

Proposals for the General Assembly of Shareholders

2019

The Board of Directors of Grupo de Inversiones Suramericana S.A. (hereinafter the Company) hereby submits the following proposals for the consideration of the General Assembly of Shareholders, the purpose of which is to describe and expand upon all those items which shall be put to the vote, as contained in the agenda for their upcoming Annual Meeting to be held on March 29, 2019.

Item 3 Appointing a commission for inspecting the ballots and approving and signing the minutes of this meeting.

This proposal recommends appointing a commission made up of three (3) shareholder representatives to review and approve the contents of the Minutes of this Annual Meeting so as to ensure that all that stated in said document corresponds to what was actually discussed and decided by the General Assembly of Shareholders

Item 7 Approving the Management Report from the Board of Directors and Chief Executive Officer.

The Company's Board of Directors and Chief Executive Officer shall submit for the consideration of the Shareholders, their Management Report on the results obtained by the Company as well as the level of performance on the part of its strategic investments in 2018.

This Management Report can be found by clicking on the following link:

<https://www.gruposura.com/relacion-con-inversionistas/accion/asamblea-de-accionistas/>

Item 8 Approving the separate and consolidated financial statements.

The Company's financial statements at year-end 2018 shall be submitted for the consideration of the General Assembly of Shareholders, together with their respective Notes.

These financial statements can be found by clicking on the following link:

<https://www.gruposura.com/relacion-con-inversionistas/accion/asamblea-de-accionistas/>

Item 9 Presenting and approving the proposed distribution of profits, setting up the Company's reserves and allocating funds for social outreach programs.

The Board of Directors submits for the consideration of the General Assembly of Shareholders the proposed distribution of profits, namely a dividend of five hundred and fifty Colombian pesos (COP 550.00) per share, payable in four (4) separate installments in the months of April, July and October 2019 and January 2020. This represents an increase of 6.18% compared to the dividend paid out last year.

Similarly, the Board of Directors proposes setting up a reserve in the amount of five thousand seven hundred and seventy-five million pesos (COP 5,775,000, 000.00) the purpose of which is to invest in social outreach projects, specifically in areas such as education, culture and the Company's own volunteer work

The complete text of these proposed amendments can be found by clicking on the following link:

<https://www.gruposura.com/wp-content/uploads/2019/03/grupo-sura-proyecto-distribucion-para-asamblea-2019.pdf>

Item 10 Presenting and approving the proposed amendments to the Company's by-laws

The Board of Directors also submits for the consideration of the General Assembly of Shareholders a proposal regarding amending certain articles contained in the Company's by-laws, these consisting of updating these and adjusting their wording.

The complete text of these proposed amendments can be found by clicking on the following link:

<https://www.gruposura.com/wp-content/uploads/2019/02/grupo-sura-propuesta-reforma-estatutos-2019.pdf>

Item 11: *Setting the fees to be paid to the members of the Board of Directors.*

A proposal regarding the amount of fees to be paid to members of the Board of Directors for the period April 2019 to March 2020 is submitted for the consideration of the General Assembly of Shareholders.

The amount of fees thus proposed was based on the corresponding criteria, as contained in the Appointment, Remuneration and Succession Policy for Members of the Board of Directors, as previously approved by the General Assembly of Shareholders.

The Shareholders shall also be presented with the total annualized expense for this governing body for their due approval.

The complete text of these proposed amendments can be found on the following link: <https://www.gruposura.com/relacion-con-inversionistas/accion/asamblea-de-accionistas/>

Item 12 *Setting the fees to be paid to the Company's Statutory Auditing firm.*

A proposal regarding the amount of fees to be paid to the Statutory Auditing firm for the period April 2019 to March 2020 is submitted for the consideration of the General Assembly of Shareholders

These proposed fees were approved by the Company's Board of Directors, after due analysis on the part of the Audit and Finance Committee, taking into account the level of commitment, obligations and responsibilities required from the Statutory Auditing Firm in performing its duties.