

MEMORANDUM

FROM : JAIME MANTILLA GARCIA
President of the Board of Directors.

TO : ANDRÉS LÓPEZ VALDERRAMA
Executive President - Chief Legal Representative

MARIO ANTONIO CAJIAO PEDRAZA
Alternate Legal Representative

MAURICIO PAREDES GARCIA
Alternate Legal Representative

NATALIA RIVEROS CASTILLO
General Secretary

ANA CECILIA PINILLA CARDENAS
Legal Coordinator of the General Secretariat

FABIO CORREDOR GUZMAN
Senior Lawyer at the General Secretariat

LUCY IVONNE OSPINA VELASQUEZ
Junior lawyer at the General Secretariat

CESAR AUGUSTO FERREIRA ZAMBRANO
Junior Lawyer at the General Secretariat

SEBASTIAN SANCHEZ RAMIREZ
Junior Lawyer at the General Secretariat

ANA CRISTINA CASADO CORTES
Junior Lawyer at the General Secretariat

ANGELA MARIA REYES URIBE
Secretary of the General Secretariat

DATE : 28 FEBRUARY 2020

**SUBJECT : PROVISIONS OF THE FINANCIAL SUPERINTENDENCE ON
ILLEGAL, UNAUTHORIZED AND UNSAFE PRACTICES OF SECURITIES
ISSUERS IN RELATION TO THE REPRESENTATION OF THEIR
SHAREHOLDERS AT MEETINGS**

In order to comply with the provisions of Part III Title I Chapter VI of the Basic Legal Circular Letter of the Superintendence of Finance (C.E. 029/14) and so that officers directly related to the General Shareholders' Meeting of Corporación de Ferias y Exposiciones S.A. Usuario Operador de Zona Franca, hereinafter Corferias, have a clear and precise knowledge on the obligations before the shareholders of the Corporation, especially to ensure an equitable treatment to each and every one of them, I am pleased to inform you, of the mandatory compliance with the following measures:

The illegal, unauthorized and unsafe practices of the issuers of securities described below are prohibited whether they are carried out directly or through an intermediary, since they may constitute a violation of the provisions of Articles 184 and 185 of the Code of Commerce and 23 numbers 2, 6 and 7 of Law 222 of 1995:

- 1) Encourage, promote or suggest to the shareholders the granting of powers of attorney where the name of the representative for the Shareholders' Meeting of the respective companies does not appear clearly defined.
- 2) To receive from the shareholders powers of attorney for the meetings of the meeting, where the name of the respective representative does not appear clearly defined.
- 3) To admit as valid powers of attorney conferred by the shareholders, without fulfilling the requirements established in Article 184 of the Code of Commerce, to participate in the Shareholders' Meeting.
- 4) To suggest or determine the name of those who will act as proxies for the shareholders at the meeting
- 5) Recommend shareholders to vote for a certain list.
- 6) To suggest, coordinate, agree with any shareholder or any representative of shareholders, the presentation at the meeting of proposals to be submitted for their consideration.
- 7) To suggest, coordinate or agree with any shareholder or with any representative of shareholders, the vote in favor or against any proposal to be presented at the meeting.
- 8) In any case, the directors or employees of the company issuing the shares may exercise the political rights inherent in their own shares and those they represent when acting as legal representatives.

Consequently, should any of the situations described above arise, the following corrective and remedial measures must be taken:

- 1) Return to their principals any powers that may contravene the illegal, unauthorized and unsafe practices mentioned above.
- 2) Inform shareholders that powers of attorney may not be granted to persons directly or indirectly related to the management or employees of the company.

3) The directors cannot receive special powers of attorney before the meeting is convened by means of which the matters to be discussed at the meeting are reported

4) The directors must take all necessary steps to ensure that the officials of the respective company act neutrally towards the various shareholders.

In addition, Dr. Andrés Lopez Valderrama, Executive President, and Dr. Natalia Riveros Castillo, General Secretary of Corferias, were appointed as responsible officers in charge of verifying the adequate compliance with such procedure.

Cordially,

(Signed original)

JAIME MANTILLA GARCIA

President of the Board of Directors.