialized audit accurate? (Measure 30) | Yes  | No  | N/A  |

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| **Comments** |  |

**Market information** **Question 67   ( \* )**

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| **Question:** Are there mechanisms that the issuer foresees to allow informing shareholders and other investors around the material findings of internal control activities? (Measure 31) | Yes  | No  |

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| **Comments** |  |

**Question 68 ( \* )**

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| **Question:** (Measure 32). Does the issuer disclose information to the market around general policies that apply to the remuneration and any economic benefit granted to… |

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| Members of the Board of Directors? | Yes  | No  |

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| Legal Representative? | Yes  | No  |

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| Statutory Auditor? | Yes  | No  |

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| External advisers? | Yes  | No  |

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| External auditors? | Yes  | No  |

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| **Comments** |  |

**Question 69 ( \* )**

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| **Question:** Does the issuer inform the market around contracts executed with its directors, managers, main executives and legal representatives including relatives, partners and other related parties? (Measure 33) | Yes  | No  |

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| **Comments** |  |

**Question 70 ( \* )**

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| **Question:** Does the issuer inform the market around internal dispute settlement standards? (Measure 34) | Yes  | No  |

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| **Comments** |  |

**Question 71 ( \* )**

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| **Question:** Does the issuer inform the market around criteria applicable to negotiations that its directors, administrators and employees carry out regarding shares and other securities it has issued, such as preemptive rights? (Measure 35) | Yes  | No  |

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| **Comments** |  |

**Question 72 ( \* )**

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| **Question:** Does the issuer disclose its Board of Directors' resumes, and those of its internal control bodies to the market, and in their absence, of equivalent bodies, as well as the resumes of its legal representatives for the market to comprehend their qualifications and experience that will allow for them to handle their responsibilities? (Measure 36) | Yes  | No  |

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| **Comments** |  |

**Statutory Auditor** **Question 73   ( \* )**

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| **Question:** Did the issuer appoint the Statutory Auditor among people or firms that have received income from the company and / or from its bound economic stakeholders, representing 25% or more of their latest annual income? (Measure 37) | Yes  | No  |

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| **Comments** |  |

**Question 74 ( \* )**

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| **Question:** Did the issuer or its bound economic stakeholders hire services other than audits from the Statutory Auditor? (Measure 38) | Yes  | No  |

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| **Comments** |  |

**Question 75 ( \* )**

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| **Question:** Do contracts between the issuer and the Statutory Auditor establish clauses where individuals that perform the audits require a five (5) year turnover? (Measure 39) | Yes  | No  |

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| **Comments** |  |

**Question 76 ( \* )**

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| **Question:** Does the issuer demand that the person leaving office as Statutory Auditor must wait no less than two (2) years to take office as Statutory Auditor once again for the same company? (Measure 39) | Yes  | No  |

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| **Comments** |  |

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| **IV. DISPUTE SETTLEMENT** |

**Question 77 ( \* )**

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| **Question:** Does the issuer adopt the necessary measures to inform its shareholders of the legal procedure in place to protect its rights effectively before the Financial Superintendency of Colombia? (Measure 40) | Yes  | No  |

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| **Comments** |  |

**Question 78 ( \* )**

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| **Question:** Has the issuer adopted a direct agreement to solve conflicts between the issuer and its shareholders, between the shareholders and the managers, and between shareholders? (Measure 41) | Yes  | No  |

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| **Comments** |  |

**Question 79 ( \* )**

|  |  |  |
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| **Question:** Has the issuer foreseen an alternate solution to conflicts between the issuer and its shareholders, between the shareholders and the managers, and between shareholders? (Measure 41) | Yes  | No  |

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| **Comments** |  |

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| **Optional Question** |

**Question 80 ( \* )**

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| **Question:** When there are corporate governance practices additional to those recommended by the Best Corporate Practices Code, this section allows for the issuer to disclose them. |

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| **Comments** |  |

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