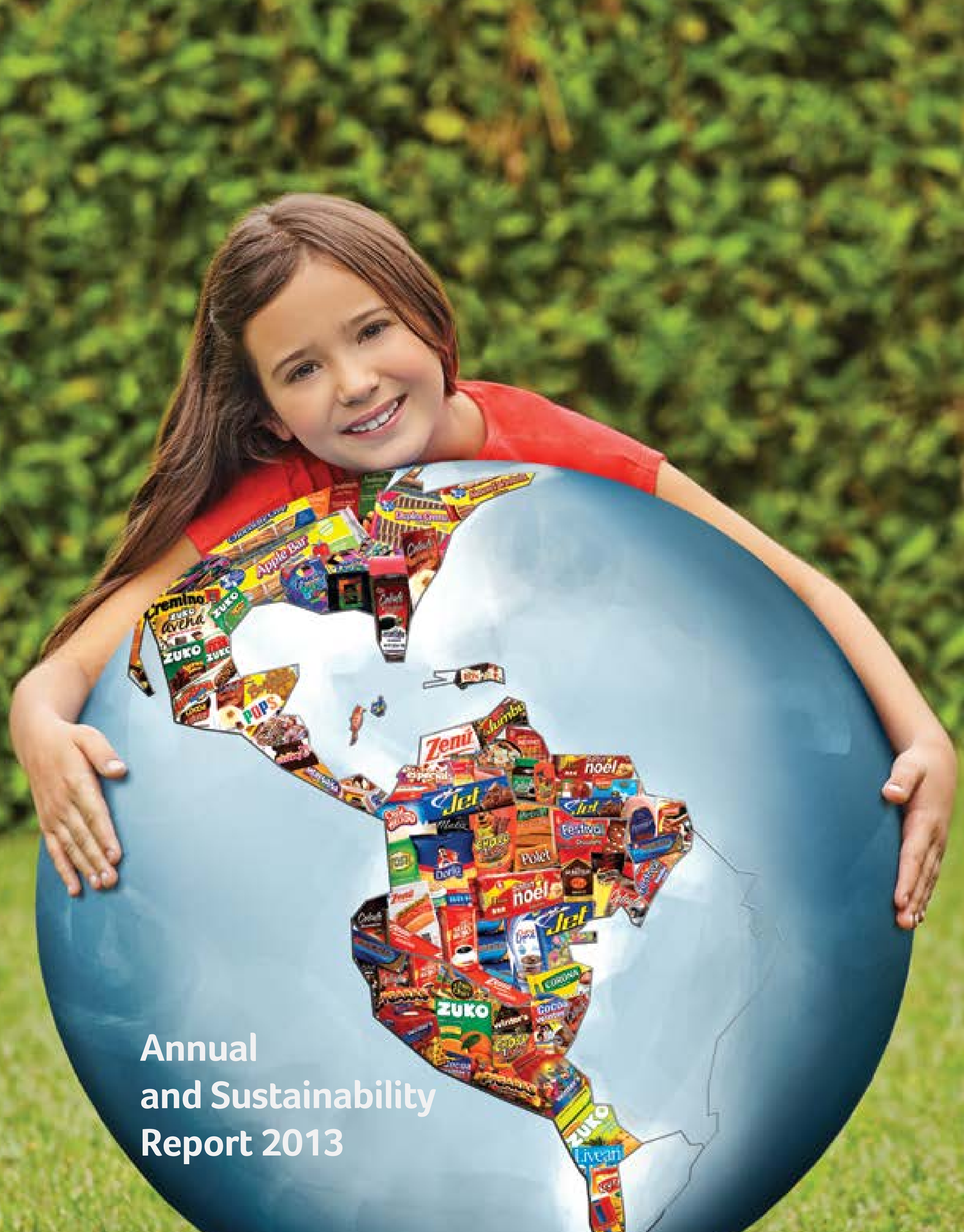


Annual and Sustainability Report 2013

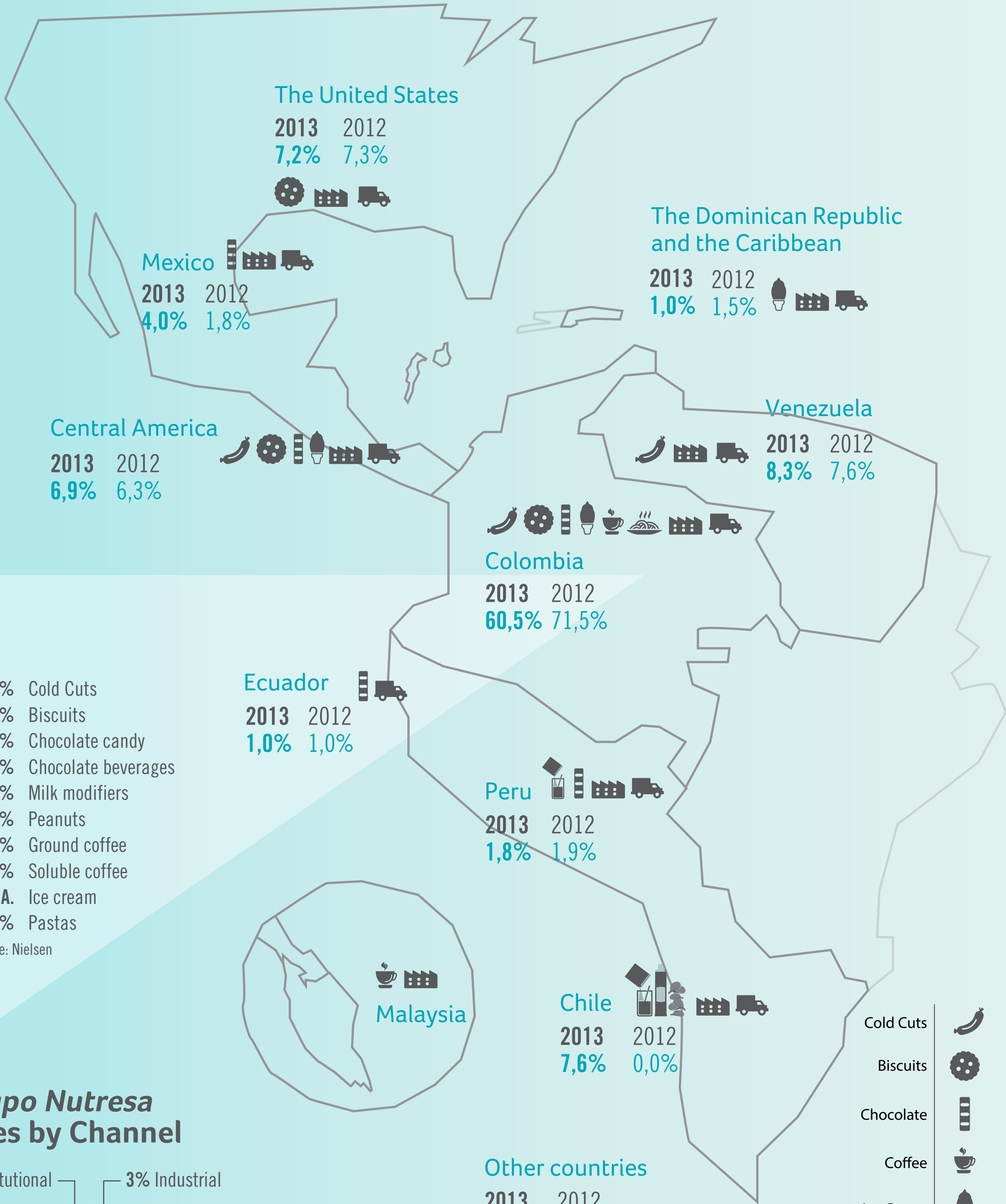
PRESENCE AND SALES IN OUR STRATEGIC REGION

[G4-6]

Sales Distribution

PROFORMA figures 2013 TMLUC 12 months
% Sales

More information at:
www.nutresa/informe.com



Market share in Colombia

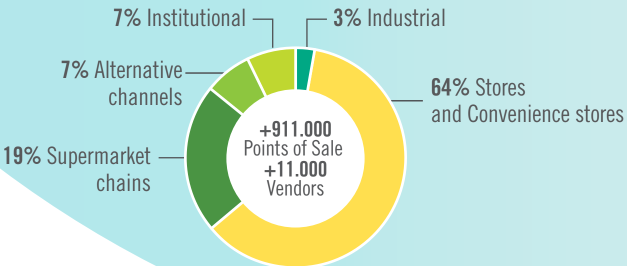
72,7%	Cold Cuts
54,2%	Biscuits
66,5%	Chocolate candy
62,5%	Chocolate beverages
27,7%	Milk modifiers
47,4%	Peanuts
55,9%	Ground coffee
41,3%	Soluble coffee
N.A.	Ice cream
50,7%	Pastas

Source: Nielsen

Grupo Nutresa consolidated share in Colombia

59,6%

Grupo Nutresa Sales by Channel



BUSINESS STRUCTURE

Grupo nutresa

[G4-4]

	Cold Cuts	Biscuits	Chocolate	Coffee	Ice Cream	Pasta	Tresmontes Lucchetti
Comercial nutresa		●	●	●		●	
novaventa	●	●	●	●	●	●	
La Receta soluciones gastronómicas integradas	●	●	●	●	●	●	
International sales and distribution network	●	●	●	●	●	●	●
Servicios nutresa	●	●	●	●	●	●	

MEMBER OF
Dow Jones Sustainability Indices
In Collaboration with RobecoSAM

Grupo Nutresa was included for the third consecutive year in the Dow Jones Sustainability™ World Index and the Dow Jones Sustainability™ Emerging Markets Index (DJSI) 2013. Being part of this index means being recognized for taking advantage of opportunities and managing risks derived from economic, social and environmental development in a management that generates value for its stakeholders.

For the second time, Grupo Nutresa obtained the Bronze Class recognition in the "Sustainability Yearbook 2014," which places us among the six best companies in the food sector in the world in terms of sustainability.

More information at:
http://tinyurl.com/lhbvhbx

Grupo nutresa 100 YEARS

MEGA 2020

Duplicate our 2013 sales

Our Centennial Strategy Strategy aims to duplicate by 2020, the sales of 2013, with sustained profitability between 12% and 14% of the EBITDA margin.

To achieve this, we offer our consumers foods and experiences of recognized and beloved brands; that nourish, generate wellness and pleasure, that are distinguished by the best price/value relation; widely available in our strategic region; managed by talented, innovative, committed and responsible people, who contribute to sustainable development. Achieving the goal formulated will imply ending 2020 with sales equal or over COP 11.8 trillion, which will correspond to 5,1 times the sales in 2005, when we proposed our first large goal.

SOCIAL SUSTAINABILITY

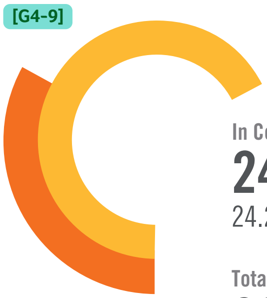
ENVIRONMENTAL SUSTAINABILITY

Our people

Employees

(Includes direct and indirect employees and apprentices)

[G4-9]



In Colombia
24.681
24.204

Total
36.726
31.650

Abroad
12.045
7.446

Investment

COP billion

Quality of life
41.507
37.460

Loans
15.610
15.327

Education and training
5.660
6.300

Benefits
14.567
9.773

Organizational climate
84,1
84,2

Community management

Nutrition, education, income generation and entrepreneurship, support for the arts and culture, and client and supplier development.

Investment

COP million

20.523
13.801

Beneficiary institutions
4.892
3.882*

Beneficiaries
5.582.396
3.257.179

Volunteer actions
10.096
9.535

Beneficiary clients and suppliers
94.730
116.446*

Satisfaction indicators
In client, abroad
4,36 / 5,0
4,33

* The 2012 figure was re–expressed for comparability

Investment in environmental management

COP billion

15.442
12.631

Direct greenhouse gas (GHG) emissions

(Scope 1)

kg CO_2 eq./t.p.

93,5
110,2

Resource utilization

Variation in energy consumption (kWh/t.p.)

-14,4%
-7,7%

Non – renewable sources of energy + electric energy

Variation in water used (m3/t.p.)

-12,7%
-10,9%*

t. p.: ton produced
* Reduction over 2010

Figures **2013**
2012

This report was prepared in accordance with the guidelines of the Global Reporting Initiative (GRI) G4 Guideline, option Essential, for the elaboration of sustainability reports. Since 2011, Grupo Nutresa has reported using the GRI guidelines.

MATERIALITY MATTERS

Global Reporting Initiative™

AT THE TIME OF PUBLICATION THE G4-17 TO G4-27 DISCLOSURES WERE CORRECTLY LOCATED IN THIS G4 CONTENT INDEX AND FINAL REPORT.

2014

The GRI Indicators will be indicated in the document in the following manner:

[G4-] General

[G4-] Specific

The 2013 figures consolidate TMLUC during the last four months of the year.

Total sales
Billion Pesos

5.898 [G4-9]
2012: 5.306
Growth ⊕ 11,2%
5,3% Organic

	2013	2012	Growth
Cold Cuts	1.911	1.727	⊕ 10,6%
Biscuits	1.142	1.118	⊕ 2,1%
Chocolate	983	940	⊕ 4,5%
Coffee	789	810	⊖ 2,5%
Ice Cream	486	380	⊕ 27,7%
Pasta	231	219	⊕ 5,3%
TMLUC	252	N.A.	N.A.

Ebitda
Billion Pesos

833 [G4-9]
2012: 671
Growth ⊕ 24,1%
Margin 2013 **14,1%**
2012 12,6%

	2013	2012	Margin 2013	Margin 2012	Ebitda growth
Cold Cuts	253	221	13,3%	12,8%	⊕ 14,4%
Biscuits	158	121	13,8%	10,8%	⊕ 30,6%
Chocolate	150	144	15,3%	15,3%	⊕ 4,6%
Coffee	134	89	17,0%	11,0%	⊕ 50,0%
Ice Cream	81	61	16,7%	15,9%	⊕ 34,2%
Pasta	26	29	11,1%	13,4%	⊖ 13,0%
TMLUC	41	N.A.	16,2%		N.A.

International sales
Million Dollars

1.076
2012: 844
Percentage of total sales 34,3%
Growth ⊕ 27,4%
7,5% Organic

	2013	2012	Growth
Cold Cuts	308	256	⊕ 20,3%
Biscuits	264	255	⊕ 3,3%
Chocolate	164	150	⊕ 9,5%
Coffee	149	159	⊖ 6,2%
Ice Cream	56	24	⊕ 131,0%
Pasta			N.A.
TMLUC	135	N.A.	N.A.

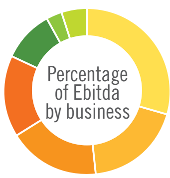
Colombia Sales
Billion Pesos

3.872
2012: 3.794
Percentage of total sales 65,7%
Growth ⊕ 2,0%
2,1% volume
-0,1% price

	2013	2012	Growth
Cold Cuts	1.320	1.274	⊕ 3,6%
Biscuits	649	659	⊖ 1,5%
Chocolate	676	671	⊕ 0,8%
Coffee	511	525	⊖ 2,5%
Ice Cream	380	336	⊕ 13,0%
Pasta	231	219	⊕ 5,3%
TMLUC			N.A.

Figures **2013** / 2012

Percentage of sales by business		Percentage of Ebitda by business
32,4%	Cold Cuts	30,4%
19,4%	Biscuits	19,0%
16,7%	Chocolate	18,0%
13,4%	Coffee	16,1%
8,2%	Ice Cream	9,8%
3,9%	Pasta	3,1%
4,3%	TMLUC	4,9%
1,8%	Others	-1,2%



Shareholder base

- 35,3% *Grupo Sura*
- 32,7% Other investors
- 17,0% Colombian Funds
- 9,8% *Grupo Argos*
- 5,2% International Funds (133 International Funds)

Grupo
nutresa

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Graphic and journalistic edition:
Taller de Edición

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2013report.gruponutresa.com

These symbols indicate that the QR code may be scanned or enter the link in your navigator for more information.

@Grupo_Nutresa

More information in our Twitter.

augmented reality nutresa

To live the augmented reality of the Report, download the free app **Layar**. Available in App Store, Play Store and Windows Phone. Scan the photos that accompany this logo and learn more about the topics.

Regarding This Sustainability Report

The Grupo Nutresa Annual and Sustainability Report 2013 [G4-3] reports on the management conducted in the economic, social and environmental fields, in the framework of sustainable development, with relevant information for our stakeholders and all those who are interested in knowing it.

Priority was given to the issues identified as having the greatest relevance in the Materiality Matrix and the information thereof was collected in the period from January 1 to December 31, 2013. [G4-28]

The programs and social projects carried out with the communities are contained in this report. The indices of the company *Gestión Cargo Zona Franca S. A. S.* are excluded, due to the size of its operation. Given that the platforms of *Cordialsa USA, Cordialsa Puerto Rico* and *Cordialsa Venezuela* are very small operations, the only indicators reported are the number of employees, salaries and benefits.

In this chapter we have included the significant advances made on the 2020 corporate goals regarding the use of resources based on eco–efficiency criteria. Likewise, the consolidated indicators in Colombia and in four plants abroad, the environmental management and the efforts in the policies of motivation and commitment to our suppliers throughout the supply chain of the operations in Colombia are shown. In the measurement of the plants in Colombia, we have excluded the agroindustrial plants: *Meals* in Armenia, *Setas Colombianas* and *Litoempaques* in Medellín, since their production processes differ from those of the basic businesses.

In the social and environmental indicators of this report, we have excluded those of the Organization's latest acquisitions: *Dan Kaffe Malaysia* (DKM), American Franchising Corporation (AFC) and *Tresmontes Lucchetti* (TMLUC). [G4-23]

The financial information of the Parent Company and its subordinated companies observe the generally accepted accounting principles, which are prescribed by legal provisions and by the respective bodies of supervision and control in Colombia. Notwithstanding these principles, the group of companies applies accounting practices and policies adopted by the Parent Company, which – in the case of the subordinated companies located abroad – do not differ substantially in the accounting practices used in the countries of origin, and/or that have been approved for those that generate a significant impact on the consolidated financial statements. This information was audited by PricewaterhouseCoopers (PWC).

This report was prepared under the G4 Guidelines of the Guide for the Elaboration of Sustainability Reports from Global Reporting Initiative (GRI) (https://www.globalreporting.org/), an essential option; it shows the progress of the Company regarding the ten principles of the Global Compact in its business activities. This information was audited by KPMG Advisory Services Ltda., under the ISAE3000 guidelines.

In the fiscal year 2013, there were no relevant events that implied failure of the goals.

Some investment figures in some 2012 social and environmental indicators were restated, in order to achieve comparability. [G4-22]

Materiality Analysis [G4-18]

In 2011, Grupo Nutresa conducted its first materiality analysis to define its most relevant issues. During 2013, it conducted an update with the consulting firm *Reflejarse* (http://www.reflejarse.com/), in which it applied the definition of the Global Reporting Initiative (GRI) G4 reporting framework. Materiality is understood as those material aspects that reflect the significant economic, environmental and social effects of the Organization, or those that have a superlative weight in stakeholder assessments and decisions.

The analysis was conducted in three stages:

Identification

The identification of relevant issues was made through the analysis of food–sector trends, the Organization's strategy, the opinion of its stakeholders, the sustainability reports of industry peers, the Dow Jones Sustainability Index (DJSI) questionnaire, the GRI G4, the RobecoSAM Yearbook and NGO campaigns, among others. Twenty–five (25) relevant issues were identified.

Prioritization

To determine if an aspect is material, a qualitative analysis was made in which five parameters were defined for the prioritization: financial impacts, policy commitments, sector context, social and sector environment and regulatory environment.

For the prioritization, an analysis of importance was made on each one of the relevant issues for the Organization and for stakeholders.

In the study of the stakeholders, information was collected through existing relationship media and direct consultations were made.

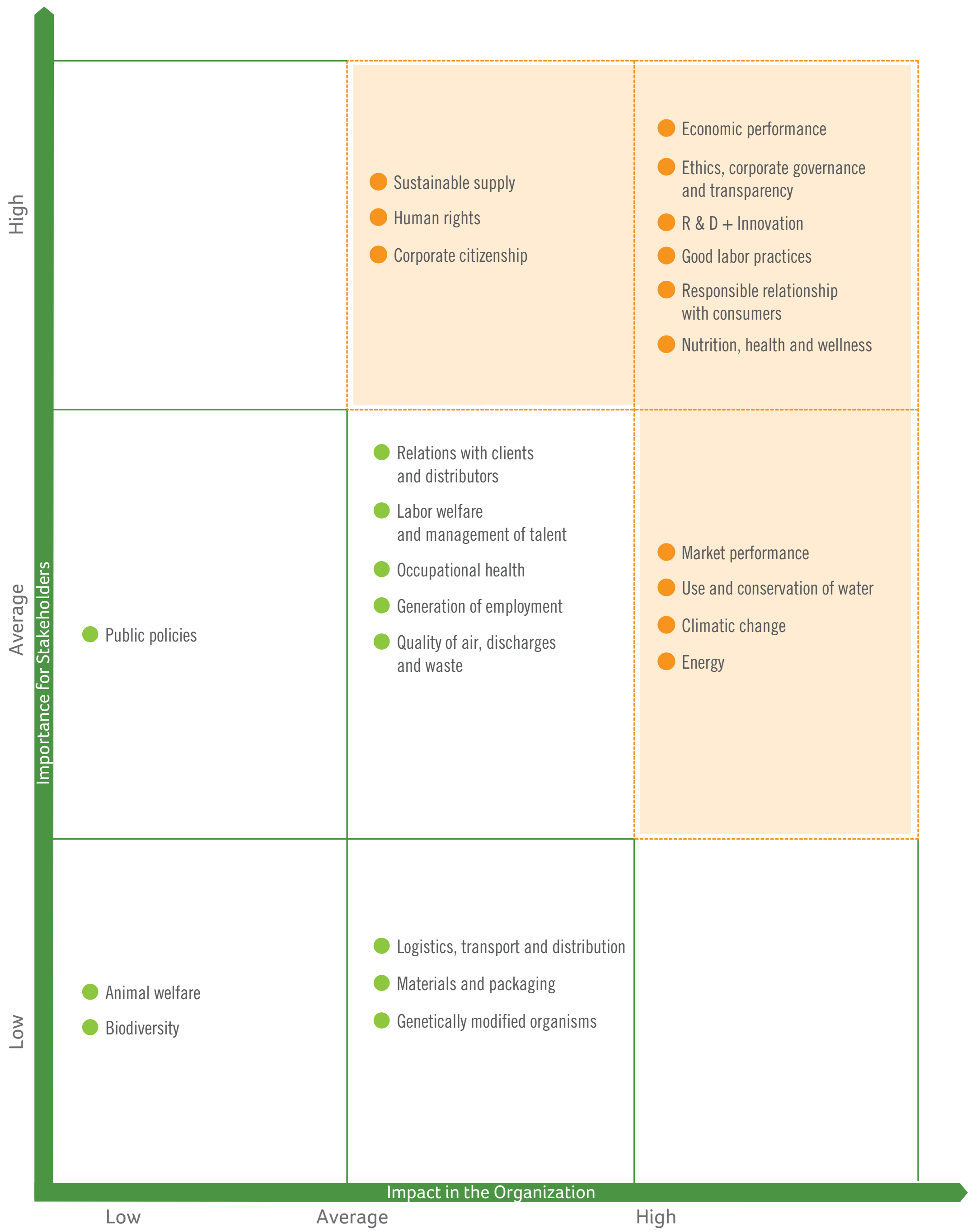
Analyses and Validation

The final materiality matrix was discussed and validated in three internal consultations: 1. the Strategic Materiality Committee, 2. the Grupo Nutresa Corporate Committee and 3. Grupo Nutresa's Board of Directors. It was also discussed with the representatives of five external stakeholders: 1. Investors, 2. Institutions, 3. Clients, 4. Suppliers and 5. NGOs

Materiality Analysis

Materality Matrix

Material Matters [G4-19]



[G4-18]

Find the relationship of the material aspects of the Organization with the GRI aspects at:
http://gruponutresa.com/es/content/analisis-de-materialidad

Mechanisms and Means to Relate to Stakeholders: [G4-24] [G4-26]

Shareholders and Investors

Objective: Create value, generating an outstanding return on investments

Relationship Mechanisms

- Webpage
- Quarterly newsletter
- Email
- Quarterly meeting with investors
- Financial report
- Sustainability report
- Assembly of Shareholders
- Ethics hotline

Employees

Objective: Motivate the participation and collaborative spirit to develop our people.

Relationship Mechanisms

- Valuation of potential
- Organizational-climate surveys
- Intranet, printed newsletters, bulletin boards, email
- Meetings with top management
- Synergy communities
- Primary groups
- Joint hygiene and industrial–safety committees
- Education and training
- Sustainability report
- Ethics hotline

Clients and Consumers

Objective: Provide quality of life to consumers through products that satisfy their needs for wellness, nutrition and pleasure

Relationship Mechanisms

- Client portal
- Client hotline – Interaction centers
- Ethics hotline
- Grocer's School
- Convenience–store School
- Measurement of services
- Meetings with alternative–channel entrepreneurs
- Webpage
- Consumer hotline
- Email

Communities

Objective: Contribute to community wellness and progress through capacity development

Relationship Mechanisms

- Meetings and encounters with the civil population
- Events and meetings with NGOs
- Webpage, email
- Participation in forums and congresses
- Sustainability report
- Ethics hotline

The State

Objective: Contribute to the development of the countries where we participate

Relationship Mechanisms

- Participation in spaces that promote the improvement of public policies
- Control reports and meetings
- Surveys

Suppliers

Objective: Strengthen and develop our partners in the supply chain

Relationship Mechanisms

- Online business portal
- Contact center
- Help desk
- Email
- Supplier–development programs
- Management meetings
- Evaluation visits
- Promotion programs
- Webpage
- Sustainability reports

Find more information on the relationship with stakeholders at:
http://gruponutresa.com/es/content/analisis-de-materialidad


Zenú
Salchicha
Colcafé
Grupo
nutresa

CORPORATE
MODEL

Strategy for our first Century 1920 – 2020

"Our Centennial Strategy aims to duplicate **by 2020, our 2013 sales,**; with sustained profitability between 12% and 14% of the EBITDA margin.

2 x $5,9 trillion: $11,8 trillion

To achieve this, we offer our consumers **foods and experiences** of **recognized and beloved brands**, that **nourish, generate wellness and pleasure**; that are distinguished by **the best price/value relation**; widely available in our strategic region; managed by **talented, innovative, committed and responsible people, who contribute to sustainable development**."

Mission

- The mission of our company is the increasing creation of value, achieving an outstanding return on investments, greater than the cost of the capital employed.
- In our food businesses, we always seek to improve consumer quality of life and the progress of our people.
- We seek profitable growth with leading brands, superior service and excellent national as well as international distribution.
- We manage our activities committed to Sustainable Development; with the best human talent; outstanding innovation, and exemplary corporate behavior.

Corporate Philosophy and Performance

- Autonomy with strategic coherence
- Good corporate governance
- Responsible corporate citizenship
- World – class competitiveness
- Development of our People
- Ethics
- Collaborative participation and management
- Respect
- Food safety

Differentiating Aspects of our Business Model

Our People:
Human talent is one of our most valuable assets; the cultural platform is based on promoting participatory environments, developing skills of being and doing, recognition, constructing a leadership brand, along with a balanced life for people.

Organizational Climate at a Level of Excellence:

84,1%

Our Brands:
Our brands are leaders in the markets in which we participate; they are recognized, loved and are part of the everyday life of people. They are supported in nutritious, reliable products with an excellent price/value relation.

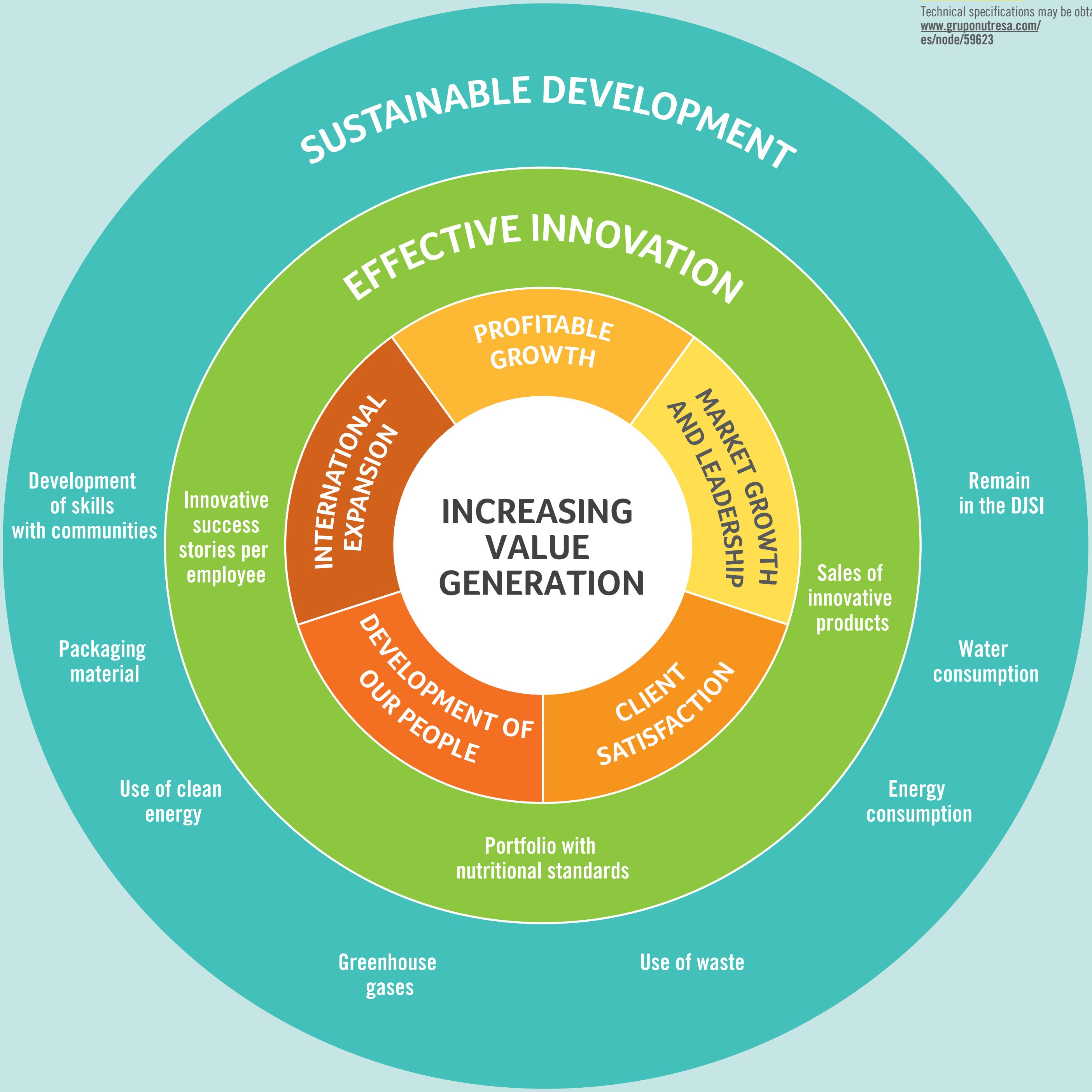
17 Brands
with Sales of More Than
USD50 million

Our Distribution Network:
Our extensive distribution network, with an offer differentiated by channels and segments, with specialized – attention teams, allows us to have our products available at appropriate frequency and a close relationship with clients.

+911.000
Points of Sale

STRATEGIC OBJECTIVES FOR 2020

Technical specifications may be obtained at: www.gruponutresa.com/es/node/59623



INCREASING VALUE GENERATION

FINANCIAL STABILITY

PROFITABLE GROWTH

Duplicate by 2020 the sales of 2013

Ebitda margin

2020: 12% - 14%

2013: 14,1%

Productivity
kg/Hmod

2020: +5% annual

2013: 2,8% annual

CLIENT SATISFACTION

Level of Survey Satisfaction

Colombia

2020: 4,5 (Excellence)

2013: N.A.

Abroad

2020: 4,5 (Excellence)

2013: 4,36

DEVELOPMENT OF OUR PEOPLE

Work Climate

2020: 83,3 (Excellence)

2013: 84,1

Accident Frequency Rate

2020: 1,7%

2013: 3,17%

INTERNATIONAL EXPANSION

International Sales
USD Billion

2020: 2

2013: 1,1
(includes acquisitions)

SUSTAINABLE DEVELOPMENT*

DJSI

Remain in the DJSI

Water Consumption

2020: -30%

2013: -12,7%

Energy Consumption

2020: -25%

2013: -14,4%

Use of Waste

2020: 90%

2013: 88,56%

Greenhouse Gases

CO_2

2020: -33%

2013: -15,5%

Use of Cleaner Energy

2020: 100%

2013: 99,1%

Packaging Material

2020: -12%

2013: 3,38%

Capabilities development with communities

2020: 1.000 projects

2013: 729

* Reductions in 2013 calculated on base year: 2010

EFFECTIVE INNOVATION

Sales of Innovative Products

2020: 15%

2013: 20,6%

Innovative Success Stories per employee

2020: 0,3

2013: 0,14

Portfolio with Nutritional Standards

Duplicate the portfolio that complies with our healthy – profile standard, leveraged in innovation and renovation.

Business Risks

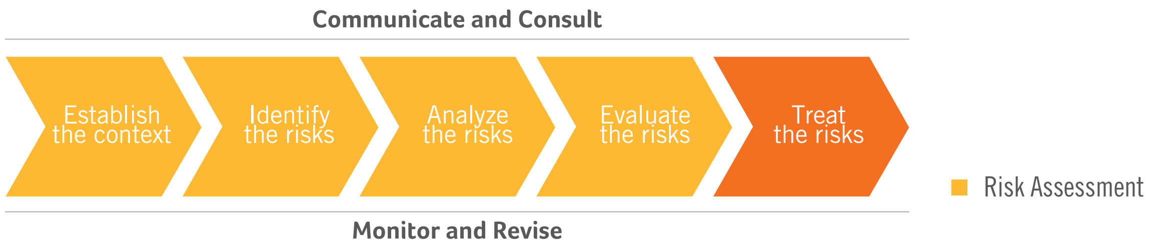
During 2013, we continued to strengthen the Grupo Nutresa model of integrated risk management. This includes the implementation of a methodology for risk assessment and treatment, which must not exceed the following levels:

Business Risk
Aggressive

Financial and Operating Risks:
Moderate

Reputation Risk:
None

The methodology is developed considering the different levels of the Organization: Group, Business, company, site or location, process, activity and projects and in accordance with the stages contemplated in the ISO 31000, Version 2009 Standard:



The Process of Integrated Risk Management

Thus, in addition to monitoring and updating more than 40 risk matrices associated with the major operations in Colombia and abroad, we consolidated the risk maps and built a corporate risk map that contemplates, among others, the following risks:

Categories of Risks

Strategic: Linked to the strategic formulation of the Organization and its relation to the environment.
Operational: Related to failures in people, internal processes or management and technological systems.
Financial: Associated to the fluctuation of financial variables, such as price, exchange and interest rates, and factors, such as liquidity and the position of the counterparties
Nature: Caused by climatic, hydrological, geophysical, biological and epidemiological conditions.

1 IT collapse
2 Fraud
3 Work illness
4 Disclosure of confidential information
5 Environmental pollution
6 Product contamination
7 Money laundering
8 Fire
9 Infringement of human rights

Internal Context
External Context

1 Regulatory changes in nutrition and health
2 Competitive environment

1 Variation in rates
2 Volatility in prices of raw materials

Earthquake

In this sense, a presentation was made to the Board of Directors by the Financial, Audit and Risk Committee, where the most relevant initiatives regarding the implementation of the management measures and the treatment of the principal business risks were presented:

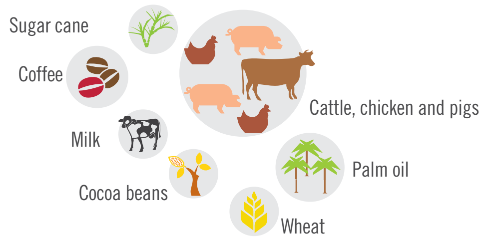
PRINCIPAL RISKS	MITIGATING FACTORS
Volatility in the prices of raw materials	• Diversification of raw materials. • Clear policy of hedging administered by a specialized committee. • A highly trained team dedicated to monitoring and negotiating these supplies. • Active search for new opportunities for global supply.
Regulations in nutrition and health matters in the countries where we are present	• Vidarium Nutrition, Health and Wellness Research Center. • Active participation with Governments in discussions on regulations. • Strict monitoring and compliance with the regulations of each country.
An increasingly competitive environment due to the entrance of new players	• Large distribution capacity with a differentiated strategy to address the different segments. • Attractive proposals with a good price/product relation. • Recognized, loved brands. • Portfolio innovation and differentiation. • Search to enter new markets.

The Structure of the Business Group

Value Chain

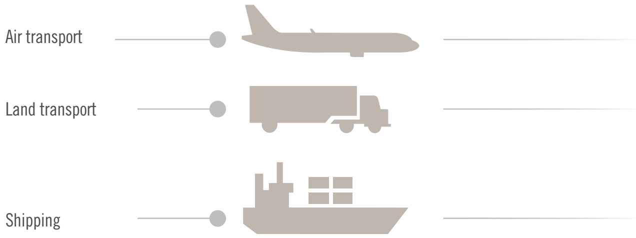
[G4-4] [G4-8] [G4-12]

Suppliers

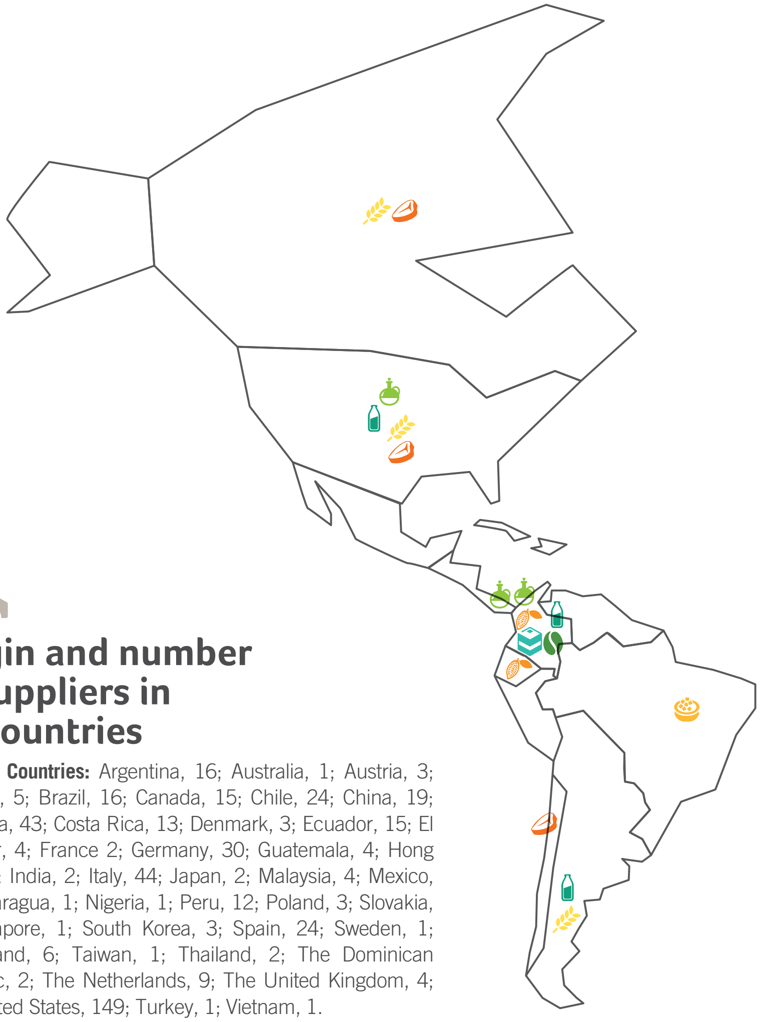


Acquisition of materials, fostering the growing of cocoa beans and raising pigs

Supply



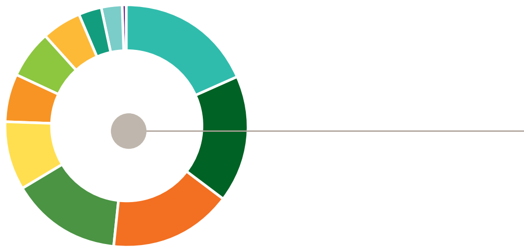
Transport of raw materials



Origin and number of suppliers in 40 countries

Supplier Countries: Argentina, 16; Australia, 1; Austria, 3; Belgium, 5; Brazil, 16; Canada, 15; Chile, 24; China, 19; Colombia, 43; Costa Rica, 13; Denmark, 3; Ecuador, 15; El Salvador, 4; France 2; Germany, 30; Guatemala, 4; Hong Kong, 1; India, 2; Italy, 44; Japan, 2; Malaysia, 4; Mexico, 16; Nicaragua, 1; Nigeria, 1; Peru, 12; Poland, 3; Slovakia, 1; Singapore, 1; South Korea, 3; Spain, 24; Sweden, 1; Switzerland, 6; Taiwan, 1; Thailand, 2; The Dominican Republic, 2; The Netherlands, 9; The United Kingdom, 4; The United States, 149; Turkey, 1; Vietnam, 1.

Purchase Volume Share



Raw materials

- Packaging material
- Other materials
- Meat
- Coffee
- Wheat
- Cocoa bean
- Oils and fats
- Sugar
- Milk
- Concentrated foods
- Fruits

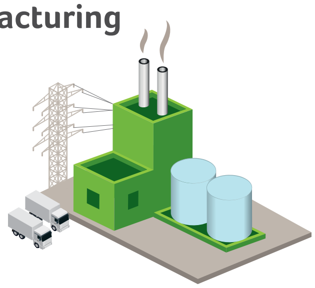
Note: Entire *Grupo Nutresa* purchasing volume, excluding Hermo, TMLUC and Malaysia

Material Topics

Climate change / Corporate citizenship / Ethics / Governance / Human rights / Sustainable development / Transparency / Water

Climate change / Human rights / Sustainable development

Manufacturing

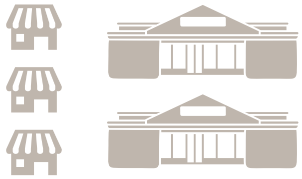


Processing of meat food, biscuits, chocolates, ice cream, pasta and coffee

Distribution

Distribution of products

Clients and Consumers

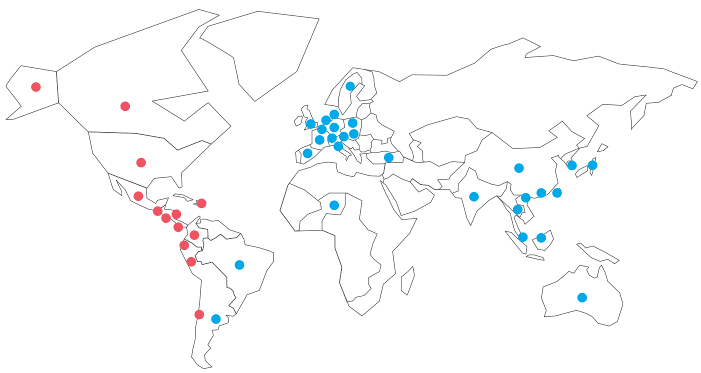


Merchandising of the *Nutresa* brands

Our Businesses

- **Cold Cuts**: Cold cuts, Long life, Frozen foods
- **Biscuits**: Crackers, Cookies, Vegetable protein
- **Chocolates**: Snacks, Candy, Instant chocolate, Chocolate beverages
- **Coffee**: Roasted, ground coffee, Instant coffee, Coffee beverages, Coffee mixes
- **Ice Cream**: Popsicles, Cones, Ice cream, Ice cream desserts
- **Pasta**: Classic pasta, Children's pasta, Stuffed pasta, Premium pasta
- **TMLUC**: Pastas, Soups, Instant beverages, Desserts, Coffee, Tea, Oil, Chocolate, Chips

International Presence



Climate change / Corporate citizenship / Economic performance / energy / Ethics / Good labor policies / governance / Human rights / R&D + Innovation / Transparency / Water

Climate change / Economic and market performance / Human rights

Corporate citizenship / Nutrition, health and wellness / Responsible relations with consumers

Corporate Governance [G4-27]

Grupo Nutresa S. A. has adopted the most relevant global practices in corporate governance and, as a result, has efficient instruments that structure and compile standards and policies, which ensure transparent management that generates greater confidence in shareholders and other stakeholders. These instruments are the Code of Ethics, the internal–control systems, the Ethics Hotline, the Board of Directors' support committees and the Corporate Governance Code, which include policies on human rights, anti–fraud and anti–corruption, money laundering and financing of terrorism and the Code of Conduct for Suppliers.

The Corporate Governance Code establishes the standards of behavior for daily activities in the domestic and international companies that form *Grupo Nutresa*; it also defines the commitment to respect ethical principles from the State, the community, shareholders and other investors.

During 2013, the Board of Directors satisfactorily fulfilled its functions, including the quarterly approval of the financial statements, the overseeing of the internal–audit programs, accompanying and approving administrative management related to the acquisitions made during the year, and supervising compliance with the timely, complete and truthful disclosure of information to the market.

The Committees, all presided over by independent members, supported the Board of Directors and fulfilled their functions.

The Finance, Audit and Risk Committee revised the risk map, defined the mitigation policies and approved the Internal Audit Statute, through which new action guidelines were established for the *Grupo Nutresa* internal audit, based on the International Framework for Professional Practice from the Institute of Internal Auditors.

The Appointment and Retribution Committee, composed of three Board members, one of whom is an independent member, presented the annual report on policies applicable to the remuneration and economic benefits for our human talent.

The Board of Directors' Issues Committee merged with the Corporate Governance Committee to form a new committee called the "Board of Directors' Corporate Governance and Issues Committee", which is composed of four members. In 2013, it reviewed the progress in corporate governance and defined the goals for 2014, in order to maintain the vitality of the Company in the face of new global standards in the matter.

The Strategic Planning Committee, composed of four Board members, two of whom are independent members, discussed and analyzed topics related to the strategy of the *Grupo Nutresa* companies, especially those related to consumers and innovation.

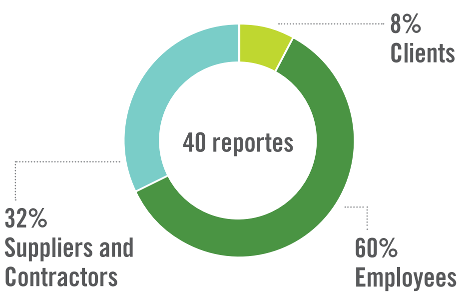
During 2013, there were no conflicts of interest that might have affected the Company. Likewise, it complied with the ban on Board of Directors' members and executive staff acquiring or disposing of Company shares until the time when the quarterly results are officially in the public domain.

The Ethics Hotline: for the Transparency of our Management

The Ethics Hotline is a confidential channel operated by an independent entity, through which employees, shareholders, clients, suppliers and third parties in general may report situations that go against the Law and the Corporate Governance Code of our Company, as well as possible violations of human rights by employees or people in the different stakeholder groups.

In 2013, **40 reports** were received and attended on the Ethics Hotline and channeled through the areas responsible in each one of the Businesses. Sixty percent (60%) of the reports involved employees and 40%, third parties:

Ethics Hotline Reports 2013

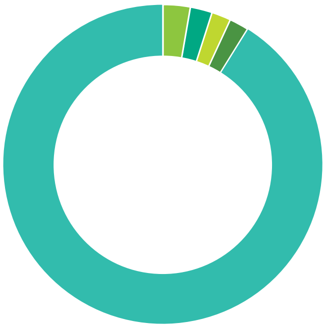


In 2013, Grupo Nutresa strengthened the disclosure of the Ethics Hotline through meetings in primary groups and through a virtual–training module.

Response to Incidents of Corruption [G4-SO5]

During 2013, 105 incidents of corruption were committed against *Grupo Nutresa* companies, for an approximate value of USD 1.104.722, classified as: 96 cases for misappropriation of company resources, three (3) cases of manipulation of information, two (2) cases of conflict of interest, two (2) cases of document forgery and two (2) for defamation.

Types of Incidents of Corruption



In these incidents, 188 persons linked to *Grupo Nutresa* companies through labor contracts (43%) and contracts for services (57%) were involved. The contractual relation was ended with all staff and the appropriate legal actions were taken. To cope with this type of events, the *Grupo Nutresa* companies have adequate coverage in insurance policies.

Type of Relation

The acts of corruption mentioned were reported promptly to the *Grupo Nutresa* Finance, Audit and Risk Committee.

Ethical Culture and Transparency [G4-56] [G4-SO4]

In 2013, *Grupo Nutresa* continued strengthening its ethical and transparency culture, as well as the consolidation of the Management System to Prevent and Control Money Laundering and Financing of Terrorism, through the following actions:

- Progress was made in the design and implementation of the anti–fraud program, which includes policies and procedures based on the criterion of zero tolerance of corruption and that provides tools to identify, assess, monitor and respond to acts of fraud and corruption.
- The anti–fraud and anti–corruption policy was established; it forms part of the Corporate Governance Code and aims to provide corporate guidelines related to the prevention, investigation and response to these risks.
- The "Management Policy to Prevent and Control Money Laundering and Financing of Terrorism" was implemented and the *Grupo Nutresa* Compliance Committee, a governing body responsible for ensuring compliance with this policy, was set up.
- Mechanisms and virtual–training programs were established as part of the campaigns to strengthen the ethical behavior of *Grupo Nutresa* employees. Among others, the process of awareness and training in the prevention and control of these risks was continued, through virtual–training and personal–attendance methodologies that allowed an impact on more than 400 employees in Colombia involved in the most vulnerable processes in this area.
- In synergy with the United Nations Office on Drugs and Crime (UNODC), within its Safe and Responsible Business Program, we continued our participation in the project "Inter–institutional actions, policy initiatives and self–regulatory measures to strengthen the supervision, control and regulation against money laundering and financing of terrorism in the real sector." In line with the above and the United Nations Global Compact, *Grupo Nutresa* joined the initiative of the "National Day for the Prevention of Money Laundering" in Colombia.

Board of Directors

Principal Members	Alternate Members
1. Antonio Mario Celia Martínez-Aparicio	8. Lucía Margarita González González
2. Alberto Velásquez Echeverri	9. Margarita María Mesa Mesa
3. Jaime Alberto Palacio Botero	10. Luis Javier Zuluaga Palacio
4. Mauricio Reina Echeverri	11. Luis Eduardo Carvajal Restrepo
5. David Emilio Bojanini García	12. Juan David Uribe Correa
6. Gonzalo Alberto Pérez Rojas	13. Juan Fernando Botero Soto
7. María Clara Aristizábal Restrepo	14. Marta Liliam Jaramillo Arango

FINANCE, AUDIT AND RISK COMMITTEE	4 8 9 10
APPOINTMENT AND RETRIBUTION COMMITTEE	1 2 5
BOARD OF DIRECTOR'S CORPORATE GOVERNANCE AND ISSUE COMMITTEE	1 2 4 5
STRATEGIC PLANNING COMMITTEE	1 4 5 7

- Independent Members (1–4, 8–11)
- Non – independent Members (5–7, 12–14)

More information at:
2013report.gruponutresa.com

Chairman, Board of Directors

Antonio Mario Celia Martínez-Aparicio, 2005*
Appointment and Retribution Committee
Strategic Planning Committee
Board of Directors' Corporate Governance and Issue Committee
President, *Promigas S. A*
Previous Experience
Financial Vice President, *Promigas S. A.*
Manager, *Terpel del Norte*
Studies
Engineer, Worcester Polytechnic Institute
Executive education in MIT, Wharton and *Universidad de los Andes.*

David Emilio Bojanini García, 2005*
Appointment and Retribution Committee
Board of Directors' Corporate Governance and Issue Committee
Strategic Planning Committee
President, *Grupo de Inversiones Suramericana S. A.*
Previous Experience
President, *Fondo de Pensiones y Cesantías Protección S. A.*
Actuary Manager, *Suramericana de Seguros S. A.*
Studies
Industrial Engineer, Universidad de los Andes
Master's in Administration with emphasis in Actuary, University of Michigan

Gonzalo Alberto Pérez Rojas, 2005*
President, *Suramericana S. A.*
Previous Experience
Vice President, Insurance and Capitalization, *Suramericana de Seguros S. A.*
Vice President, Corporate Businesses, *Suramericana de Seguros S. A.*
Studies
Attorney–at–Law, University of Medellín
Specialization in Insurance, Swiss Re

María Clara Aristizábal Restrepo, 2013*
Strategic Planning Committee
Manager of Corporate Strategy, *Grupo Argos S. A.*
Previous Experience
Assistant to the President and Director of Investor Relations, *Grupo Argos S. A.*
Director of Economic Research, *Bolsa y Renta S. A.*
Studies
Masters in Business Administration (MBA), New York University
Specialization in Finances and Law, New York University
Specialization in Finances, EAFIT University
Economist, with an emphasis in Mathematical Economics, EAFIT University

Alberto Velásquez Echeverri, 2005*
Board of Directors' Corporate Governance and Issue Committee
Appointment and Retributions Committee
General Manager, *Prosantafé S. A.*
Previous Experience
Secretary General of the Presidency of the Republic of Colombia 2002-2004
President, Heritage Minerals Ltd.
Studies
Business Administrator, EAFIT University
Master's in Business Administration, University of California at Los Angeles (UCLA)

Jaime Alberto Palacio Botero, 2005*
General Manager, *Coldeplast S. A.* and *Microplast S. A.*
Previous Experience
Deputy General Manager, *Microplast S. A.*
Studies
Business Administrator, EAFIT University
Training in Administration with an emphasis in Marketing, Wharton University
Advanced training in packaging, JICA Japan

Mauricio Reina Echeverri, 2007*
Finance, Audit and Risk Committee
Board of Directors' Corporate Governance and Issue Committee
Strategic Planning Committee
Associate Researcher, *Fedesarrollo*
Previous Experience
Deputy Director, *Fedesarrollo*
Deputy Minister of Foreign Trade of the Republic of Colombia
Studies
Economist, Universidad de los Andes
Master's in Economics, Universidad de los Andes
Master's in International Relations, Johns Hopkins University

* The year beside the name of each Director corresponds to the date of joining the Board of Directors.

Management and Sustainability Report

Accountability is one of the fundamental elements of management in the corporation. We gladly provide this in this Management and Sustainability Report from the Board of Directors and the CEO, as well as all of the content of this brochure, which we invite you to read. This report comprehensively presents what *Grupo Nutresa* is and the results achieved during 2013.

The fiscal year that we are reporting was very positive for Grupo Nutresa; we made great progress in internationalization by acquiring *Tresmontes Lucchetti.* We continued to grow, this time in double digits, with historically high levels of profitability and we strengthened the organization model to achieve the goals established in our new Vision 2020, when this company will reach its first century of existence. [G4-13]

In *Grupo Nutresa* we understand sustainable development as economic and social progress that lasts over time, which generates benefits for all and promotes a balance with the environment. We are an organization in constant evolution and we strive to find new ways to share our capabilities and create value with our various stakeholders.

In this sense, our commitment to sustainability was recognized for the third consecutive year by being included in the Dow Jones Sustainability World Index 2013, the Dow Jones sustainability Emerging Market Index 2013 and we were once again awarded with the RobecoSAM Bronze Class in the Sustainability Yearbook 2014, which means we are one of the six leading companies in sustainability in the food sector in the world. Additionally, in this evaluation we obtained the highest score worldwide in our sector in the development of human talent, innovation management, codes of conduct, and risk and crisis management. Also noteworthy was the result in corporate governance.

In the field of innovation, we strengthened our model with a venture–capital fund for radical innovation, called "Out of the Box," with an initial contribution of COP 15 billion, which will be used to fund projects within *Grupo Nutresa*. In the first stage, 51 projects were received, of which two will be selected for their high potential.

We present you with our Annual and Sustainability Report, which has been prepared in accordance with the *Grupo Nutresa* Materiality Matrix, in order to facilitate the analysis of our management according to the issues of greatest impact for our organization and for our related parties.

PROFITABLE GROWTH

We ended the year with total sales of COP 5,9 trillion, representing an increase of 11,2% including acquisitions and 5,3% organic, with innovation sales equivalent to 20,6% of total sales. For the first time international sales exceeded one billion dollars, closing at USD 1.076 million, an increase of 27,4%, which represents 34,3% of total sales. This significant increase was driven by both the organic growth of our operations, which was 7,5%, as well the acquisition of *Helados POPS* in December 2012, with USD 33 million in sales, and *Tresmontes Lucchetti* in August 2013, which – during the four months in which it consolidated its sales to those of *Grupo Nutresa* – generated income for USD 135 million.

[1] Sales without acquisitions are considered, to be comparable to those of 2012.

Ebitda

COP 832.827 million

24,1%

Higher than that of 2012

Total Sales

COP 5,9 trillion

11,2% Increase including acquisitions

5,3% Organic

> The consolidated net profit of COP 380.235 million was 10,1% higher than that of the previous year."

Carlos Enrique Piedrahíta

In Colombia, to reduce the negative impact on the dynamics of sales, and taking into account the effect of lower raw–material costs, we decided not to increase prices to consumers. Thus, domestic sales amounted to COP 3,9 trillion, representing an annual increase of 2% in value and 2,1% in tons.

These sales in Colombia through our distribution networks, reach more than 261.000 points of sale, 94% of the universe, with a consolidated market share of 59,6% , 0,4% more than the previous year. In addition to the growth in sales, quite notable is the increase in operating profitability, reflected in an EBITDA margin of 14,1%, the highest in the last five years.

The EBITDA was COP 832.827 million, 24,1% higher than 2012. This increase in profitability is derived from the savings and efficiencies of our global procurement program, the lower prices of some raw materials, the improvement in the mix of products sold, and the increase in productivity and the utilization of the capacity of the plants.

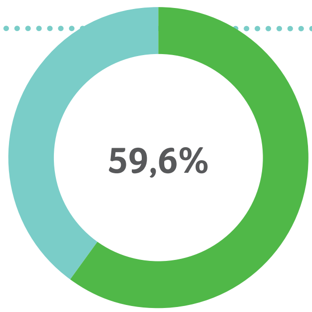
In line with the EBITDA, operational profitability grew 24,8%, reaching COP 650.227 million, with an operating margin of 11%.

[2] This share does not include the Ice Cream category, due to the revision of the measurement methodology.

Sales in Colombia

COP 3,9 trillion

2,0% Increase



Grupo Nutresa consolidated market share in Colombia

Sales abroad represented

34,3%

% of the *Grupo Nutresa* total sales.

International Sales

USD 1.076 million

27,4% Increase including acquisitions

7,5% Organic

Post–operative expenses reached COP 95.089 million. This increase was mainly due to the expense generated by the inflation adjustments of COP 52.397 million in Venezuela, and a greater expense for interest resulting from the higher financial leverage after the acquisition of *Tresmontes Lucchetti*. It is important to note that the loss for the inflation adjustments in Venezuela is an accounting expense that does not generate a cash outlay.

Finally, after considering the above aspects, we ended the year with a consolidated net profit of COP 380.235 million, up 10,1% from the previous year.

As for the balance, liability increased to close at COP 3,1 trillion, for the acquisition of *Tresmontes Lucchetti*. This greater debt improves *Grupo Nutresa's capital* structure, generating value for our shareholders. The rate of net financial debt on the EBITDA is 1,9 times, which still leaves room to continue *Grupo Nutresa*'s acquisition strategy.

The net effect of the increase in assets and liabilities results in equity of COP 7,4 trillion.

INDIVIDUAL RESULTS OF GRUPO NUTRESA S. A.

Complying with regulations in Colombia, we report the individual results of *Grupo Nutresa S. A.*: We registered operating revenues for COP 403.781 million, of which COP 344.939 million correspond to profit through the equity method of our investments in food companies and COP 39.426 million for dividends in the investment portfolio. The net profit was COP 379.896 million.

ACQUISITIONS AND OTHER RELEVANT PROJECTS

Our internationalization model has been supported in the organic growth of our current operations and in the search for investment opportunities in companies with a clear business model, an excellent team, strong brands and powerful distribution networks.

In this sense, we achieved an immense advance with the acquisition of *Tresmontes Lucchetti*, an excellent company, with significant presence in markets with high interest for *Grupo Nutresa*, as are Chile and Mexico, with dynamic, convenient and high–potential products; strong, innovative brands; and led by a qualified, committed and high–performance team.

Tresmontes Lucchetti will allow us – at the end of this year – to reach total international levels of sales of nearly 40%, with a balanced regional presence, a broad product portfolio and, therefore, a greater risk diversification.

We also advanced in the integration of the acquisitions last year. With *Helados POPS* we strengthened our position in Central America and we increased the business of consumer food; now, together with *Helados BON*, we reach consumers through approximately 500 ice cream stores, with a profitability margin greater than that of the consolidated *Grupo Nutresa* margin.

In Malaysia, we began our business plan in *Dan Kaffe Malaysia* (DKM), sending two top–management employees to occupy the positions of General Manager and Operations Manager. With this, we aim to increase our presence in the coffee industry in Asia, diversifying the production and origin of our coffees and having direct knowledge of a rapidly growing market, with significant opportunities for the future.

In Colombia, we agreed to a partnership with *Alsea* of Mexico, for the development and operation of the Starbucks Coffeehouses; and with this American corporation to supply coffee, initially for the Colombian coffeehouses, but with the potential to take it to the rest of the coffeehouses in Latin America.

Additionally, given our growing involvement and rapid increase in food consumption outside the home, we created the office of the Vice President of Consumer Foods, which leads our strategy in the search for new opportunities and supports cu-

Grupo Nutresa decided not to increase its prices in Colombia, which boosted the sales volume measured in tons by

2,1%

rrent operations: *BON, POPS* and Starbucks in Colombia.

In *Tresmontes Lucchetti*, 2013 was a year of lower performance than that reported in 2012 in consolidated terms, but it is important to note that in the lines of products with greater potential and profitability, positive performance in sales was achieved in powdered soft drinks (PSD), snacks and pastas. The negative impact on sales comes mainly from products with a lower margin, such as oils, and markets with difficulties, such as the case of closing sales to Venezuela and a lower dynamic in Argentina.

SPECIAL REPORT ON THE BUSINESS GROUP AND LEGAL DISPOSITIONS

GRUPO NUTRESA S. A. is the Parent Company of *Grupo Empresarial Nutresa*, which – at the close of 2013 – was composed of 75 companies, which, for administrative purposes, are grouped as follows: i) the seven food businesses in which we participate and their production platforms in Colombia and abroad, ii) an international distribution network, iii) three national distribution companies, and iv) a shared–services company, which provides administrative support to all the *Grupo Nutresa* companies.

Following the same numbering of Article 29 of Law 222 of 1995, we wish to give an account of the following aspects:

1. The economic relations of the Parent Company with its subsidiary companies consist primarily of charging management or administrative fees and receiving profits as dividends in their businesses from them. The fees received by the Parent Company amounted to COP 14.465 million and COP 158.476 million for dividends
2. No operations were conducted with third parties in the interests of the subsidiaries, or from the influence on or interest in the subsidiaries by the Parent Company.

Note 19 of the Individual Financial Statements of *Grupo Nutresa* (published on the Grupo Nutresa Webpage) details the transactions with shareholders and persons, stipulated in Article 47 of Law 222 of 1994 and other concurrent regulations, operations of which that took place under market conditions.

The Company fully respects the regulations on intellectual property, software licensing and copyrights, and it has no claims or lawsuits of consideration, which means that there are no contingencies that could impair the results at the close of the 2013 accounting year.

In accordance with the provisions of Article 46 of Law 964 of 2005, the financial statements and other significant reports do not contain defects, inaccuracies or errors that prevent knowing the true financial situation of the Company. In addition, it did not hinder the free circulation of invoices issued by the vendors or suppliers of the *Grupo Empresarial Nutresa* companies. *Grupo Nutresa* has conducted an evaluation with favorable results on the performance of the information–disclosure and control systems, complying with the standards established by *Grupo Nutresa.*

FOR A BETTER SOCIETY

In 2009 *Grupo Nutresa* joined the United Nations Global Compact, one of the largest corporate citizenship initiatives in the world, and so, with its principles, is committed to human rights, labor relations, the environment and anti–corruption.

In the past year it registered significant progress on all fronts, among which we highlight the launching and disclosure of the human–rights policy and management system, with the active participation of leaders and employees. In this sense, we activated the Human Rights Strategic Committee; in different conversations with union leaders, collective agreements and employee representatives, we identified situations that should be strengthened in line with this commitment, and with the conviction that sustainable development is only possible in a framework of respect and fairness.

For 2013, we continued with the consolidation of development programs for our people, which evolved in the implementation of work practices to incorporate new actions that consolidate an inclusive style of leadership that values diversity; thus, the "Opportunities for All" program was designed, which aims to develop leaders, promote gender equity practices and hire people with disabilities.

In terms of corporate citizenship and management with the community, *Grupo Nutresa* has set the goal for 2020 of achieving 1.000 capacity–development projects with

The EBITDA margin of

14,1%

was the highest in the last five years, improving 147 basic points over 2012.

the different communities with which it interacts. At the end of 2013, we have progress and results in 721 projects of this kind through programs that promote self–management and skill development, generating transformation and quality of life.

External social management is led from *Fundación Nutresa* together with the *Grupo Nutresa* businesses, in four management lines: nutrition, education, income generation and entrepreneurship, and support for the arts and culture. Nearly 7.000 internal volunteers in the different geographies are entrenched in these projects, which in 2013 provided 20.347 hours of support and donated nearly COP 646 million to the community. Grupo *Nutresa*'s total social investment in 2013 reached COP 20.523 million, benefitting 4.982 entities and 5.582.396 people in the region.

We invite you to consult the chapters in this report that develop these material topics.

OUR PLANET

In line with the high–impact issues in the Materiality Matrix, our environmental commitment is reflected in the interrelationship among climate change, energy efficiency and water conservation. Faced with these challenges, we obtained the following results:

- Use of resources: In the year we obtained a 7% decrease in energy consumption (thermal + electric) per ton produced and 2% in water consumption; for the 2010–2013 period, we have a cumulative decline in these indicators of 14,4% and 12,7%, respectively. In our energy basket, 82,8% is energy that comes from sources that are considered cleaner, such as natural gas and electric energy, with an improvement of 4,3% over the year before. The use of "other fuels" decreased 88,2%, principally from the significant reduction in using coal; thus, with respect to the goal set for 2020, we are at a rate of 99,1% in the use of sources of clean–energy supply.
- With respect to the Greenhouse Gases (GHG) emissions, we have consolidated projects that improve the efficiency of production processes and we have reduced the GHG – Scope 1 – emissions by 9.681 tons, equal to 9,9% of the total emissions for 2013. Regarding total specific emissions (Scopes 1 and 2), we have a cumulative decrease of 15,1% in the 2010–2013 period.
- As a reflection of the environmental culture of our employees, there were 201 Innovative Environmental Success Stories during the year. We maintain active involvement in the CEO Water Mandate and we are part of The CEO Water Mandate Steering Committee, being the only company in the real sector in Latin America to form part of this governing body.
- Our investments and expenses associated with the environment amounted to COP 15.442 million.
- We participated in the structuring and constitution of the Green Watershed Corporation (*Corporación Cuenca Verde*) a public–private initiative designed to protect, maintain and preserve environmental services, especially water, in watersheds supplying the reservoirs that provide water to the municipalities in the *Aburrá* Valley. Thus, we contribute to the construction of a better world, helping to increase the comprehensive quality of life of all the inhabitants of our region, to receive a basic service that redounds in their welfare: water, in an efficient, pure, sustainable manner.
- Reflecting our commitment to the coffee sector, we actively participated in the first purchase of carbon–emission compensation bonds, conducted under the pioneer project "Incorporation of Biodiversity in Coffee Landscapes *(Incorporación de biodiversidad en paisajes cafeteros*) advanced by the National Federation of Coffee Growers (*Federación Nacional de Cafeteros*, FNC) and endorsed by the Colombian Institute of Technical Standards and Certification (*Instituto Colombiano de Normas Técnicas Certificación*, ICONTEC). Likewise, through *Colcafé*, we began participation in the "Inter–Agency Agreement with the *Cooperativa de Caficultores Andes*, for the development of a drying center (*central de beneficio*) in Southwest Antioquia," with impact on the economic, social and environmental sustainability programs of the coffee community. Likewise, we continued our commitments to the biodiversity–preservation program through the Antioquia Forest Pact (*Pacto por los Bosques de Antioquia*), participating in the pro-

Tresmontes Lucchetti contributed **USD135 million** in sales during the four months in which it consolidated its results to those of *Grupo Nutresa.*

Innovation sales in 2013 equaled **20,6%** of total sales.

Operational profitability grew 24,8%, reaching COP **$650.227 million,** with an operational margin of **11,0%.**

gram of ecological studies and conservation of Andean ecosystems that is being carried out by the Medellín Botanical Garden, in the coffee town of Jardín, Antioquia, on land donated by *Colcafé*.

Detailed information on the various environmental indicators and programs related to the optimal use of resources and their environmental impact will be presented later on in this report, which we invite you to learn about in more detail.

OUTLOOK

The year 2014 forecasts good conditions to advance toward our goal of long–term profitable growth conceived in our Centennial Vision.

The intense competition in our markets will continue, given the attractive conditions of our region, which requires being more innovative and more effective in launching new products, leveraging our distribution networks and strengthening our brands.

We will continue to increase our levels of productivity, which – in the last three years – have improved 15,6%.

Likewise, we have been preparing for the regulatory changes that are expected in health and nutrition throughout the world.

STRATEGY FOR OUR FIRST CENTURY 1920 – 2020

In 2005, we set a big goal – Mega – to duplicate our sales at the close of that year for 2010. We fulfilled this Mega ahead of time, which gave rise to the proposal of a new Mega, which we called the Multi–Latin Vision, consisting of tripling the sales of the same year (2005) for 2015. In 2013, after the acquisition of *Tresmontes Lucchetti*, we saw that this Mega of tripling our sales for 2015 would once again be surpassed in advance. For this reason, we have reformulated a new Mega for 2020, when we celebrate 100 years.

In order to inspire and challenge all who are part of this great organization, we present our renewed commitment:

Grupo nutresa
100 YEARS

MEGA 2020
Duplicate our
2013 sales

"Our Centennial Strategy aims to duplicate by 2020, our 2013 sales, with sustained profitability between 12% and 14% of the EBITDA margin."

"To achieve this, we offer our consumers **foods and experiences** of **recognized and beloved brands**, that **nourish, generate wellness and pleasure**; that are distinguished by **the best price/value relation**; widely available in our strategic region; managed by **talented, innovative, committed and responsible people, who contribute to sustainable development**."

Achieving the goal will imply ending 2020 with sales equal or over COP 11,8 trillion, which corresponds to 5,1 times the sales in 2005 when we proposed our first big Mega.

ACKNOWLEDGEMENTS

Our thanks to all our shareholders for supporting our management, as well as to all our employees, clients, consumers, suppliers and the community in general, for supporting us and inspiring us in the sustainable development of our *Grupo Nutresa.*

- Antonio Mario Celia Martínez–Aparicio
  Chairman of the Board of Directors
- David Bojanini García
- Gonzalo Alberto Pérez Rojas
- María Clara Aristizábal Restrepo
- Alberto Velásquez Echeverri
- Jaime Alberto Palacio Botero
- Mauricio Reina Echeverri
- Carlos Enrique Piedrahíta Arocha, CEO

CEO

Carlos Enrique Piedrahíta Arocha

In *Grupo Nutresa* since 2000

Previous Experience
- President *Corfinsura S.A.*
- Financial Vice President, *Compañía Suramericana de Seguros S. A.*
- Vice President, Personal Banking, *Banco Industrial Colombiano*

Studies
- Economist, University of Keele (England)
- Master's in Finance, London School of Economics

"Among its responsibilities, the Chief Executive Officer of *Grupo Nutresa* has the challenge of inspiring and facilitating the formulation of a collective strategy, accompanied by an outstanding, high–performance management team."

The philosophy to manage and execute the strategy of the Chief Executive Officer is based on the autonomy of the different business units, understanding the various challenges, but with strategic coherence as a Group.

Grupo Nutresa is a company with over 93 years of experience; it has managed to build a unique model that fits the needs of the regions where it is present, and it has the capacity to seize opportunities and manage risks.

Grupo Nutresa has maintained a consistent vision over time, which has been implemented effectively, highlighting the internationalization strategy that began to develop as of 2000, the strategy of effective innovation and sustainable development, as well as being recognized for being a humanist organization that is focused on developing the skills of its employees.

Among the priorities of the *Grupo Nutresa*'s Chief Executive Officer stands out the consolidation of the business model, the strengthening of the brands and the distribution and sales networks, along with a deep responsibility for the development of the workforce, framed by a commitment to sustainability.

The priorities of the *Grupo Nutresa* are the consolidation of the business model, the strengthening of the brands and the sales and distribution networks, and the development of the workforce.

The Vice President of Corporate Finances – CFO

José Domingo Penagos Vásquez

In *Grupo Nutresa* since 2013

Previous Experience

- Director of Corporate Finance, *Bancolombia* Investment Bank
- Head of Planning, *Confecciones Colombia (Everfit)*

Studies

- Administrative Engineer, School of Engineering of Antioquia
- Specialist in Corporate Finance and Capital Markets, *Universidad Pontificia Bolivariana*

“In a competitive environment, the role of the Vice President of Corporate Finance requires a careful design of the corporate strategy and support in its implementation to achieve the profitable growth of the Organization and, thus, ensure Grupo Nutresa's alignment with the requirements of investors, within the parameters of profitability and sustainability.”

The Vice President of Corporate Finance leads the definition of the objectives and goals to generate value for shareholders in the medium and long term, such as the recently published 2020 Mega, supported by planning, projection and budgetary tools. This ensures that the Organization has the appropriate guidelines and tools to make decisions in line with Grupo Nutresa's strategic planning.

Since 2000, Grupo Nutresa has consistently implemented a process of expansion through acquisitions and will continue to do so in the future. We seek opportunities within our strategic region, increasingly scarce and competed, with a focus on companies in markets with low political risk, excellent management teams, proven business models, leading brands and powerful distribution networks. Our approach rules out the acquisition of companies in difficulties. The team leading the Grupo Nutresa acquisitions has the highest rating and expertise in processes in the region in the food industry, ensuring objectivity and professionalism in the processes being conducted.

We will continue to implement an optimal capital structure that meets the needs of the Grupo Nutresa business model and the conditions offered by the market, supporting its process of inorganic expansion and its needs for organic growth.

The area of Investor Relations will have a suitable level of service for our current and potential investors, always seeking to ensure that they have timely access to information to support the decision–making process and make the Grupo Nutresa business model widely known.

We are committed to ensuring the alignment of *Grupo Nutresa* with the requirements of investors, within the parameters of profitability and sustainability.

Vice President, General Counsel *Grupo Nutresa*

Managing Director at *Servicios Nutresa* Legal Department

Jairo González Gómez

In *Nutresa* since 2007

Previous Experience
- Founder and Director, *González Gómez Abogados* Legal Firm
- External Legal Advisor, *Grupo Nutresa*
- Member of *Ignacio Sanín Bernal & Cía.* Legal Firm

Studies
- Law and Political Science, *Universidad Pontificia Bolivariana*
- Specialization in Commercial Law, *Universidad Pontificia Bolivariana*

“The General Counsel of *Grupo Nutresa* generates value by ensuring compliance with the law in all its activities, creating trust and credibility for consumers, clients, employees, shareholders and all related parties in general.”

In the process of *Grupo Nutresa*'s expansion and growth, the General Counsel plays a strategic role in supporting acquisitions and operations in Colombia and abroad. Its commitment is to do business with integrity and respect, with a talented, efficient and enthusiastic team.

The main areas of action are corporate law, mergers and acquisitions, commercial law, contracts, procedural law, intellectual property and regulatory issues in the food industry.

The legal team, lead by the General Counsel, is allied with *Grupo Nutresa* and its subsidiaries in order to achieve deep understanding of the behavior and dynamics of each business, which allows it to provide solutions tailored to needs and offer options that simplify complex situations in the industry and the environment.

The General Counsel and its team strive to be efficient by complying with commitments and keeping up to date on legal topics and food–company trends, to provide quality, timely work, aligned with the business dynamics and which contributes to the objectives of *Grupo Nutresa*.

During 2013, the team actively and effectively participated in these projects:

- Establishment and opening of the *Grupo Nutresa* representation office in Shanghai.
- Acquisition of *Tresmontes Lucchetti*, the second food manufacturing company in Chile.
- Implementation of strategies to protect investments abroad.
- Support in the negotiation of the agreement with *ALSEA* with the purpose of opening Starbucks Coffeehouses in Colombia.

The support for these projects was conducted with internal talent, rationalizing the hiring of external consultants only for those matters of local legislation in other countries.

The challenge in 2014 is to contribute in the consolidation of the progress made in corporate governance matters, codes of conduct, human rights and food legislation, and to keep *Grupo Nutresa* at the forefront of these matters, which – in turn – are key indicators of sustainability.

We generate value by ensuring compliance with the law in all activities, creating trust and credibility for consumers, clients, employees, shareholders and all stakeholders in general.

Vice President of Consumer Retail/Restaurants

Juan Chusán Andrade

In *Grupo Nutresa* since 2013

Previous Experience
- General Manager for International Business *Gastronomía y Negocios* (GyN)
- Director of New Businesses and General Manager of Brazil *YUM* Brands
- Consultant, McKinsey & Co.

Studies
- Mechanical Engineer, University of California at Los Angeles (UCLA)
- Master's in Business Administration with a Major in International Strategy and Businesses; UCLA Anderson School of Management

"Three years ago, *Grupo Nutresa* successfully ventured into the retail business of selling food to consumers, with the acquisition of *Helados BON* in the Dominican Republic in February 2011 and *Helados POPS* in Central America in December 2012. This permitted the consolidation of a network of 500 ice cream stores and allowed us to become operators and suppliers of the main products, with margins higher than the *Grupo Nutresa* consolidated margins and those of the entire ice cream division."

Grupo Nutresa will actively participate in the growing segment of food consumption outside the home; to do this, it created the position of Vice President of Consumers Retail / Restaurant in June 2013. Thus, it will develop companies and partnerships to enter this segment with great potential that is growing at double–digit rates due to the stabilization and development of economies in Latin America, which is reflected in increased purchasing power by consumers. These high growth levels have been obtained despite the low levels of per–capita consumption that are recorded on meals outside the home in the region, so it is likely to continue performing well in the future.

In 2013, a business partnership with a 30% share was created to open Starbucks Coffeehouses in Colombia. In this society, we will contribute with the production and supply of coffee to be served in the stores and we will have the possibility of selling the products of other *Grupo Nutresa* businesses. The initial openings are planned for 2014.

The strategy will continue to focus on the acquisition of solid companies in this segment that have an excellent managerial structure, who are owners of their own or third–party relevant brands and have business models with superior profitability margins and that are potentially exportable or franchisable. The objective is to operate directly and franchise where possible, to reduce investment levels and obtain the desired returns on capital.

Finally, our focus will be where we have a direct presence, to leverage knowledge of the local markets, as well as use some of the *Grupo Nutresa* products and its distribution networks.

Grupo Nutresa will actively participate in the growing segment of food consumption outside the home.

President, *Cold Cuts Division*

Vice President of Logistics *Grupo Nutresa*

Diego Medina Leal

In *Grupo Nutresa* since 1997

Previous Experience
- Financial Vice President, *Inveralimenticias Noel S. A.*
- Financial Engineering Manager, *Corfinsura S. A.*
- Cali Regional Manager, *Corfinsura S. A.*

Studies
- Electrical Engineer, *Universidad Tecnológica de Pereira*
- Specialization in Finances, EAFIT University

"*Cárnicos Nutresa* leads the cold cut market in Colombia; it is second in Venezuela and is currently consolidating its leadership in Panama."

Colombia accounts for 69% of the total revenues of the Cold Cut Business. In the last five years, it has boosted the category of cold cuts with sustained growth of 6,7% on average. As leaders, the challenge will be to contribute to the growth of the category while maintaining a market share of more than 70%. In order to achieve this, it will continue with the strategy to strengthen the brands by adjusting its portfolio of products in order to offer differentiated value propositions to consumers to meet their needs for wellness, nutrition and pleasure at the right price.

In addition, it will consolidate the value network by strengthening the distribution of cold cuts, continuing with the plan of specialization and balancing of the production plants and strengthening the procurement processes through the integral management of the entire network.

In Venezuela, the Business will focus on a competitive strategy to adapt to a changing environment. The challenge is to ensure the continuity of the operation with adequate profitability. In Panama, the productive operation will be consolidated, in order to be more competitive, and the brands will be strengthened by adjusting the portfolio of products in order to participate profitably in this market.

To achieve the goals by 2020, we will continue consolidating the leadership of the operations in existing markets in a profitable manner, for which we will strengthen our brands and the cold cut distribution, as well as exploring new markets in the strategic region. In addition, we will undertake different projects throughout the value network focused on capturing domestic savings, to free up resources and increase investment in the market and the development of categories.

The challenge is to have a business model in each one of the regions that allows us to be more competitive, satisfying and anticipating the needs of clients and consumers.

As market leaders, the challenge will be to contribute to the growth of the category while maintaining a market share of more than 70%.

President, *Biscuits Nutresa*

Vice President *Grupo Nutresa* North Strategic Region

Alberto Hoyos Lopera

In *Grupo Nutresa* since 1993

Previous Experience

- General Manager, *Compañía de Galletas Pozuelo* Costa Rica
- Manager of International Businesses, *Galletas Noel S. A.*
- Manager of Procurement, *Compañía de Galletas Noel S. A.*

Studies

- Mechanical Engineer, *Universidad Pontificia Bolivariana*
- MBA with an emphasis in International Businesses, EAFIT University

"Galletas Nutresa has large regional challenges that require implementing effective, sustainable actions to achieve the Mega 2020 goals."

The biscuit category in Colombia is growing today at a rate of 7,4%; in Central America, the rate is 7,2%. The market share of the brands in Colombia and Central America remains stable. To maintain this dynamic and improve the market share, the Business will continue to increase household penetration, per–capita consumption and will rely on innovation to increase the value of the category consistently.

In the United States, a project with the latest technology will be implemented to produce crackers and participate competitively in a market of over USD 6 billion, enabling Fehr Foods to have a platform for high–potential growth in addition to what we have in cookies.

Pressure from countries with health laws constitute an innovation challenge to grow at superior rates in new products, with greater nutritional value and a modern profile of wellness. Given this opportunity, we will pursue the regional consolidation of a brand like Tosh – present today in 32 countries – and develop its potential through mainstreaming in different food categories.

The portfolio segmentation required by a more–diverse client demands greater flexibility in our production processes; however, this ability cannot sacrifice productivity and, for this reason, the Business will implement technological and automation advances to support this segmentation.

Additionally, we seek greater competitive costs and expenses, taking advantage of the skills acquired by *Grupo Nutresa* in global sourcing and product design to create value.

Eco–design in new product development and the eco–efficiency of manufacturing processes will be incorporated to achieve the goals of reducing energy and water consumptions and emissions, as well as waste generation established in the *Grupo Nutresa* general goals.

We continue to work for our people, strengthening healthy life styles and habits, always seeking the reduction of accidents and absenteeism.

Our challenge consists of increasing household penetration and individual consumption. We will rely on innovation to increase the value of the category consistently.

President, *Chocolates Nutresa*

Vice President *Grupo Nutresa* South Strategic Region

Carlos Ignacio Gallego Palacio

In *Grupo Nutresa* since 1991

Previous Experience
- President, *Servicios Nutresa*
- Director General, *Fundación Nutresa*
- Industrial Vice President, *Compañía Nacional de Chocolates, S. A.*
- Director of the Production Division, *Compañía Nacional de Chocolates, S. A.*
- Factory Manager, *Compañía Nacional de Chocolates*

Studies
- Civil Engineer, EAFIT University
- Master's in Business Administration, EAFIT University

"According to the vision of the Business, *Compañía Nacional de Chocolates* will focus on:
- Internationalization: Focus on taking advantage of market opportunities, developing portfolios that meet the needs and expectations of clients and consumers, strengthening distribution, applying the advantages of the different productive platforms and developing the industrial market.
- Marketing: Strive to develop brands and support the foray into new categories and segments that ensure growth.
- Innovation: Be more effective.
- Productivity: Extend Total Productive Management (TPM) to all platforms, with the implementation of automation projects, the development of world – class sourcing capabilities and portfolio rationalization.
- Culture: Continually develop people and better leaders, be close to clients and consumers, with an open, optimistic mentality, motivated by achievements, concerned about the growth of their team and who live the values of the Organization."

The main risk of the Business in the future is the eventual impact of commodities in a market in which external factors can lead to high volatility.

Access to supplies in competitive conditions is crucial.

Equally important is the risk from the growing regulatory wave related to obesity, health and nutrition, changes that are also a great opportunity to be allies with consumers on the path to a healthier life.

We are optimistic about the future of the Organization. In addition to organic growth, there are significant opportunities in developing industrial businesses, in capturing synergies with other *Grupo Nutresa* companies, in developing healthy, nutritional products, in taking greater advantage of the productive platforms, in the alternative sales channels and in the disruptive innovation that allows us to reach new categories.

We seek to take advantage of market opportunities, developing portfolios in accordance with the needs and expectations of clients and consumers and strengthening distribution.

President, *Cafés Nutresa*

Vice President of Sustainable Development, *Grupo Nutresa*

Jorge Eusebio Arango López

In *Grupo Nutresa* since 1991

Previous Experience
- International Vice President, *Compañía Nacional de Chocolates*
- Financial Manager, *Compañía Nacional de Chocolates*

Studies
- Economist, *Universidad de los Andes*
- Specialization in Finances, EAFIT University
- Master's in Financial Studies, Strathclyde University, Glasgow, Scotland

"The Coffee Business will strengthen its leading position in Colombia with its brands in the category of ground coffee and seek to ensure first place in the disputed soluble coffee market, through a better value proposition in the portfolio of products tailored to the consumer and according to the purchasing requirements of each channel. The soluble coffee Business will develop *premium*, high added–value products, while the category of ground coffees will seek more variety and segmentation, with more modern and convenient presentations for consumers."

Cafés Nutresa has four plants for soluble coffee, two in Colombia, one in Malaysia and one in Chile, in *Tresmontes Lucchetti*, which expands its presence in the global industry and strategically diversifying the origin, production and marketing of our coffees.

Our investment in Asia enables access to new markets and different raw materials at more competitive terms, as well as strengthening the medium–term productive capacity and logistics infrastructure, to be part of the rapid growth coffee market in Asia.

For 2020, 40% of the Coffee Business sales will be in foreign markets and the *Colcafé* brand will be present in 45 countries worldwide.

Research and innovation is the strategic foundation of the Business. With differentiation in products and processes, this competitive advantage will be enhanced and will continue to generate added value in quality and services, which will strengthen the recognition as one of the best companies in the world of soluble coffee. Together with *Vidarium*, it will advance in the study of antioxidants and the functionality of the products. In addition, process innovation will be focused on developing new technologies to obtain extracts, mixtures and natural aromas. It is noteworthy that in research, it has an internationally registered patent and others are in the process of being obtained.

We have the best human resource, with a high level of knowledge and great commitment and motivation. We will continue with the challenge of turning *Colcafé* into a leading company in the world in the field of sustainable development with projects of leadership, innovation and impact on the value chain.

The soluble coffee business will develop *premium* and high added value products, while the category of ground coffee will seek more variety and segmentation, with more modern and convenient presentations for consumers.

President, *Helados Nutresa*

Vice President of Innovation And Nutrition, *Grupo Nutresa*

Mario Alberto Niño Torres

In *Grupo Nutresa* since 2006

Previous Experience
- General Manager, *Meals de Colombia S. A.*
- Financial Manager, *Meals de Colombia S. A.*
- Marketing Manager, *Meals de Colombia S. A.*

Studies
- Business Administrator, *Universidad de la Sabana*
- Specialist in Strategic Marketing, *Colegio de Estudios Superiores de Administración* (CESA)

“*Helados Nutresa* has been experiencing dynamic growth, especially in the last two years: in 2012, it was 19,2% and in 2013, 27,7%, based on two main axes:

- The organic growth of the Business in Colombia, to double–digit rates.
- The acquisition of *Helados BON* in the Dominican Republic (March 2011) and *Helados POPS* in Central America (December 2012).”

In Colombia, we have effectively implemented strategies to increase per–capita consumption, from 1,6 liters in 2000 to 3,6 liters in 2013, still low for the region, which is estimated to be an average of five liters.

Aligned with Mega 2020 and aware of the opportunity and growth potential of the Business, we have proposed a double–digit inter–annual organic growth, with a level of profitability measured by the EBITDA margin, above the *Grupo Nutresa* average.

Achieving this goal poses great short– and medium–term challenges, so we will work with special emphasis on the following fronts:

1. Category growth and strengthening the market position in countries where we are present.
2. Increase the number of points of sale attended through the placement of freezers and the opening of ice cream stores, as well as strengthening distribution through *LA RECETTA* and *NOVAVENTA* and the development of new sales channels, particularly indoors, that generate sales and mitigate the impact in times of heavy rain, when sales traditionally decline.
3. Understand the needs of our clients, buyers and consumers better, in order to provide them better service and advance in the development of high–impact innovations.
4. Evaluate alternatives for the acquisition of leading companies in the region to strengthen our position and take advantage of the synergies that arise.
5. Give priority to investments that are focused on generating higher levels of sales and profitability.
6. Make adjustments in the formulation of the portfolio of products, to make them more in line with trends in food, nutrition and health.
7. The development of our people is critical to the achievement of results, so through the cultural model, we will continue to generate spaces to strengthen the dimensions of being, doing and having.
8. In keeping with our commitment and environmental policy, we will work to achieve the goals outlined in the indicators for the Business.

We work on increasing and strengthening our market position in countries where we are present.

President, *Pastas Nutresa*

Fabián Andrés Restrepo Zambrano

In *Grupo Nutresa* since 1996

Previous Experience
- Manager of Special Commercial Projects, *Servicios Nutresa*
- General Manager, *Pastas Comarrico*
- Client Development Coordinator, *Compañía Nacional de Chocolates*

Studies
- Systems Engineer, EAFIT University
- Specialization in Systems Management and Databases, University of Antioquia
- Studies in Artificial Vision and Industrial Robotics, *Universidad de Cartagena*, Murcia, Spain
- MBA in eCommerce, *Tecnológico de Monterrey*

"To continue the challenge of growth and the momentum of per–capita consumption, *Pastas Nutresa* will continue satisfying consumers through innovation in products, recipes and different moments of household consumption."

To achieve this strategy, the *Doria* brand – as market leader – will continue to surprise with products and presentations tailored to the needs of clients and consumers. *Comarrico* will be strengthened, maintaining its promise of value with a balance between quality and fair price. Meanwhile, *Monticello* will bolster its portfolio strategy by offering a *premium* pasta that is increasingly recognized to accompany consumers in their moments of indulgence and pleasure.

By 2020, we expect to achieve productivity gains above five percent (5%) annually. To achieve this, the Business plans to invest in cutting–edge technology in the production plants and in training to ensure a high level of operating efficiency.

In order to be highly competitive and provide the best price/value ratio to our clients, we rely on our global sourcing strategy to buy wheat, our main raw material, with the appropriate level of quality and the best prices available.

Pastas Nutresa will continue with its conviction of being a world–class company, committed to sustainable development, and will work in the coming years to reduce its carbon footprint, optimizing the consumption of water and energy in all its operations. Likewise, it will continue to work to have the best human talent, persons with a high level of competencies, commitment and motivation, which are key factors to contribute to *Grupo Nutresa* and society.

The Pasta Business will continue to satisfy consumers through innovation in products, recipes and different moments of household consumption.

President,
Tresmontes Lucchetti

Justo García Gamboa

In *Grupo Nutresa* since 2013

Previous Experience
- National and international mass consumer food companies in Chile
- In *Tresmontes Lucchetti* since 1989, occupying different responsibilities in the commercial areas of the Company
- General Manager, *Tresmontes Lucchetti*, since 1999

Studies:
- Commercial Engineer, Valparaíso Business School: *Fundación Adolfo Ibañez*, Faculty of Economics
- Administration, *Universidad Federico Santa María*

"The year 2013 represented a milestone for *Tresmontes Lucchetti* (TMLUC), which joined one of the most outstanding and important food companies in the region and the world. We assume this new order with great enthusiasm and optimism for a challenging, auspicious future."

The company has a century–old history in Chile, where it has achieved leadership in the mass–consumption packaged food industry, which has led it to become one of the largest, most reputable companies.

Tresmontes Lucchetti has achieved leading positions in the categories of powdered soft drinks, pastas, coffee, snacks, soups, oils, juices, sauces, desserts and milk modifiers, with a broad, diversified portfolio. We work with brands that are highly recognized and very valued by Chilean consumers, as reflected in its major market shares and in the major rankings of reputation and brand equity studies. Some of the brands are *Lucchetti, Talliani, Zuko, Livean, Gold, Kryzpo* and *Miraflores*.

In powdered soft drinks (PSDs), TMLUC has been the promoter of the development and renovation of the category in Chile with a deeper reconceptualization of all the commercial variables of this market. This has led to the transversal consumption of PSDs across all socio–economic groups, with high penetration and frequency of consumption, which has become a good competitor of sodas and represents a market – that today – consumes nearly 20% of all liters consumed.

Today TMLUC has a strong position in the consumer basket, based on its multiple advantages; most outstanding are its practicality and its low sugar intake, positioning it as a healthy alternative in line with consumer trends in beverages. This development in Chile has been an axis to face a process of internationalization, leveraged in products in which we are experts and regional leaders.

TMLUC has left Chile to conquer markets with a focus that is primarily Multi–Latino, achieving success essentially through organic growth. Thus, sales outside of Chile in 2013 represented 34%. In this process, the incursion of the *Zuko* brand in the PSDs market in Mexico is remarkable; in less than 10 years, it has captured a 30% share of a market of nearly USD 300 million. This has enabled us to build our own distribution platform with national coverage.

In addition, TMLUC has entered and won attractive market positions in PSDs, based on our *Zuko* brand in Central America, the United States and Peru, among other countries in the region.

A key focus of the work of our

brands in all markets has been innovation: 14,6% of sales in Chile and 18% of sales in North America were due to product innovation during 2013.

Sustainable development and responsible behavior with all stakeholders – employees, consumers, clients, suppliers, the community and shareholders – are the foci of our strategy. In this area, the program to prevent childhood obesity stands out; it was conducted in partnership with academia, governments, unions and the community, which generated a successful model of school intervention, unprecedented in Latin America.

Grupo Nutresa will give the internationalization process a high priority and our goal in TMLUC is to be the relevant protagonists working to this end.

In Chile, the goal is – along with consolidating the leadership that the company already has – to strengthen its core brands, advance in expanding the portfolio and distribution network, especially which aimed at the traditional channel.

In Mexico, the main objectives are to expand the spectrum of categories in which the company participates and establish ourselves in *Grupo Nutresa*'s distribution platform in the Mexican market, taking as our starting point the distribution of *Nutresa México* and its chocolate products. On this last point, the complementarities are high and represent an opportunity to boost the sales of both companies by strengthening distribution.

In other geographic areas, the possibility of accessing the powerful distribution network that *Grupo Nutresa* has represents an important opportunity and will be a target in the near future.

All of this will be carried out, respecting our culture, but adhering to a multiplicity of good management practices that *Grupo Nutresa* has to enhance TMLUC.

For the Company, the challenge will be to recruit and retain the best teams of talented, passionate, committed people to develop interesting challenges in a good working environment.

These are the main points that allow us to be important contributors to the great goal of the Multi–Latin internationalization of *Grupo Nutresa*.

President, *Comercial Nutresa*

Vice President of *Grupo Nutresa* Marketing And Sales

Álvaro Arango Restrepo

In *Grupo Nutresa* since 2001

Previous Experience

- President, *Grupo Nutresa* Pasta Business
- President, *Meals de Colombia S. A.*
- Vice President of Marketing, *Postobón, S. A.*

Studies

- Business Administrator, EAFIT University

"*Grupo Nutresa* advances in the construction of the architecture of its commercial network and the consolidation of its brands, in order to enhance its specialized commercial system to meet the challenges of the environment."

Comercial Nutresa is responsible for the mass–consumption distribution channels of the dry businesses in Colombia; it has designed its business strategy based on knowledge of its clients and their buyers, in order to strengthen its value proposition beyond the distribution channels (Large Chains, Convenience and Traditional Stores), to identify the calling of clients in its business and how to serve their buyers.

It has consistently reviewed and adjusted the model to reach the market from segmentation, in order to define a value proposition that meets the needs of clients and those of their buyers.

Likewise, *Comercial Nutresa* is reinforcing its management at the point of sales with appropriate portfolios and visibility schemes that boost the act of buying, by training its more then 3,000 business figures in the management of spaces adapted to the display of products and in strengthening ties with its clients.

La Recetta specializes in the institutional market, basing its attention model on the segmentation of clients according to their needs and characteristics. In a potential market of COP 2 trillion and 75,000 clients, *La Recetta* seeks to deepen and expand the portfolio, the number of clients and define new business models.

Novaventa is the commercial network closest to consumers; it has a scheme of direct sales and "sales to go" with ambitious growth targets for the next five years. It expects to have a compound annual growth rate above 20%, which is important because in the last five years, this indicator was 18%. The main focus of growth must come from innovation based on knowledge of consumer needs.

The main focus of growth should come from innovation, based on the knowledge of consumer needs.

President, *Servicios Nutresa*

Managing Director, *Fundación Nutresa*

Sol Beatriz Arango Mesa

In *Grupo Nutresa* since 1992

Previous Experience
- President, Chocolate Business
- Vice President, *Grupo Nutresa* South Strategic Region
- Vice President of Corporate Planning, *Grupo Nacional de Chocolates S. A.*
- Financial Vice President, *Industrias Alimenticias Noel S. A.*
- Financial Manager, *Susaeta Ediciones S. A.*

Studies
- Production Engineering, EAFIT University
- Specialization in Finances, EAFIT University
- Specialization in Strategic Management, Pace University, New York

"For *Servicios Nutresa, Grupo Nutresa*'s shared–services center, 2013 was a year of consolidation of its operational and support processes, the creation of new added–value services and improved efficiency for the *Grupo Nutresa* businesses. *Our challenge is to provide the businesses with competitive business services, focused on scale and efficiency, supported by technology and knowledge.*"

The *Servicios Nutresa* pillars of action for 2020 will be grounded in managing productivity and innovation initiatives; generating new capabilities commensurate with the challenges of the businesses in the markets and communities; providing timely, quality services, so that *Grupo Nutresa* and its companies are close to consumers and clients and improve its competitiveness.

Understanding the unique challenges of the industry, the most important strategies for the coming years are:

- Consolidating a competitive, global supply scheme for the different business platforms that is sustainable with the suppliers.
- Implementing and adopting technologies that ensure the productivity of the businesses, making timely decisions and facilitating the connection with clients, consumers and other stakeholders.
- Designing risk–management schemes to guarantee the continuity of the different businesses.
- Consolidating the human–rights management system.
- Implementing a close, innovative and efficient service model for clients.
- Efficiently providing shared services for operations in Central America and also searching for synergies with *Tresmontes Lucchetti*.
- Building capabilities in communities related to the value chain of the businesses, while encouraging the volunteer work of employees.

We expect to be present in the current and future operations of *Grupo Nutresa* by providing high added–value services, transferring knowledge and efficiencies, replicating best practices and supporting the productivity and innovation challenges of every business.

The results will be achieved with efficient, cutting–edge processes, with differentiating technology according to the imperatives of the business models and with talented, committed people who are passionate about service.

Our challenge is to provide the business units with competitive business services, focused on scale and efficiency, supported by technology and knowledge.

Recognitions

Leadership and Contribution to Economic Development

Grupo Nutresa stands out among the most reputable companies in Colombia, in the *Merco Empresas* 2013 Study

Merco, the independent company that operates in 10 Ibero–American companies, conducted the *Merco Empresas* Monitor and, as a result of its assessment, provides three rankings, which are: Reputation Ranking, which gives the 100 companies with the best corporate reputation; Leadership Ranking, which presents the 100 most reputable leaders; and the Responsibility and Government Ranking, which indicates the 100 most responsible companies with the best corporate governance. These were our results:

In Merco Empresas 2013, there are

918 companies

Grupo nutresa

MONITOR

3 in the general ranking

1 in the food sector

4 in Social Responsibility and Corporate Governance

LEADERS

Grupo Nutresa **CEO Carlos Enrique Piedrahíta** among the **three most reputable leaders** in Colombia

Grupo Nutresa is in the Dow Jones Sustainability World Index for the third consecutive year

Grupo Nutresa was recognized for the third consecutive year as one of the leading companies in corporate sustainability in the sector of food producers, by being included in the Dow Jones Sustainability World Index 2013, which evaluated 2.500 companies belonging to 59 sectors worldwide. There are eight companies in the world that are leaders in the food sector, which are part of this index in recognition of their management in sustainability.

Grupo Nutresa obtained the highest score within the sector in the development of human talent, innovation management, codes of conduct and risk and crisis management. Equally remarkable was the result in Corporate Governance.

Hill & Knowlton Captiva S. A., *Diario La Tercera* and Collect GFK recognize *Tresmontes Lucchetti* in the Corporate Reputation ranking

Lucchetti obtained the maximum "Gold" category in the Corporate Reputation ranking, along with 13 other companies. The study considered six dimensions: emotional, financial performance, social responsibility, work environment, management and leadership, and products and services.

Grupo Nutresa is recognized as one of the leading companies in corporate sustainability in the sector of food producers worldwide

For the second time, *Grupo Nutresa* obtained the Bronze Class recognition in the "Sustainability Yearbook 2014," which places us among the six best companies in the food sector in the world in terms of sustainability.

This Yearbook includes a classification of the best–performing companies in corporate sustainability globally; it is prepared by RobecoSAM and is based on the companies listed in the Dow Jones Sustainability Index.

Grupo Nutresa in the ranking "Best Managed Companies in Latin America 2013"

This recognition – Best Managed Companies in Latin America 2013 – awarded by EUROMONEY, one of the most prestigious publications in the world, is the result of the survey conducted among Latin American financial analysts, who take into account important aspects such as market position, strategic coherence, growth potential, value for shareholders and quality of the managerial team. This is the most outstanding ranking of the publication for the region.

Summa Magazine and Hay Group Recognize *Pozuelo*

This distinction was awarded for being in the Top 10 in the research of the best companies for leadership in Central America and the world, ranking number seven (7) in Latin America.

The previous communications are published in:
http://www.gruponutresa.com/es/comunicados

Human–Talent Management

Grupo Nutresa is among the top three companies to work in Colombia, according to the Merco Personas 2013 Monitor

Grupo Nutresa obtained first place among the food–sector companies in the *Merco Personas* ranking and third place among organizations from all sectors.

According to this study, our strengths as the best employer are growth and career projection, balance between personal and work life, salaries and benefits, ethical values and leadership quality.

The Family–Friendly Company Certification

Spain's *Fundación Másfamilia* awarded *Compañía Nacional de Chocolates, Colcafé* and *Servicios Nutresa* with Certification as a Family–Friendly company (*Empresa Familiarmente Responsables*, EFR). This accredits us as an organization that provides a balance among the personal, family and work life of its employees and their families.

The five lines of conciliation are quality of employment, temporal and spatial flexibility, professional development, family–support services and equal opportunities.

Grupo Nutresa among the best companies to work in Colombia

Grupo Nutresa was considered one of the best companies to work in Colombia, according to ZonaJobs.com, a leading company in employment offers and work opportunities in Latin America. The study was conducted among 22.000 employees in 10.000 companies in Argentina, Chile, Mexico, Venezuela and Colombia.

The *Sura* Excellence Award for Colcafé

Sura Occupational Risk–Management Company (*Administradora de Riesgos Laborales Sura*, ARL *Sura*) awarded Colcafé the second place regional award in "Learn to Return", for its return–to–work program after a leave of absence. It also highlighted Colcafé for being a national benchmark for the inclusion of the disabled in its work programs.

The *Sura* Occupational Risk–Management Company recognized *Alimentos Cárnicos* with its Excellence Award

ARL *Sura* recognized the *Alimentos Cárnicos* plant in Envigado, Colombia, for its commitment to the management of occupational risks, the welfare of its workers and the conviction of managing a culture of care.

Corporate Social Responsibility

Pozuelo among the 10 most admired companies for its social responsibility with workers and the community

Pozuelo is one of the 10 best–ranked companies by the people in Costa Rica for offering a good place to work and contributing to the country, according to a survey conducted by the market research company *Unimer*, for the *El Financiero* newspaper, which evaluates aspects such as social contribution, economic impact, environmental commitment and responsibility to its employees.

Tresmontes Lucchetti obtained the *Más por Chile* Seal

The *Más por Chile* Seal is a recognition from the Ministry of Social Development for projects developed by different members of society, which contribute to more and better opportunities for advancement and social integration. *Tresmontes Lucchetti* received this distinction for its contribution to overcoming poverty in Chile.

Logyca recognizes *NOEL* for the Urban Transport Outsourcing – Formalization of Transport Service Project

This recognition was given to *NOEL* for its interest in strengthening the value network by contributing to the creation of the company, the development of transporters and the formalization of the sector.

Pozuelo received the Business Excellence Award 2013

This prize was awarded by the National Association of Industrialists of Colombia (*Asociación National de Empresarios*, ANDI). Aspects such as good business practices, corporate social responsibility, innovation and the development of human talent were assessed.

Fundación Nutresa is invited to the Latin American regional conference for its successful experience in corporate volunteer work

Seeking to celebrate the ideas, initiatives and enthusiasm for volunteering that transforms the current reality of our society; *IAVE Latinoamérica* selected the experience in corporate volunteer work led by *Fundación Nutresa* to share more than 300 volunteer leaders and Corporate Foundations in Latin America.

The XXI Century Leaders (*Líderes Siglo XXI*) was included as a success story in the book by Philip Kotler

The marketing guru launched his latest publication *Lo Bueno Funciona*, which is aimed at integrating marketing with the social initiatives of businesses, through success stories, such as that of *Grupo Nutresa* and other companies including *Caixa* Bank, Coca–Cola, Danone, *Endesa, Telefónica, Mango* and Unilever.

Environmental Management

Compañía Nacional de Chocolates and *Colcafé* awarded the *PREAD* District Environmental Excellence Program

Recognizing the environmental leadership of companies in Bogotá that strengthen and generate sustainable development in the city, *Compañía Nacional de Chocolates* obtained the Elite Generating Sustainable Development award. Likewise, *Colcafé* was classified in Environmental Excellence Level 4.

Meals de Colombia, environmental distinction by the *Creas de Corpocaldas* regional program

This award in Environmental Excellence by the Regional Autonomous Corporation of Caldas (*Corporación Regional Autónoma de Caldas*), seeks to publically recognize the leadership, commitment and continuous improvement in the environmental management and performance of *Meals de Colombia*.

The Ministry of Energy and the National Energy–Efficiency Agency recognize *Tresmontes Lucchetti*

The Seal of Energy Efficiency, awarded by the Ministry of Energy, recognized companies in different production sectors of the country that are making specific efforts to improve the performance of their processes.

Tresmontes Lucchetti obtained this distinction for its various environmental initiatives, among which stand out the replacement of fossil fuels for biomass, generated from its tea and coffee waste.

Scroll of Recognition for *Helados BON*

Helados BON was recognized as one of the top fifty brands valued for its environmental management, accrediting it as a Top Green Brand.

Commercial Management

Grupo Nutresa receives the *Éxito* Suppliers Award in the Sustainable Development Category

Grupo Éxito awarded its commercial partners in 11 categories. *Grupo Nutresa* obtained first place in the category of Sustainable Development for the following reasons:

- Integrating sustainability into the Business strategy.
- Entrance and permanence in the DJSI.
- Permanent improvement in sustainability indicators and positioning as a leader in the food industry.
- *Grupo Nutresa*'s commitment to the quality and nutrition of Colombians and its social and environmental management.

Recognition of *Pozuelo* for "Compliance of Delivery"

In the *CANACODEA* XIII Congress of Retailers, *Pozuelo* was awarded for its work in product distribution, standing out in the areas of quality of service, variety, access and quality of products, and respect for and importance of the retail sector.

Marketing Management

Helados POPS received the "2013 Star of Häagen–Dazs" accreditation

This certification recognized *Helados POPS* as an operator of excellence for having demonstrated the highest standards for the Häagen–Dazs stores and the other ice cream stores it operates. Häagen–Dazs has more than 800 franchises worldwide and only 27 of them have received this recognition in the last two years.

Pastas Monticello, the only pasta in the world with six awards for quality in the *Monde Selection* 2013

Pastas Monticello was subjected to one of the most stringent quality tests conducted by Michelin–star chefs, members of the French Culinary Academy and nutrition advisers of *Monde Selection* – the most important food quality certification institution in the world – and was awarded 11 Silver Awards for quality, surpassing the standards of innovation, nutrition and performance.

Dinero Magazine and Invamer Gallup recognized the *Saltín NOEL*, *Jet* and *Corona* Brands

This distinction is awarded to *Jet* for being the most remembered brand in Colombia among all the categories measured by the survey; it achieved a ranking of 85%, with which it obtained the highest score of the entire survey.

Also, the *Corona* brand was selected as number one in Top of Mind in Colombia in the category "Table Chocolates." It reached 35%, which was the highest score in the entire measurement.

The force of tradition of *Saltín NOEL* is consolidated in first place in Top of Mind in the category of "Biscuits" with 25%, followed by the *NOEL* brand with 21%.

International awards for the Dracula Popsicle Web strategies

Dracula's Somber Villa (Villa Sombría) received important awards for its digital strategy:

- Gold, in the category of "Best Interactive Marketing Action in Ibero America" and Gold in "Development of Online Games."
- Bronze in the Argentina Independent Advertising Festival (*Festival de la Publicidad Independiente Argentina*, FEPI), in the Interactive category.
- Silver in the Creativity International Awards (the United States) in the category of Digital Games.
- Silver in the W3 Festival (the United States) in the Web games category.

The *Chocolisto* Monsters Brand received recognition from Disney Company

The brand received this distinction for Best Product development licensed by Disney with the Monsters license.

The *Chiky* Brand was recognized with the Top Brand Award

The Technological University of El Salvador (*Universidad Tecnológica de El Salvador,* UTEC) awarded *Chiky* first place in the Top Brand Award 2013. This is a recognition of the brands that stand out for their market share, the intention to purchase, recall and positioning in the Salvadoran market.

Portafolio–Compassbranding recognize the following brands as the most valuable in Colombia in the category Product Brands

The *Compassbranding* classification combines financial, market and brand aspects to estimate the value that brands represent for their owners.

This study seeks to raise interest within the business community regarding one of the assets that has acquired the most value in recent decades: Brands.

Among the top 20 brands of this study, those of Grupo Nutresa are ranked thus: *Rica Ronda* ranked fourth; *Jet*, sixth; *Chocolate Corona*, 10th; *Jumbo*, 12th; *Chocolisto*, 14th; *Montblanc*, 16th; *Chocolyne*, 17th; and *La Especial*, 18th.

Ducales, First Place in Original Brands–*Valuator* (BAV) Colombia 2013

Ducales occupied first place in the category of "Original Brands," where *NOEL* ranked fourth. Also, in the "Most Traditional" category, the *NOEL* brand ranked second and, in turn, ninth in the "Most Active" category.

Bronze Award–"Interactive Support" Category: *Dux Silbidos* application

The *Dux* brand was recognized in the Argentina Independent Advertising Festival (FEPI).

The brand's digital strategy is still evolving and it is a key pillar for the construction of the brand, aimed at a young consumer with great interest in digital media.

Anniversaries

15 years for the *TOSH* brand

Portafolio, the economic newspaper, highlighted the 15–year anniversary of the *TOSH* brand, a pioneer in the segment of healthy food in Colombia.

Today, the brand is present in five categories and in international markets. In its beginnings, the cookies were called "Tosh Light," although over time, the term was dispensed with, since the name itself became synonymous with health and wellness.

In 2013 *La Recetta* celebrated its five years of management, developing the institutional market in Colombia

La Recetta Soluciones Gastronómicas Integradas, the specialized company of *Grupo Nutresa* and *Alpina*, which attends and successfully leads the institutional market in Colombia, celebrated its first five years, with double–digit growth, in a sector with ample opportunities.

The company currently has more than 500 employees including chefs, administrative staff, managerial team, logistics personnel, sales force and call center staff.

INTERNATIONALIZATION MODEL

Grupo Nutresa's Own Internationalization Model

Convinced our high market shares in Colombia limited the Organization's growth capacity and conscious that the food companies that are part of *Grupo Nutresa* are competitive in other countries, it was concluded that our market is not just Colombia, but an extended market that had to be redefined. For this reason in 2000, when the strategic plan was formulated, the internationalization process was defined as a key, critical objective for the development of the *Grupo Nutresa* business model and its sustainable growth.

For these reasons, a strategic region, where we identified in which markets we could be competitive, was defined and a strategy was articulated to reach these markets.

Initially, our internationalization model was based on partnerships and the creation of marketing companies, but, in the search for greater effectiveness and more ambitious progress, an acquisition plan was begun as the most strategic vehicle to become a major player in the desired countries.

To search for the target companies, the following criteria were established: positioned brands with growth potential, sales and distribution capabilities, well managed and with competent human talent.

The implementation of this model allowed us to accelerate *Grupo Nutresa*'s internationalization with a very positive balance, considering that the majority of the 18 acquisitions over the past 14 years have performed above the original business plan. Thus, we have achieved the goal of being relevant players in an expanded market.

We are proud to say that this strategy has been managed according to our own internationalization model, with an excellent team that has valued cultural differences and the power to act locally with a global vision, with openness and humility to face the challenges.

Our model, still under development, reflects some characteristics proper to the strategic region and is focused in competitiveness improvement and profitable growth. We seek to achieve sufficient levels of scale in extremely challenging markets, through significant organic growth and strategic acquisition processes, to consolidate our multi-latin position.

Today, *Grupo Nutresa* has a global presence, reaching more than 72 countries with its portfolio of products, it has production and/or distribution plants in 15 countries. Within the emerging countries (according to the DJSI list), *Grupo Nutresa* sales in 2013 grew 8,4%, achieving a total of COP 4.330,632 billion, representing 73,4% of the total consolidated sales.

Sales To Third–Party Clients In Emerging Countries Grupo Nutresa

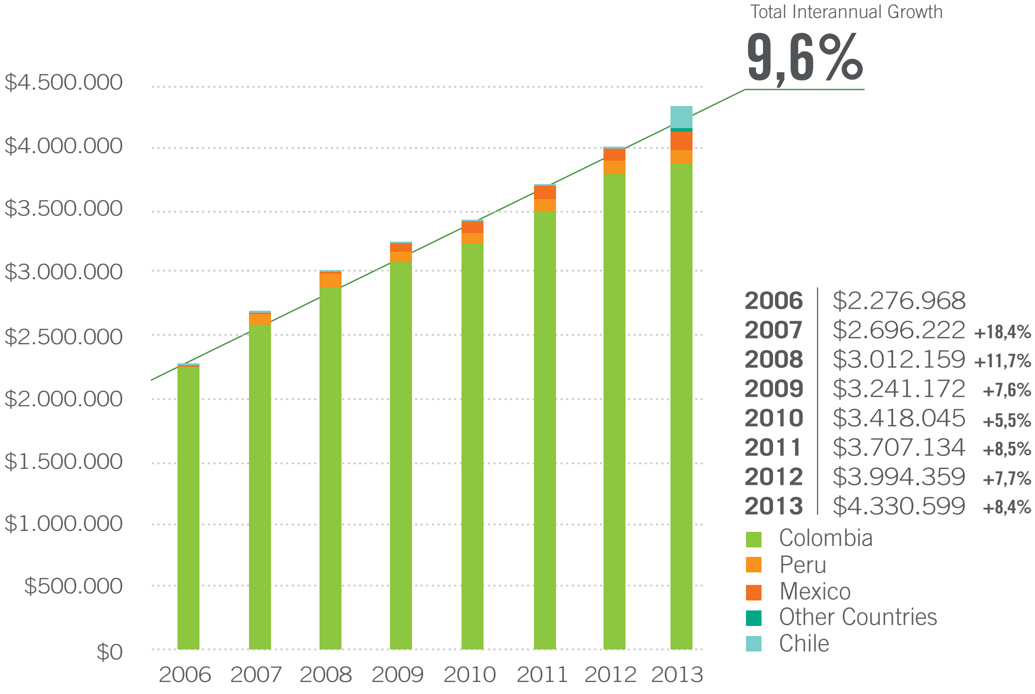
(COP) Billion

Country	2013	% 2013 Share
Argentina	6.987	0,1
Brazil	4.077	0,1
Chile	176.244	3,0
China	1.757	0,0
Colombia	3.872.450	65,7
India	501	0,0
Malaysia	885	0,0
Mexico	146.417	2,5
Peru	112.146	1,9
The Philippines	89	0,0
Turkey	27	0,0
United Arab Emirates	663	0,0
South Korea	8.356	0,1

Country	2013	% 2013 Share
Total Emerging Countries	4.330.599	73,4
Total Other Countries	1.567.867	26,6
Total Third Parties	5.898.466	100,0
% Emerging Sales	73,4%	

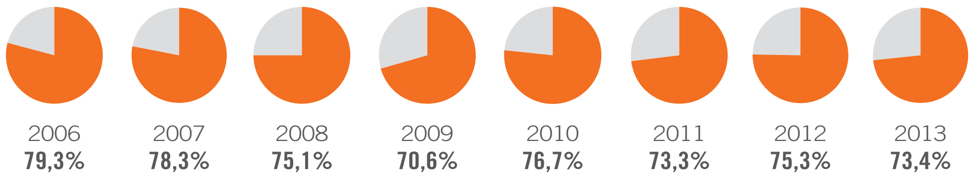
Sales in Emerging Countries

COP Billion



Summary of Sales in Emerging Countries

% Sales to Emerging Countries

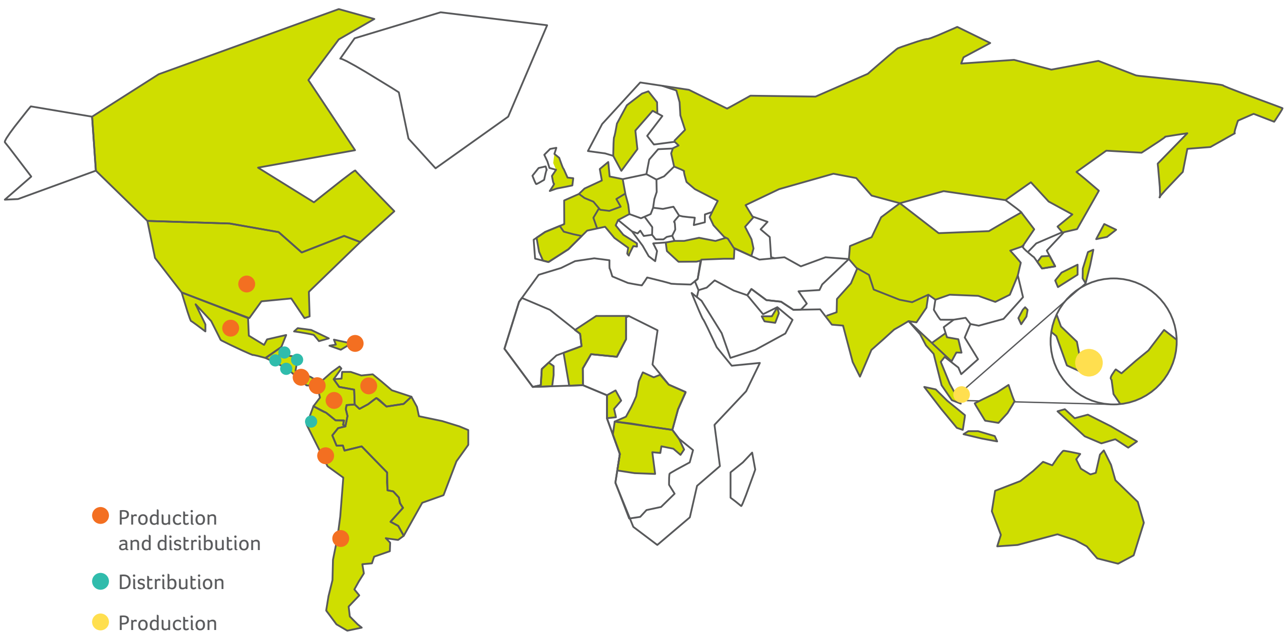


Grupo Nutresa ensures knowledge transfer and best practices in the operations in the strategic region by holding – among other activities – International Management Meetings to transfer good practices through its different production or distribution platforms, education and, in general, training of talents with high potential for development in the Organization.

Looking ahead, *Grupo Nutresa* is fully prepared to overcome the challenges ahead successfully. It is recognized as one of the six food producers with the highest levels of sustainability in the world, along with the strength of its brands, the potency of its distribution, its outstanding human talent, and its rooted, unique culture, all of which allow us to have that certainty.

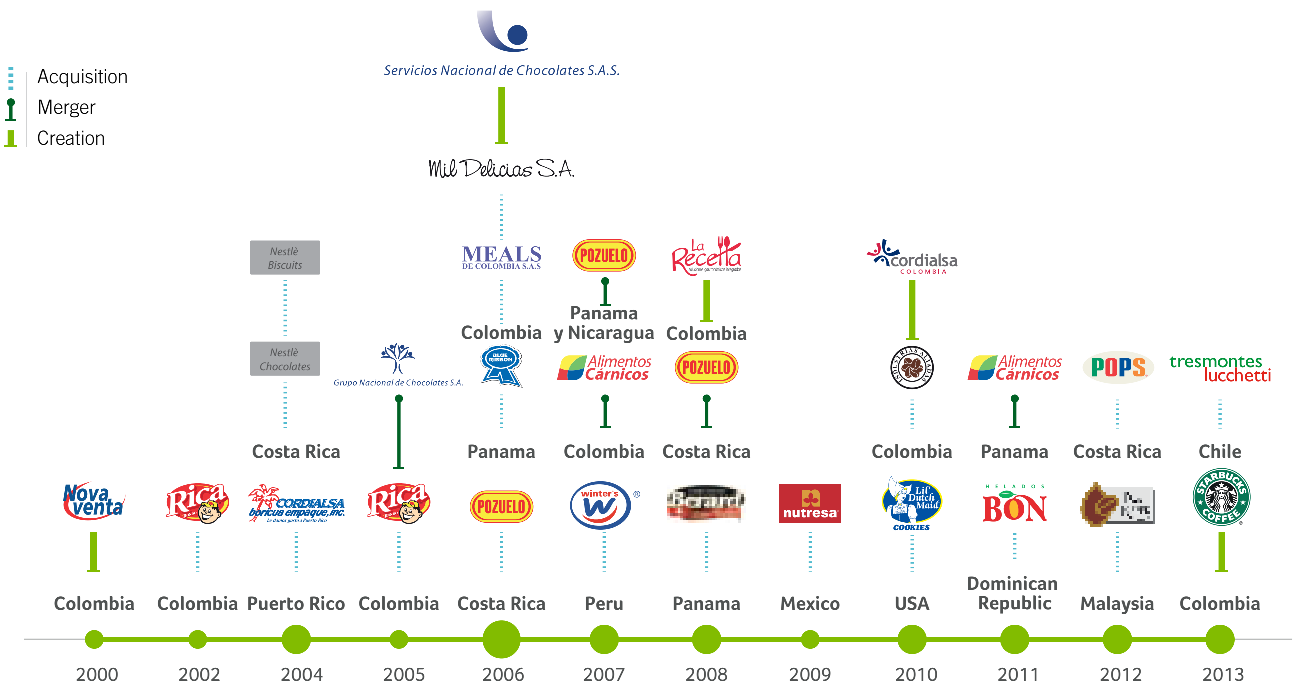
Evolution of *Grupo Nutresa* [G4-8] [G4-9]

International presence



EVOLUTION OF *GRUPO NUTRESA*

Acquisitions / Mergers



International expansion model

Vision
- Development of markets in the strategic region – diversification of destinations
- Long–term objectives
- Autonomy and strategic coherence

Internationalization strategies
- Our own international distribution
- Creation of brands
- Acquisitions – productive platforms

Our Own Unique Model

Consistency in implementation

Persistence in the face of difficulties

Humility and an attitude of learning

Qualified teams. Human quality and basic skills. Development of people in specific skills

Internationalization phases

Exporters
- Exportable surpluses
- Sales by distributors
- No knowledge of the markets
- By order
- Marginal profitability

Partnerships
- First steps
- Knowledge of new markets
- Training qualified teams
- Continuous, more profitable operation
- Temporary alliances

Our Own Distribution
- Definion of the strategic region based on “competitiveness”
- Creation of *Cordialsas*
- Our exclusive distribution
- Construction of brands
- Knowledge of consumers
- Appropiate portfolio
- Talent / cultures
- Creation of value

Productive Platform
- Acquisitions in the strategic region
- Free - trade agreements
- Companies with brands and distribution
- Vehicle to exchange platforms
- Synergies
- Talent / cultures
- Creation of value
- Value networks

MARKET GROWTH AND LEADERSHIP

Brands [G4-27]

The strategic region where the *Grupo Nutresa* markets are developed has posed new challenges from the socio–economic perspective, such as the growth and consolidation of the middle class, better conditions and better quality of life of those people with lower incomes as well as migrations from the rural to urban areas, and the growing search for information and access to knowledge.
Trends show a consumer who:

- Is willing to adopt and appropriate new lifestyles (more modern and less traditional).
- Seeks not only to meet his or her needs, but also be rewarded for their efforts to get ahead.
- Longs for experiences that take them out of their daily life and routine.
- All, and especially women, perform diverse roles simultaneously
- Seeks to appropriate habits that bring them closer to healthier lifestyles and that offer them greater wellness.

Grupo Nutresa understands this evolution of consumer, buyer and client needs and seeks to satisfy them with value propositions. It has managed to innovate in the creation of new alternatives, continually adapting and strengthening them, allowing us to enjoy significant recognition, have close, beloved brands that offer tangible benefits, focused on the dimensions of nutrition, wellness and pleasure.
For this reason, efforts are focused on:

- Establishing a daily relationship with consumers, buyers and clients, which allows us to identify their psychological, sociological, cultural and economic needs.
- Maximizing market coverage to take advantage of all potential opportunities, in both categories as well as products.
- Minimizing overlapping of brands to avoid competition in the same market space.
- Optimizing resources for brand management, thus maximizing profitability.

Mainstreaming in Our Brands

In Colombia *Grupo Nutresa* is the leader in different markets and categories; it has market shares of more than 60%, with the strength of its brands, characterized by the relevance of its value propositions, tradition and innovation.

As an example of this mainstreaming, we have the *Tosh* and *Zenú* brands, among others.

In 2013, the *Tosh* brand successfully ventured into the category of ready–to–eat (RTE) cereals, demonstrating its strength, the relevance of its position and the power of the healthy concept it represents. With this launch, Tosh today has a presence in the category of biscuits, cereal bars and RTE cereals.

Likewise, *Zenú* continues its successful process of consolidation with cold cuts, frozen and long–life products.

Both brands offer consumers a transversal value proposition in different categories, achieving a relevant, more powerful and integrated portfolio.

Cookies • Cereal Bars • Cereals • Granolas • Snacks

Long life • Ready–to–Eat, Refrigerated and Frozen Foods • Cold Cuts

The Relevance of Our Brands

The brands selected for the relevance of their value propositions in the strategic regions are responsible for:

- Expanding in macro categories similar to those that are found in their current portfolios of products or entering new categories if the capability for expansion allows it.
- Expanding in geographies complementary to those in which they already participate, maintaining the concept and territory in which their benefits are established.
- Efficiently identifying, prioritizing and covering the segments and market chosen, based on the attractiveness to consumers and buyers, to ensure relevance and sustainability in capturing the growth potential of this market.
- Taking advantage of the competitive opportunity from identifying the capacity to be a leader or mobilizing the category, considering the competition.

As for the categories of the brands, *Grupo Nutresa* participates in five structural macro categories in the food sector, which are grouped as follows:

In the general food macro category
Are the categories of cold cuts, pasta, frozen dishes and snacks, long–life foods, ready–to–eat cereals, food solutions, soups, creams, broths and sauces.

Sales of the top six brands are above COP1.093 billion

In the beverage category
Are hot drinks, refreshing drinks, juices and nectars.

Sales of the top six brands are more than COP 740 billion.

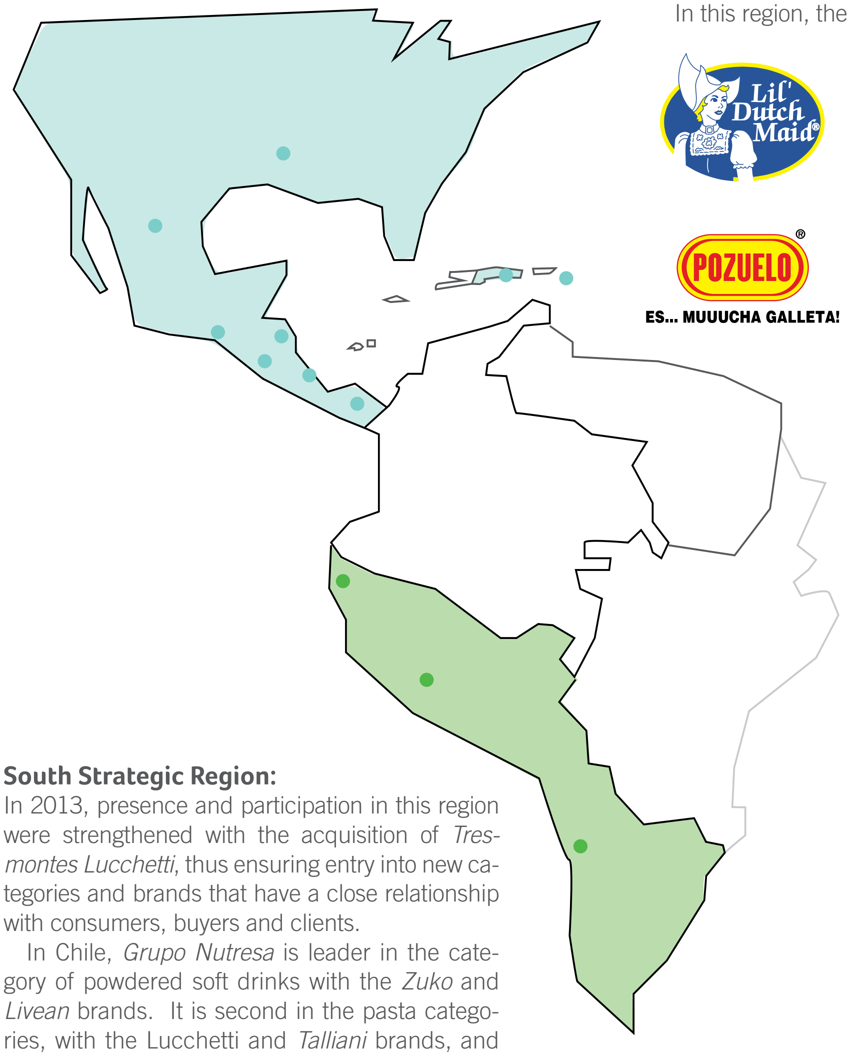
The snack category
is comprised of biscuits, candy, cereals, nuts and chips, among others.

Sales of the top eight brands are more than COP747 billion.

In the ice cream category
are desserts and special products for seasons, as well as baby food.

The sales of the top three brands are more than COP 366 billion.

The Presence of Our Brands in the Strategic Region: [G4-27]



North Strategic Region

In this region, the following brands stand out:

- Lil' Dutch Maid in the United States, where sales for the year were more than **COP 104 billion**
- With Pozuelo in Central America, we achieved sales for more than **COP 184 billion**
- Sales were more than **COP 48 billion** and the category of chocolate candy was expanded
- Likewise, the consolidation of *Helados BON* and *Helados POPS* stand out, with sales of more than **COP 92 billion**
- And, finally, the importance of the Nucita brand is highlighted, with sales of more than **COP 34 billion**

South Strategic Region:

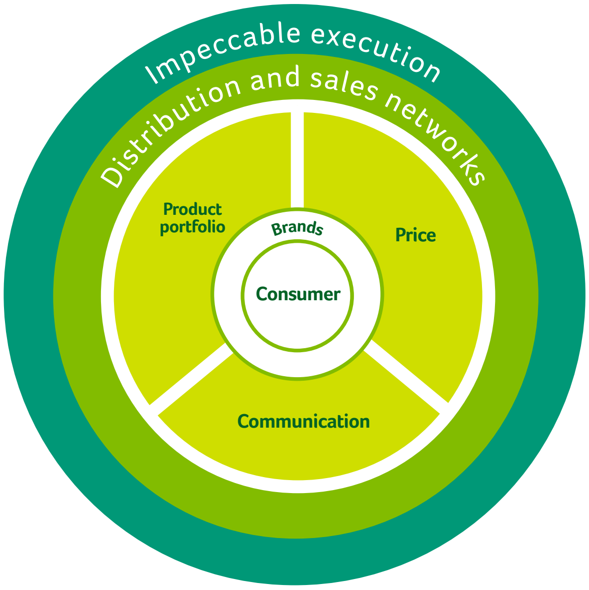
In 2013, presence and participation in this region were strengthened with the acquisition of *Tresmontes Lucchetti*, thus ensuring entry into new categories and brands that have a close relationship with consumers, buyers and clients.

In Chile, *Grupo Nutresa* is leader in the category of powdered soft drinks with the *Zuko* and *Livean* brands. It is second in the pasta categories, with the Lucchetti and *Talliani* brands, and in coffee, with *Gold* and *Monterrey*. It is also a relevant player in snacks with the *Kryzpo* brand, in edible oils with Miraflores, in juices with *Yuz* and *Livean*, in desserts with *Livean* and, finally, in tea with the *Zuko* and *Livean* brands.

Also, the strengthening and mainstreaming of brands in the markets in Ecuador and Peru continue.

Brand Management Model

The following model presents the seven key stages that offer the final brand experience; they should be executed in an articulated manner to ensure the success of the value propositions.



The Continued Strengthening of the Nutresa Brand:

As part of the strategy, it was decided that the *Nutresa* brand would assume the role of communication in the face of the various market participants. To do this, a process was established that, in 2013, presented significant advances, since – with this definition – the transfer of corporate values and reputation to the product brands was begun, which – in turn – contributes to positioning elements and emotional attachment to the *Nutresa* brand.

As part of the backup strategy begun in 2012, which incorporates the *Nutresa* brand on the brand packagings, in March 2013, the first television campaign was launched in order to recognize consumers, employees and clients for making us part of their victories and special moments, sharing and celebrating with the products; a month later, the first promotion of our brand, designated "*Nutresa* Happy Moms" was launched.

In September, the "*Nutresa* Augmented Reality" platform was presented to consumers, which provide them with the input necessary to make decisions at the points of sale. With this strategy, we communicated *Nutresa*'s commitment to sustainability; we provided the nutritional information necessary to have adequate nourishment, promoting a healthy lifestyle and allowing the latest news about the brands be available at a click.

Nutresa Augmented Reality

Distribution networks [G4-27]

▲ *Comercial Nutresa* Traditional Channel Saleswoman, Mercados La Perla.

The market is composed of three participants – the consumer, the buyer and the channel – which are fundamental in the *Grupo Nutresa* results. For this reason, work is conducted in an aligned manner to provide each of the participants with the best value proposition.

Consumer
The person who eats *Grupo Nutresa* products

Buyer
The person who makes the transaction

Channel
The Grupo Nutresa clients

One of the main capabilities that *Grupo Nutresa* has developed is implementing models to reach the market according to the channels and the countries in which it operates. Its networks are designed in accordance with the characteristics of each market and the needs of the channels in terms of orders, deliveries and levels of service.

Each sales channel has particular characteristics that require developing differentiated, specialized models to generate the most value for clients and ensuring availability and accessibility of products to consumers.

▲ Indoor Operation, *Comercial Nutresa*.

There are more than 3.000 of our own references (SKUs) for more than 911.000 clients, attended by 9.328 vendors through 108 distribution centers in the following distribution channels:

Conventional Channels:

83,2% of sales

These are the channels through which products have traditionally reached the market

Stores and Convenience Stores

Supermarket chains

Unconventional or Alternative Channels:

16,8% of sales

Institutional

Catalogue sales

Vending machines

Sales to go

Direct points of sale

Large – Chain Vendor.
Walmart Tepeyac, Mexico

As a multi–Latin Group, the direct distribution networks are present in Colombia, Peru, Ecuador, Chile, Central America and the Caribbean, Mexico and the United States, each designed so:

Colombia

The conventional channels are attended through networks specialized by product type, taking into account the difference in shelf life and the distribution systems: frozen or dry. The products of the dry businesses (*Galletas Nutresa*, *Chocolates Nutresa*, *Pastas Nutresa* and *Cafés Nutresa*) are taken to the market by Commercial *Nutresa* to more than 219.000 clients attended directly and indirectly; the refrigerated products are distributed through the Cold Cuts and Ice Cream distribution networks reaching more than 185.000 clients.

Meals de Colombia boosts the work of small ice–cream marketers.

Adding these two distribution structures, *Grupo Nutresa* reaches more than 261.000 clients throughout Colombia, with approximately 1.300 references, through 2.503 vendors, with their own commercial structures and with third parties specialized in the portfolios.

A Cold Cut Business vendor for the Self – Service channel, taking orders from her clients located in Medellín, Colombia.

Ice – cream vending machine.

The commercial network in Colombia is characterized for having a short–channel distribution model, meaning that products directly reach the last link in the distribution chain to clients, mostly on a weekly basis; 72,1% of the sales are on credit. This model is based on a segmentation of clients according to the needs of the buyer, with specialized attention by channel and portfolios adapted to each segment.

There is a network of 4.000 independent ice cream street vendors who use the ice cream carts or *Tilines* that support in meeting the challenge: bringing products to consumers, considering their needs and moments of consumption.

The institutional and food–service market is attended by *La Recetta*, a company in which *Grupo Nutresa* possesses a total share of 70% in partnership with *Alpina*, which has 30%.

The distribution model is based on a segmentation of the institutional market, based on the needs and characteristics of clients. The commercial channels are:

- Specialized channel
- Government
- Institutional
- Distributors

The first three are short distribution channels attended directly; the latter is a long channel that reaches clients through intermediaries or distributors. The commercial structure of *La Recetta* seeks to bring a value proposition called "one–stop shopping".

Novaventa operates the alternative channels through two business models: Direct sales (catalogue sales) and Sales–to–go (vending machines).

Catalogue sales have a sales force of 79.172 Business Mothers who reach one million homes each month.

Novaventa is the first company in food sales by catalogue in Colombia and the only one in the world that reaches consumers directly with food products.

On the other hand, the sales–to–go channel functions through vending, snack, coffee and ice cream machines; these accounted for more than 6.560 in 2013 and were attended by 109 routers and 33 vendors.

Novaventa is the largest vending–machine network in the country, operating in four cities, where *Grupo Nutresa* and other complementary products are offered. The channel revenues in 2013 were COP 47.320 billion, an increase of 17,9% over 2012 and in coherence with the dynamics of previous years.

A *Compañía de Galletas Pozuelo* display in a point of sale in Costa Rica.

Altogether for the region, we have a network of

1.335

vendors for more than

160.000

clients.

Central America and the Caribbean:

Panama, Costa Rica, Nicaragua, Honduras, El Salvador, Guatemala, the Dominican Republic

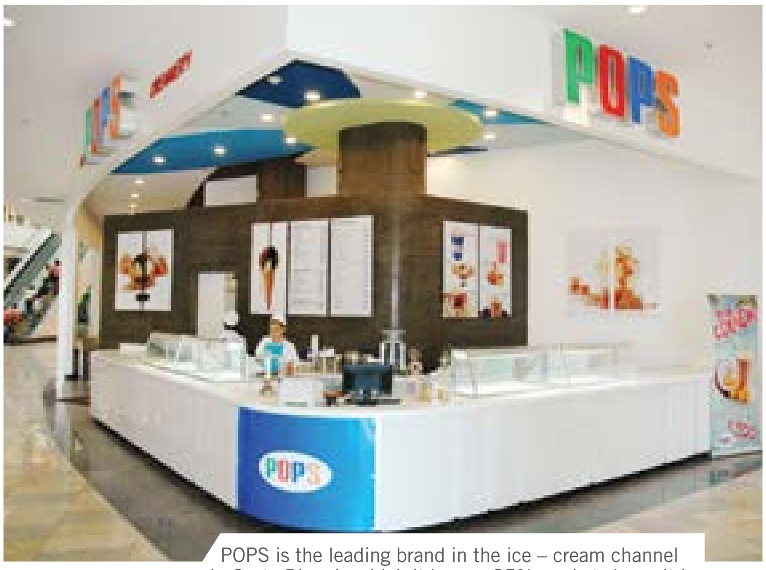
This region is reached through the Cold Cuts, Ice Cream and Biscuit networks, with physical presence in all these countries.

Comercial Pozuelo in Central America has a sales force of 480 vendors in Panama, Costa Rica, Nicaragua, El Salvador, Guatemala and Honduras, attending 143.000 clients with a total coverage of nearly 50%. In this network, segmented value propositions are developed for the store and convenience–store channel, according to the type of clients. Thus, in Panama and Costa Rica, attention is being strengthened with 5.000 points of sale; in Guatemala, where 40% of the population is Mayan Indigenous, a specialized attention model is being developed that offers effectiveness and long–term relationships, and in El Salvador, specialized attention is constructed for educational institutions with the *Grupo Nutresa* portfolio.

The Cold Cut Business in Panama has a direct–distribution model, divided in three sales regions and two distribution centers, reaching 3.830 clients through the direct sales force.

The Ice Cream Business is present with the *POPS* brand in Costa Rica, Guatemala, El Salvador and the United States; its focus is mainly in Costa Rica with 70% of sales. Altogether it has 170 ice cream stores, which are operated directly by *Grupo Nutresa*.

Similarly, *Helados BON* is present in the Dominican Republic with 330 ice cream stores under the franchise model and is attended with an outsourced distribution network. In addition, the store and convenience–store and supermarket–chain channels are attended, totaling over 4.160 clients.



POPS is the leading brand in the ice – cream channel in Costa Rica, in which it has an 85% market share. It is also present in Guatemala, Nicaragua and Panama.

Colcafé tasting activity, the *Kim's Club* Supermarket; Seoul, South Korea.

Alimentos Cárnicos Distribution Center, Panama.

The United States

Due to its size and the diversity of clients, the United States market is attended through a multi–channel scheme in which its own distribution and direct attention to commercial and industrial clients are combined.

In *Cordialsa USA*, through brokers, we reach 15.077 clients in the areas of highest Hispanic concentration in the country, such as Texas, California, Illinois and the East Coast, with value propositions from the different *Grupo Nutresa* production platforms in Peru, Costa Rica, Colombia and Mexico.

With a high–efficiency, low–cost scheme, Fehr Foods allows a mix between direct attention and brokers, with 130 clients reaching more than 60.000 points of sale, especially in dollar stores. The value proposition is based on a broad portfolio of cookies and wafers at competitive prices available nationwide. Distribution is complemented with specialized businesses in the institutional channel, mainly in prisons.

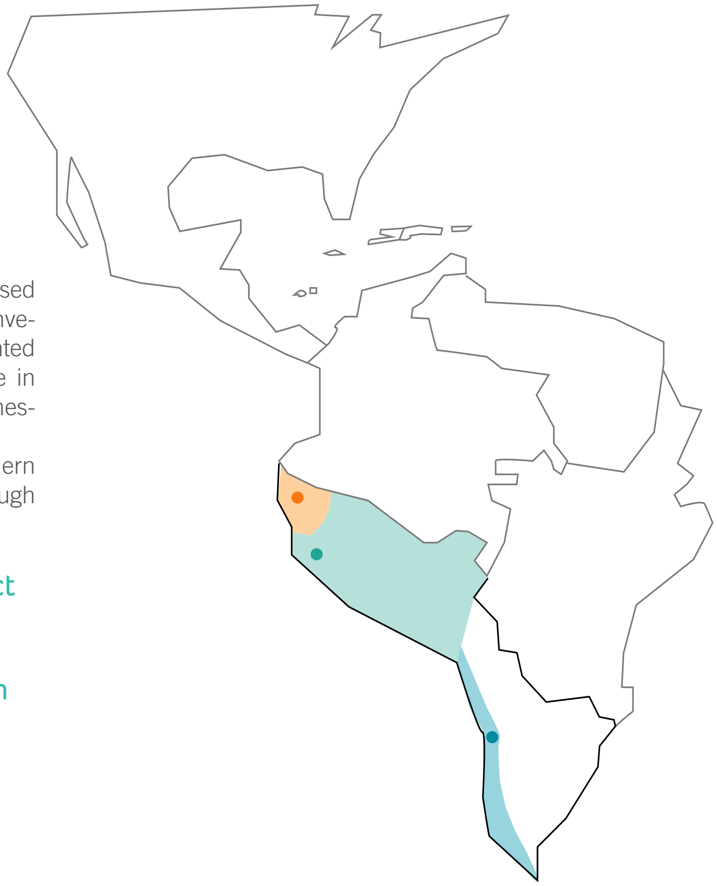
The co–manufacturing business and the private brand have a significant size in this country; for the Chocolate, Coffee and Biscuit Businesses, it represents annual sales of USD 69 million.

Chile

With the acquisition of *Tresmontes Lucchetti*, we entered the Chilean market in 2013 with a leading, strong portfolio in the country, with sales structures and networks that allow making products available to consumers throughout the region.

In *Tresmontes Lucchetti*, Chile has a direct–attention model for the most important clients in each channel and an indirect–attention model for other clients through wholesale distributors, whose model of exclusive commercial operators (Wide Distribution, *Distribución Amplia*, DAM) offers direct access to the retail store.

It operates with a specialized sales force of 163 vendors, according to client segments: supermarket chains, stores and convenience stores, distributors and (traditional) DAM; it has 791 references and directly serves 412 clients, with operators for 18.412 more.



Peru

Compañía Nacional de Chocolates Perú is focused strategically on sales through the store and convenience–store channel, which has been segmented by type of client–business, which has coverage in warehouses, retail markets and other small businesses in the channel.

Likewise, aligned with the growth of the modern channel, it favors profitable management through negotiations by chain and product.

Distribution is attended with 17 direct commercial advisors and through semi–exclusive distributors with 370 vendors, reaching 92.000 clients with permanent monthly purchases.

Ecuador

Cordialsa Ecuador has developed a model through the major distribution channels in the country: stores and convenience stores, supermarket, industrial and institutional chains.

The great weight in sales is given in the store and convenience–store channel, which is complemented with wholesale and distributor sub–channels; the latter represent 42% of sales and are responsible for taking products to the neighborhood stores, numbering approximately 47.700. It reaches the market with 148 vendors, which allows reaching the channel structure of more than 49.000 clients in total.

Mexico

Mexico has two commercial platforms, namely *Nutresa México* and *Tresmontes Lucchetti*, which allow it to reach the market with 223 references, directly and indirectly.

Nutresa México is characterized for a distribution model based on wholesalers, which seeks to accompany it in its evolution: wholesale shops, retailers and portfolio diversification. The challenge has been to strengthen itself in direct delivery to stores and convenience stores and price clubs (supermarket chains with a basic variety and low prices).

It comes with a direct sales force to supermarket chains, coordination of our traditional–channel distributors, government stores and the industrial channel.

The *Nutresa México* business model is characterized by the accompaniment to wholesalers in their transformation; this has the scheme of visibility as its pillar, since it reaches the channel with a sales force under the figure of commission agents or independent businessmen and a scheme of permanent training based on schools to develop clients.

The Mexican market is also attended under the *Tresmontes Lucchetti* network, which has a very powerful distribution network, with regional sales offices; it is very strong in all the different channels to wholesalers, which will leverage our distribution in the future. With *Tresmontes Lucchetti*, we reach supermarket chains and wholesalers with direct distribution, and stores through specialized distributors.

The Mexican market has a portfolio of 223 references that is attended with a sales force of 126 direct vendors and 4.514 indirect vendors, reaching more than 266.000 clients.

Grupo Nutresa makes its products and brands available to consumers in the strategic region through networks especially designed to attend each country and its channels.

Our Transversal–Activity Companies

Next, we present the main indicators of the *Grupo Nutresa* transversal commercial–activity companies:

	novaventa	La Receta soluciones gastronómicas integradas	Comercial nutresa
Total Sales COP MILLION	258.189	191.417	1.842.313
Sales variation	14,3%	10,7%	–1,6%

Client satisfaction [G4-27]

▲ *Comercial Nutresa* Grocer's School Graduation Ceremony.

For *Grupo Nutresa*, the care of client satisfaction, knowing the perceptions of service with each one of the elements of the value proposition, understanding their expectations and identifying opportunities for improvement are fundamental.

In Colombia, several actions were undertaken in 2013:

1. The model to measure client satisfaction was redesigned in order to homologate it and evaluate – in addition to satisfaction – their loyalty, with the aim of prolonging and deepening the relation and the cycle of life, and continue working on actions of world–class companies. The model to be implemented in 2014 is based on a client information–management system that is comprised of various tools to deliver information to strengthen the development of the long–term relationship for clients and *Grupo Nutresa*.
2. From the analysis conducted in 2012 on the rational and emotional motivations of clients, the value propositions were tailored to the measurement of each type of client, according to their model of attention by business.

Grupo Nutresa has different tools to listen to the needs of clients – such as visits and conversations, satisfaction surveys and client and consumer service lines – available to receive requirements, provide answers and undertake actions for improvement to increase their satisfaction.

Grupo Nutresa has the authorization of each one of its clients to handle information, in accordance with the duty of confidentiality and the provisions of the law, while protecting this information and preserving it in secure environments to safeguard it from unauthorized third parties.

Novaventa Business Mothers.

Development Programs for Our Clients

The Ice Cream Business

This successfully develops four loyalty programs for channels: Super Partners (*Súper Socios*), Travelling Your Path Together (*Recorriendo Juntos tu Camino*), Special Client (*Cliente Especial*) and Tools to Grow (*Herramientas para Crecer*), which have reached 3.000 preferential customers of the Company. It also has *CONO SUR*, a quality–training program, the cold network, visibility and productive process, with more than 120 clients impacted. Both programs have a satisfaction level of 4,9/5,0.

The Ice Cream Business has strategies in the sales channels aimed at sustainability, including:

Home Deliveries in the Ice Cream Business: This project with national coverage seeks to reinforce the culture of ice cream consumption at home, through activation, motivation and accompaniment of clients to generate increased sales.

Drugstore chains were the focus of work in 2013, achieving the activation of 2.625 clients. Some of the establishments – such as *Coopservir* (100 points) and *Copifam* (32 points) – received portable refrigerators to conserve products. The home delivery plan in 2013 has a total investment of COP 170 million.

The alternative sales–to–go channel, known as *Tilines*, is an alternative to generate income for communities in socio–economic levels 1, 2 and 3. In 2013, we had more than 500 marketers and the investment surpassed COP 1.500 million. For this year, we expect to renew the mode of operation in order to continue to strengthen the channel and continue delivering the product to the end consumer.

La Recetta

La Recetta held *Expo La Recetta*, a fair created to disclose the value proposition of the Company at one time and in one place. The event was based on five strategic areas: commercial sample, business opportunities, academic agenda, food shows and contests for students.

Novaventa Strengthens the Business Mothers Network

The value proposition of [G4-EC8] this program is based on entrepreneurship. Each Business Mother (*Mamá Empresaria*) assumes the sale of her catalogue as her own business. Also, the Business trains approximately 30.133 mothers in health, cancer prevention, current events in computers, social networks, nutrition and fun recipes. Likewise, during the year, through 18 issues of the magazine Road to your Dreams (*Camino a tus Sueños*), the mothers kept up to date on topics of the Business.

To increase the network of vendors, there is a group of Leader Mothers (*Mamás Líderes*), who totaled 600 in the year. For this reason, in 2013, the implementation of the value proposition for this group was begun, with a leadership and entrepreneurship plan that offers the possibility of transforming their social and economic history and that of their families.

This plan includes training, recognitions, awards and incentives so they can grow their business and consolidate the network of Multiplier Mothers (*Mamás Multiplicadoras*) to bring new vendors to the Company.

Commercial Developers to Benefit Clients

The commercial developers are *Comercial Nutresa* employees, specialists in the comprehensive development of clients' points of sale; they contribute to the growth and competitiveness of their business in the market and – in turn – to the achievement of the organizational strategy.

In 2013, the impact was 1.205 clients, with a 29% growth in sales for the Business and 94% in visibility. Clients also increased their sales on an average of 25%.

Client Schools, a Contribution to Sustainability

The *Grupo Nutresa* Client Schools is a training and assistance program that seeks transformation for the evolution of clients and their businesses. It has been in operation for 10 years and currently works in partnership with the *Pontificia Universidad Javeriana*.

In 2013, 229 shopkeepers and 94 convenience–store owners or administrators were trained; 162 were advised in the Store Certification Program in the principle cities of Colombia, which – to date – has had a total of 12.802 clients in the traditional and convenience–store channels.

Comercial Nutresa Convenience–Store Forums

To be consistent with the value proposition of the channel to support the convenience stores in their sustainability, four forums were held (Medellín, Bogotá, Pereira and Bucaramanga) in order to provide strategic market information focused on their type of business, as well as tools for their life project.

International

The measurement of satisfaction in 2013 showed an improvement, from 4,33 to 4,36/5,00.

The index of commitment to clients, which combines four aspects: Perceptual Satisfaction, Consideration, Recommendation and Competitive Advantage, was also measured. Very good performance was shown in Consideration with a result of 4,89/5,00; Recommendation was 4,83/5,00, reflecting a closer, more emotional relationship with *Grupo Nutresa*.

In order to continue improving service to international clients, each one of the Businesses established action plans from commercial and logistics points of view, tailored to the needs of each client, seeking to impact perception positively.

The companies abroad are advancing in moving closer to their clients through the transfer of knowledge and the migration of best practices from the businesses in Colombia. An example is *Hermo-Venezuela* that, with its exclusive partners, conducted a comprehensive program to guide and support the commercial process of their clients from fronts such as sales force and portfolio allocation, among others. The implementation of the Deli–Owner Workshop (*Taller para Charcuteros*) aimed to bringing clients directly to products, teaches them their uses and teaches good practices for their businesses.

Meanwhile, *Pozuelo Costa Rica* and *Cordialsa Ecuador* have conducted training chats for clients; the latter impacted 21 marketers by providing them with knowledge on sales and life plans.

In addition, the *Helados BON* business in the Dominican Republic has a Training Center that identifies and endorses entrepreneurs interested in managing one or more ice cream stores, through the figure of a franchise. This commercial practice certified 14 franchisees in 2013 in the Dominican Republic.

Client Satisfaction Indicator Abroad

4,36 / 5,0

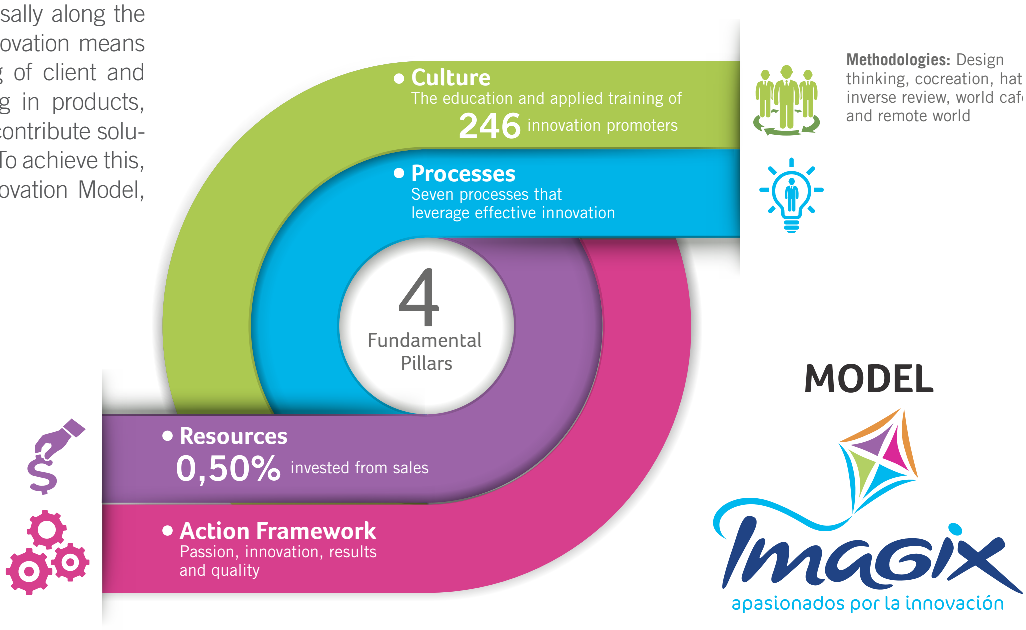
Result: 4,33

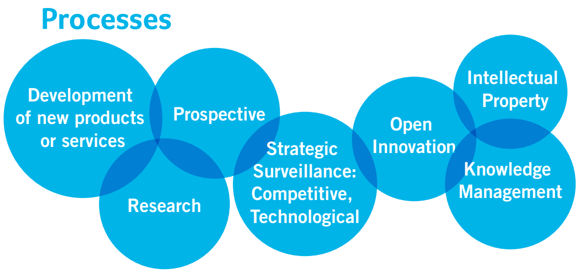
Beginning in 2013, the information on *Industrias Aliadas* is included.

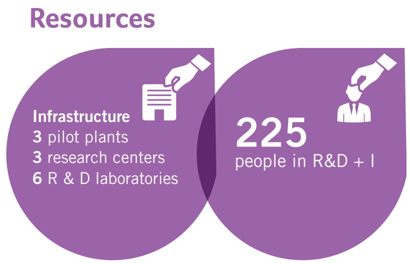
EFFECTIVE **INNOVATION**

Innovation and Investigation [G4-27]

Innovation in *Grupo Nutresa* aims to boost and strengthen the implementation of the strategic objectives of the Organization, acting transversally along the value chain. Effective Innovation means the correct understanding of client and consumer needs, resulting in products, processes or models that contribute solutions and generate value. To achieve this, we rely on the *Imagix* Innovation Model, consolidated since 2009.







Indicator	2020 Goal	2013 Results
Innovation sales	15%	20,6% The indicator is calculated, taking the total sales – without AFC or TMLUC – in the denominator
Innovative Success Stories per Employee	0,3	0,14

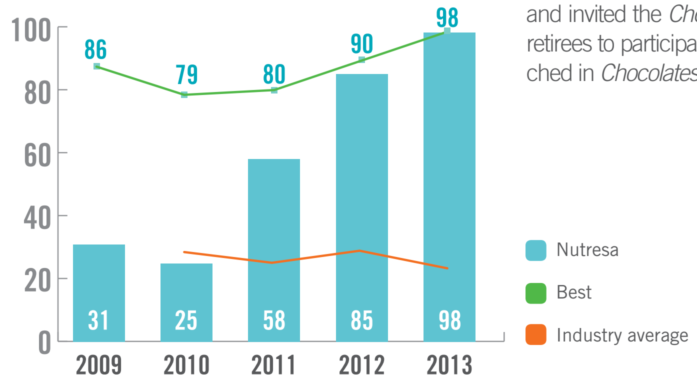
Strengthening Innovation Capacities

Thinking Out of the Box
In April 2013, the program "Out of the Box" was launched; it is a COP 15 billion internal venture–capital fund created to promote and fund radical innovation projects that leverage our competitiveness. In the first stage, 51 projects were presented, of which two will be selected and funds for up to COP 5 billion will be assigned to each one for their implementation. A second stage will be launched in 2014.

The Highest Innovation Performance in the Dow Jones Sustainability Index
For the third consecutive year, *Grupo Nutresa* was recognized as one of the eight leading companies in corporate sustainability in the sector of food producers, by being included in the Dow Jones Sustainability World Index, DJSI 2013. In the chapter on Innovation, *Grupo Nutresa* obtained the best score of the sector, which highlighted practices in innovation managment and research and development that have been implemented.

Innovative Solutions, a program of Open Innovation
In the www.solucionesinnovadoras.com.co platform, the *Grupo Nutresa* businesses share their challenges with the employees of the different companies who have the opportunity to contribute their ideas to find solutions. In 2013, the program expanded its coverage and invited the *Chocolates Nutresa* and *Cafés Nutresa* retirees to participate. Likewise, the platform was launched in *Chocolates Nutresa Perú*.

Innovation



23
challenges have been launched since the beginning of the program

9
challenges have been awarded

373
solutions have been received

28
people have been awarded

1.854
people have been enrolled in the challenges

Servicios Nutresa Innovation Promoters

Strengthening The Culture Of Innovation

Innovative Success Stories

During 2013, this program, which promotes participation in formulating and implementing ideas, awarded 2.238 Innovative Success Stories.

Exemplary Practices

This program seeks to identify innovative management initiatives with outstanding results that can be transferred among the businesses.
Since the beginning of the program in 2007, 24 Exemplary Practices have been recognized. In 2013, four major initiatives were recognized.

1. **Electronic invoice with receipt notification:** *Cárnicos Nutresa* and *Servicios Nutresa*.
2. **Project finding the optimal boxes:** *Novaventa*.
3. **International Management Meetings:** *Chocolates Nutresa, Cafés Nutresa, Galletas Nutresa* and *Servicios Nutresa*
4. **Clean transport:** *Galletas Nutresa*.

Exemplary Practices Award Winners, December 2013

Knowledge Management

This process promotes the construction, application, transfer and conservation of key knowledge, in order to support Effective Innovation and the response capability of the Businesses compared to their competitors and the environment.
During 2013, efforts were aimed at three major foci:

1. Strengthening the culture of knowledge management.
2. Conserving key knowledge of the businesses.
3. Managing transfer mechanisms and the collective construction of knowledge.

The II Meeting of Synergy Communities was held, where a balance of 2013 was presented and a map of challenges for 2014 was built. The *Grupo Nutresa* corporate social network – *Campus Nutresa* – was also launched; its implementation will be completed in 2014.

Third edition with the participation of
18
projects

2.238
Innovative Success Stories

Grupo Nutresa Research Award

During the academic meeting and the V Anniversary of *Vidarium*, the management of the research teams in the *Grupo Nutresa* businesses was recognized:

- First Place: Research on the browning and antioxidant activity in the *Cafés Nutresa* roasting process
- Second Place: Research on the efficiency of frying oil in a *Chocolates Nutresa* nut plant
- Third Place: Research on the methodology to simulate change processes in a biscuit: A sensorial and analytical correlation in *Galletas Nutresa*

Coffee Business Team, first – place winners of the Grupo Nutresa Research Award

Research

Research in *Grupo Nutresa* is a key strategy to face the challenge of innovation and is materialized from different angles; thus, the businesses have significant infrastructures dedicated to the technological research and development of new products. There are three research groups recognized by *Colciencias* in the National System of Science and Technology in Colombia. Two of the teams belong to the *Cafés Nutresa* and *Cárnicos Nutresa* businesses, while the third team is part of *Vidarium.*

The *Cárnicos Nutresa* Research Group
This research group has 18 active members and manages seven research areas: conservation and useful life, packaging, innovation, non–meat raw materials, meat raw materials, thermal processes and emerging technologies, and products in process. This group has published 17 articles in professional journals and has participated in more than 30 events in the food and technology sectors.

The *COLCAFÉ* Research and Development Center
This research group has 13 active members and manages five research areas: coffee antioxidants, the coffee roasting process, coffee processes, the chemistry of coffee, and volatile material in coffee. The group has published two articles and has participated in two sector events.

Vidarium Team, responsible for managing knowledge in nutrition and healthy eating.

Research in Vidarium [G4-27]

Research in *Grupo Nutresa* is a fundamental strategy to face the challenge of innovation and is materialized from different angles; thus, the businesses have significant infrastructures dedicated to technological research and development of new products.

Five years ago, the research capacities of the Organization expanded with the creation of *Vidarium*, Nutrition, Health and Wellness Research Center to generate and manage knowledge and ensure greater relevance of proposals for consumers by recognizing their nutrition and health conditions, thus fulfilling our commitment to their wellness and improving their quality of life.

As a research center, *Vidarium* has centered its activity in two processes:

- Knowledge management to provide *Grupo Nutresa* businesses with specialized information in nutrition and health, contextualized in the strategic region to support its innovation processes.
- Generating new knowledge on food and nutrition, the core process that has given it the character of a scientific body, as a member of the National System of Science, Technology and Innovation, materialized in recognition by *Colciencias* as a Center in 2011 and a research group in 2012.

Vidarium has focused its investigative activity around three topics: *cardiovascular health, gastrointestinal health and obesity* and three research lines: *antioxidants, food modulators of the microbiota and food components and other substances*.
For the development of its research activities, the research center has benefited from the participation of research institutions, centers and groups, which, today, allows it to have a network of strategic partners with common interests around its themes and lines of work. Among these bodies are the University of Antioquia Research Group in Food and Human Nutrition (*Grupo de Investigación en Alimentación y Nutrición Humana*, GIANH), with which it implemented the first projects in the topic of obesity; and the Bioactive Substance Research Group (*Grupo de Investigación en Sustancias Bioactivas*, GISB) in the line of antioxidants.

Equally important has been the collaborative work with CES University, *Universidad de la Sabana* and *Corporación Universitaria Lasallista* as national partners, and the Center for Edaphology and Applied Biology of Segura (*Centro de Edafología y Biología Aplicada del Segura,* CEBAS) of the Superior Council of Scientific Research (*Consejo Superior de Investigación Científica*, CSIC) in Spain, also a key international partner in consolidating the line of antioxidants. To date, *Vidarium* has framework agreements with nine institutions; in addition to those previously mentioned, we also work with *Universidad de los Andes, Universidad Nacional*, EAFIT University, the Center for Research in Physics (*Centro de Investigación en Física*) and the Institute for Training and Research in Plastics and Rubber (*Instituto de Capacitación e Investigación del Plástico y del Caucho*, ICIPC).

Two institutions – *EPS SURA* and *IPS Dinámica* – have been decisive for *Vidarium* to implement its research projects; these institutions have provided their infrastructure and technical support for the fieldwork in different studies.

As a dynamic player in the scientific community, *Vidarium* – together with *Corporación Universitaria Lasallista* – has led the international network for the study of the bioavailability and function of nutrients and bioactive components, participating in the CYTED Cornucopia Network and it is an active member of the *Grupo Nutresa* internal research network.

In the national and international scientific world, a research center like *Vidarium* is measured by the amount and quality of the products generated, specifically new knowledge, human–resource training and social appropriation of knowledge. In its five years of existence, the following has been Vidarium's production:

Product		No.	
Research projects	Principal investigator	11	4
	Co – investigator		7
Products that generate new knowledge	Scientific Articles	7	3
	Book chapters		4
Products of social appropriation of knowledge	International events	27	6
	National events		21
Human – resource training	Doctoral students	12	1
	Master's students		2
	Young researchers		2
	Under – graduate students		7

According to its strategic platform, *Vidarium* will continue the map indicated in its 2014 – 2020 strategic research plan and for its 2014 plan of action, it aims to design and execute three research projects, publish six articles in high – impact scientific journals, the social disclosure of knowledge in four national and two international events, human – resource training, the consolidation of networking and knowledge transfer to the *Grupo Nutresa* businesses, to, thus, fulfill its mission: "Generate and manage knowledge permanently in nutrition and healthy eating to support the processes of product development and services and contribute to improve the quality of life in our strategic region."

Through knowledge management, *Vidarium* has generated concepts for the development of products with nutritional and health values, attending consumer needs, such as the concepts of *Nutrivit* and *Vivoplus*, which are now added in the production of pasta. It has also generated scientific knowledge to support greater understanding of the effects on health of the natural antioxidants in coffee and has participated in building strategies of interest in public health for nutrient reduction, such as sugar, fat and sodium, in the portfolio of the businesses, among others, thereby, contributing to *Grupo Nutresa*'s competitiveness.

VIDARIUM
Centro de investigación en nutrición, salud y bienestar

More information at:
http://www.vidarium.org

Product Innovation

Cárnicos Nutresa

Pietrán Turkey Sausage

In January 2013, the delicious *Pietrán* Turkey Sausage was born. It is made with fine naturally smoked, 90% fat–free turkey breast and is endorsed by the Colombian Heart Foundation (*Fundación Colombiana del Corazón*) as a heart–healthy food.

This new turkey sausage, with all the flavor and benefits that only *Pietrán* can offer, has widely boosted the turkey–sausage segment, achieving leadership with a 90% share at year's end.

Zenú's Entrance into Prepared Foods: Pizzas, Lasagnas and Breaded Products

To continue strengthening and innovating, the *Zenú* brand launched its new line of ready–to–eat dishes: pizzas and breaded products. Its attributes of expertise, track record, quality control and good work have been valuable elements to broaden its horizons in terms of diversity in the food category and position the brand to offer benefits around food items, while also increasing the penetration in the category supported by the knowledge of the Colombian population.

The new proposals presented by *Zenú* this year for the category of frozen foods were nuggets, mixed lasagna, pizza, meat and cannelloni, among 31 other products.

Refrigerated Pizza

In 2013, the new *Zenú* Refrigerated Pizzas arrived to continue accompanying consumers in more moments. With its innovative packaging that maintains the freshness of its excellent ingredients and a special baking process that allows you to enjoy the taste of a delicious homemade pizza in just eight minutes using only a frying pan, this product brings a distinct innovation to the category.

The *Zenú* Refrigerated Pizzas are available in three delicious flavors from which to choose: Hawaiian, meat and ham and cheese and mushrooms.

Galletas Nutresa

Festival Banana Split

This new concept is full of novelty and fun by joining three vanilla cookies and three delicious flavors: chocolate, banana and strawberry chips "because three flavors are better than one." *Festival* Banana Split is a cookie that is outside the traditional schemes of the segment; it responds to the dynamics young consumers seek and contributes to the positioning of the brand, because where there's *Festival*, there's fun.

Tosh Orange Mousse

Consumers of the healthy segment always expect delicious products that are good for their health. *Tosh* launched a multi–cereal bar filled with the creamy taste of orange mousse and pieces of orange, which contribute 10% of the daily requirement of Vitamin C. It has no chemicals or preservatives, no artificial flavors; it is cholesterol and trans–fat free and has only 120 calories per serving.

SALTÍN NOEL Wheat and Corn

Saltín NOEL is the leading brand in the cracker segment in Colombia, with a 70% share in value, as well as being one of the most traditional and loved brands. One of its principal strengths is the variety of shapes and flavors, through which it seeks to enhance the portfolio and energize the segment. *Saltín Noel* Wheat and Corn combines the benefits of wheat and the delicious taste of corn, a new flavor with the tradition of always.

Dulce de Leche Rolled Temptations

In 2013 C*ompañía de Galletas Pozuelo* launched its product *Arrollado*, filled with a caramel (*dulce de leche*) flavor to delight the palate of consumers. *Dulce de Leche* is a highly accepted flavor in the Central American region and is adapted to the lifestyle and consumption of this population. This innovation extends the portfolio of *Pastelería Pozuela* under the brand *Tentaciones* and has high sales potential.

Chocolates Nutresa

Cruji Jet

In order to further boost the confectionery category and continue consolidating itself as the number one brand in the minds of Colombians, *Cruji JET* ("the crunchy chocolate") was launched. It is a delicious milk chocolate bar with crunchy rice in an 11 g presentation for only COP 300.

***Tosh* Cereals**

The new *Tosh* cereals were launched in the market; they are the perfect balance between wellness and taste:

- Filled Squares: Cereal with a natural–fruit filling, it is a good source of fiber and has only 100 calories per serving. It comes in two flavors: strawberry and blackberry.
- Granola: The only premium granola in clusters, it is a good source of fiber and is enriched with vitamins and iron. Enjoy it in four delicious flavors: strawberry, almond, raisin and apple.

Mini Jumbo

Jumbo, the second – largest brand in sales in the chocolate candy category, has launched the new *Mini Jumbo*. It is 18 g of the most delicious chocolate with peanuts, perfect for that small craving for something sweet for only COP 500. Its purpose is to attract new consumers to the brand, increase distribution and maximize the total volumes of Jumbo, completing the portfolio with the perfect fraction.

Sweet Light Cocoa

Sweet Light Cocoa is sweetened with stevia, with 25% fewer calories.

Cafés Nutresa

Colcafé Fruity Iced Coffee

This is the first refreshing coffee beverage ready for consumption, developed in Colombia. It comes in two delicious fruit flavors: lemon or peach. The contents of the coffee provide natural antioxidants that prevent aging; it activates us and is low in calories. It is ideal to accompany meals or as refreshment at any time of the day.

Granulated *Colcafé*

The new Granulated *Colcafé* was developed after consultation with housewives, consumers and shopkeepers in Colombia. This product responds in name, formulation, presentations, communication and price to the taste and expectation of instant–granulated coffee consumers: it has a granulated texture, it dissolves easily, it is perfect to mix with milk and it is ideal to begin the day.

The new Granulated *Colcafé* has a modern, functional container; it comes in different presentations and content to be within the reach of all consumers.

Colcafé Iced Drink (*Granizado*)

This is an instant–powdered mixture, especially for preparing iced coffee in slush machines. It responds to the needs of our institutional–channel clients: hotels, restaurants and cafes, to guarantee always having a homogeneous, creamy, refreshing and delicious product, while allowing them to enlarge their list of beverages and generate other moments to drink coffee.

Helados Nutresa

Bocadittos* by *Crem Helado

Crem Helado presented its new *Bocadittos* by *Bocatto* to the Colombian market. *Bocadittos* are delicious vanilla–caramel ice cream squares, covered with a delicious chocolate sauce and crunchy rice, filled with a red–fruit sauce or caramel. Its size makes it the preferred snack to enjoy at any time. It is ideal to share with family or friends. It comes in innovative, practical presentations of six personal–size squares or 18 squares for the family.

***Crem Helado* Vital Ice Liter**

Thinking about how our consumers want a creamy, indulgent – but healthy at the same time – ice cream, *Crem Helado* launched the new line of ice cream, identified with the Vital Ice brand, in liter presentations to take home, ideally created for people who currently inhibit their consumption for health or aesthetic reasons. The presentations offer sugar–free, low–fat flavors, such as red fruits, strawberry, vanilla and caramel. Also, this line of products offers consumers strawberry and vanilla lactose–free products.

***Helados POPS* Parfait Cup:**

In Costa Rica, *Helados POPS* launched a delicious innovation for its consumers, presenting an important novelty: a preparation in a slender cup, which contains a delicious vanilla and cookie ice cream, crunchy chocolate cookies, chocolate sauce and a whipped Chantilly–type cream as the topping of this profound pleasure. With the creaminess that is characteristic of *Helados POPS*, this novel preparation also provides consumers with the benefit of being able to take home this practical, novel cup.

Ice Cream Soda

In 2013, *Helados BON* presented the Dominican market with a delicious combination that blends the attractive, refreshing flavor of the red–kola soft drinks and the creaminess of the rich, traditional *Helados BON* vanilla ice cream, in a recipe called “Ice Cream Soda,” an innovation that refreshed our ice cream stores and our consumers during 2013.

Pastas Nutresa

Doria Ranchero Flavor

In April, *Doria* launched the *Ranchero* flavor, the taste that Colombian families like so much for its wood flavor and the taste of grandmother's touch. It permits making different preparations, such as *Calentados Rancheros*, accompanying snacks, beans and preparations to surprise the whole family.

Doria Macaroni and Cheese

Doria launched Macaroni and Cheese, aimed at developing and leading this segment of the pasta category. To do this, it provides a practical, convenient product that combines consumption by the whole family into a single product. It is the ideal accompaniment for all meals, through its palatability, convenience and accessibility for all consumers.

Doria Kids

Doria's children's line continues to provide its consumers nutrition and fun through new products with packaging and different pasta figures. In May, pasta in the shape of the characters from Monsters University was launched, thus allowing Doria to encourage the consumption of pasta from an early age, promoting healthy eating and growing while leading this segment in the category.

Tresmontes Lucchetti

Lucchetti Stuffed Pasta

Tresmontes Lucchetti surprised families with its new line of *Lucchetti* stuffed pastas, ravioli and tortellini, in a 400 g format, imported directly from Italy, with more filling than traditional stuffed pasta.

Livean Elements

Mixtures of flavors that evoke elements of Nature, *Livean* Elements is the launching with which all *Livean* instant products celebrated the neutralization of their carbon footprint.

Mamma Mia! RT Sauces

Mamma Mia tomato sauce surprised consumers with a new traditional–recipe sauce, in beef and chicken flavors. It is a sauce with large chunks of bean and chicken, in a 215 g format, with great flavor and consistency.

Zuko Gelatin

Participating in this category allows us to continue to build the healthy image of *Zuko*, also coming to the children's market with a product that has a delicious fruit, fun flavor.

Nutrition, Health and Wellness

[G3-FP8]
[G4-27]

Grupo Nutresa remains committed to the health of its consumers; proof of this is the continuity of the nutrition strategies for the gradual reductions of fats, sugar and sodium, and self – regulation in advertising and labeling.

In 2013, a communication strategy was launched based on augmented reality, a technology that allows the fusion of elements from the real world with virtual elements in a smartphone or tablet screen, so that consumers can access the nutritional information and content of products, tips to lead a healthy life style and learn about *Grupo Nutresa*'s commitment to sustainability. This information allows consumers to have sufficient input to make decisions (www.nutresa.com).

At year end, 102 references that form part of the *Grupo Nutresa* portfolio ventured into this strategy, achieving nearly 1.250.000 views.

During the year, activities related to consumer health were developed with the *Pietrán, Choco Lyne, Tosh* and *Chocolisto* brands. A program focused on cardiovascular health was designed and implemented for *Grupo Nutresa* employees and obesity research continued in *VIDARIUM*, Nutrition, Health and Wellness Research Center.

Grupo Nutresa's knowledge in promoting healthy lifestyles has increased with initiatives of proven impact in Chile and Mexico, supported by scientific designs and developed by *Tresmontes Lucchetti* in association with the University of Chile's Institute of Nutrition and Food Technology (*Instituto de Nutrición y Tecnología de los Alimentos,* INTA) and the National Institute of Public Health (*Instituto Nacional de Salud Pública*, INSP) in Mexico, which will allow the definition of new programs for the entire *Grupo Nutresa* strategic region, thus contributing to improving the quality of life of communities.

Safety and Wellness for Clients And Consumers [G4-27]

The food companies that make up *Grupo Nutresa* share a principle of respect for and responsibility to clients and consumers. Due importance is given to consumer rights and to do this, the transparent performance of our management in the health and safety of our products is supported by defined policies, objectives and goals, responsibilities and resources allocated with the current, applicable legal framework. Therefore, the Integrated Quality Policy includes the quality management, food safety, environmental, safety and occupational health, commercial security, risk and healthy Organization systems. These systems are implemented in the operation through the adoption of best practices, measurement and monitoring, continuous improvement and tracking, through internal and external audits by clients, certification agencies, and institutions of monitoring and official control. This makes evident the high commitment of employees in the pursuit of client and consumer satisfaction.

Proactively and in accordance with the evolution of management systems, we have obtained the ISO 9001/2008 Quality, the ISO 14001/2004 Environmental, the BASC/2005 Commercial Safety, the OHSAS 18001/2007 Safety and Occupational Health and the Hazard Analysis and Critical Control Point (HACCP, an FDA program) and the Good Manufacturing Practices (GMP) certifications.

According to the requirements of operating in global markets and the adoption of advanced systems, we have also advanced in specialized certifications in food safety, such as the British Retail Consortium (BRC) V6 Global Standard for Food Safety; the International Foods Standards (IFS) V6; the ISO 22000/2010; the Safe Quality Foods (SQF), and the Good Manufacturing Practices (GMP) by the American Institute of Baking (AIB), among others. At the end of 2013, 74% [G3-FP5] of production was done in plants that have certification in food – safety management system standards, including the standards approved by the Global Food Safety Initiative (GFSI).

To measure the effectiveness of food–safety management, the companies have monitoring indicators (hygiene–sanitary inspections of the plants, conformity of processes and products, and the evaluation of client and consumer satisfaction), which are revised permanently, always seeking continuous improvement and the elimination of risk factors.

Grupo Nutresa is committed to strengthening the management of food safety through education, training and communication to staff, and through investments in laboratories and equipment with the latest technology, which will permit the analysis and monitoring of raw materials, products in process and finished products so that risks are minimized from the farm to the table, to ensure the wellness and health of its consumers, while complying with the principles of responsibility, honesty, truthfulness and fair competition related to the advertising of its brands.

The Organization has a policy of self–regulation, advertising aimed at children and labeling information about its products.

SUSTAINABLE DEVELOPMENT

Environmental Sustainability

Grupo Nutresa adopted Sustainable Development as an enveloping framework of its strategic objectives and corporate action, to attain results that achieve a beneficial balance for all stakeholders related to the Organization. In line with this framework of action, we defined our Environmental Commitment. As citizens of the world, we give special priority so that our corporate interaction with the environment is conducted responsibly, contributing to its balance, the efficient use of natural resources and the harmonious relationship with our planet.

The more relevant issues of environmental impact in the Materiality Matrix are: water use and conservation, climate change and energy. The commitment to the challenge posed by climate change is the constant search for greater energy efficiency and the use of cleaner technologies, in processes and products that lead to the reduction of greenhouse gases (GHG).

In line with this environmental commitment and the guidelines of the Corporate Environmental Policy, a comprehensive policy was defined to establish our relationship with the water resource.

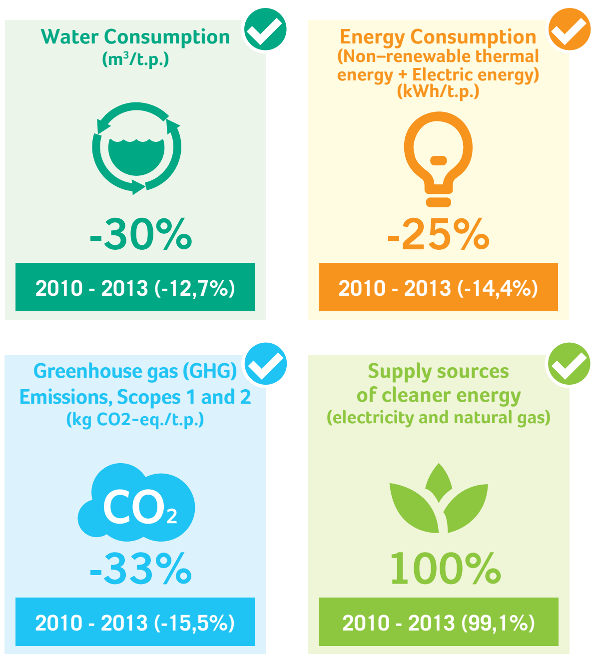
The Water Resource Policy

Under the framework of strategic action and committed to sustainable development, management of the water resource is a fundamental requirement to ensure the sustainability of our Organization and the communities with which we coexist and interact. Our commitment towards the issue and the sustainability of water consists of developing our corporate action and our businesses, by focusing on the following fundamental principles:

1. Promoting the human right to water, with special emphasis on basic sanitation and access to potable water.
2. Guaranteeing the efficient management of water in our direct operations, incorporating practices of technological efficiency for its use, reuse and recycling, and the decrease in water consumption and the optimal treatment of discharges.
3. Participating actively in watershed–management programs that are related to our operations, motivating conservation projects of diversity and equilibrium in the ecosystems.
4. Promoting culture and practices that encourage companies, employees and the society in general in good practices of sustainable water use.
5. Participating in public–policy dialogues to promote actions directed at water sustainability.
6. Managing relations with our direct suppliers that motivate and sensitize the use of good practices in water management, the relationship between the parties, mutual knowledge and sharing of experiences.

Strategies and Commitments by 2020

The strategic objectives and commitments in Colombia to improve environmental performance, taking 2010 as the base year, are:



Grupo nutresa

Waste exploitation (%)
90%
2010 - 2013 (88,6%)

Generation of waste (%) (kg/t-p.)
-20%
2010 - 2013 (-7,6%)

Packaging material (kg/t.p.)
-12%
2010 - 2013 (3,4%)

Environmental culture (m³/t.p.)
Innovative Environmental Success Stories
1.000
2010 - 2013 (565)

- Promote work with the principal suppliers of the supply chain: raw materials and transport.
- Apply the criterion of eco–efficiency as a key variable for the development of projects and products.
- Use a life–cycle approach in products to improve environmental performance.
- Ensure that 100% of the operations have certified environmental–management systems.

Base year: 2010.

Consolidated indicators of environmental performance in Colombia

Covering industrial operations according to the GRI G4 Guideline.

Description		Units	2010	2011	2012	2013	% Variation 2012 - 2013
Environmental expenditures and investments	[G4-EN31]	Million $	8.846,7	11.913,2	12.631,2	15.441,5	22,25
Raw materials	[G4-EN1]	t	486.238,2	502.242,5	599,066.2	630.731,6	5,29
Total packaging material	[G4-EN1]	kg / t.p.	34,0	34,8	35,7	35,1	-1,50
Thermal energy from non–renewable sources		kWh / t.p.	507,20	486,42	465,1	417,8	-7.0
Electric energy		kWh / t.p.	217,77	204,76	202,1	202,4	
Energy from renewable sources		kWh / t.p.	142,1	127,9	109,1	120,8	0,2
Total energy	[G4-EN5]	kWh / t.p.	867,1	819,1	776,3	741,1	-4,54
Use of water	[G4-EN8]	m^3 / t.p.	2,3	2,2	2,0	2,0	-1,99
Reused water	[G4-EN10]	m^3	19.979,4	20.569,1	62.602,4	59.531,4	-4,91
Percentage of reused water		%	1,3	1,4	4,31	4,04	-6,11
Waste generation	[G4-EN23]	kg / t.p.	26,3	24,2	23,5	24,3	3,45
Waste exploitation		%	80,8	85,8	88,0	88,6	0,64
BOD5: Biochemical Oxygen Demand	[G4-EN22]	kg / t.p.	0,8	0,9	1,18	1,19	0,70
PM: Particulate Matter	[G4-EN21]	kg / t.p.	0,119	0,038	0,026	0,034	29,28
SO_2: Sulfur Dioxides	[G4-EN21]	kg / t.p.	0,090	0,086	0,069	0,009	-87,49
NO_x: Nitrogen Oxides	[G4-EN21]	kg / t.p.	0,166	0,151	0,12	0,117	-2,54
VCOs: Volatile Organic Compounds	[G4-EN21]	kg / t.p.	ND	ND	0,007	0,007	0,66
Weight of recovered products		Kg	ND	ND	1.552.002,4	1.532.803,9	-1,24
Weight of recovered packaging material		Kg	ND	ND	94.442,1	72.273,8	-23,47
Direct CO_2 Emissions (Scope 1)	[G4-EN15]	t CO_2 eq.	75.857,9	77,609.5	78.689,8	69.008,8	-12,30
Indirect CO_2 Emissions (Scope 2)	[G4-EN16]	t CO_2 eq.	26.257,6	14.368,6	17.894,6	28.683,1	60,29
Total CO_2 Emissions (Scopes 1 + 2)		t CO_2 eq.	102.115,5	91.978,0	96.584,4	97.692,0	1,15
Direct CO_2 Emissions (Scope 1)	[G4-EN18]	kg CO_2-eq. / t.p.	116,4	113,9	110,2	93,5	-15,14
Indirect CO_2 Emissions (Scope 2)	[G4-EN18]	kg CO_2-eq. / t.p.	40,3	21,1	25,1	38,9	55,10

The agroindustrial processes of Setas Colombianas and *Meals Armenia* and the *Litoempaques* processes have been excluded.

Also, in line with the Materiality Matrix, indicators are presented of the most advanced industrial processes in terms of environmental management in the manufacturing plants of *Chocolates Nutresa* in Costa Rica, Mexico and Peru, and *Galletas Nutresa* in Costa Rica.

General summary International environmental indicators	Units	2012	2013	Variation 2012-2013
Environmental expenditures and investments [G4-EN31]	Million $	153,52	905,90	490%
Raw materials [G4-EN1]	t	49.864,35	51.311,96	3%
Thermal energy from non–renewable sources	kWh / t.p.	617,79	616,30	0%
Electric energy	kWh / t.p.	305,38	302,41	-1%
Total energy [G4-EN5]	kWh / t.p.	923,18	918,71	-0,5%
Use of water [G4-EN8]	m^3 / t.p.	1,52	1,41	-7,6%
Direct CO_2 Emissions (Scope 1) [G4-EN15]	t CO_2 eq.	12.055,38	11.691,00	-3%
Indirect CO_2 Emissions (Scope 2) [G4-EN16]	t CO_2 eq.	4.861,94	3.368,00	-31%
Total CO_2 Emissions (Scopes 1 + 2)	t CO_2 eq.	16.917,32	15.059,00	-11%
Direct CO_2 Emissions (Scope 1)	kg CO_2-eq. / t.p.	178,90	171,35	-4,2%
Indirect CO_2 Emissions (Scope 2)	kg CO_2-eq. / t.p.	72,15	49,36	-32%

Energy [G4-27]

The decrease in energy consumption (thermal and electrical) per ton produced in Colombia in the period 2012–2013 was 7%, with a reduction in thermal energy consumptions (from non–renewable sources) of 10,2%. For the period 2010–2013, we achieved a cumulative decrease of 14,4% in this indicator. [G4-EN6]

The results of the following projects are highlighted for their impact in the increase in energy efficiency and the reduction of greenhouse gases (GHG):

- Reduced consumption of natural gas in the coffee–roasting process, in which an increase of 9% was achieved in the thermal efficiency of the process.
- • The consolidation of the thermal–efficiency project in the Biscuit business ovens, achieving savings of more than 800.000 cubic meters of natural gas.

The 2013 Colombian energy basket

The agroindustrial processes of *Setas Colombianas* and *Meals Armenia* and the Litoempaques processes have been excluded.

Thermal–Efficiency Project, Biscuit Plant, Medellín.

In the energy basket of the plants, 82,8% is energy that comes from cleaner sources, such as natural gas and electric energy, with an improvement of 4,3% over the year before. The use of other fuels (coal, crude oil, LPG, among others) was reduced by 88,2%, principally from the significant reduction in using coal in *Chocolates Nutresa*; these fuels today represent only 0,9% of the energy sources. The use of an industrial sub–product originating in the soluble coffee plants is processed as biomass and used as fuel, representing 16,3% of the *Grupo Nutresa* energy basket. In conclusion, 99,1% of the energy consumed comes from sources considered cleaner.

In the international operations reported, the decrease in energy consumption (thermal and electric) per ton produced in the period 2012–2013 period was 0,5%. We advanced in the substitution of cleaner fuels and expect to increase their use in the medium term, considering the energy availabilities existing in each one of the countries. Highlighted are the *Chocolates Nutresa* plants in Mexico and Costa Rica, for implementing fuel–substitution projects that impact operational eco–efficiency and contribute to the reduction of GHG.

Climate Change

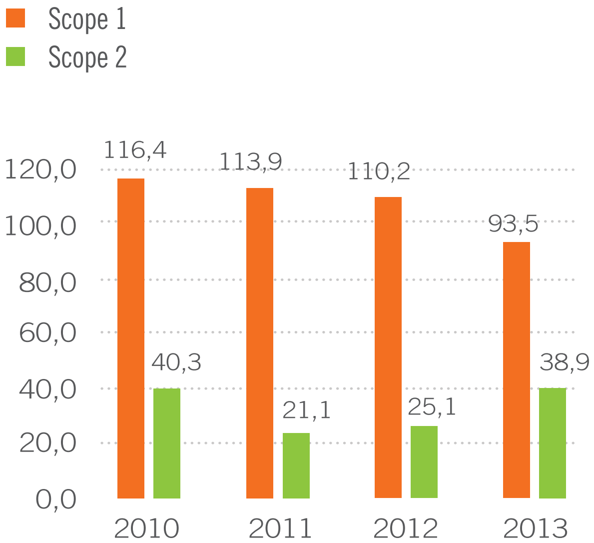
GHG EMISSIONS [G4-EN19]

Recognizing the effects that climate change has on the plant's ecosystems and the impact they generate, *Grupo Nutresa* conducted the Greenhouse Gas (GHG) inventory. The methodology used was the ISO 14064–1 standard and the GHG Protocol, published by the World Resources Institute (WRI) and the World Business Council for Sustainable Development (WBCSD).

Following the principles of relevance, integrity, consistency, transparency and precision in the industrial plants, the inventory of direct emissions (Scope 1) and of indirect emissions by using electricity (Scope 2) – validated by the Global Alliance for Incinerator Alternatives (GAIA) Environmental Services – had the following results:

Emission–reduction project through the substitution of coal for natural gas.

Intensity of Greenhouse Gas Emissions, Scopes 1 and 2, for Colombia [G4-EN18]
(kg CO_2-eq./t.p.)



The direct (Scope 1) emissions presented a reduction of 9.681 tons of CO2-eq., which represents 9,9% of the emissions for 2013. These are the emissions on which the Organization has control.

The indirect (Scope 2) emissions, not directly controlled by the Organization and which result from the way in which energy is generated in Colombia, are a variable factor in time and depend on the composition between hydroelectric and thermal energy in Colombia. The change of the emission factor for electricity had an increase of 55%.

The specific emissions (kg of CO2-eq./t.p.) presented – in Scope 1 – a reduction of 15,14% in the year, and a reduction of 19,7% in the period 2010–2013. The total specific emissions (Scopes 1 and 2) showed a reduction of 2,1% in the year and a cumulative reduction of 15,5% in the period in reference. Highlighted are the projects of *Chocolates Nutresa* and *Cafés Nutresa*,

▲ Carbon–emission compensation project: The incorporation of biodiversity in the coffee sector in Colombia.

which contributed to the significant decrease of GHG emissions:

- Consolidation of the project to reconvert the boiler from coal to natural gas in *Compañía Nacional de Chocolates*, with a decrease of 6.134 tons of CO_2-eq.
- Optimization in the combustion of coffee grounds (biomass), reducing the emission of 1.170 tons of CO_2-eq. for the decrease in the use of natural gas.

Internally, with the fuel–substitution projects, we achieved significant reductions in the specific emissions (kg of CO_2-eq./t.p.); Scope 1 reductions were 4,2%. Highlighted is the fuel–substitution project in the Chocolate Business in Mexico, which contributed to the reduction of GHG emissions:

- Replacing LPG with natural gas, achieving a reduction of 13% in the GHG emissions.

GHG inventory in the distribution process [G4-EN17]

In collaborative work carried out within the Logistics Synergy Community and the Global Alliance for incinerator Alternatives (GAIA) (Environmental Services), the first inventory of GHG emissions for primary and secondary distribution of finished products of the six industrial businesses in Colombia. For this study, we had the participation of 17 transport companies, 11 of which make primary transport: between production plants and distribution centers; six (6) of the companies make secondary transport: from the distribution centers to clients. The basis of calculation is supported by eight million kilometers traveled in 2013, the equivalent of 211 laps around the earth on its equatorial circumference. In this first inventory, we identified 73.616 tons of CO_2-eq., corresponding to Scope 3, which measures indirect emissions in the distribution of products, made by third–party vehicles. This first study is the baseline to seek eco–efficiencies in the production–distribution process of products.

The Product Carbon Footprint Manual

In order to improve environmental performance, the carbon footprint of our principal products was calculated. We constructed a methodological guide adjusted to the real processes of each business. This manual, developed in consultation with GAIA, has a focus on the life cycle of the product, identifying the GHG emissions from the procurement of raw materials, production processes, packaging, distribution to use and disposal.

The Clean Transport Manual

The "Clean Transport Manual," led by *NOEL* – with advice from GAIA and the participation of seven transport companies for that business – aims to find efficiencies in the transport processes and the reduction of their GHG emissions.

This project, conducted with the cooperation of all the links in the value chain, was published on the *Grupo Nutresa* and the National Association of Industrialists of Colombia (*Asociación National de Empresarios de Colombia,* ANDI) Webpages. In addition, it was presented to the Ministry of Roads and Transport, the Ministry of Environment and Sustainable Development and the Private Competitiveness Council (*Consejo Privado de Competitividad*) in Colombia, seeking to become public policy and taken into account as a framework of reference in freight transport in Colombia.

Compensation

Through *Colcafé*, we participated in the first purchase of carbon–emission compensation bonds (6.780 tons of CO_2-eq.), originated in the project "Incorporation of Biodiversity in Coffee Sector in Colombia (*Incorporación de biodiversidad en el sector cafetero en Colombia*) advanced by the National Federation of Coffee Growers (*Federación Nacional de Cafeteros,* FNC) and endorsed by the Colombian Institute of Technical Standards and Certification (*Instituto Colombiano de Normas Técnicas Certificación,* ICONTEC). This mechanism seeks to complement our strategy of neutralizing the emissions in the coffee roasting and grinding process.

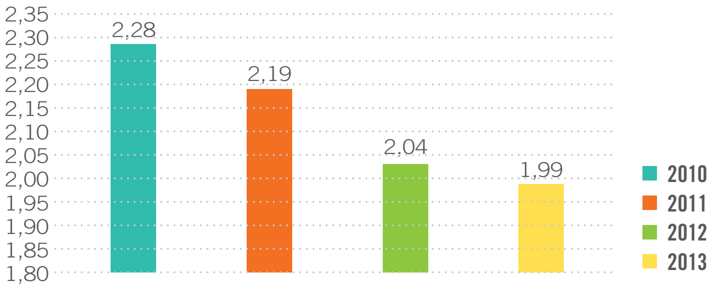
Water use and conservation [G4-27]

Use of water

In Colombia, the reduction in water consumption per ton produced was 2,0% compared to 2012; for the period 2010–2013, there was a cumulative decrease of 12,7% in this indicator. In the operations reported abroad, the decrease in water consumption per ton products was 7,6% for the period 2012–2013.

Water used in Colombia

(m^3/t.p.)



The agroindustrial processes of *Setas Colombianas* and *Meals Armenia* and the *Litoempaques* processes have been excluded.

◀ Wastewater–treatment plant, *Chocolates Perú*.

The Water Footprint

The direct water footprint that is used in the production processes is 2%; that used to obtain the principal or indirect raw materials is 98%.

Grupo Nutresa participated in some initiatives related to the efficient use of water to decrease the indirect water footprint:

- Through the *Compañía Nacional de Chocolates* purchasing and promotion area, applied research is conducted on the cocoa–bean crops and the improvements are implemented with groups of farmers. The projects developed have permitted improving the yields in cocoa–bean production per hectare of up to 70% (passing from 400 kg/ha to some 1.500 kg/ha), which means higher production with the same amount of water, increasing efficiency and contributing to the reduction of the indirect water footprint.
- *Colcafé* participated in the "Inter–Agency Agreement with the *Cooperativa de Caficultores Andes*, for the development of a drying center (*central de beneficio*) in Southwest Antioquia," with impact on the economic, social and environmental sustainability programs of the coffee community.

Collective action and public policy

Grupo Nutresa participated in the structuring and constitution of the Green Watershed Corporation (*Corporación Cuenca Verde*) a public–private initiative designed to protect, maintain and preserve environmental services, especially water, in watersheds supplying the reservoirs that provide water to the municipalities in the *Aburrá* Valley. This is a comprehensive environmental–sustainability proposal that includes the recovery of the vegetation cover in the catchment areas of the reservoirs and basis that nourish the aqueducts, surveillance of the protected areas and environmental education with the nearby communities.

Our commitment to the biodiversity–preservation program through the Antioquia Forest Pact (*Pacto por los Bosques de Antioquia*) is current, participating in the program of ecological studies and conservation of Andean ecosystems that is being carried out by the Medellín Botanical Garden, in the coffee town of Jardín, Antioquia, on land donated by *Colcafé*.

Environmental management

▲ The Bogotá Ice Cream plant and the Environmental–Management System in the Cold Cuts Business in Medellín received the ISO 14001 certification for their Environmental–Management system ▼

We have incorporated environmental–management systems for the Biscuit and Chocolate plants abroad, in line with the existing policy in all operations in Colombia. We received certification under the ISO–14001 standard for the principal plant of the Ice Cream Business in Bogotá; the six businesses in Colombia have plants certified under this international standard.

Environmental culture was adopted as a mechanism that strengthens the change in the attitude of people to their environment; this was done through various programs, such as Environmental Innovative Success Stories (*Éxito Innovadores Ambientales*) and the implementation of the Total Productive Maintenance (TPM) methodology focusing on the pillar of safety and environment and awareness days aimed at employees and their families. In the year, 201 Environmental Innovative Success Stories were presented, for a total of 547 in the 2010–2013 period.

In 2013 there were no incidents or events that caused harm to the environment or decisions made by the environmental authorities that highlighted any breach of environmental regulations in the countries in which we are present.

Detailed information on the different environmental indicators and programs related to optimizing the use of resources and their environmental impact may be found on the *Grupo Nutresa* Webpage.

Social Sustainability

Development of our People [G4-27]

Grupo Nutresa continues to consolidate itself as an attractive organization to work for and with the ability to develop talent committed to achieving the strategic objectives.

In 2013, we focused on consolidating practices to promote reconciliation among the personal, family and work life of employees, achieving EFR – 1001 Certification as a Family–Friendly Company (*Empresa Familiarmente Responsible*) (www.masfamilia.org) in three companies. The challenge is to obtain certification for all companies by 2020.

The reconciliation practices, which are most highlighted in our management, are aimed at teleworking, flexible hours, free time, informality in work spaces, warm treatment, subsidies and benefits.

In *Grupo Nutresa* we have committed talent who achieve outstanding results. *Servicios Nutresa* employees; Medellín, Colombia.

Healthy Employees, Healthy Results

Concerned about the health situation in the world, in partnership with the Colombian Heart Foundation (*Fundación Colombiana del Corazón*) and the Colombian Society of Cardiology and Cardiovascular Surgery (*Sociedad Colombiana de Cardiología y Cirugía Cardiovascular*) the Businesses have been incorporating practices that encourage safe, healthy lifestyles in the companies, focusing on promoting physical activities, smoke–free spaces and healthy eating.

In 2013, three of the companies were certified by the Colombian Heart Foundation as Healthy Organizations, being pioneers in Colombia in implementing this model. We have proposed the goal of incorporating this model in all Businesses by 2020.

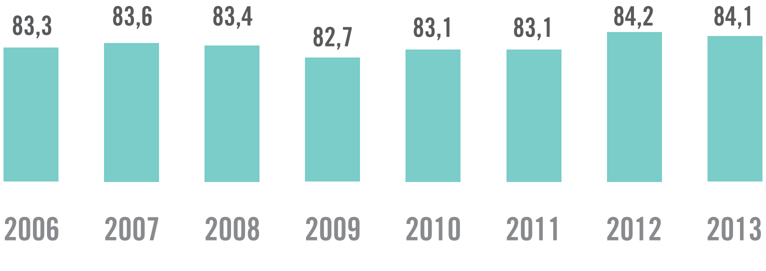
◀ We encourage safe, healthy lifestyles.

▲ The *Grupo Nutresa* companies evidence a level of excellence in their organizational climate. ▼

Outstanding Perception of Employees in the Measurement of Organizational Climate and Commitment

Grupo Nutresa permanently manages organizational climate and psycho–social risks in its companies, managing to achieve outstanding results over time, as evidenced in the chart below.

Grupo Nutresa Historical Climate Result



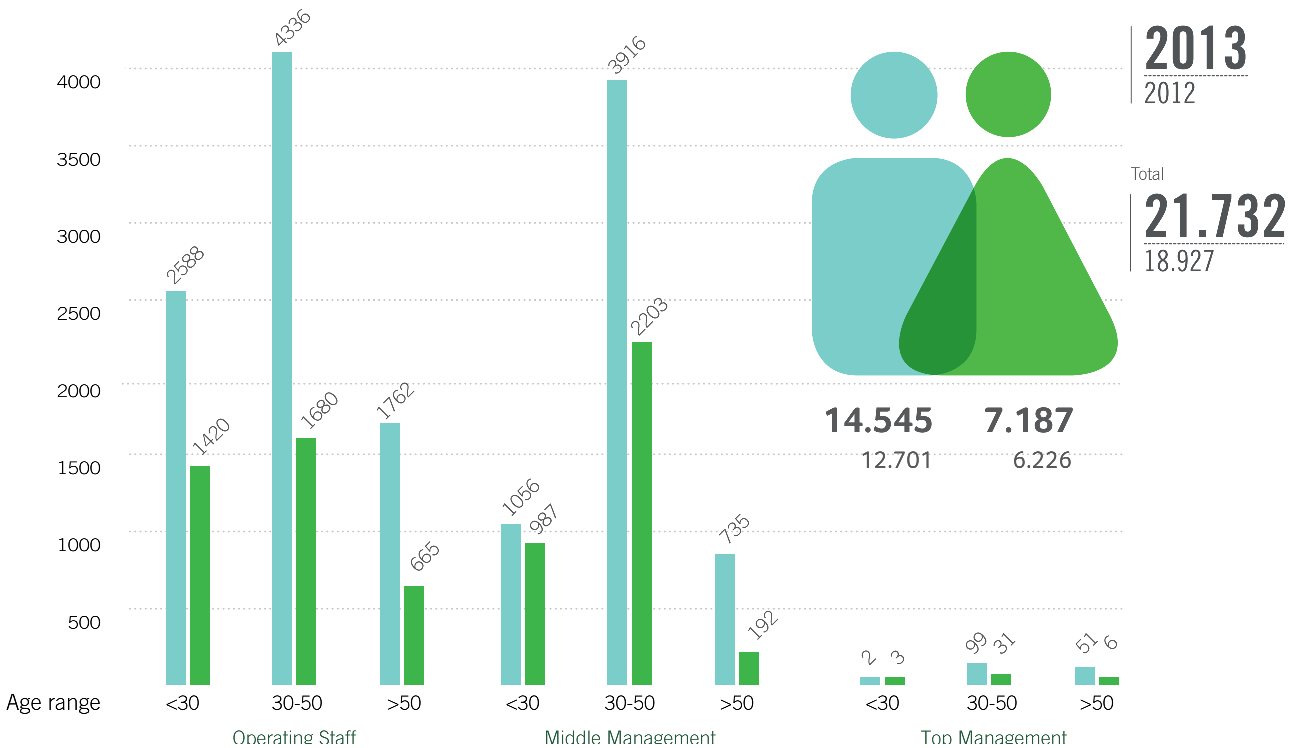
The best variables evaluated by employees are organizational clarity, support by the immediate supervisor and pay.

The turnover of our employees in Colombia was 8,43%, reflecting the permanence of employees in the different companies.

Generation of Employment

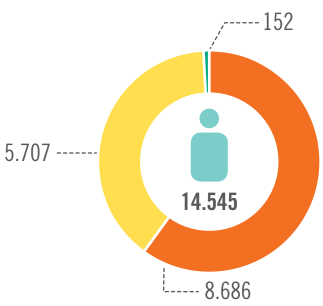
[G4-10] [G4-27]

Grupo Nutresa direct employees (hired) by gender



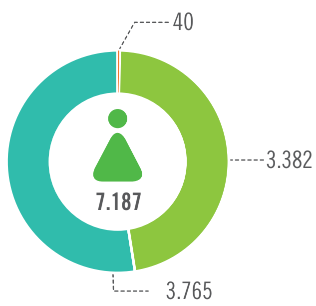
Employees
(MEN)

- 39% Middle Management
- 60% Operating Staff
- 1% Top Management

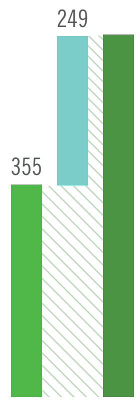


Employees
(WOMEN)

- 47% Middle Management
- 52,4% Operating Staff
- 0,6% Top Management



Quota of Apprentices



Total
604

Quota of Sustenance
COP Billion
4.333

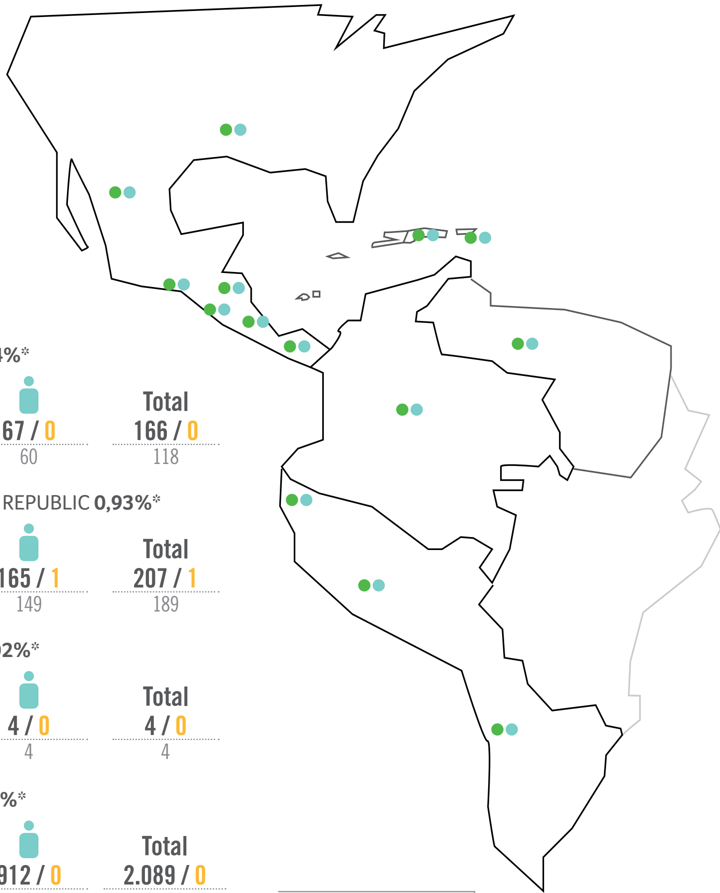
- 41,2% Men
- 58,8% Women

Geographic Distribution by Countries and Gender [G4-10]

2013 / 2013 — 2012 without apprentices and/or Interns

Apprentices (figures after the slash)

* Percentage of total employees including interns



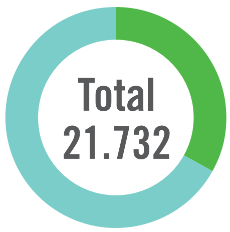
Country	% of total employees*	Men 2013 / Apprentices	Men 2012	Women 2013 / Apprentices	Women 2012	Total 2013 / Apprentices	Total 2012
THE UNITED STATES	1,89%*	156 / 0	170	265 / 1	281	421 / 1	451
MEXICO	5,07%*	747 / 3	770	379 / 4	292	1.126 / 7	1.062
GUATEMALA	1,54%*	265 / 0	8	80 / 0	33	345 / 0	41
EL SALVADOR	0,18%*	13 / 0	8	27 / 0	17	40 / 0	25
ECUADOR	0,90%*	141 / 0	119	59 / 0	44	200 / 0	163
COLOMBIA	59,33%*	3.087 / 325	3.007	9.625 / 215	9.553	12.712 / 540	12.560
PERU	2,93%*	251 / 2	209	396 / 5	356	647 / 7	565
CHILE	10,86%*	807 / 8		1.596 / 15		2.403 / 23	
NICARAGUA	0,74%*	99 / 0	58	67 / 0	60	166 / 0	118
THE DOMINICAN REPUBLIC	0,93%*	42 / 0	40	165 / 1	149	207 / 1	189
PUERTO RICO	0,02%*	0 / 0	0	4 / 0	4	4 / 0	4
COSTA RICA	9,35%*	1.177 / 0	1.453	912 / 0	983	2.089 / 0	2.436
PANAMA	2,48%*	191 / 0	166	343 / 0	351	534 / 0	517
VENEZUELA	3,48%*	204 / 17	218	548 / 8	578	752 / 25	796
OTHER COUNTRIES	0,39%*	7 / 0		79 / 0		86 / 0	

TOTALS

2013
21.732

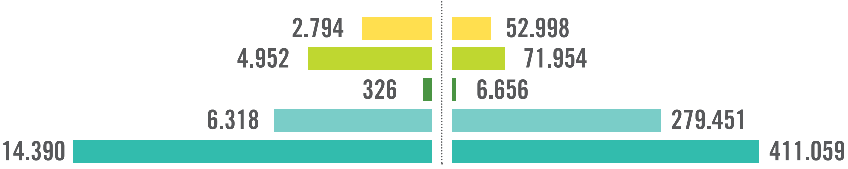
604

2012
18.927



	Men	Women
2013 / Apprentices	7.187 / 355	14.545 / 249
%	32,18%* / 1,59%*	65,12%* / 1,11%

Grupo Nutresa Indirect Employment [G4-10]



	Average Number of Persons	Amount Paid COP Billion
Temps	2.794	52.998
Point-of-Sales Staff	4.952	71.954
Cooperative Staff	326	6.656
Contractors and Others	6.318	279.451
Total	14.390	411.059

Our employees use personal protection elements required according to their work.

We Promote the Wellness, Safety and Occupational Health of Employees

[G4-LA2] [G4-LA8]

Aware of the importance of having a life in balance, all the businesses offer their employees programs, subsidies and benefits enabling them to achieve a balanced level in all aspects of their life. The 2013 investment was COP 71.684 billion and we continue with the purpose of achieving greater coverage in homeownership.

We offer all our employees programs and benefits that contribute to their welfare

Loans *COP Million

Loans	No. Persons	Value of Loans*
Purchase of Homes	310	7.940
Home Improvement	348	2.260
Calamity	671	1.040
Education	1.130	1.398
Vehicle	111	1.234
Health	637	523
Others	1.853	2.215
Total	5.060	15.610

Subsidies *COP Million

Subsidies	No. Persons	Value of Subsidies*
Education (employee)	2.813	2.963
Education (relatives)	8.126	4.178
Health	5.655	1.738
Maternity	576	260
Matrimony	275	133
Death	232	266
Transport	2.318	2.212
Others	7.607	2.817
Total	27.602	14.567

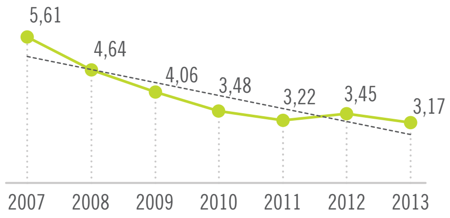
Quality of Life *COP Million

Concept	No. Persons	Investment*
Integration and Recreation	25.983	11.033
Restaurant	19.225	30.474
Total	45.208	41.507

Healthcare and life is an important work front. During 2013, some risk–management programs, which promote self–care and the reduction of the accident rate to impact productivity positively, were consolidated. Likewise, service providers and contractors were incorporated into the work plans.

The following chart shows the evolution in the reduction of accidents in the *Grupo Nutresa* businesses over time, which ratifies our commitment by 2020 to achieve zero accidents in some of the businesses and a consolidated accident rate of 1,7% in *Grupo Nutresa*.

Grupo Nutresa Accident Rate [G4-LA6]



Accident rate = Number of events / Total number of people exposed

Food–Sector Accident Rate in Colombia:
13,2%
Source: ARL Sura

In 2013, we incorporated the rate of Lost Time Injury Frequency Rate (LTIFR) into the measurement system; it is 50,48, meaning that for every 100 persons who had an accident, 50,48 work days were lost in the year. The cost of the disability caused by a work accident was COP 299.501.813.

Management of Contractors

We have been evolving in the management of risk and accidents in the contractor personnel; in 2013, we defined and approved the indicators that reflect this management. The frequency and accident rate is 8,43%, compared to 18,36% for the sector. For 2014, the LTIFR caused by accidents in contractors will be calculated.

The achievements obtained are the result of a maturation process in the health and safety management systems at work, based on the OHSAS 18001 model, covering employees and contractors, in which we highlight the following practices approved in *Grupo Nutresa*:

- Developing on–the–job safety and health procedures and indicators for all contractors providing services.
- Designing an early–detection system for work illnesses.
- Consolidating an accident and absenteeism prevention and intervention system, focused on the management of significant risk.
- Defining a security protocol that regulates behavior in the face of risk and the management of consequences in the breach of safety regulations.

Indicators [G4-LA6]

Indicator	Men	Women	Total
Average of direct–hire employees exposed	12.906	5.711	18.617
Number of work accidents	478	127	605
Number of days of incapacity for work accidents	6.801	2.394	9.195
Number of sick leaves due to common illness	12.999	5.375	18.374
Number of days absent due to common illness	79.505	28.070	107.575
Accident Rate	**3,70%**	**2,22%**	**3,17%**
Absenteeism Rate for Common Illness	**100,72%**	**94,12%**	**98,69%**

Investment *COP Million

Investment	Members	Investment*
Occupational Health Training	14.284	369
COPASO	284	920
Zero–Accident Management	9.918	20.101
Comprehensive Brigade	1.596	2.553
Health Management	27.924	4.815
Total	**54.006**	**28.758**

Preparing Employees for Their Retirement [G4-LA10] [G4-27]

Convinced that retirement is a very important stage in life, we have a program to prepare employees in defining a future project, which will allow them to live this time of life to the fullest. In 2013, 64 employees participated in the different programs.

We prepare our people for their retirement.
The Pre – Retirement Program – *Colcafé*.

▲ We train our employees to be and to do.

Developing Capacities in Being and in Doing [G4-27]

The year 2013 was a year of consolidating the *Grupo Nutresa* leadership model with the measurement of 473 leaders, who had the chance to be evaluated by their bosses, colleagues and employees and who are currently undertaking improvement plans. They have been provided with the elements for their self–development through activities that promote self–knowledge and self–awareness, as a starting point in the process of managerial maturity. A total of 84 leaders were trained in top–level programs.

Programs, such as Live with Meaning, Be Better Managers, R2 (Results and Relationships) Leadership, Leadership for Change, among others, are highlighted.

We managed to develop training plans in transversal business topics, with a high emphasis in innovation, sustainable development, human rights, leadership, money laundering and financing of terrorism. Each company implemented its training plan to develop the specific skills in the business, in which programs, such as Service School, Grocer's School, Vendors' School, Milling School, Pasta School, Master Biscuit Maker, among others, are highlighted.

The Ice Cream Expert Program – Ice Cream Business.

Support for higher education *COP Million

	Top Management		Middle Management		Operating Staff		Total Persons	Total Investment*
	No. Persons	Investment*	No. Persons	Investment*	No. Persons	Investment*		
Higher Education in the Country	3	21	310	649	55	40	368	710
Higher Education Abroad	2	6	17	117	1	0	20	123
Total	**5**	**27**	**327**	**766**	**56**	40	388	**833**

Education and Training *COP Million [G4-LA9]

	Top Management		Middle Management		Operating Staff		Total Persons
	Men	Women	Men	Women	Men	Women	
Number of People	79	32	5.012	2.855	7.106	2.119	17.203
Number of Hours	2.850	1.167	168.440	105.412	673.938	43.861	995.668
Investment*	212	143	2.432	1.736	1.028	108	5.659

A total of 17.203 employees were trained with an investment of COP 5.259 billion.

In 2013, a talent–planning model was defined, which will ensure the availability of relief in the different stages in the evolution of the businesses. Also, the key–talent map was updated and for 2014, the challenge will be focused on developing the skills that this group of people requires.

Mobility and Professional Growth

[G4-LA10] [G4-27]

Consistent with our philosophy of providing advancement and progress to our people, in 2013 we consolidated the policy of open calls seeking to ensure that all people have equal opportunities in applying for vacancies. Also, we defined the policy of internal mobility and internships to develop skills through the experience and exposure of people in high–impact projects in different processes and companies. For 2014, we hope to have about 50 people in internship processes.

Productivity and Performance

We consolidated a high–value Human Talent Indicator Board, which permits aligning the contribution of people to the achievement of the Organization's objectives. This board includes indicators, the purpose of which is to identify labor costs and the impact on business productivity, the investment in training and the return on this investment, organizational climate, accidents and absenteeism, among others.

Performance Management has been a very valuable tool to foster discussion and alignment of the goals of the work teams. For 2014, we expect to have the performance curve of all employees, through the "Nine Boxes" methodology. In 2013, 7.935 employees participated in this process.

Teleworking has become one of the modalities that strengthen productivity; we ended the year with 245 teleworkers in the different *Grupo Nutresa* companies. In 2014, we hope to have approximately 100 more people.

▲ *Tresmontes Lucchetti* employees – Chile.

For a Fairer World, For a Better World

[G4-27]

Training in human rights aimed at managers and employees.

3.598 hours

[G4-HR2]

Percentage of employees trained

8,28

Grupo Nutresa's CEO and his officers socialized the human–rights policy and management system, based on John Ruggie's Model of "Guiding Principles in Businesses and Rights (Protect, Respect, Remediate), publicly declaring this commitment, complemented with a virtual–training module to extend and reinforce concepts.

The first Strategic Human Rights Committee was activated, led by the *Grupo Nutresa* CEO, the Secretary General Vice President and the President of *Servicios Nutresa*. This was attended by all union leaders and employee representatives. The team formulated a work plan in Human Rights for 2014.

We are working on consolidating the mechanisms for reporting possible violations of human rights, among which we highlight: the Ethics Hotline, the Coexistence Committees, the Human–Rights Tactical Committee, the Suggestion Boxes, the Human Management teams in the businesses and the immediate supervisors.

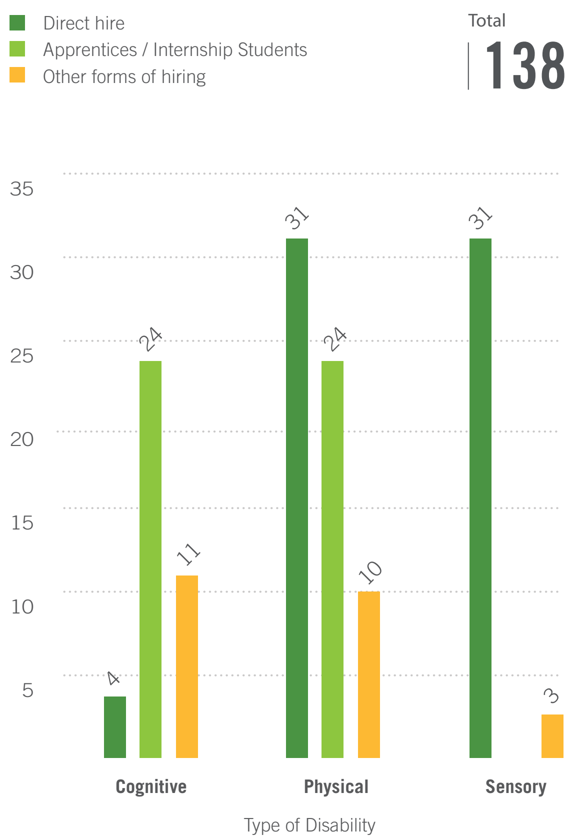
As a policy, no minors are linked to any of the companies in the Organization. In 2014, we will have a diagnostic tool to identify the possible hiring of minors by suppliers and contractors.

In 2013, 17 Coexistence Committees were activated; 96 meetings were held and some 15 cases of possible workplace harassment were presented. Likewise, 13 complaints were reported on the Ethics Hotline, of which six were resolved.

In the 2014 work plan, we have foreseen the management of the risk matrix identified in 2013, which involves suppliers, contractors, marketers and employees; the foci of the work will be on labor standards, human rights and anti–corruption, with special emphasis on the freedom of association and the right to collective bargaining, child labor and forced labor. Furthermore, a program for the inclusion of people with disabilities – denominated "Opportunities for All" – was structured, which seeks to generate

The labor – inclusion program for youth with cognitive disability in partnership with the *Fundación Best Buddies*. Pasta Business.

Employment for the Disabled



a greater impact on and strengthen existing programs in some of the *Grupo Nutresa* companies. We have 138 employees with disabilities in the Coffee, Pasta and Chocolate Businesses.

Grupo Nutresa is part of the Colombian Ministry of Labor's "EQUIPARES Seal of Labor Equality" (*EQUIPARES Sello de Equidad Laboral*), which aims to impact internal schemes of companies to eliminate gender inequalities, gaps and barriers that exist in the workplace.

In labor standards, we act in accordance with the labor legislation of the countries where we operate. The challenge for 2014 will be to accompany the management of contractors and suppliers in complying with these standards.

We Respect the Freedom of Association and Collective Bargaining

[G4-LA8]

In 2013, six processes took place; five achieved collective bargaining agreements and one is in the arbitration court. *Grupo Nutresa* has an 18% share of unionized employees and 54,9% affiliated to collective agreements. [G4-11]

Management with the community

Development of Capabilities to Generate Value

[G4-27]

Fundación Nutresa reaches disadvantaged communities through social programs aimed at developing capabilities, promoting self–management and developing skills that generate sustainability, transformation and quality of life.

Grupo Nutresa understands that capabilities are the route to development; for this reason, it established the 2020 target of achieving one thousand (1,000) projects to develop capabilities, supported by the network of *Grupo Nutresa* volunteers, which will be concentrated on the management lines of Nutrition, Education, Income Generation and Entrepreneurship and Support for the Arts and Culture.

Mega 2020	Management Line	Indicators that measure the development of capabilities	2013 Result
1.000 Projects to Develop Capabilities	Nutrition	• Implementation of good manufacturing practices in food banks and community kitchens. • Adoption of healthy lifestyles.	18
	Education	• Implementation of quality educational practices in schools. • Assimilation and application of technological tools in the teaching/learning process.	680
	Income Generation and Entrepreneurship	• Institutional autonomy of grassroots organizations. • Improved rates of organizational capacity. • Increased income through leveraged productive projects. • New inclusive projects related to the *Grupo Nutresa* businesses.	29
	Support for the Arts and Culture	• Training to appreciate and value cultural diversity. • Investment in human capital in low–income populations. • Participation in cultural and artistic activities by low–income populations.	2
	Total Projects to Develop Capabilities		**729**

■ Nutrition ■ Education ■ Income Generation and Entrepreneurship ■ Support for the Arts and Culture ■ Other projects

Investment in the Community [G3-FP4]

	Year	Persons	Institutions	COP Million
Nutrition	2013	2.406.245	2.644	7.169
	2012	364.109	1.836	4.752
Education	2013	2.578.459	2.091	6.452
	2012	1.236.758	1.522	2.645
Income Generation and Entrepreneurship	2013	2.347	41	5.017
	2012	220.680	384	3.983
Support for the Arts and Culture	2013	573.603	48	1.565
	2012	750.477	12	1.823
Other projects	2013	21.742	158	320
	2012	47.700	128	598
TOTAL	2013	5.582.396	4.982	20.523
	2012	2.619.724	3.882	13.801

Nutrition [G4-27]

Grupo Nutresa's priority is nutrition and in its social initiatives, it seeks to contribute to reducing hunger in the countries where it operates by supporting and strengthening food banks, sponsoring soup kitchens that promote nutrition in children and promoting healthy lifestyles to avoid malnutrition in the region.

Alliances for the Nutrition of Colombia

In the social management of nutrition, healthy lifestyles are promoted in educational establishments in Colombia. In 2013, a partnership was celebrated with the Colombian Ministry of Education, the United Nations World Food Programme (UNWFP) and the United Nations Children's Fund (UNICEF), with the aim of developing a nutritional strategy that will jointly strengthen activities that promote these lifestyles and identify areas for improvement in the national strategy.

Fundación Nutresa generated 45 nutritional alliances and accompanied rural communities in the implementation of 15 community gardens to improve the nutrition of pregnant women, children and their families.

We generate nutritional alliances and accompany rural communities to improve the nutrition of pregnant women, children and their families.

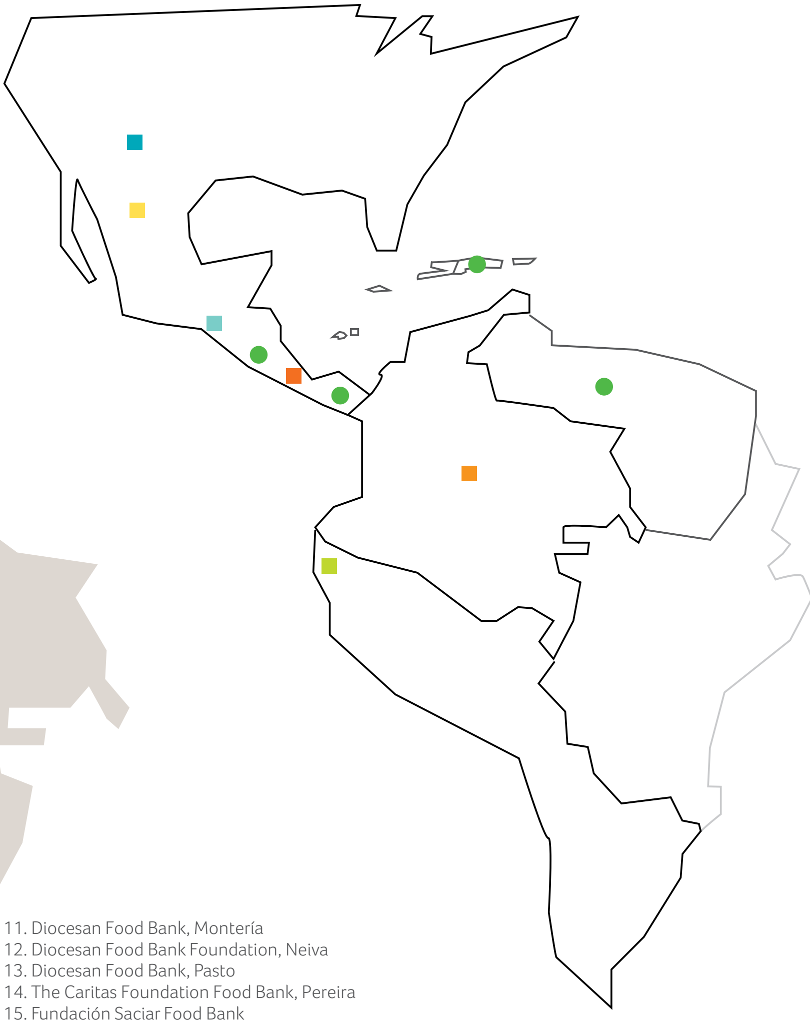
Use of Food, a *Grupo Nutresa* Commitment

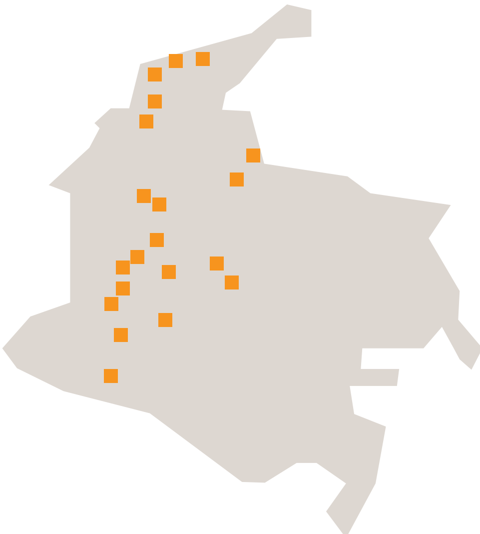
▲ We work collaboratively with the Food Bank network in Colombia and in the countries where we operate.

COP million
4.320
in products from *Grupo Nutresa* companies were delivered.

This initiative is developed together with the food banks in:

- Mexico
- The United States
- Costa Rica
- Ecuador
- Guatemala
- Colombia
- **Community work with social entities in:**
  - · Panama
  - · Venezuela
  - · El Salvador
  - · The Dominican Republic





Colombia with 20 Food Banks

1. Archdiocesan Food Bank, Barranquilla
2. Archdiocesan Food Bank Foundation, Bogotá
3. Archdiocesan Food Bank Foundation, Bucaramanga
4. Archdiocesan Food Bank Foundation, Cali
5. Archdiocesan Food Bank, Cartagena
6. Diocesan Food Bank Foundation, Cartago
7. Diocesan Food Bank, Cúcuta
8. Archdiocesan Food Bank, Ibagué
9. Archdiocesan Food Bank, Manizales
10. Archdiocesan Food Bank Foundation, Medellín
11. Diocesan Food Bank, Montería
12. Diocesan Food Bank Foundation, Neiva
13. Diocesan Food Bank, Pasto
14. The Caritas Foundation Food Bank, Pereira
15. Fundación Saciar Food Bank
16. Diocesan Food Bank, Santa Marta
17. Diocesan Food Bank, Buga
18. Food Bank, Popayán
19. Food Bank, Sincelejo
20. Archdiocesan Food Bank, Villavicencio

Developing Capabilities with the Food Banks of Colombia

Complementing the commitment to delivering products, the *Grupo Nutresa* companies – together with their volunteers – are promoting a process to transfer good manufacturing practices through the National Association of Food Banks of Colombia (*Asociación Nacional de Bancos de Alimentos de Colombia*) and qualifying the teams that work in these entities, in order to comply with national legislation and contribute to the sustainability of their efforts to eradicate hunger.

"The support of *Grupo Nutresa* has become the operational arm of the Food Bank, from the classification, organization and preparation of products to the painting of our work areas. Having your products allows us to have a broader portfolio that we distribute to our allied social organizations with the Pozuelo product being one of the most requested by the population we serve".

Manrique Gómez, Head of Operations, Food Bank in Costa Rica

Education

To contribute to the competitiveness, economic development of the region and improvement of skills of future generations, through its Foundation *Grupo Nutresa* supports initiatives with allies and its own programs that favor the creation of an awareness of global citizenship, social change and the construction of a more just world.

We seek to qualify teachers in ICT and in quality management.

Find the World in a Click (*Oriéntate, el Mundo a un Clic*)

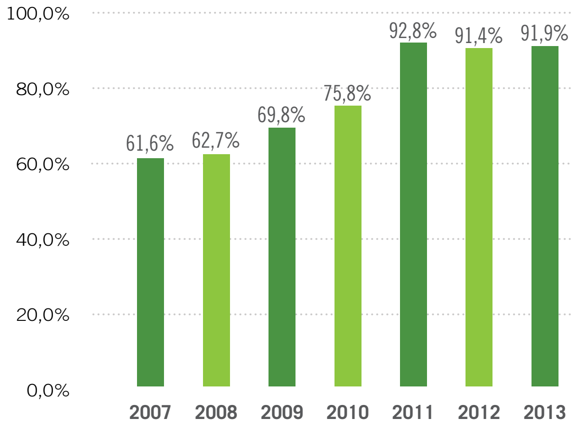
This program develops digital skills in teachers in public educational institutions by promoting the use of ICTs in educational settings. In 2013, the United Nations Educational, Scientific and Cultural Organization (UNESCO) pedagogical model, centered on ICT skills standards, was renewed to align the program with international trends.

Results of the *Oriéntate* Program

XXI Century Leaders (*Líderes Siglo XXI*) Educational Project

The XXI Century Leaders educational project is an experience of reflection and transformation of the institutional culture of schools interested in improving their school management. It seeks the formation of better principals and teachers who lead change processes involving the educational community. For 20 years it has demonstrated the improvement in the key indicators of school performance, such as National secondary education exam, student retention, enrollment, placement of graduates in higher education and the workplace, and the satisfaction of members of the community with the services provided in the beneficiary institutions. These results give strength to the proposal and encourage the continuation and strengthening of the project, summoning business and governmental leaders who permit the scope of the mission more effectively every day.

Improvement of Grade 11 National Exams Educational Institutions that Participate in the *Líderes* Program



The Nacional de Chocolates Loves Children Program (*Programa Nacional de Chocolates quiere a los niños*)

Nearly 6.000 children and 147 schools in the most–remote rural areas of Colombia were provided with school kits that provide all the implements necessary for the development of the school year.

Pre-K English, a Medellín Multilingual Project

This is a public/private educational partnership, in which more than 400 pre–school teachers were trained in methodological and didactic strategies, allowing them to qualify the teaching/learning process of English as a Foreign Language, as well as developing communicative skills at the A2 Level of the European Common Framework of Reference.

During the XIII National Congress of Integrated Education Management: A Contribution to the Country, held in Cartagena, the "Coffee of the World" methodology was applied; it is a useful space where participants exchange knowledge. During the event, the Nutresa Award for the Quality of School Management was awarded; for five years it has highlighted the work of schools that have made changes and improvements in their management.

Income Generation and Entrepreneurship

Fundación Nutresa has supported the social strategy of sustainable procurement. (See Sustainable Supply).

Benefit for Social Organizations	Benefit for the Company	Benefit for Farmers
• Democratic, participatory management. • Sustaining the time of organizations. • Availability of resources to improve their productive processes.	• Increase in the quality of raw materials. • Availability of raw materials. • Competitive prices.	• Increased revenue and sustainability of their businesses. • Promotes networking.

Support for the arts and culture

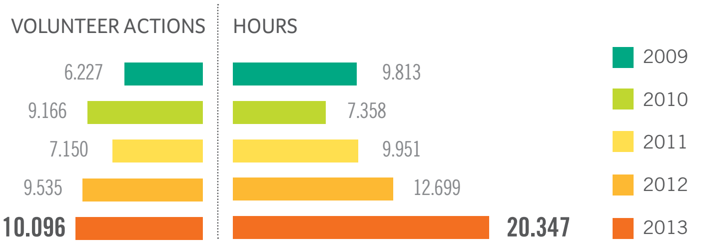
Social institutions responsible for the promotion, appreciation and enhancement of cultural diversity are supported. In 2013, 573.603 people participated in cultural events led by *Fundación Víctor Salvi, Fundación La Cueva, Alianza Colombo Francesa, the Metropolitan Theatre of Medellín and Fundación Notas de Paz*.

▲ We accompanied Fundación Notas de Paz, in order to strengthen the comprehensive development of low – income children through music.

Volunteer work

The employees of the *Grupo Nutresa* companies are encouraged to be actively involved in all the social programs promoted by *Fundación Nutresa*, which contribute to benefit communities and develop capabilities that enrich and empower society through new experiences.

Evolution 2009-2013



2013 Volunteers:

6.989

This represents an increase of 10% over 2012, which was 6.381.

The Power of One Thousand Comes to *Grupo Nutresa*

For the first time, Fundación Nutresa and the employees of the companies that make up *Grupo Nutresa* came together simultaneously for a single cause: to create a better future, celebrate solidarity and the commitment to society. A total of 1.112 volunteers from six countries – Costa Rica, Ecuador, the United States, Mexico, Peru and in three cities in Colombia: Barranquilla, Bogotá and Medellín – were a single network, working in teams and joining forces to build a better world and conduct educational, social and environmental activities.

Volunteers, Ecuador.

Volunteers, Mexico.

Volunteers, Colombia – Medellín, Antioquia.

Volunteers, Colombia – Caldas, Antioquia.

Volunteers, the United States.

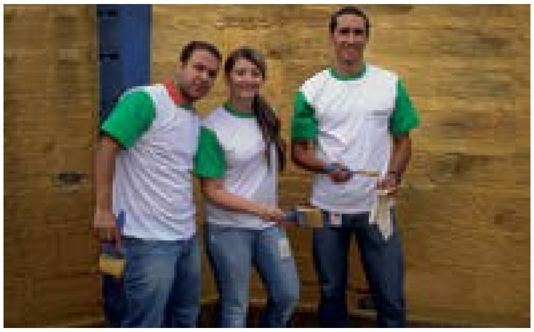
Volunteers, Colombia – Barranquilla, Atlántico.

Volunteers, Colombia – Funza, Cundinamarca.

Volunteers, Colombia – Bogotá, Cundinamarca.

Volunteers, Costa Rica.

Volunteers, Peru.



Volunteers, Colombia – Medellín, Antioquia.

The "Leading the Development of My Community" Classroom Program

Fundación Nutresa seeks to strengthen the skills and abilities of the volunteers of the Organization and community leaders in order to promote the development of communities and provide tools in administration, social management, leadership and the construction of collaborative networks between business and community. This is an initiative co–created in partnership with the United States Government.

Hours of Training	Volunteers Trained	Community Members Trained
44	45	40

The results of this program demonstrate the strengthening of communication skills, leadership and a greater commitment to the Organization by employees.

Economic Sustainability

Performances of the Businesses / Principal figures

Concept	Grupo nutresa		Cold Cut		Biscuits		Chocolates		Coffee		Ice Cream		Pasta		TMLUC	
	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012
Total Sales (COP billion)	5.898	5.306	1.911	1.727	1.142	1.118	983	940	789	810	486	380	231	219	252	-
Sales Colombia (COP billion)	3.872	3.795	1.320	1.274	649	659	676	671	511	525	380	336	231	219	-	-
International Sales (USD million)	1.076	844	308	256	264	255	164	150	149	159	56	24	-	-	135	
Ebitda (COP billion)	833	671	253	221	158	121	150	144	134	89	81	61	26	29	41	-
Ebitda Margin (%)	14,1	12,6	13,3	12,8	13,8	10,8	15,3	15,3	17,0	11,0	16,7	15,9	11,1	13,4	16,2	
Sales Growth Colombia (%)	2	8,5	3,6	6,2	(1,5)	10,4	0,8	4,8	(2,5)	9,2	13	18,8	5,3	9,1		
Prices (%)	(0,1)	3,2	4,7	1,0	(0,8)	6,3	(4,5)	3,3	(7,9)	5,5	2,8	6,6	1,7	1,1		
Volume (%)	2,1	5,1	(1,0)	5,1	(0,8)	3,8	5,6	1,4	5,8	3,6	9,9	11,4	3,5	7,9		
Sales Growth International	27,4	1,2	20,3	13,9	3,3	9,3	9,5	(7,7)	(6,2)	(15,1)	131	26,4				
Market Share % (for $ value)	59,6	59,2														
Total number of Brands	157	134	15		39		53		11		12		4		23	
Brands with sales > USD 50 million	17	14	4		5		2		2		1		1		2	
Innovation Sales (%)	20,6	19,4	25,3	24,8	10,6	11,7	13,5	8,8	14,5	15,2	37,9	34,5	58,4	64,3		
Increase in Productivity (%)	2,8	5,2	7,3	6,0	(1,1)	3,8	3,4	(1,0)	8,8	14,9	0,3	13,6	4,3	2,0	ND	ND
Total Number of Employees	36.726	31.650	9.033	9.334	5.352	5.587	3.779	3.720	1.513	1.606	3.773	3.536	684	671	4.775	-
Colombia	24.681	24.204	7.573	7.830	3.575	3.627	1.838	1.754	1.513	1.606	2.379	2.182	684	671		
International	12.045	7.446	1.460	1.504	1.777	1.960	1.941	1.966			1.394	1.354			4.775	
Number of Plants	37	35	9	10	7	7	5	5	5	5	6	6	2	2	3	-
Countries with Production Plants	11	8	3	3	3	3	4	4	2	2	4	4	1	1	2	-
Countries with their own Distribution Network	15	13	3	3	11	12	12	12	9	9	7	7	1	1	3	-
Countries with the Presence of Our Products	72	70	8	9	55	55	49	40	54	46	8	7	1	1	20	-
Principal Raw Materials (%)																
Packaging Material	12,1	12,3	7,0	8,2	16,5	17,4	15,2	14,8	11,5	9,1	20,1	20,3	10,2	11,2	20,6	-
Coffee	10,8	13,9	-	-	-	-	-	-	72,8	69,9	-	-	-	-	2,9	-
Pork	11,1	8,5	30,4	26,2	-	-	-	-	-	-	-	-	-	-	-	-
Wheat	6,3	5,7	-	-	18,7	17,1	-	-	-	-	-	-	66,3	62,5	12,3	-
Beef	6,2	5,4	17,0	16,8	-	-	-	-	-	-	-	-	-	-	-	-
Cocoa Beans	4,6	3,7	-	-	-	-	25,4	20,9	-	-	-	-	-	-	-	-
Sugar	4,3	4,4	-	-	8,9	9,0	11,1	11,8	-	-	6,1	6,6	-	-	3,0	-
Oils and Fats	3,5	3,9	-	-	11,9	13,3	4,6	5,1	-	-	3,8	4,0	-	-	10,8	-
Poultry	3,2	3,4	8,7	10,6	-	-	-	-	-	-	-	-	-	-	-	-
Milk	2,3	2,0	-	-	-	-	6,2	6,0	-	-	18,7	17,1	-	-	-	-
Others (including MOD, CIF and Other Minor Raw Materials)	35,7	36,8	36,8	38,2	43,9	43,2	37,6	41,5	15,7	21,0	51,3	52,0	23,5	26,3	50,4	-

Principal categories (% of total sales)

Cold Cuts
- Cold Cuts 86,7%
- Long Life 6,1%
- Others 7,2%

Biscuits
- Cookies 49,7%
- Crackers 37,5%
- Self – Care 4,4%
- Others 8,4%

Chocolates
- Candy 42,8%
- Beverages 27,8%
- Milk Modifiers 8,7%
- Snacks 4,4%
- Others 16,3%

Coffee
- Ground 52,1%
- Soluble 43,0%
- Others 4,9%

Ice Cream
- Ice Cream 94,9%
- Refreshing Beverages 2,0%
- Others 3,1%

Pasta
- Pasta 94,6%
- Others 5,4%

TMLUC
- PSD 39,8%
- Pasta 21,6%
- Others 38,7%

% Market Share

Cold Cuts
- Cold Cuts 72,7%
- Long Life 56,0%

Biscuits
- Biscuits 54,2%

Chocolates
- Candy 66,5%
- Beverages 62,5%
- Milk Modifiers 27,7%
- Snacks 47,4%

Coffee
- Ground 55,9%
- Soluble 41,3%

Ice Cream
- Ice Cream NA
- Refreshing Beverages NA

Pasta
- Pasta 50,7%

TMLUC
- PSD (Chile) 61,2%
- Pasta (Chile) 27,3%
- PSD (Mexico) 29,6%
- Coffee (Chile) 19,7%

Sustainable Supply [G4-27]

Creating value with our suppliers and for society

Supply is a fundamental piece of competitiveness and the first link to create value propositions for our clients and end consumers.

Grupo Nutresa favors local suppliers as long as they comply with the Code of Conduct for Suppliers, in the requirements of quality, price and supply conditions established by the various companies. Local supply not only contributes to the improvement of the local population through income and job opportunities, but also helps to reduce environmental impacts related to the transport of raw materials and supplies to the factories. Of the total expenditure, 77,4% comes from local suppliers.

The negotiation and supply processes are conducted under the criteria of free market competition and sound commercial practices without regard to race, color or gender. The delivery periods, order routines and delivery conditions, among others, are agreed upon during the negotiation processes and will sometimes depend on the nature of the supply. Payments to our suppliers are made in accordance with the conditions agreed upon and respecting the *Grupo Nutresa* financial policies.

Grupo Nutresa suppliers are managed in accordance to their level of criticality, which is determined according to the value of the purchases, supply risks, business continuity and food safety. Suppliers of raw materials that are part of the final product, packaging material and ongoing services (cleaning, food, surveillance, public services) have been identified as critical.

In the evaluations conducted on our suppliers, included are elements of sustainability, such as: compliance of emissions, discharges, comprehensive waste management and noise control. Currently initiatives are being developed with suppliers of packaging materials that aim to decrease the environmental impact of the supply chain.

Since 2012, *Grupo Nutresa* has had a self–assessment tool based on the ten principles of the Global Compact, through which our suppliers can obtain a measurement of their level of compliance on human rights, labor rights, environmental and anti–corruption practices. This tool is available on our online business portal www.grupoalimentosenlinea.com.

At the end of 2013, a project for sustainable supply was initiated with the company BSD Consulting (http://www.bsdconsulting.com/es/) that seeks to identify and reduce the social, environmental and economic risks in the supply chain. This initiative will allow the classification of purchasing categories in accordance with sustainability risks of environmental, human rights, labor practices and impact on society, facilitating the design and implementation of more focused mitigation plans per sector. [G4-LA14] [G4-HR10] [G4-SO9]

Development of Our Suppliers [G4-LA15] [G4-HR11] [G4-SO10] [G4-27]

As part of the 2013 Supplier Evaluation program, 597 improvement actions were implemented in different aspects, including locative, environmental, quality, education and training, safety and occupational health and food safety. For 2014, new sustainable elements, derived from the risks identified from the project with BSD Consulting, will be incorporated into the program.

Productive Chains

Servicios Nutresa, in partnership with *Créame*–Business Incubator, formulated a project for the qualification of suppliers in the productive chain in order to develop skills in innovation, marketing and logistics. Five suppliers from small and medium enterprises for raw materials and packaging materials were considered.

Code of Conduct for Suppliers

To ensure transparency and promote sustainable practices in operations with our suppliers, since 2010 *Grupo Nutresa* has published the Code of Conduct for Suppliers, which is developed under the framework of the ten principles of the United Nations Global Compact and refers to the responsibilities that suppliers of goods and services must meet in sustainability. It has recently been updated with the inclusion of two new chapters related to human rights and guidelines on occupational health and safety, thus aligning the code with the Organization's management system in human rights.

Inclusive Businesses, Income Generation and Entrepreneurship

Seeking to develop local suppliers and income opportunities for rural communities in Colombia, *Grupo Nutresa* and its Fundación Nutresa generate knowledge transfer and invest resources in communities that produce sesame seed, cashews, cocoa and berries.

In 2013, 2,040 producers in the north, south and center of Colombia participated in initiatives that led to the creation of 216 production–optimization plans and the development of socio–organizational skills. In addition, 617 producers and their families form part of the remedial programs in basic academic skills and access to formal education, enhancing knowledge, values and attitudes that make their productive capacities more sustainable. These initiatives developed teamwork skills, good manufacturing practices, negotiation and marketing skills in 44 social organizations and the promotion of 19 partnerships with public and private entities.

For more information on the Code of Conduct for Suppliers, please go to: http://www.gruponutresa.com/es/content/proveedores

We strengthen the network of sesame producers with social strategies to improve the quality of their lives and economic activity.

The Network of Sesame Producers

Development of Our Suppliers [G4-EC8]

This initiative seeks to develop 13 grassroots organizations associated with a network of producers that, for five years, has managed to consolidate a commercial structure, improve the nutritional conditions of the producers' children and generate new business partnerships.

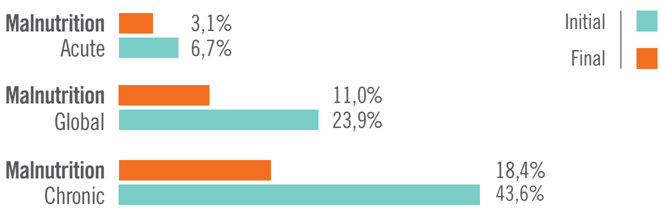
To assess the impact of this project, in 2013 Fundación Nutresa contracted a measurement of the management that has been made with the sesame suppliers in the northern region, one of the areas most affected by violence in Colombia. We present the most salient results:

Support of Nutrition

- Implementation of home gardens.
- Training in quality of food and habits.
- Levels of normal nutrition rose from 25,8% in 2010 to 67,5% in 2012.

The training programs to improve productive practices, the nuclei of participatory research and the use of improved seeds have helped the sesame–production chain to improve its competitiveness by 65,5%, rising from 483,3 kilos/hectare in 2010 to 800 kilos/hectare in 2012.

Nutritional Diagnosis



Accompaniment to the cocoa – bean – producing communities in Carmen de Bolívar and San Jacinto.

Cocoa Development

Compañía National de Chocolates works for the sustainability of the cocoa supply chain. Through inclusive businesses, the Company supports cocoa projects totaling 18.847 hectares, benefitting nearly 8.268 families in 21 Departments and 92 municipalities in Colombia. The farmers receive technical, social and business advisory services, as well as the commitment to purchase their crops.

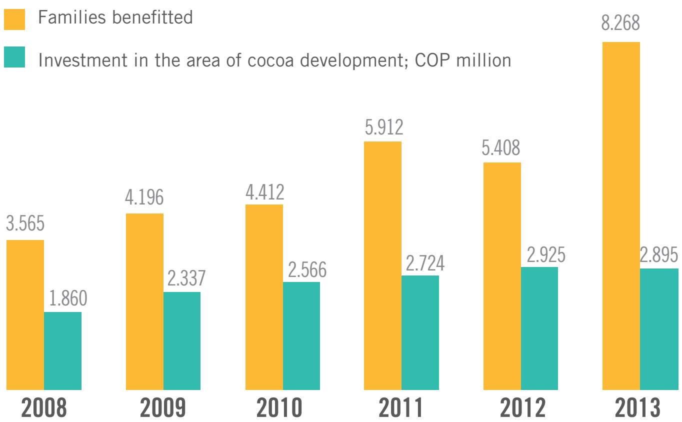
The project *Cacao para el Futuro* (Cocoa for the Future) invested private resources in crops in the northeast, Magdalena Medio and Urabá regions of the Department of Antioquia. It brought together a fund of COP 18 billion and 1.100 hectares, of which more than 600 hectares have been planted.

The Company has two experimental farms located in Támesis, Antioquia and in Barrancabermeja, Santander, both of which are for research purposes, the training of farmers and technicians, the promotion of crops and plant–material production, among others.

The Company also has nine cocoa–bean purchase points in the principal cocoa zones, where farmers and traders sell the cocoa beans, receive cash payments and even cash advances for the purchase. In addition, farmers receive bonuses for the quality of the bean and their certifications, among which are the Organic and the Fair Trade certifications.

Among the research and technological transfers that the Company has delivered to the sector, outstanding are the study of Sexual Compatibility of some of the commercial clones in Colombia, the study of the Perforator of the Corn Cob Fruit, the Good Agricultural Practices Handbook in growing cocoa, the Cocoa Drying Handbook and the development of new varieties of cocoa, among others.

Cocoa Development



Fair Trade Coffee

▲ In partnership with The Cooperative and *Fundación Nutresa, Colcafé* develops skills in the coffee – producing communities.

Fair Trade seeks to improve the producer's quality of life by paying him a bonus and a minimum purchase price, resulting in a higher price paid to the farmer.

Colcafé liaises between the communities of coffee growers certified with the Fair Trade label and customers abroad, who sell the products under this certification.

The concept of a minimum price was important in 2012, the year when international coffee prices had a significant drop.

In the last six years, Colcafé has transferred resources for COP 14.802 million to certified coffee–growing communities, according to the following breakdown:

Fair Trade

	2008	2009	2010	2011	2012	2013
Communities Benefitted	17	19	19	20	20	22
Bonuses paid above the extra charge (COP billion)	1.112	1.108	1.571	2.194	3.808	4.469

▲ The Cold Cut Business provides an appropriate environment for the welfare of the animals.

We Work for Animal Welfare [G3-FP12]

Our production systems are designed to ensure the welfare and comfort of the animals. The pig farms, cattle farms and the transport trucks provide an appropriate environment for pigs and cattle, ensuring aspects such as nutrition, health, physical and thermal comfort and the absence of fear, pain and stress.

Before being slaughtered, the animals are taken to special pens to rest and drink fresh water, where they are subjected to the desensitization technique to suffer no pain.

Eighty–seven point six percent (87,6%) of the pig–producing farms are certified; the remaining farms are in the process of certification, under Instituto Colombiano Agropecuario (ICA) Resolution 2640, related to good farming practices and safety.

Supplier Training and Development:

In 2013, 947 suppliers of direct materials and continuous services were trained in topics related to business models, collaboration, innovation, sustainable development, food safety and occupational health; also, through our portal, they trained in logistics, quality and financial processes. This permitted increasing supplier skills and improving the level of operational and commercial relations.

The Supplier Call Center attended a total of 6.521 cases, corresponding to:

79,3%
Information*

19,3%
Requirements*

1,4%
Complaints*

*Colombia data.

Connectivity with Suppliers

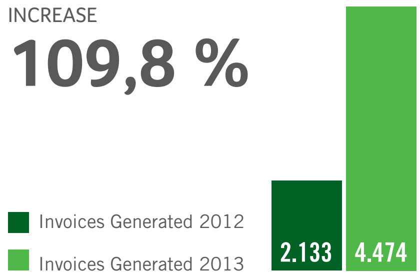
The online business portal (www.gruponutresaenlinea.com) facilitates and makes operations with suppliers more efficient. In 2013, we implemented the first stage to integrate the importation logistics chain, which will allow shippers, customs agents and transporters to have online information on the import processes. More than COP 68 million in new service improvements and developments was invested and 2.232 new users were enabled.

Continuous Replenishment

This service, located on the supplier portal, collaborative supply management of approximately 230 references of materials, thus achieving savings and benefits throughout the supply chain.

eBilling

In an attempt to reduce the environmental impact and increase productivity in the operating times between the order and payment (P2P – Procurement to Pay), *Grupo Nutresa* is working on expanding the coverage of electronic invoicing to more suppliers. Here are some figures to date:



Increasing the competitiveness of the value chain

In strategic sourcing, *Grupo Nutresa* identified an important lever to address the imperatives of competitiveness and market volatility; based on the above, it initiated a process of transformation in supply management and incorporated new capabilities in the negotiating teams, in the categories of direct and indirect materials and services, aimed at strengthening the relationship with these strategic partners..

To develop these capabilities in the teams, 20 training sessions were provided to 92 employees. A team, consisting of 12 employees was trained as facilitators in charge of replicating the knowledge throughout the Organization.

Suppliers were invited beforehand to the “Supplier Days,” workshops in which challenges were shared with them and they were invited to build jointly the *Grupo Nutresa* competitiveness strategy. In 2013, 70 “Supplier Days” were held, in which 292 hours were dedicated to the introduction and 1.348 hours, to work sessions, in order to develop skills in them to assume the negotiation process strategically.

Grupo Nutresa incorporated the Design to Value (DTV) methodology, which identifies opportunities for improvement through the exhaustive analysis of all the components that are part of a product or process, based on the understanding of the attributes that truly create value for the consumer. To implement DTV, a network of leaders, who promote the incorporation of the methodology in the process of new–product development and the marketing of the businesses, was formed.

As a global sourcing strategy and in order to assume the challenges of the supply chain in the next decade, *Grupo Nutresa* established a purchasing office in China, as this region is a strong source of differentiating, high added–value supply alternatives. As a result of the above initiatives, consolidated results of productivity plans executed were fulfilled 115% in a consolidated manner.

Concerned by the environmental impact

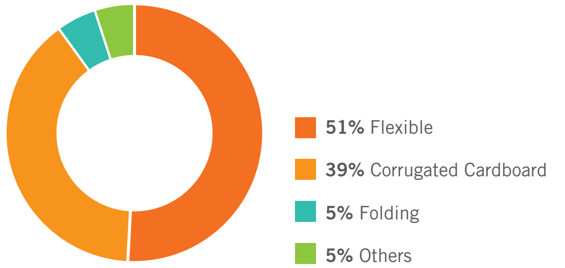
In its sustainable procurement strategy, *Grupo Nutresa* promotes and contracts suppliers with environmental awareness. Microplast, the leading supplier of flexible packaging material, was certified in 2013 by Bureau Veritas as a carbon neutral company, thus ratifying its commitment to sustainability throughout the supply chain. Moreover, our main suppliers of corrugated cardboard (Cartón de Colombia and Papelsa) use recycled material or material from cultivated forests certified by The Forest Stewardship Council (FSC).

The distribution process is also a significant focus of work to promote initiatives that reduce the carbon footprint. To transport sugar, we maximize truck capacity in supplying the plants, obtaining a savings in the number of trucks dispatched. This represents a decrease of 10,81% in the carbon footprint.

During 2013, a reduction of 457 tons was achieved in the consumption of packaging material through initiatives, such as decreasing the caliber of flexible materials and pasteboard, the vertical compression resistance of the different corrugated boxes, mechanical drawings to eliminate free spaces and elimination of the components with little perceived value.

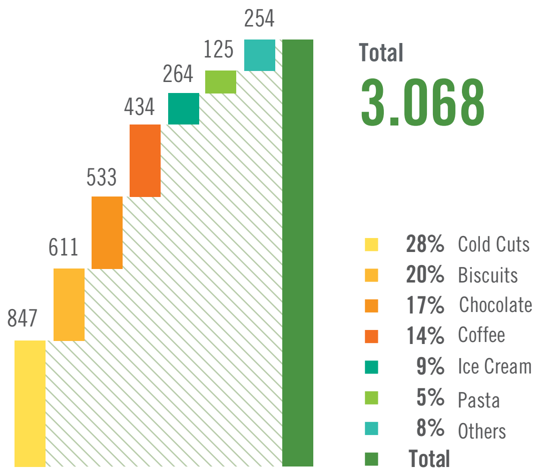
Distribution of Savings in Packaging Material

(The percentages correspond to 435 tons)

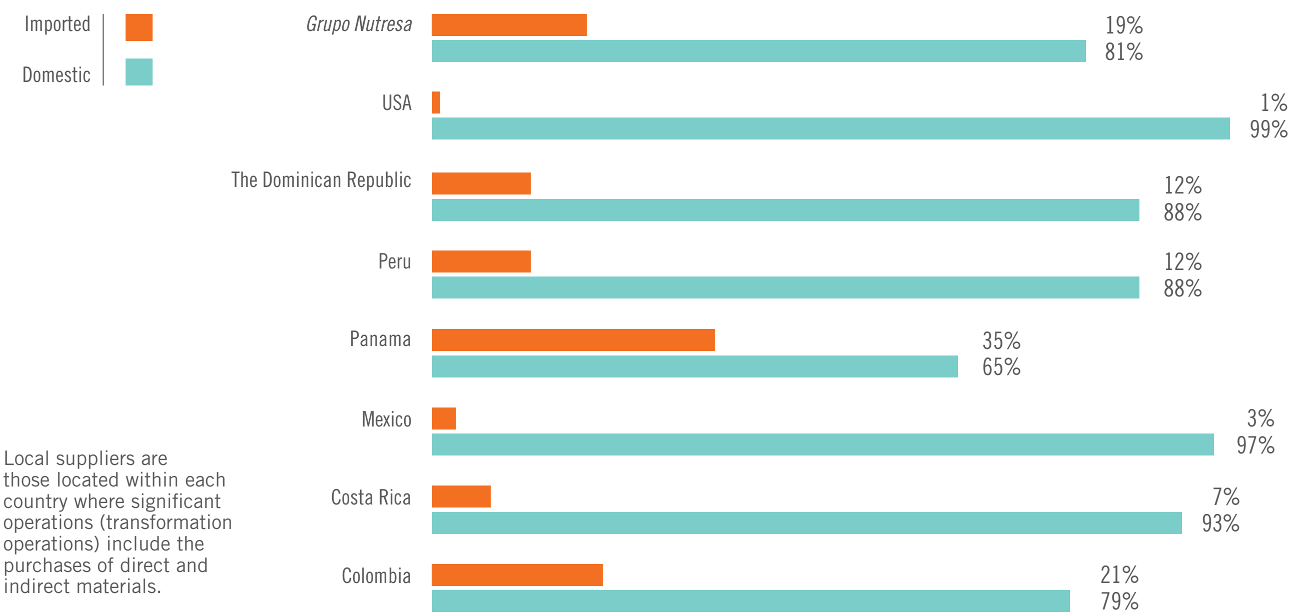


Purchases by Business Annualized

COP Billion



Purchases by Provider Origin Annualized



Local suppliers are those located within each country where significant operations (transformation operations) include the purchases of direct and indirect materials.


Grupo
nutresa

FINANCIAL **STATEMENTS**

FISCAL AUDITOR'S REPORT

***Grupo Nutresa* S. A. ASSEMBLY OF SHAREHOLDERS**

February 28, 2014

I have audited the Consolidated Balance Sheets of *Grupo Nutresa S. A.* and its subsidiary companies as of December 31, 2013 and 2012, and the corresponding consolidated statements of Profits and Losses, Changes in Shareholders' Equity, Changes in the Financial Situation, and Cash Flows for the years ended on those dates, and the summary of the principal accounting policies indicated in Note 2 and other explanatory notes.

Management is responsible for the proper preparation and presentation of these financial statements pursuant to the accounting principles generally accepted in Colombia and provisions issued by the Colombian Financial Superintendent. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the financial statements that are free from material misstatements due to fraud or error; selecting and applying appropriate accounting policies, as well as establishing the accounting estimates that are reasonable in the circumstances.

My responsibility consists of expressing an opinion on these financial statements based on my audits. I obtained the information necessary to perform my fiscal–auditing duties in accordance with the accounting principles generally accepted in Colombia. These principles require that I plan and conduct an audit to obtain reasonable certainty that the consolidated financial statements are free of relatively important errors.

The financial–statement audit includes, among other things, the following procedures to obtain auditing evidence on the values and disclosures in the financial statements. The procedures selected depend on the auditor's discretion, including the assessment of risk of relatively important errors in the financial statements. In assessing these risks, the fiscal auditor considers the entity's pertinent internal control to prepare and reasonably present the financial statements, in order to design auditing procedures that are appropriate under the circumstances.

An audit also includes assessing the appropriateness of the accounting policies used and of the estimations made by the entity's management, as well as assessing the presentation of the financial statements as a whole. I consider that the auditing evidence that I have obtained provided a reasonable basis for me to form the opinion that I state below.

In my opinion, the above–mentioned consolidated financial statements that I have audited, which were faithfully taken from the consolidation ledgers, reasonably present, in all significant aspects, the financial situation of *Grupo Nutresa S. A.* as of December 31, 2013 and 2012, and its operating results, the changes in its financial situation and its cash flows for the years ended on these dates, pursuant to accounting principles generally accepted in Colombia and the provisions of the Colombian Financial Superintendent, which were applied in a uniform manner.

Juber Ernesto Carrión
Fiscal Auditor
Professional Card No. 86122-T
Member of PricewaterhouseCoopers Ltda.

CERTIFICATION OF THE FINANCIAL STATEMENTS

The undersigned Legal Representative and the General Accountant of *Grupo Nutresa S. A.*

HEREBY CERTIFY:

On February 28, 2014

That we have previously verified the statements contained in the Consolidated Financial Statements, as of December 31, 2013 and 2012, pursuant to regulations, and they have been faithfully taken from the financial statements of the Parent Company and its duly certified and audited subsidiary companies.

In accordance with the above, regarding the above–mentioned financial statements, we state the following:

1. The assets and liabilities do exist and the transactions recorded were made during the corresponding years.
2. All economic transactions that were made have been acknowledged.
3. The assets represent the rights obtained by the companies; the liabilities represent the obligations that are the responsibilities of the companies.
4. All elements have been acknowledged in the appropriate amounts, in accordance with generally accepted accounting principles.
5. The economic transactions that affect the companies have been correctly classified, described and disclosed.
6. The financial statements and their notes do not contain defects, errors or material inaccuracies that affect the financial situation, shareholders' equity and operations of the companies. Likewise, adequate procedures and financial information disclosure and control systems have been established and maintained, for the adequate presentation to third–party users of such information.

Carlos Enrique Piedrahíta Arocha
CEO

Jaime León Montoya Vásquez
General Accountant
Professional Card 45056-T

CERTIFICATION OF THE FINANCIAL STATEMENTS LAW 964 OF 2005

Grupo Nutresa **S. A. Shareholders**
Medellín

The undersigned Legal Representative of G*rupo Nutresa S. A.*

CERTIFIES:

On February 28, 2014

That the consolidated financial statements and operations of the Parent Company and its subsidiary companies as of December 31, 2013 and 2012, do not contain defects, inaccuracies or errors that prevent knowing their true financial situation.

This is stated to comply with Article 46 of Law 964 of 2005.

As evidence, this is signed on the 28th day of the month of February, 2014.

Carlos Enrique Piedrahíta Arocha
CEO

CONSOLIDATED BALANCE SHEET

As of December 31
(Values expressed in COP Million)

The notes to the Financial Statements may be consulted at:
2013report.gruponutresa.com//notas-a-los-estados-financieros-consolidados/

	NOTES	2013	2012
ASSETS			
Current Assets			
Cash and cash equivalents	(6)	$ 415.478	$ 291.812
Net debtor accounts	(7)	829.822	657.872
Net inventory	(8)	725.323	555.796
Deferred assets and other assets	(9)	47.694	32.215
Total current assets		**$ 2.018.317**	**$ 1.537.695**
Non - current assets			
Net permanent investments	(10)	357.830	330.090
Debtor accounts	(7)	27.477	23.988
Net property, plant and equipment	(11)	1.456.074	1.135.785
Net tangible assets	(12)	2.038.332	1.025.441
Deferred assets and other assets	(9)	70.031	32.150
Valuations	(22)	4.612.437	4.866.415
Total non - current assets		**$ 8.562.181**	**$ 7.413.869**
TOTAL ASSETS		**$ 10.580.498**	**$ 8.951.564**
LIABILITIES			
Current liabilities			
Financial obligations	(14)	$ 407.588	$ 96.662
Suppliers	(15)	299.136	170.648
Accounts payable	(16)	339.570	259.456
Taxes, levies and rates	(17)	159.523	119.215
Labor obligations	(18)	131.144	102.371
Estimated liabilities and allowance	(19)	8.241	5.559
Deferred charges and other liabilities	(20)	3.159	3.761
Total current liabilities		**$ 1.348.361**	**$ 757.672**
Non - current liabilities			
Financial obligations	(14)	1.589.149	593.692
Accounts payable	(16)	167	166
Taxes, levies and rates	(17)	0	18.988
Labor obligations	(18)	7.234	7.598
Estimated Liabilities and allowances	(19)	45.943	22.729
Deferred charges and other liabilities	(20)	159.573	125.467
Total non - current liabilities		**1.802.066**	**768.640**
TOTAL LIABILITIES		**$ 3.150.427**	**$ 1.526.312**
MINORITY STAKE		**19.209**	**16.294**
EQUITY			
Company stock		2.301	2.301
Capital surplus		546.831	546.831
Reserve	(21)	1.282.573	1.029.856
Revaluation of assets	(21)	761.782	795.117
Financial statement conversion effect	(5)	(173.546)	(162.791)
Fiscal period results		380.235	345.507
Valuation surplus	(22)	4.610.686	4.852.137
Total equity		**$ 7.410.862**	**$ 7.408.958**
TOTAL LIABILITIES + EQUITY + MINORITY STAKE		**$ 10.580.498**	**$ 8.951.564**
Memorandum accounts			
Debtor memorandum accounts	(13)	$ (4.981.064)	$ (4.164.272)
Credit memorandum accounts	(13)	1.921.088	1.707.293

The notes are an integral part of the consolidated financial statements.

Jaime León Montoya Vásquez
General Accountant - Professional Card No. 45056-T
(See attached certification)

Carlos Enrique Piedrahíta Arocha
CEO
(See attached certification)

Juber Ernesto Carrión
Fiscal Auditor Professional Card No. 86122-T
Member of PricewaterhouseCoopers Ltda.
(See attached report)

CONSOLIDATED PROFIT AND LOSS STATEMENT

From January 1 to December 31
(Values expressed in COP Million)

	NOTES	2013	2012
Operating income	(23)	$ 5.898.466	$ 5.305.782
Sales cost		(3.260.968)	(3.064.460)
Gross profit		**2.637.498**	**2.241.322**
Operating expenses for:			
Administration	(24)	(347.578)	(270.303)
Sales	(25)	(1.505.166)	(1.326.976)
Production	(26)	(134.527)	(122.931)
Operating profit		**650.227**	**521.112**
Net other income (other outlays)			
Income from dividends and financial income	(27)	81.465	96.140
Financial expenses	(28)	(121.689)	(117.209)
Net other income and outlays	(29)	(54.865)	(13.923)
Total non - operating other income (outlays)		**(95.089)**	**(34.992)**
Profit before allowance for income tax and minority stake		**555.138**	**486.120**
Allowance for income tax and CREE:	(17)		
Current Period		(124.231)	(105.932)
CREE		(35.569)	0
Deferred		(14.687)	(32.525)
Profit before minority stake		**380.651**	**347.663**
Minority stake		**(416)**	**(2.156)**
Net profit		**$ 380.235**	**$ 345.507**
Net profit per share (in COP)		**826,38**	**750,90**

The notes are an integral part of the consolidated financial statements.

Jaime León Montoya Vásquez
General Accountant - Professional Card No. 45056-T
(See attached certification)

Carlos Enrique Piedrahíta Arocha
CEO
(See attached certification)

Juber Ernesto Carrión
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(See attached report)

CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

The notes to the Financial Statements may be consulted at:
2013report.gruponutresa.com//notas-a-los-estados-financieros-consolidados/

From January 1 to December 31
(Values expressed in COP Million)

	Capital	Stock - Placing Bonus	RESERVES: Mandatory Reserves	RESERVES: Occasional Reserves	RESERVES: Total Reserves	Revaluation of Equity	Effect for Conversion of Financial Statements (Note 5)	Profit of the Fiscal Period	Surplus for Valuations	Total Equity
Balances as of December 31, 2011	**2.301**	**546.831**	**201.914**	**740.559**	**942.473**	**735.002**	**(101.048)**	**253.511**	**4.095.560**	**6.474.630**
Dividends decreed					0			(166.128)		(166.128)
Transfer to profits and reserves			4.120	83.263	87.383			(87.383)		0
Appropriation of equity tax					0	(33.688)				(33.688)
Adjustment for valuation and other concepts					0	93.803			744.290	838.093
Minority stake					0				12.287	12.287
Adjustments for conversion of financial statements					0		(61.743)			(61.743)
Net profit in 2012					0			345.507		345.507
Balances as of December 31, 2012	**2.301**	**546.831**	**206.034**	**823.822**	**1.029.856**	**795.117**	**(162.791)**	**345.507**	**4.852.137**	**7.408.958**
Dividends decreed					0			(182.617)		(182.617)
Transfer to profits and reserves				162.890	162.890			(162.890)		0
Adjustment for valuation and other concepts				89.827	89.827	(33.335)			(228.924)	(172.432)
Minority stake					0				(12.527)	(12.527)
Adjustments for conversion of financial statements					0		(10.755)			(10.755)
Net profit in 2013					0			380.235		380.235
Balances as of December 31, 2013	**2.301**	**546.831**	**206.034**	**1.076.539**	**1.282.573**	**761.782**	**(173.546)**	**380.235**	**4.610.686**	**7.410.862**

The notes are an integral part of the consolidated financial statements.

Jaime León Montoya Vásquez
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CONSOLIDATED STATEMENT OF CHANGES IN THE FINANCIAL SITUATION

From January 1 to December 31
(Values expressed in COP Million)

	NOTES		2013		2012
FINANCIAL RESOURCES PROVIDED FROM:					
NET PROFIT		$	**380.235**	$	**345.507**
Plus (minus) debits (credits) to operations that do not affect the working capital:					
Depreciations	(30)		113.107		99.098
Amortization of intangible assets, deferred assets and other assets	(31)		69.492		61.223
(Recuperation) Amortization of retirement pensions			(469)		67
Provision for property, plant and equipment, intangible assets and other assets			4.359		168
Net profit in sales and withdrawal of investments and property, plant and equipment	(35)		(14.606)		(36.755)
Difference in change in investments			(500)		0
Minority stake			416		2.156
Adjustment for inflation in Venezuela			39.586		(25.420)
FINANCIAL RESOURCES PROVIDED FROM OPERATIONS			**591.620**		**446.044**
Plus:					
Income obtained from disposal of property, plant and equipment	(35)		19.499		48.584
Decrease in differed assets and other long - term assets			0		66.324
Increase in financial obligations and other long - term credits			927.029		0
Increase in long - term accounts payable			1		0
Increase in long - term labor obligations			0		1.128
Increase in estimated liabilities and allowances			1.852		1.073
Increase in deferred liabilities and other liabilities			15.014		14.601
Increase in minority stake			2.915		85
FINANCIAL RESOURCES PROVIDED BY SOURCES OTHER THAN OPERATIONS			**966.310**		**131.795**
TOTAL FINANCIAL RESOURCES PROVIDED FROM		$	**1.557.930**	$	**577.839**
FINANCIAL RESOURCES USED IN:					
Dividends declared			182.617		166.128
Equity from the acquisition of companies	(3)		163.420		26.377
Effect for conversion and changes in equity			55.190		(26.690)
Acquisition of permanent investments			27.557		740
Goodwill acquired	(3)		972.146		187.195
Acquisition of intangible assets and deferred assets			1.338		10.023
Acquisition of property, plant and equipment and other assets	(32)		191.496		180.725
Decrease in long - term financial oblligations			0		32.361
Decrease in long - term labor obligations			296		0
Decrease in taxes, levies and rates			18.988		18.346
Increase in long - term debtor accounts			2.908		1.369
Increase in long - term deferred assets and other assets - transfers			0		1.498
Appropriation for equity tax			0		33.688
TOTAL FINANCIAL RESOURCES USED		$	**1.615.956**	$	**631.760**
Working capital received through acquisition of new companies	(3)		**(52.041)**		**13.432**
DECREASE IN WORKING CAPITAL		$	**(110.067)**	$	**(40.489)**

The notes are an integral part of the consolidated financial statements.

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CONSOLIDATED ANALYSIS OF THE CHANGES IN WORKING CAPITAL (CONTINUED)

The notes to the Financial Statements may be consulted at:
2013report.gruponutresa.com//
notas-a-los-estados-financieros-consolidados/

From January 1 to December 31
(Values expressed in COP Million)

FINANCIAL RESOURCES WERE PROVIDED BY:		2013		2012
INCREASE (DECREASE) IN CURRENT ASSETS				
Cash and cash equivalents	$	123.666	$	98.725
Debtor accounts		171.950		28.684
Inventories		169.527		(46.070)
Differed assets and other assets		15.479		(2.238)
INCREASE IN CURRENT ASSETS	**$**	**480.622**	**$**	**79.101**
(INCREASE) DECREASE IN CURRENT LIABILITIES				
Financial obligations		(310.926)		(42.010)
Suppliers		(128.488)		(7.480)
Accounts payable		(80.114)		(42.370)
Taxes, levies and rates		(40.308)		(23.727)
Labor obligations		(28.773)		(12.422)
Estimated liabilities and allowances		(2.682)		7.149
Deferred liabilities and other liabilities		602		1.270
INCREASE IN CURRENT LIABILITIES	**$**	**(590.689)**	**$**	**(119.590)**
DECREASE IN WORKING CAPITAL	**$**	**(110.067)**	**$**	**(40.489)**

The notes are an integral part of the consolidated financial statements.

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CONSOLIDATED CASH - FLOW STATEMENT

The notes to the Financial Statements may be consulted at:
2013report.gruponutresa.com//
notas-a-los-estados-financieros-consolidados/

From January 1 to December 31
(Values expressed in COP Million)

	NOTES	2013	2012
CASH FLOW PROVIDED FROM OPERATIONS:			
NET PROFIT		**$ 380.235**	**$ 345.507**
Plus (minus) debits (credits) due to operations that do not affect cash:			
Depreciations	(30)	113.107	99.098
Amortization of intangible assets, deferred assets and other assets	(31)	69.492	61.223
(Recovery) Amortization of retirement pensions		(469)	67
Allowance of property, plant and equipment and intangible assets	(11)	4.359	168
Net profit on sales and withdrawal of investments and property, plant and equipment	(35)	(14.606)	(36.755)
Allowance and/or sanctions of net debtor accounts		7.261	11.742
Allowance (recovery) allowance of inventories		2.144	438
Difference in change of investments in shares		(500)	0
Adjustment for inflation in Venezuela		39.586	(25.420)
Minority stake		416	2.156
Payment of equity tax		(19.006)	(19.149)
Changes in operating assets and liabilities:			
Debtor accounts		(11.183)	(41.795)
Inventories		(41.497)	45.633
Deferred assets and other assets		(18.923)	67.170
Suppliers and accounts payable		126.245	47.596
Taxes, levies and rates		36.487	5.381
Labor obligations		25.990	13.549
Estimated liabilities and allowances		(40.433)	(6.077)
Deferred liabilities and other liabilities		14.412	13.331
NET CASH PROVIDED BY OPERATIONS		**$ 673.117**	**$ 583.863**
CASH FLOW PROVIDED FROM INVESTMENT ACTIVITIES:			
Equity from the acquisition of companies		(163.420)	(26.377)
Effect for conversion and changes in equity		(53.779)	18.803
Acquisition of permanent investments		(27.557)	(740)
Goodwill acquired	(3)	(972.146)	(187.195)
Acquisition of property, plant and equipment and other assets	(32)	(191.496)	(180.725)
Decrease (acquisition) of intangible assets		5.344	(10.023)
Income obtained from disposal of property, plant and equipment	(35)	19.499	48.584
NET CASH USED IN INVESTMENT ACTIVITIES		**$ (1.383.555)**	**$ (337.673)**
CASH FLOW FROM FINANCING ACTIVITIES:			
Dividends paid		(177.201)	(163.873)
Increase in financial obligations		996.866	10.756
Increase in minority stake		2.915	85
NET CASH PROVIDED (USED) IN FINANCING ACTIVITIES		**$ 822.580**	**$ (153.032)**
Net increase in cash and cash equivalents		**112.142**	**93.158**
Effect of changes in the type of exchange rate on cash and cash equivalents		(1.411)	(6.280)
Cash and cash equivalent received in acquisitions	(3)	12.935	11.847
Cash and cash equivalents at year opening		291.812	193.087
CASH AND CASH EQUIVALENTS AT YEAR CLOSING		**$ 415.478**	**$ 291.812**

The notes are an integral part of the consolidated financial statements.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Years ended as of December 31, 2013 and 2012 (Values expressed in COP Million, except for values in USD, the Exchange rate and the number of shares).

NOTE 1

Consolidation Bases

1.1 ENTITY AND BUSINESS PURPOSE OF THE PARENT COMPANY AND THE SUBSIDIARY COMPANIES.

Grupo Nutresa S. A. **Parent Company.**

Grupo Nutresa S. A. is a Colombian stock company (Sociedad Anónima, S. A.) incorporated on April 12, 1920, with its main domicile in the city of Medellín; its term expires on April 12, 2050.

The Parent Company's business purpose consists of investing in or applying resources or funds to companies organized in any form provided by law, either at home or abroad, and whose business purpose is aimed at the exploitation of any legal economic activity, or in tangible or intangible assets for the purpose of safeguarding its capital.

In relation to the subsidiary companies, below is the name, nationality, date of incorporation, term, main domicile and business purpose of each one:

Alimentos Cárnicos S. A. S.

This Colombian company was incorporated on August 20, 1968, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 17, 2009. It has an indefinite term and its main domicile is in Yumbo, Valle del Cauca.

Its business purpose is to exploit the food industry in general and/or the substances used as ingredients for food and, in particular, meat and/or farm livestock and produce, including the processing and utilization of animal and agricultural by–products to prepare food; to exploit farm produce and large and small livestock and the businesses directly related to these activities, particularly by cattle breeding, raising, fattening and their later slaughtering or live disposal; the purchase, sale, transport, distribution, import, export and trade in general of its own food and that of other manufacturers. In addition, it may invest in or apply resources or have holdings under any associative form authorized by law, the purpose of which is the exploitation of any legal economic activity, even if it is not directly related to food production or marketing, and to conduct any other legal economic activity in Colombia and abroad.

Alimentos Cárnicos Zona Franca Santafé S. A. S.

This Colombian company was incorporated on October 10, 2008, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 16, 2009. It has an indefinite term and its main domicile is in Cota, Cundinamarca.

The company is an industrial user of free–trade zone goods and services; its business purpose is, primarily, to develop the following activities in the free–trade zone: to process, manufacture, purchase and sell food products and sell by–products and waste derived from the manufacturing processes; to provide manufacturing services of food products to third parties; to provide management services to purchase supplies and raw materials used in the food manufacturing industry; to provide services to reprocess, repack, assemble, label, pack, assemble for third parties, classify, control quality, inspect, reclassify, clean, freeze and thaw the mentioned articles. It may also execute coordination and logistics control services of food product inventories and raw materials for third parties, classify food products and raw materials, load, unload and pick the products and raw materials indicated. It may contract third–party transportation services for itself and for others, as well as provide invoicing and food–product dispatch services, and conduct any other legal economic activity.

Alimentos Cárnicos de Panamá S. A.

This company was incorporated on January 18, 1970; its term is perpetual. It is a Panamanian company and its main domicile is in Panama City, Panama.

Its business purpose is the extensive exercise of the manufacturing, mercantile or financial industry, as well as purchase, or by other means, acquire, hold, sell, dispose of and, on a commission basis or in another manner, products, objects, merchandise and materials of any kind and description, whether known now or that are described or invented in the future.

On June 30, 2011, the minutes of the Extraordinary Shareholders Meeting was formalized, which approved the amendment of the corporate name of the company to that of *Alimentos Cárnicos de Panama. S. A.* and approved the merger agreement through which *Alimentos Cárnicos de Panama S. A.* (formerly *Blue Ribbon Products S. A.*) absorbed Ernesto Berard S. A. Under Panamanian laws, this merger was complete don October 3, 2011.

American Franchising Corp. (AFC)
A Panamanian company with its main domicile in Panama City, Panama; it was incorporated on October 17, 1974, and its term is perpetual.

Its business purpose consists of establishing, managing and conducting in general the business of financing, investments and brokerage in all their branches, and organizing, conducting or undertaking any business.

AFC develops its activity through 15 subordinates companies, which are described next:

Industrias Lácteas de Costa Rica S.A.
Incorporated on March 10, 1982, it has a term of 99 years. Its corporate domicile is in San José, Costa Rica.

Its business purpose consists of developing industry, livestock and agriculture in general, and especially the elaboration and commercialization of all kinds of dairy products.

***Compañía Americana de Helados S.A.* (American Ice Cream Company, Incorporated)**
A company incorporated on February 22, 1968, with a term until 2018. Its corporate domicile is in San José, Costa Rica.

Its business purpose consists of developing the industry and commerce in general, and especially the production and sale of ice cream and similar products.

Fransouno S.A.
Incorporated on January 6, 2000, its corporate domicile is in San José, Costa Rica. It has a term until January 6, 2099.

Its business purpose is commerce, industry and agriculture in general.

Helados H D S.A.
A company incorporated on May 25, 2000; it has a term of 99 years. Its corporate domicile is in San José, Costa Rica, and its business purpose is dedicated to commerce, industry and agriculture in general.

Americana de Alimentos Ameral S.A.
A Costa Rican company incorporated on April 10, 1966, its term is until April 10, 2095.

Its domicile is in San José, Costa Rica, and its business purpose consists of commerce and industry, and the representation of foreign products and companies.

Inmobiliaria Nevada S.A.
Incorporated on October 6, 1994, it has a term of 99 years; its corporate domicile is in San José, Costa Rica.

Its business purpose consists of the extensive exercise of commerce, industry, the representation of foreign products and companies in any branch, livestock and agriculture in general.

Heladera Guatemalteca S.A.
This company was incorporated on April 6, 1972 for a period of 99 years.

Its business purpose consists of manufacturing creamy and not – creamy ice creams, through its *POPS* brand.

Distribuidora POPS S.A.
This company was incorporated on September 18, 1973 for a period of 99 years.

Its business purpose consists of manufacturing creamy and not – creamy ice creams, through the POPS brand.

Nevada Guatemalteca S.A.
Incorporated on December 16, 2003, it has an indefinite term; its corporate domicile is in the Department of Guatemala, Guatemala.

Its business purpose consists of the purchase and sale and rental of real estate, making all kinds of civil and commercial operations that are directly related to, arising or resulting from past activities.

Guate-Pops S.A.
It was incorporated on March 22, 1979.

Its principal business purpose is providing personnel services.

Industrias Lácteas Nicaragua S.A.
Incorporated on October 21, 1994, it has a term until 2093; its domicile is in Managua, the Department of Managua, Nicaragua.

Its business purpose consists of importing and selling dairy food products and their derivatives.

Americana de Alimentos S.A. de C.V.
This company was incorporated on January 25, 2006. It has an indefinite term and its main domicile is in San Salvador, El Salvador.

Its business purpose is the development of any type of legal activity, and especially the exercise of trade through the sale and purchase, distribution, export or import of all kinds of goods.

POPS One LLC
This company was incorporated on July 29, 2010; its main domicile is in Miami, Florida U. S. A.

Its business purpose is the operation of ice cream parlors.

POPS Two LLC
This company was incorporated on June 1, 2011; its main domicile is in Miami, Florida U. S. A.

Its business purpose is the operation of ice cream parlors.

Costa Rica's Creamery, LLC
This company was incorporated on November 6, 2009; its main domicile is in Miami, Florida U. S. A.

Its business purpose is the operation of ice cream parlors.

Compañía de Galletas Noel S. A. S.
This Colombian company was incorporated on August 13, 1998, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 17, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to exploit food industry activities in general and, especially the production or manufacture of those foods for human consumption and the substances used as ingredients in food, such as prepared cereals, flours, starches, tea, coffee, sago, chocolate, sugar, salt, honey, bakery products, cookie and cracker products and pastry products. It may also distribute, sell and trade in general the products mentioned in the previous sentence produced by the company or other manufacturers, and the raw materials, materials or supplies used in the food production industry, as well as distribute, sell and trade in general products for popular consumption susceptible to being distributed through the same channels. It may also invest in or apply resources or have holdings under any associative forms authorized by law and conduct any other legal economic activity.

Compañía de Galletas Pozuelo DCR, S. A.

This Costa Rican company was incorporated on October 18, 2004; its term is until October 18, 2103. Its main domicile is in San José, Costa Rica.

Its business purpose includes the extensive exercise of industry, agriculture, trade, livestock, construction and tourism in general; it is especially dedicated to the exploitation of the biscuit industry.

Compañía de Galletas Pozuelo de la República Dominicana S. R. L.

This Dominican Republic company was incorporated on June 22, 2000. It has an indefinite term and Its main domicile is in Santo Domingo, the Dominican Republic.

Its business purpose includes the overall establishment, management and implementation of investment, brokerage, guarantee and consulting businesses and, in general, conducting any other legal trade, business or activity.

Comercial Pozuelo Panamá S. A. (antes Compañía de Galletas Pozuelo de Panamá S. A.)

This Panamanian company was incorporated on May 17, 2002; it has a perpetual term. Its main domicile is in Panama City, Panama.

Its business purpose includes the manufacture and distribution of mass consumer foods, such as biscuits, baked goods, canned goods and others; establishing, arranging and conducting business in an investment company anywhere in the world; purchasing, selling and trading all kinds of food products, capital stock, all kinds of securities; engaging in any type of legal business that is not forbidden to a corporation.

On August 12, 2011, the Certificate of Amendment to the Articles of Incorporation was formalized, through which the corporate name of *Compañía de Galletas Pozuelo de Panamá S. A.* was changed to *Comercial Pozuelo Panamá S. A.*

Compañía Nacional de Chocolates S. A. S.

This Colombian company was incorporated on October 8, 2002, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 18, 2009. It has an indefinite term and its main domicile is in Medellín.

Its business purpose is to exploit food industry activities in general, and, in particular, to produce chocolate and its derivatives, as well as to conduct business related to these industries; to distribute, sell and market the products described above, produced by the company and by other manufacturers, and the raw materials, materials or supplies utilized in the food production industry and in the production of popular consumption foods susceptible to being distributed through the same channels. The business purpose also includes investing in or applying resources or having holdings under any associative form authorized by law, and carrying out any other legal activity.

Compañía Nacional de Chocolates DCR, S. A.

This Costa Rican company was incorporated on June 29, 2004; its term is until June 29, 2103. Its main domicile is in San José, Costa Rica.

Its business purpose includes the extensive exercise of industry, agriculture, trade, livestock, construction and tourism in general. It is especially dedicated to the exploitation of the industry of chocolate and its derivatives.

Compañía Nacional de Chocolates de Perú S. A.

This Peruvian company was incorporated on November 13, 2006; it has an indefinite term. Its main domicile is in Lima, Peru.

The business purpose of the company is the industrial and agricultural activity to manufacture and market all kinds of beverages and foods, as well as all kinds of farm exploitation. It may also engage in selling, marketing, distributing, exporting and importing activities for goods in general. It is especially dedicated to the industry of biscuits, chocolates and other sweets.

On December 1, 2010, the short fusion was effected whereby *Compañía Nacional de Chocolates de Perú S. A.* absorbed *Compañía de Cacao del Perú S. A. C.*

Cordialsa Boricua Empaque, Inc.

This Puerto Rican company was incorporated on January 1, 2004, for an indefinite term. Its main domicile is in San Juan, Puerto Rico.

Its business purpose includes the marketing of food products.

Comercial Nutresa S. A. S.

This Colombian company was incorporated through a private document on February 12, 2010; it was registered in the Medellín Chamber of Commerce on February 17, 2010. It has an indefinite term and its main domicile is in Medellín.

Its business purpose is to conduct any legal activity.

On March 31, 2011, the minutes, through which the corporate name of the company was changed from Cordialsa Colombia S. A. S. to that of Comercial Nutresa S. A. S., were registered in the Medellín Chamber of Commerce.

Cordialsa Costa Rica S. A.

This Costa Rican company was incorporated on June 29, 2004; its term is valid until June 29, 2103. Its main domicile is in San José, Costa Rica.

Its business purpose is the extensive exercise of industry, agriculture, trade, livestock, construction and tourism in general; it is especially dedicated to the marketing of food products.

Cordialsa Honduras S. A.

This Honduran company was incorporated on November 29, 2004; it has an indefinite term. Its main domicile is in Tegucigalpa, Honduras.

Its business purpose includes the distribution and commercialization of food products and any other industrial, commercial or service activity related to such distribution and commercialization.

On April 2, 2012, Public Deed 184 was granted through which the cancellation of the company inscription of this company was requested and, thus, ended the liquidation process thereof.

Comercial Pozuelo El Salvador S. A. de C. V. (antes Cordialsa El Salvador, S. A. de C. V.)

This Salvadorian company was incorporated in November 25, 2004; it has an indefinite term. Its main domicile is in San Salvador, El Salvador.

Its business purpose includes the distribution and commercialization of food products.

On November 15, 2011, the public deed, through which the corporate name of the company was amended from *Cordialsa El Salvador, S. A. de C. V.* to *Comercial Pozuelo El Salvador, S. A. de C. V.*, was registered in the El Salvador National Registration Center.

Comercial Pozuelo Nicaragua S. A. (antes Distribuidora Tropical Nicaragua S. A.)

This Nicaraguan company was incorporated on November 18, 1992; it is valid until November 18, 2091. Its main domicile is in Managua, Nicaragua.

Its business purpose includes the distribution and commercialization of biscuits and, in general, the purchase and sale, export, import, packaging, industrialization and marketing of all kinds of food products; the export and import of all kinds of goods and any legal business property; and enter into all kinds of contracts and contract obligations, execute any legal act or contract that is not prohibited.

The business name of this company changed from *Distribuidora Tropical Nicaragua S. A.* to *Comercial Pozuelo Nicaragua S. A.* on October 20, 2011, the date on which Sentence Number 41, which approved the reforms to the corporate name and company Statutes, was inscribed in the Nicaragua Mercantile Department.

Cordialsa USA, Inc.

This United States company was incorporated on March 22, 2004; it has an indefinite term and its main domicile is in the State of Texas, the United States of America.

Its business purpose includes the exploitation of any legal activity other than banking and trust activities or the practice of a profession that may be incorporated by the Corporation Code of Texas. In particular, it is dedicated to the commercialization of food products.

Cordialsa Noel de Venezuela S. A.

This Venezuelan company was incorporated on November 15, 1995; its term is until November 15, 2094. Its main domicile is in Caracas, Venezuela.

Its business purpose includes the exploitation of the food industry in general, including manufacture, sale, distribution, import and export. Likewise, it may participate in investments or the application of resources or have holdings under any associative form authorized by law.

Corporación Distribuidora de Alimentos S. A., Cordialsa

This Ecuadorian company was incorporated on February 3, 1995; its term is until 2045. Its main domicile is in Quito, Ecuador.

Its business purpose includes the exploitation, distribution and commercialization of the food industry in general.

Distribuidora Bon, S. A.

This affiliate of *Helados BON S. A.* was incorporated on April 1, 1993; it is domiciled in Santo Domingo, the Dominican Republic.

Its business purpose includes the distribution of the BON brand products of any kind, composition and/or condition throughout the country and abroad. It may install, acquire, enable, maintain and lease all kinds of equipment within greater efficiency and technical capacity necessary and useful for these purposes.

On December 31, 2012, this company was dissolved without being liquidated and was absorbed by Helados BON S. A.

Comercial Pozuelo Guatemala S. A.

This Guatemalan company was incorporated on November 18, 2004; it has an indefinite term. Its main domicile is in the Department of Guatemala, Guatemala.

Its business purpose includes the distribution and commercialization of food products and any other industrial, commercial or service activity related to this distribution and commercialization.

On December 7, 2011, the statutory reform, through which the company changed its name from *Distribuidora Cordialsa Guatemala S. A.* to *Comercial Pozuelo Guatemala S. A.*, was inscribed in the Guatemala Mercantile Register.

Fehr Foods, Inc.

This United States company was incorporated on February 13, 1992; it has a perpetual term. Its main domicile is in Abilene, Texas, the United States of America.

Its business purpose includes carrying out any legal activity under the laws of Texas and especially in the production and commercialization of bakery products.

On June 29, 2011, documents, through which the merger by absorption was approved in which Fehr Foods, Inc. absorbed Fehr Holdings, LLC; Oktex Baking, GP, LLC; and Oktex Baking, LP, were registered before the Office of the Secretary of State of the State of Texas.

Gestión Cargo Zona Franca S. A. S.

This Colombian company was incorporated on October 10, 2008, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 16, 2009. It has an indefinite term and its main domicile is in Cartagena, Bolívar.

The company is an industrial user of free–trade zone goods and services; its business purpose is, primarily, to develop the following activities in the free–trade zone: provide management services to purchase, import and export food products and raw materials used in the food industry in general, for third parties. Likewise, it may reprocess, repack, assemble, label, pack, assemble for third parties, classify, control quality, inspect, reclassify, clean, freeze and thaw the mentioned articles. It may also provide coordination and logistics control services of imported products and raw materials for third parties, classify food and raw material products, control inventories and customs processes, along with loading, unloading and picking the products and raw materials indicated. It may do laboratory tests and analyses on food products and raw materials for food, as well as interpret their results**.**

Helados Bon S.A.

This Dominican Republic company was incorporated on August 26, 1974; it has an indefinite term. Its main domicile is in Its business purpose includes the manufacture, packaging, distribution, sale and franchise of ice cream and products of this kind, throughout the country and abroad.

On December 31, 2012, the company absorbed its subordinate *Distribuidora BON, S. A.*

Industrias Aliadas S. A. S.

This Colombian company was incorporated on September 21, 1988, through Public Deed Number 4349, granted in the Office of the Second Notary Public of Ibagué. Its term is until September 21, 2038, and its main domicile is in Ibagué.

On April 28, 2011, Memorandum Number 29, whereby the company was transformed in a Simplified Joint Stock Company, was registered in the Ibagué Chamber of Commerce.

Its business purpose is to purchase, sell, dry, sort and export coffee. In general, the company conducts all activities related to the coffee industry.

Industrias Alimenticias Hermo de Venezuela S. A.

This Venezuelan company was incorporated on December 12, 1995; its term is until December 12, 2094. Its main domicile is in Caracas, Venezuela.

Its business purpose includes the production, import, export and commercialization of food and products in general. Likewise, it may invest resources or have holdings under any associative form authorized by law.

Industria Colombiana de Café S. A. S. (Colcafé)

This Colombian company was incorporated on June 1, 1950, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 18, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to assemble and exploit coffee industry and food industry activities in general, and those of directly related businesses, as well as conduct any other legal economic activity.

Industria de Alimentos Zenú S. A. S.

This Colombian company was incorporated on August 20, 2002, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 17, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to conduct food industry activities in general, as well as for those substances used as ingredients in foods and, in particular, meat, including the processing and utilization of by–products from beef, pork, sheep, fish and other animal species; the slaughter and preparation of large or small livestock and the purchase, sale, transport, distribution, import and export of meat. It may also process meat and prepare sausages, soups, extracts, fats, canned meat, spices, condiments, dairy products, cottage cheese, eggs and food substances for animals; the distribution, sale, import, export and marketing in general of the elements mentioned above in their natural state or industrially prepared by the company or by others. In addition, it may distribute, sell and trade in general products for popular consumption susceptible to being distributed through the same channels. It may also invest in or apply resources or have holdings under any associative forms authorized by law and conduct any other legal economic activity.

La Recetta Soluciones Gastronómicas Integradas S. A. S.

This Colombian company was incorporated on April 11, 2008, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 25, 2010. The company term will expire on December 31, 2050, and its main domicile is in Cota, Cundinamarca.

Its business purpose is to distribute products of any nature through the institutional channel on its own behalf or for third parties; these products include mass–consumption foods and products, with its own brands or with third–party brands, as well as packaging and packing the products.

Litoempaques S. A. S.

This Colombian company was incorporated on March 16, 1995, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 18, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to exploit metallurgical and packing industry activities in general and, in particular, to produce or manufacture and/or assemble, and/or market bottles, lids and packaging made of any material and for any use. It may also do lithography work in metal or in any other material for all kinds of industries; to sell, distribute, import, export and trade all of the above elements in general, whether produced by the company or by other manufacturers, as well as the raw materials or supplies used in the metallurgical industry and packing industry. It may also conduct any other legal economic activity.

Meals Mercadeo de Alimentos de Colombia S. A. S.

This Colombian company was incorporated on January 29, 1964, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 17, 2009. It has an indefinite term and its main domicile is in Bogotá, Cundinamarca.

Its business purpose is to exploit the food industry in general and, in particular, ice cream, dairy beverages, desserts, yoghurts, juices, refreshments, and fruit–based prepared food; to conduct business activities directly related to this industry.

In general, it may distribute, sell and trade the products mentioned above, produced by the company or by other manufacturers, as well as the raw materials, materials or supplies used in the industry to produce food, as well as distribute, sell and trade in general popular products that are susceptible to being distributed through the same channels. It may also invest in or apply resources or have holdings under any of the associative forms authorized by law, and conduct any other legal economic activity.

Molinos Santa Marta S. A. S.

This Colombian company was incorporated on April 18, 1980, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 18, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to mill grain, as well as develop the businesses and activities that are directly related to the milling industry and conduct any other legal economic activity.

Novaventa S. A. S.

This Colombian company was incorporated on October 3, 2000, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 17, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to commercialize and distribute food products, raw materials and elements used in the food industries and manage specialized channels to commercialize these products and other articles that are susceptible to being distributed through the same channels. It may also provide maintenance services for equipment used to commercialize the items mentioned above, and conduct any other legal economic activity.

On December 30, 2009, through Public Deed 4.716, granted in the Office of the 20th Notary Public of Medellín, the merger through absorption was formalized between Novaventa S. A. S. (the absorbing company), a company that continues to exist legally, and Dulces de Colombia S. A. S. (the absorbed company, a company that was dissolved without being liquidated and whose patrimony was merged with that of Novaventa S. A. S.

Pastas Comarrico S. A. S.

This Colombian company was incorporated on November 30, 2004, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 18, 2009. It has an indefinite term and its main domicile is in Barranquilla, Atlántico.

Its business purpose is to conduct food industry activities in general and, in particular, to manufacture and/or commercialize flours, pastas, prepared food made from cereals and their derivatives, as well as conduct business activities directly related to this industry, and to conduct any other legal economic activity.

Productos Alimenticios Doria S. A. S.

This Colombian company was incorporated on November 18, 1966, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 13, 2009. It has an indefinite term and its main domicile is in Mosquera, Cundinamarca.

Its business purpose is to exploit food industry activities in general and, in particular, flours and prepared foods made from cereals and their derivatives, pastas among others, and conduct businesses directly related to this industry. It may also distribute and, in general, market food products, raw materials and elements used in the food industry, and the manufacture of flours and preparations made from cereals and their derivatives. It may also invest in or apply resources or have holdings under any legal associative form, and conduct any other legal economic activity.

Servicios Nutresa S. A. S.

This Colombian company was incorporated on April 21, 2006, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 17, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to provide in Colombia and/or abroad specialized business services in areas such as risk management and insurance; legal, auditing and control assistance, accounting, taxes, negotiation in purchases, financial planning, human–resource support and development processes, administrative services, informational technology, treasury matters and any other service that can create value for its clients. In addition, it may invest in or apply resources or have holdings under any of the associative forms authorized by law, and conduct any other legal economic activity.

On April 1, 2011, the Statutory reform, through which the company changed its name from Servicios Nacional de Chocolates S. A. S. to Servicios Nutresa S. A. S. was registered in the Medellín Chamber of Commerce.

Setas Colombianas S. A.

This Colombian company was incorporated on December 16, 1991. Its term is until December 16, 2041, and its main domicile is in Medellín, Antioquia.

Its business purpose is to exploit, cultivate, produce, process, distribute and commercialize mushrooms and, in general, food industry products for human consumption and food for animals, and conduct business activities directly related to the food industry. It may also invest in livestock, farming and industrial units or businesses to process, exploit or distribute products for human consumption and food for animals.

Tresmontes Lucchetti S.A.

This Chilean company was incorporated on February 9, 2004; it has an unlimited term, and its domicile is in Santiago de Chile.

Its business purpose is to provide administration, management, managerial, accounting, auditing, supply, distribution, transport, personnel, computer programming, methods and system services. It may also participate in all kinds of civil or commercial companies, whether they be collective, stock corporations, share, limited liability or limited, the latter may participate as a managing or limited partner.

Tresmontes Lucchetti S. A. develops its activity through 18 subordinates companies, which are described next:

Tresmontes Lucchetti Agroindustrial S. A.

This Chilean company was incorporated on August 7, 2003; it has an unlimited term, and its domicile is in Santiago de Chile.

Its business purpose is the farming and agricultural exploitation and the elaboration, manufacturing, packaging and transformation of fresh, frozen or preserved food products from farming and the sea in all its forms, and the commercialization and distribution throughout the country or abroad, on its own account or that of others.

Tresmontes Lucchetti Internacional S. A.

This Chilean company was incorporated on April 25, 1989; it has an unlimited term, and its domicile is in Santiago de Chile.

Its business purpose is the distribution, commercialization and sale of food products and mass consumer goods.

Tresmontes Lucchetti Servicios S. A.

This Chilean company was incorporated on October 16, 1989; it has an unlimited term, and its domicile is in Santiago de Chile.

Its business purpose is investment, either through the acquisition and transfer of any title of shares, bonds, securities, commercial effects and financial instruments, as well as through its participation in commercial or civil companies, acquiring rights or shares in them.

Tresmontes S. A.

This Chilean company was incorporated on November 6, 1989; it has an unlimited term, and its domicile is in Santiago de Chile.

Its business purpose is the elaboration, production, commercialization, promotion, distribution, import and export of food products in general. It may be its own merchandise marketed, promoted, distributed, imported and exported or that of third parties. It may also represent and commercialize all kinds of goods that have a direct and indirect relationship with the culinary area.

Deshidratados S. A.

This Chilean company was incorporated on August 1, 2005; it has an unlimited term, and its domicile is in Santiago de Chile.

Its business purpose is the production and commercialization of dehydrated soups and broths.

Inmobiliaria Tresmontes Lucchetti S. A.

This Chilean company was incorporated on August 31, 2007; it has an unlimited term, and its domicile is in Santiago de Chile.

Its business purpose is the investment, purchase and sale, exchange, lease, acquisition or transfer, in any manner of tangible or intangible, movable or immovable property, as well as the exploitation and administration thereof, whether it is their own or that of others, for its account or that of others.

Inversiones Agroindustrial Ltda.

This Chilean company was incorporated on August 9, 2010; it had an initial term of five (5) years, after which it is automatically and successively renewed for five (5) year periods each, unless one of the partners manifests its intention to terminate it. Its domicile is in Santiago de Chile.

Its business purpose is the investment in all kinds of tangible or intangible property, including the rights and shares in all types of companies, communities and associations, whatever their civil or commercial, national or foreign purpose may be, and all kinds of securities with the sole purpose of obtaining the income that these investments generate.

Inversiones y Servicios Tresmontes Ltda.

EThis Chilean company was incorporated on March 16, 2004; it had an initial term of ten (10) years, after which it is automatically and successively renewed for five (5) year periods each, unless one of the partners manifests its intention to terminate it. Its domicile is in Santiago de Chile.

Its business purpose is the investment, in any capacity, in any kind of tangible or intangible property, real estate or furniture, as well as the exploitation and administration thereof, whether it is their own or that of others, for its own account or than of others, and the participation in all kinds of companies.

Lucchetti Chile S. A.

This Chilean company was incorporated on October 18, 1989; it has an unlimited term, and its domicile is in Santiago de Chile.

Its business purpose is the exploitation of the milling industry for cereals, the manufacture and commercialization of pastas, flours, cereal derivatives and all kinds of food products and goods suitable for human and animal consumption.

Sociedad Colectiva Civil Inmobiliaria y Rentas Tresmontes Lucchetti

This Chilean company was incorporated on October 26, 2010; it had an initial term of five (5) years, after which it is automatically and successively renewed for one (1) year periods each, unless one of the partners manifests its intention to terminate it. Its domicile is in Santiago de Chile.

Its business purpose is the investment in securities and real estate, for which it may acquire all types of tangible and intangible, moveable and immovable property, administer those properties, give them and take them on lease and receive their income, in Chile or abroad.

Envasadora de Aceites S. A.

This Chilean company was incorporated on July 19, 2004; it has an unlimited term, and its domicile is in Santiago de Chile.

Its business purpose is bottle, commercialize and export all kinds of food products produced by third parties.

Novaceites S. A.

This Chilean company was incorporated on May 27, 2007; it has an unlimited term, and its domicile is in Santiago de Chile.

Its business purpose is the import, distribution, commercialization, purchase and sale, for its own account or that of others, of vegetable oils for human consumption.

Comercializadora TMLUC S. A. de C. V.

This Mexican company was incorporated on October 2, 2008; it has a term of 99 years, and its domicile is in the Distrito Federal.

Its business purpose is the manufacture, distribution, sale and purchase, import, export and commercialization of products for human consumption permitted by law, including – but not limited to – all types of non – alcoholic beverages, foods, food supplements and nutritional complements. It may establish agencies or branch offices in the Mexican States and/or abroad, and provide technical, professional, administrative and consulting services related to the business purpose, as well as hire workers, technicians, distributors and administrative personnel.

Servicios Tresmontes Lucchetti S. A. de C. V.
This Mexican company was incorporated on December 1, 2008; it has a term of 99 years, and its domicile is in the Distrito Federal.

Its business purpose is to promote, establish, organize, exploit and take interest in the capital and patrimony of all types of mercantile or civil companies; industrial, commercial, service associations or companies or of any type, both domestic and foreign, as well as participate in their administration and liquidation, acquisition, disposal and, in general, the negotiation of all types of shares, stock and any security permitted by law. It may also provide and contract management, managerial, consulting, consultancy services and the operation of companies and, in general, provide professional services and assistance to companies and/or individuals, in whatever manner this is presented.

Tresmontes Lucchetti México S. A. de C. V.
This Mexican company was incorporated on September 22, 2006; it has a term of 99 years, and its domicile is in the Distrito Federal.

Its business purpose is the manufacture, distribution, sale and purchase, import and commercialization of products for human consumption permitted by law, including – but not limited to – all types of non – alcoholic beverages, foods, food supplements and nutritional complements. It may establish agencies or branch offices in the Mexican States and/or abroad, and provide technical, professional, administrative and consulting services related to the business purpose, as well as hire workers, technicians, distributors and administrative personnel.

TMLUC Perú S. A. C.
This Peruvian company was incorporated on April 7, 1997; its domicile is in Lima, Peru.

Its business purpose is the sale and purchase, exchange, import, export, consignment, distribution and commercialization of food products in general, as well as goods, raw materials, machinery and accessories related to the food industry; the extraction, transformation, production and elaboration of juices, soft drinks, instant beverages and food products in general, and the exercise of all types of mandates, representations, agencies, commissions, consignments, business management and administration in general.

Promociones y Publicidad Las Américas S. A.
This Panamanian company was incorporated on August 31, 1998; it has a perpetual term, but it may be dissolved beforehand in accordance with the law. Its domicile is in Panama City, Panama.

Its business purpose is to carry out activities related to the advertising and promotion of all types of goods and services; establish, manage and conduct the business of a financial and investment company; purchase, sell and negotiate all types of goods for consumption, shares, bonds and securities of all kinds, among others.

TMLUC Argentina S. A.
This Argentinian company was incorporated on February 1, 2919; it has a term of 99 years, and its domicile is in Buenos Aires.

Its business purpose is the manufacture, extraction, transformation, elaboration, division, production, representation and agency, promotion, distribution and wholesale and retail commercialization, import and export, purchase, sale, transfer and consignment of all kinds of food products for human consumption.

Tropical Coffee Company S. A. S.
This Colombian company was incorporated on March 31, 1950, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 18, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to assemble and exploit coffee industry and food industry activities in general, and to conduct directly related business activities. In addition, it can conduct any other legal economic activity.

Nutresa de Chile S.A.
This Chilean company was incorporated on August 5, 2013; it has an unlimited term, and its domicile is in Santiago de Chile.

Its business purpose is to invest in all kinds of moveable and immovable, tangible and intangible property, shares, bonds, securities, debentures, rights or other business effects in general, being able to manage and receive their fruits.

Nutresa S.A. de C.V.
This Mexican company was incorporated on May 8, 1981, with a term of 99 years. Its main domicile is in the State of Mexico.

Its business purpose is the manufacture and purchase and sale of all kinds of food and nutritional products, food, nutritional beverages and dietary products. It may also assemble all the products elaborated and semi–elaborated by third parties, using its own machinery or that of others, among others, and all the activities necessary to fulfill the business purpose.

Serer S.A. de C.V.
This Mexican company was incorporated on October 31, 1972, with a term of 99 years. Its main domicile is in the State of Mexico.

Its business purpose is the manufacture and purchase and sale of all kinds of food products, as well as their elaboration by assembly and all the activities necessary to fulfill the business purpose.

NOTA 2

Bases of Preparation

For the preparation of the financial statements and the accounting records, the Parent Company and its subsidiary companies observed generally accepted accounting principles, which are prescribed by law and by the respective supervision and control entities in Colombia. Notwithstanding these principles, the group of companies apply accounting practices and policies adopted by the Parent Company, which, in the case of the subsidiary companies located abroad, do not substantially differ from the accounting practices used in the countries of origin and/or that have been approved for those that generate a significant impact on the consolidated financial statements.

2.1 BASIS OF MEASUREMENT

The consolidated financial statements have been prepared on the historical cost basis, except for the valuation of a reasonable value of certain financial instruments as described in the policies described further on.

2.2 FUNCTIONAL CURRENCY AND CURRENCY OF PRESENTATION

The consolidated financial statements are presented in Colombian Pesos (COP), the functional currency of *Grupo Nutresa S. A.*

NOTE 3

ACQUISITIONS IN 2013

Tresmontes Lucchetti

On July 18, 2013, *Grupo Nutresa S. A.* signed an agreement to acquire 100% of the shares in the Chilean company *Tresmontes Lucchetti S. A.* In accordance with the agreement, the value to be paid for the company was USD 758 million, equivalent to 12,6 times the 2012 EBITDA.

After the agreed – upon adjustments, the product of the confirming due diligence, the Enterprise Value (EV) reached was USD 739,3 million, which equals an EV / EBITDA of 12,3. After discounting the TMLUC financial debt of USD 126 million, the amount paid was USD 605,3 million, subject to the final adjustments for the working capital and the financial debt after the closing.

Tresmontes Lucchetti is a Chilean food company with 120 years of tradition. In Chile, it participates in the categories of cold instant beverages, tea, juices, coffee, pastas, snacks, edible oils, soups and desserts. Additionally, its cold instant beverage business has significant international presence in Mexico, the United States, Central America and South America.

In its country, *Tresmontes Lucchetti* is the leader in the cold instant beverage category with the brands *Zuko* and *Livean*. It is second in the pasta category (*Lucchetti* and *Talliani*) and coffee (*Gold* and *Monterrey*), and an important player in snacks (*Kryzpo*), edible oils (*Miraflores*), juices (*Yuz* and *Livean*), soups (*Naturezza*), desserts (*Livean*) and tea (*Zuko* and *Livean*).

Its presence is highlighted throughout the Mexican territory, where it has a wide distribution network, which has positioned it as the second player in the category of cold instant beverages. The transaction included the following companies:

1. *Tresmontes Lucchetti S. A.*
2. *Tresmontes Lucchetti Agroindustrial S. A.*
3. *Tresmontes Lucchetti Internacional S. A.*
4. *Tresmontes Lucchetti Servicios S. A.*
5. *Tresmontes S. A.*
6. *Deshidratados S. A.*
7. *Inmobiliaria Tresmontes Lucchetti S. A.*
8. *Inversiones Agroindustrial Ltda.*
9. *Inversiones y Servicios Tresmontes Ltda.*
10. *Lucchetti Chile S. A.*
11. *Sociedad Colectiva Civil Inmobiliaria y Rentas Tresmontes Lucchetti*
12. *Envasadora de Aceites S. A.*
13. *Novaceites S. A.*
14. *Comercializadora TMLUC S. A. de C. V.*
15. *Servicios Tresmontes Lucchetti S. A. de C. V.*
16. *Tresmontes Lucchetti México S. A. de C. V.*
17. *TMLUC Perú S. A. C.*
18. *Promociones y Publicidad Las Américas S. A.*
19. *TMLUC Argentina S. A.*

Dan Kaffe (Malaysia) Sdn. Bhd. ("DKM")

On December 11, 2012, Grupo Nutresa S. A., through its subsidiary industry Colombiana de Café S. A. S. (Colcafé), entered into an agreement by which it acquired a 44% stake of the Malaysian company Dan Kaffe (Malaysia) Sdn. Bhd. ("DKM"). The other shareholders of this company are Mitsubishi Corporation, the Japanese multinational company and one of the largest and most recognized conglomerates of this country, with a 30% stake; and Takasago International Corporation, one of the world leaders in flavors and aromas, with a 26% stake.

Founded in 1994, DKM is one of the largest Malaysian companies dedicated to the production of instant coffee and coffee extracts. Its plant is located in Johor Bahru, 25 kilometers from the port of Singapore, the business hub of Southeast Asia. This country is an important platform to do business as it has access to competitive raw materials, good international business logistics chains, qualified labor, political stability and an attractive legal system to do business.

The agreement was completed on February 15, 2013, when the payment of USD 14,4 million and the respective transfer of shares were made.

ACQUISITIONS IN 2012

American Franchising Corp.

On October 31, 2012, Grupo Nutresa S. A. entered into a binding agreement to acquire 100% of the shares of the Panamanian company American Franchising Corp. (AFC) for the amount of USD 110 Million. The agreement was finalized on December 26, 2012 through the signing of the contract to acquire the shares.

In addition, it was agreed to turn over USD 2.5 Million to establish a trust to ensure the fulfillment of the obligations by the sellers and a further amount of USD 2.458.521 as a price adjustment, as agreed upon in the contract to acquire the shares.

AFC is a company dedicated to the ice cream business in Central America; it has a dominant position throughout the region, especially in Costa Rica, where it has a market share exceeding 85% in the ice cream channel.

The company began operations in 1968 and currently has two production plants, one in Costa Rica and the other in Guatemala. It has 138 points of sales in Central America and two in the United States. It has developed a strong concept of ice cream parlors and cafes in the countries where it operates, providing high value–added products, marketed under its own brands (POPS, Café Entrepans and FRIZZ), which are highly recognized throughout the region.

AFC develops its activities through the following 15 subsidiaries:

1. *Industrias Lácteas de Costa Rica S.A.*
2. *Compañía Americana de Helados S.A.*
3. *Fransouno S.A.*
4. *Helados H D S.A.*
5. *Americana de Alimentos Ameral S.A.*
6. *Inmobiliaria Nevada S.A.*
7. *Heladera Guatemalteca S.A.*
8. *Distribuidora POPS S.A.*
9. *Nevada Guatemalteca S.A.*
10. *Guate-Pops S.A.*
11. *Industrias Lácteas Nicaragua S.A.*
12. *Americana de Alimentos S.A. de C.V.*
13. *POPS One LLC*
14. *POPS Two LLC*
15. *Costa Rica's Creamery, LLC.*

We now detail the assets and liabilities assumed on the date of acquisition of the companies:

	2013	2012
Acquisitions	**TMLUC**	**AMERICAN FRANCHISING CORP**
Current assets	$ 317.283	$ 18.617
Non – current assets	340.098	14.437
Total assets	**$ 657.381**	**$ 33.054**
Current liabilities	369.324	5.185
Non – current liabilities	108.530	1.492
Total liabilities	**$ 477.854**	**$ 6.677**
Minority stake	16.107	0
Equity	**$ 163.420**	**$ 26.377**
Results before the acquisition	($ 4.478)	$ 0
Cash received	12.935	11.847
Working capital	(52.041)	13.432
Financial obligations received	309.445	744
Goodwill acquired (1)	966.730	179.467
Value paid	$ 1.130.150	$ 205.844

(1) In 2013, 445.170 shares of Industrias Aliadas S. A. S. were acquired, which increased its share from 83.33% to 100%; 54.526.746 shares of Setas Colombiana S. A. were acquired, which increased the Grupo Nutresa S. A. share from 94,79% to 99,31%, generating goodwill for $5.416.

In 2012, 24.201 shares of Helados BON S. A. were acquired, which increased Grupo Nutresa S. A.'s share from 73,11% to 81,18%, generating goodwill for $ 7.728.

Goodwill represents the value of expected synergies in acquiring an ongoing business with an organized, trained work force and perspectives for growth in the Central American region.

NOTA 4

Summary of Significant Accounting Policies

4.1 BASES OF CONSOLIDATION

4.1.1 FINANCIAL INFORMATION

The consolidated financial statements include the accounts of the Parent Company and its subsidiary companies. All intra–company balances and significant transactions were eliminated in the consolidation and the unrealized losses have also been eliminated.

The accounting policies and practices are uniformly applied by the Parent Company and its subsidiary companies and/or approvals are made for those companies that generate a significant impact on the consolidated financial statements.

Below is the consolidated participation of the Parent Company in the equity of its subsidiary companies and their financial information. The figures presented were taken from the financial statements of the subsidiary companies as of December 31, certified and audited subject to the current legal regulations:

	YEAR 2013					YEAR 2012				
Company	Consolidated Share	Assets	Liabilities	EQUITY	Profit (Loss)	Consolidated Share	Assets	Liabilities	EQUITY	Profit (Loss)
Alimentos Cárnicos S.A.S.	100,00%	1.364.261	910.820	453.441	68.978	100,00%	737.000	323.888	413.112	75.211
Alimentos Cárnicos Zona Franca Santa Fe S.A.S.	100,00%	66.548	61.048	5.500	(594)	100,00%	66.499	60.406	6.093	0
Alimentos Carnicos de Panamá (1)	100,00%	114.958	64.720	50.238	(6.225)	100,00%	105.651	53.660	51.991	(387)
Compañía de Galletas Noel S.A.S.	100,00%	1.379.606	428.671	950.935	70.032	100,00%	1.115.853	284.977	830.876	52.854
Compañía de Galletas Pozuelo DCR, S.A. (1)	100,00%	497.743	57.944	439.799	54.077	100,00%	391.274	43.935	347.339	19.413
Comercial Pozuelo Panamá S.A. (1)	100,00%	36.278	23.279	12.999	(258)	100,00%	21.043	13.113	7.930	574
Compañía Nacional de Chocolates de DCR, S.A. (1)	100,00%	33.551	4.313	29.238	1.701	100,00%	29.316	4.508	24.808	2.229
Compañía Nacional de Chocolates de Perú S.A.	100,00%	307.773	48.791	258.982	7.501	100,00%	204.547	16.403	188.144	4.386
Compañía Nacional de Chocolates S.A.S.	100,00%	1.144.327	349.247	795.080	66.701	100,00%	957.502	245.231	712.271	94.183
Cordialsa Boricua Empaque Inc. (1)	100,00%	5.157	821	4.336	(334)	100,00%	4.777	481	4.296	(142)

	YEAR 2013					YEAR 2012				
Company	Consolidated Share	Assets	Liabilities	EQUITY	Profit (Loss)	Consolidated Share	Assets	Liabilities	EQUITY	Profit (Loss)
Cordialsa Costa Rica S.A. (1)	100,00%	534	0	534	9	100,00%	474	0	474	9
Comercial Pozuelo El Salvador S.A. (1)	100,00%	5.340	4.719	621	(481)	100,00%	5.125	4.099	1.026	(794)
Cordialsa Usa Inc. (1)	100,00%	7.474	4.714	2.760	(130)	100,00%	5.501	2.845	2.656	(16)
Cordialsa Noel de Venezuela S.A. (1)	100,00%	46.838	10.914	35.924	3.251	100,00%	7.895	14.115	(6.220)	3.756
Comercial Pozuelo Nicaragua S.A. (1)	100,00%	5.723	7.981	(2.258)	(2.189)	100,00%	5.199	5.257	(58)	(892)
Gestión Cargo Zona Franca S.A.S.	100,00%	47.769	21.064	26.705	8.711	100,00%	42.304	24.309	17.995	6.188
Grupo Nutresa S.A.	100,00%	7.507.098	83.554	7.423.544	379.896	100,00%	7.497.156	75.031	7.422.125	345.484
Industria Colombiana de Café S.A.S. Colcafé	100,00%	878.398	326.609	551.789	62.124	100,00%	693.515	177.701	515.814	28.288
Industria de Alimentos Zenú S.A.S.	100,00%	485.710	191.061	294.649	(2.877)	100,00%	498.567	212.006	286.561	869

	YEAR 2013					YEAR 2012				
Company	Consolidated Share	Assets	Liabilities	EQUITY	Profit (Loss)	Consolidated Share	Assets	Liabilities	EQUITY	Profit (Loss)
Industrias Alimenticias Hermo de Venezuela S.A. (1)	100,00%	307.725	87.972	219.753	(8.544)	100,00%	276.250	52.768	223.482	(5.930)
La Recetta Soluciones Gastronómicas Integradas S.A.	70,00%	41.059	37.830	3.229	(1.568)	70,00%	32.917	26.938	5.979	202
Litoempaques S.A.S.	100,00%	24.531	1.993	22.538	(73)	100,00%	23.075	2.081	20.994	244
Meals Mercadeo de Alimentos de Colombia S.A. S.	100,00%	507.808	228.356	279.452	23.584	100,00%	402.682	146.199	256.483	13.208
Molinos Santa Marta S.A.S.	100,00%	99.748	16.864	82.884	5.839	100,00%	98.910	24.705	74.205	15.239
Novaventa S.A.S	100,00%	111.652	55.085	56.567	10.812	100,00%	127.270	77.041	50.229	2.407
Nutresa S.A. de C.V. (1)	100,00%	69.259	20.144	49.115	7.668	100,00%	62.190	23.961	38.229	6.451
Pastas Comarrico S.A.S.	100,00%	27.626	1.432	26.194	1.356	100,00%	25.619	3.079	22.540	426
Productos Alimenticios Doria S.A.S.	100,00%	183.123	48.752	134.371	12.933	100,00%	164.074	50.626	113.448	10.956
Serer S.A. de C.V. (1)	100,00%	9.763	5.893	3.870	643	100,00%	10.019	7.027	2.992	536
Servicios Nutresa S.A.S.	100,00%	431.451	430.156	1.295	486	100,00%	376.446	375.631	815	172
Setas de Colombiana S.A	99,31%	63.419	6.429	56.990	5.150	94,79%	65.254	4.524	60.730	6.901
Comercial Nutresa S.A.S	100,00%	204.786	161.222	43.564	5.979	100,00%	214.897	177.499	37.398	506
Industrias Aliadas S.A.S	100,00%	76.381	5.827	70.554	9.228	83,33%	62.384	2.782	59.602	6.660
Tropical Coffe Company S.A.S	100,00%	30.417	2.624	27.792	208	100,00%	55.695	28.801	26.894	1.123
Corporación Distribuidora de Alimentos (1)	100,00%	24.900	19.557	5.343	1.177	100,00%	18.564	14.779	3.785	920
Comercial Pozuelo Guatemala (1)	100,00%	13.661	11.485	2.176	(435)	100,00%	12.106	9.715	2.391	(1.586)

Company	YEAR 2013					YEAR 2012				
	Consolidated Share	Assets	Liabilities	EQUITY	Profit (Loss)	Consolidated Share	Assets	Liabilities	EQUITY	Profit (Loss)
Helados Bon (1)	81,18%	21.461	12.314	9.147	1.941	81,18%	19.774	12.379	7.395	3.330
Fehr Foods Inc. (1)	100,00%	72.842	23.562	49.280	9.775	100,00%	59.803	23.854	35.949	3.755
American Franchising Corp.(1)	100,00%	30.917	31	30.886	1.121	100,00%	27.100	29	27.071	0
Americana de Alimentos Ameral S.A. (1)	100,00%	538	278	260	162	100,00%	277	193	84	0
Americana de Alimentos S.a. de C.V. (1)	100,00%	92	78	14	(67)	100,00%	83	7	76	0
Compañía Americana De Helados S.A. (American Ice C (1)	100,00%	13.749	4.135	9.614	2.587	100,00%	9.951	3.661	6.290	0
Distribuidora Pops S.A.(1)	100,00%	4.423	3.302	1.121	(612)	100,00%	4.360	2.765	1.595	0
Fransouno S.A. (1)	100,00%	595	163	432	10	100,00%	608	226	382	0
Guate-Pops S.A.(1)	100,00%	1.399	1.053	346	193	100,00%	1.381	1.130	251	0
Heladera Guatemalteca S.A.(1)	100,00%	1.525	278	1.247	(150)	100,00%	1.687	410	1.277	0
Helados H D S.A.(1)	100,00%	1.453	217	1.236	269	100,00%	1.089	221	868	0
Industrias Lácteas de Costa Rica S.A.(1)	100,00%	15.771	2.834	12.937	3.341	100,00%	10.193	1.599	8.594	0

Company	YEAR 2013					YEAR 2012				
	Consolidated Share	Assets	Liabilities	EQUITY	Profit (Loss)	Consolidated Share	Assets	Liabilities	EQUITY	Profit (Loss)
Industrias Lácteas Nicaragua S.A.(1)	100,00%	649	204	445	108	100,00%	500	175	325	0
Inmobiliaria Nevada S.A.(1)	100,00%	5.500	144	5.356	971	100,00%	4.418	356	4.062	0
Nevada Guatemalteca S.A.(1)	100,00%	1.447	10	1.437	135	100,00%	1.211	20	1.191	0
Pops One LLC(1)	98,00%	272	29	243	(166)	98,00%	325	24	301	0
Pops Two LLC)(1)	98,00%	256	8	248	(200)	98,00%	305	3	302	0
Nutresa Chile S.A. (1)	100,00%	1.210.879	55.333	1.155.546	22.290	0,00%	0	0	0	0
Tresmontes Lucchetti S. A.(1)	100,00%	749.649	538.841	210.808	18.609	0,00%	0	0	0	0
Tresmontes Lucchetti Agroindustrial S. A. (1)	100,00%	62.438	1.160	61.278	1.226	0,00%	0	0	0	0
Tresmontes Lucchetti Internacional S. A. (1)	100,00%	74.898	43.065	31.833	(196)	0,00%	0	0	0	0
Tresmontes Lucchetti Servicios S. A. (1)	100,00%	85.540	22.557	62.983	2.479	0,00%	0	0	0	0
Tresmontes S.A. (1)	100,00%	575.477	496.339	79.138	(4.347)	0,00%	0	0	0	0
Deshidratados S. A. (1)	100,00%	7.200	1.356	5.844	37	0,00%	0	0	0	0
Inmobiliaria Tresmontes Lucchetti S. A. (1)	100,00%	121.444	33.494	87.950	681	0,00%	0	0	0	0
Inversiones Agroindustrial Ltda. (1)	100,00%	186.977	34.832	152.145	8.705	0,00%	0	0	0	0
Inversiones y Servicios Tresmontes Ltda. (1)	100,00%	168.490	126	168.364	(1.637)	0,00%	0	0	0	0

Company	YEAR 2013 Consolidated Share	Assets	Liabilities	EQUITY	Profit (Loss)	YEAR 2012 Consolidated Share	Assets	Liabilities	EQUITY	Profit (Loss)
Lucchetti Chile S. A. (1)	100,00%	192.648	114.412	78.236	(2.319)	0,00%	0	0	0	0
Sociedad Colectiva Civil Inmobiliaria y Rentas Tresmontes Lucchetti (1)	100,00%	95.062	0	95.062	0	0,00%	0	0	0	0
Envasadora de Aceites S. A. (1)	100,00%	19.537	842	18.695	524	0,00%	0	0	0	0
Novaceites S. A. (1)	50,00%	54.909	22.676	32.233	985	0,00%	0	0	0	0
Comercializadora TMLUC S. A. de C. V. (1)	100,00%	146	0	146	-0	0,00%	0	0	0	0
Servicios Tresmontes Lucchetti S. A. de C. V. (1)	100,00%	2.768	3.395	(627)	433	0,00%	0	0	0	0
Tresmontes Lucchetti México S. A. de C. V. (1)	100,00%	70.844	22.218	48.626	1.182	0,00%	0	0	0	0
TMLUC Perú S. A. C. (1)	100,00%	5.139	3.113	2.026	60	0,00%	0	0	0	0
Promociones y Publicidad Las Américas S. A. (1)	100,00%	2.977	19.182	(16.205)	204	0,00%	0	0	0	0
TMLUC Argentina S. A. (1)	100,00%	10.884	13.709	(2.825)	(1.776)	0,00%	0	0	0	0

(1) As of December 31, 2013 and 2012, the Parent Company had no direct investment in these companies. However, it has a majority share through the subordinates companies.

4.1.2 CONSOLIDATION METHODOLOGY

The consolidation method used to prepare the consolidated financial statements is the so–called "Global Integration Method".

Using this methodology, all the assets, liabilities, equity and results of the subordinated companies are incorporated into the financial statements of the parent or controlling company, after the parent or controlling company has eliminated the investments it has made in the equity of its subordinated companies and the investments that the subordinated companies have made among each other, as well as the reciprocal operations and balances that existed on the cut–off date of the consolidated financial statements.

The procedure stated below was followed to prepare the consolidated financial statements.

a. Determine the Parent Company and the subordinated companies to be consolidated, pursuant to the existing economic relationship and current legal provisions.
b. Obtain the financial statements of the Parent Company and of the companies to be consolidated.
c. Verify the uniformity of the accounting bases used by the companies to be consolidated and adjust them in the material aspects to the accounting principles generally accepted in Colombia.
d. Convert the financial statements of the subordinated companies abroad into Colombian Pesos before starting the consolidation process, using some of the guidelines established in NIC 29 as a base. As of 2007, for those companies that belong to countries whose economy is no longer considered hyperinflationary, the figures used are those stated in the current account unit of measure at the close of 2006, as a basis for the book values of the items in their 2007 financial statements before converting them to Colombian Pesos.
e. The monetary conversion adjustment of the subordinated companies abroad is recorded in the Changes in the Shareholder's Equity Statement.
f. Verify that the reciprocal balances match. If there are differences, they are reconciled and adjusted.
g. Prepare a worksheet for the consolidation.
h. Determine the minority stake in the shareholders' equity and the profits and losses of the subordinated companies.
i. Eliminate the intra–company balances and transactions.
j. Prepare the consolidated financial statements with their corresponding notes.

4.1.3 EFFECT OF THE CONSOLIDATION

The effect of the consolidation on the assets, liabilities, profits and equity of Grupo Nutresa S. A. (Parent Company) is the following:

Reconciliation of Assets		2013		2012
Parent Company's assets	$	7.507.098	$	7.497.156
Subordinate Companies' assets		12.526.094		7.063.458
Subtotal		**20.033.192**		**14.560.614**
Eliminations and reclassifications due to the effect of the consolidation:				
Debtor accounts		(2.046.950)		(1.109.824)
Inventories		4.882		(6.494)
Investments (Cost plus valuations)		(7.366.639)		(4.560.554)
Property, plant and equipment (Cost plus valuation)		(61.285)		32.092
Intangible assets and other assets		17.298		35.730
TOTAL ELIMINATIONS AND RECLASSIFICATIONS		**(9.452.694)**		**(5.609.050)**
TOTAL CONSOLIDATED ASSETS	**$**	**10.580.498**	**$**	**8.951.564**

Reconciliation of Liabilities		2013		2012
Parent Company's liabilities	$	83.554	$	75.031
Subordinate Companies' liabilities		5.133.625		2.562.144
Subtotal		**5.217.179**		**2.637.175**
Eliminations and reclassifications due to the effect of the consolidation:				
Commercial checking accounts, supplier accounts and accounts payable		(2.028.305)		(1.100.658)
Deferred liabilities and other liabilities		(38.447)		(10.205)
TOTAL ELIMINATIONS AND RECLASSIFICATIONS		**(2.066.752)**		**(1.110.863)**
TOTAL CONSOLIDATED LIABILITIES	**$**	**3.150.427**	**$**	**1.526.312**

Reconciliation of Profits		2013		2012
Parent Company's profit	$	379.896	$	345.484
Subordinate Companies' profit		466.523		351.247
Subtotal	**$**	**846.419**	**$**	**696.731**
Adjustments and eliminations due to the effect of the consolidation:				
Profit from holding method		(428.235)		(351.925)
Minority stake		(416)		(2.156)
Loss (profit) before acquisition of companies		4.478		0
Net result generated from operations among the companies and other companies		(42.011)		2.857
TOTAL ELIMINATIONS AND RECLASSIFICATIONS	**$**	**(466.184)**	**$**	**(351.224)**
TOTAL CONSOLIDATED NET PROFIT	**$**	**380.235**	**$**	**345.507**

Reconciliation of Equity		2013		2012
Parent Company's equity		7.423.544		7.422.126
Subordinate Companies' equity		7.392.468		4.501.313
Subtotal	**$**	**14.816.012**	**$**	**11.923.439**
Eliminations due to the effect of the consolidation:				
Company stock		(2.966.378)		(753.404)
Capital surplus		(2.030.287)		(1.814.353)
Reserves		(1.434.939)		(1.019.938)
Equity revaluation		(352.123)		(345.628)
Effect of the conversion of the financial statements		(173.546)		(162.791)
Valuation surplus		(64.003)		(67.144)
Fiscal period profit (1)		(383.874)		(351.223)
TOTAL ELIMINATIONS AND RECLASSIFICATIONS		**(7.405.150)**		**(4.514.481)**
TOTAL CONSOLIDATED EQUITY	**$**	**7.410.862**	**$**	**7.408.958**

(1) Includes profits from the holding method.

4.1.4 MINORITY STAKE TRANSACTIONS

The company applies the policy of considering the transactions with the minority stake as transactions with the Company shareholders. When carrying out acquisitions of the minority stake, the difference between the consideration paid and the interest acquired on the book value of the net assets of the subsidiary are recognized as equity transactions; therefore, no goodwill is recognized as a product of these acquisitions.

4.1.5 COMBINATION OF BUSINESSES

The combination of businesses are registered through the acquisition method, which consists in recognizing the consideration transferred by the figures disclosed in the financial statements of the subsidiary, taken as the bases at the time it is acquired; for the incorporation in the consolidated financial statements.

The costs related to the acquisition are recognized in the Profit and Loss Statement when they occur. The company recognizes any minority share and recognized goodwill when the consideration transferred, including the amount of any minority share in the entity acquired, exceeds the equity value reflected in the financial statements taken as the base on the acquisition date.

4.2 SUMMARY OF THE PRINCIPLE ACCOUNTING PRACTICES AND POLICIES

4.2.1 ADJUSTMENT FOR INFLATION

Through Decree 1536, dated May 7, 2007, the National Government of Colombia retroactively eliminated, as of January 1, 2007, the accounting effects of the inflation–adjustment system; these effects were also eliminated for tax effects through Law 1111 of 2006. Inflation adjustments accrued in the non–monetary assets and liabilities until December 31, 2006, will form part of the balance in their respective accounts for all accounting effects until they are cancelled, depreciated or amortized. Likewise, the balance of the equity revaluation account may be reduced through the acknowledgement of the liquidated equity tax and may not be distributed as a profit until the company is liquidated or its value is capitalized pursuant to legal regulations. Once capitalized, it may be used to absorb losses, only when the Company dissolution has been filed and may not be used to reduce the capital with a reimbursement effect of contributions to partners or shareholders.

During 2012, invoking this regulation, management posted equity tax to the equity revaluation account in the amount of COP 33.688.

To acknowledge the adjustment for inflation in the financial statements of the companies located in other countries, the guidelines in NIC 29 were followed. This standard establishes the practices to be followed in preparing the accounting information for a hyperinflationary economy. In the case of Grupo Nutresa S. A., as of 2009, Industrias Alimenticias Hermo de Venezuela S. A. and Cordialsa Venezuela S. A., both located in Venezuela, have been considered as operating in a hyperinflationary economy; therefore, these companies have complied with this regulation.

4.2.2 FOREIGN – EXCHANGE ACCOUNTS

Transactions made in a currency other than the functional currency of the Company are converted using the valid exchange rate on the date of the transaction. The monetary assets and liabilities expressed in foreign currency are converted using the types of exchange at the end of the fiscal year, which is taken from the information published by the official entity in charge of certifying this information. The differences that arise from the conversion of the transactions in foreign currency are recognized in the Profit and Loss Statement. In relation to the balances receivable in other currencies (in terms of the functional currency), the exchange differences are entered in the Profit and Loss Statement as financial income. For accounts payable, only the exchange differences that are not attributable to asset acquisition costs are recorded in the Profit and Loss Statement. The exchange differences occurring while such assets are under construction or installation or until they are ready for use are attributable to asset acquisition costs.

Pursuant to Regulatory Decree 4918, dated December 26, 2007, the exchange difference from variable–income investments in subordinated companies abroad must be restated in the functional currency, using the valid exchange rate certified by the Colombian Financial Superintendent.

The rights and obligations in financial derivatives made for the purpose of hedging assets or liabilities in foreign currency are posted in the Balance–Sheet accounts and are adjusted at the representative market rate with a credit or debit to the Profit and Loss Statement. Option contracts and futures contract bonuses or discounts are debited or credited to the fiscal period Profit and Loss Statement, as the case may be.

4.2.3 CONVERSION OF FOREIGN COMPANIES

The financial statements of the Company's entities are measured using the functional currency where the entity operates. The consolidated financial statements are presented in Colombian Pesos (COP), since this corresponds to the currency of presentation of the Company. The financial situation and the Profit and Loss Statement of the entities whose functional currency is different from the currency of presentation of the Company, and whose economy is not classified as hyperinflationary, are converted as indicated next:

- Assets and liabilities are converted to the exchange rate at the close of the fiscal period.
- Income and expenses are converted to the average exchange rate.
- Exchange differences resulting from the conversion are recognized in the equity in a separate ledger account denominated Conversion of Financial Statements.

4.2.4 CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash and other highly liquid, short–term investments with an original maturity of less than three (3) months or because there is the intention or ability to do so before that period. These items are recorded at their historical cost, which does not differ significantly from their fair value.

4.2.5 DEBTOR ACCOUNTS

Accounts receivable from domestic clients are recorded at historical costs; those abroad are updated with the exchange rate at the close of the fiscal period.

4.2.6 **BAD – DEBT ALLOWANCE**

The estimate for doubtful accounts or deterioration represents the estimate of the losses that could arise from the failure of clients to make payments on the due date. These estimates are based on the due dates of client balances, in the specific circumstances of the credit and the historical experience of the Company in doubtful accounts. Management reviews and updates this information at the end of each fiscal period, based on the analysis of the age of the balances and assessment of the collectability of the individual accounts. Periodically, amounts that are considered uncollectible or of doubtful collection are posted to the Profit and Loss Statements.

4.2.7 **INVENTORIES**

Inventories are valued at cost or the net cost of the transaction, whichever is less. Cost is determined using the method of average costs. The net value of the transaction is the estimated sale price of the inventory within the normal course of operations, decreasing the cost and variable sales expenses applicable. The cost of finished goods and work in progress includes the raw materials, direct labor, other direct costs and indirect manufacturing expenses. The inventory cost in the case of wheat feedstock includes any profit or loss derived from the comprehensive result, for the hedges of raw–material procurement. If necessary, at the close of each fiscal period, a provision is made for obsolete and slow–moving inventories.

4.2.8 **NEGOTIABLE AND PERMANENT INVESTMENTS**

The provisions of the Colombian Financial Superintendent, according to External Circular No. 11 of 1998, requires that all investments held by the Company be classified according to the intention of their implementation by management as tradable investments, if it intends to keep them for less than three (3) years, and permanent investments, if it intends to keep them for more than three (3) years. They are also classified in accordance with the returns they generate in fixed–income investments and variable–income investments. Once classified, the investments are recorded and they appreciate as follows:

Fixed–income investments (debt rights), regardless of their classification as tradable or permanent, are initially recorded at their acquisition cost and are appreciated monthly at their realization value. The resulting adjustment is reflected in the Profit and Loss Statement.

Variable–income investments in shares or capital holdings, in entities that are not controlled by the Company, are recorded at cost and appreciate at their realization value. For permanent investments, the resulting adjustment, whether it is positive or negative, is recorded in the item valuation in the assets account with a credit or debit to the valuation surplus in Changes in the Shareholders' Equity Statement, as the case may be. For tradable investments, the resulting adjustment, whether it is positive or negative, affects the last cost recorded for the investment; the income or expense generated is registered in the Profit and Loss Statement. For shares listed in the stock market, the market value is determined thus: for high marketability shares, based on the average of the last ten (10) days of quotations; for average marketability shares, based on the average of the last ninety (90) days of quotations; and for low marketability shares or shares that are not listed in the stock market, on their intrinsic value.

4.2.9 **DEFERRED ASSETS**

Deferred assets include:

Expenses paid in advance, such as interest and insurance, which are amortized as the services are received.

Deferred charges represent the goods or services received from which it is expected that future economic benefits will be obtained. These deferred charges include costs and expenses incurred in the development of projects, computing programs, and promotion and publicity expenses. They are amortized in periods that range from 12 to 60 months.

4.2.10 **PROPERTY, PLANT AND EQUIPMENT; DEPRECIATION, VALUATIONS AND ALLOWANCES**

Property, plant and equipment are assessed at their acquisition cost, minus their accumulated depreciation, including additions, improvements and capitalization due to exchange differences, financial expenses and expenses that are directly attributable to the acquisition of the asset.

Disbursements after the acquisition, including major improvements, are capitalized and included in the value in the asset books or are recognized as a separate element, when it is probable that future economic benefits will be obtained.

Repairs and maintenance are posted in the fiscal year Profit and Loss Statement. Sales and withdrawals are recorded at the adjusted net cost, recording the difference between this and the sale price in the Profit and Loss Statement.

Major improvements are depreciated over the remaining useful life of the related asset. Land is not subject to depreciation.

Depreciation is calculated using the straight–line method on cost, based on the probable useful life of the respective assets, at the annual rates permitted by the tax law in the corresponding country, for each group of assets. For the Parent Company and its subordinated companies in Colombia, the annual rates used are 5% for buildings, 10% for machinery and office equipment and 20% for transportation equipment and computer equipment.

Accelerated depreciation is applied to some production equipment; it is equal to 25% of the normal rate for each additional work shift. For other equipment, a depreciation rate based on work hours was used, considering the technical specifications of the equipment provided by the supplier and depending on the applicable legislation.

Excesses of net cost over the realization value, which are determined based on technical appraisals, are recorded in the valuation account; its counterpart is the valuation surplus item. When the net cost is greater than the technical appraisals, an allowance is set up for the differences, which are posted in the Profit and Loss Statement.

Property, plant and equipment appraisals and the appraisal for art and culture assets in the item Other Assets were prepared pursuant to the respective regulations valid in each country; for companies domiciled in Colombia, in accordance with Decree 2649 of 1993.

Companies adequately protect their assets; to do so, they take out insurance policies to cover them against different risks, such as fire, earthquake, theft, robbery and damages to third parties.

4.2.11 INTANGIBLE ASSETS

Goodwill

Pursuant to Joint Circulars 006 and 11 of 2005, issued by the Colombian Superintendent of Societies and the Financial Superintendent, respectively, the additional amount paid over the book value during stock acquisitions in companies over which the Parent Company has or acquires control is recorded as goodwill, pursuant to the provisions established in Articles 260 and 261 of the Commerce Code. For Colombia, goodwill acquired must be amortized in the same period in which it is expected that the investment will be recovered, which may not exceed twenty (20) years. Pursuant to the same regulations, when a price is paid which is less than the intrinsic value, it is not subject to accounting acknowledgement as goodwill. For the consolidated financial statements, negative goodwill is recognized in the equity, through the valuation surplus of the assets acquired in the subordinated company from which it stemmed; said acknowledgement is not made when it is goodwill formed.

Annually, management reviews the goodwill to evaluate its origin and if it is concluded that the goodwill does not generate economic benefits or if the economic benefit has already been obtained, it is amortized in the corresponding fiscal period.

Brands and Rights

Intangible assets include the direct costs incurred in the acquisition of commercial brands, as well as the distribution rights acknowledged based on a technical study prepared by company personnel. These costs are amortized in the lesser period of time between the estimated exploitation and the duration of its legal or contractual term.

Based on the update of the technical study made by an independent investment bank, such intangible assets have a useful life of 99 years.

Leasing Agreements with a Purchase Option

For subordinated companies in Colombia, assets acquired through financial leasing agreements with a purchase option are recorded in the asset account and liability account for the agreed–upon current rental value and purchase options, calculated as of the beginning date of the lease, based on the internal rate of return of the respective agreement.

These rights are amortized and posted in the Profit and Loss Statement using the straight–line method at a rate of 10% for rights in equipment leasing agreements and 20% for vehicles and computer equipment. The rentals paid during the agreement are posted in liabilities in the part calculated for the payment of capital and to the Profit and Loss Statement of the fiscal period under financial expenses.

Research and Development

Research and development expenses are acknowledged in the Profit and Loss Statement when they are incurred.

Expenditures for development activities are recognized as intangible assets when these costs may be reliably estimated, when the product or process is technically and commercially feasible, when potential future economic benefits are obtained and the Company intends and possesses sufficient resources to complete the development and use or sell the asset. Amortization is recognized in the Profit and Loss Statement based on the straight–line method during the estimated useful life of the asset.

Development expenditures that do not qualify for capitalization are recognized in the Profit and Loss Statement when they are incurred.

4.2.12 DERIVATIVE FINANCIAL INSTRUMENTS

In the normal course of business, companies do operations with derivative financial instruments, with the sole purpose of reducing their exposure to fluctuations in the exchange rate and interest rates on obligations in foreign currencies. These instruments include, among others, fixed – rate cross – currency swap and forward hedging contracts.

While Colombian accounting regulations do not foresee specific treatment for this type of transaction, as of 2007 companies have adopted a policy of calculating the amount of the income or expenses that is the result of comparing the representative market rate at the close of the year with the rate agreed upon in each contract, reduced to its present value on the date of valuation, and the resulting adjustment is posted in the Profit and Loss Statement during the period in which the contracts were entered into, so as to adequately compensate the income or expenses generated by the variations in the exchange rates and interest rates of the hedged items, as the case may be.

4.2.13 TAXES, LEVIES AND RATES

This heading includes the value of the mandatory, general–nature taxation in favor of the State, for which companies are responsible, for the concept of private liquidations that are determined on the taxable bases for the fiscal period.

Income tax is determined based on estimations. The allowance for income tax is posted in the Profit and Loss Statement and includes, in addition to the taxable income of the fiscal period, the taxable effect applicable to the temporary differences between the accounting items and the fiscal items used to calculate the income tax. The tax value on such differences is recorded in a deferred–income tax account.

4.2.14 FINANCIAL OBLIGATIONS AND LOANS

This corresponds to the obligations contracted through obtaining resources from credit institutions or other financial institutions in the country or abroad. Interest and other financial expenses that do not increase the capital are recorded separately.

4.2.15 LABOR OBLIGATIONS

Labor obligations are adjusted at the end of each fiscal period, based on the work contracts and on current legal regulations.

The amount of the retirement pensions is determined based on actuarial studies. Subordinated companies with their domicile in Colombia, Ecuador, Mexico and Peru are subject to actuarial liabilities by law.

Payments made to retired personnel are posted in the Profit and Loss Statement of the fiscal period.

4.2.16 DEBTOR MEMORANDUM ACCOUNTS AND CREDITOR MEMORANDUM ACCOUNTS

Events or circumstances from which rights can be generated that affect the financial structure of the companies and accounts for the effects of internal control of assets are recorded in Debtor Memorandum Accounts. This item also includes accounts used to reconcile differences between active accounting records and tax returns.

Creditor Memorandum Accounts

Commitments or contracts related to possible obligations that can affect the financial structure of the companies are recorded in Creditor Memorandum Accounts. This item also includes accounts used for the effects of internal control of liabilities and equity, as well as to reconcile differences between the credit accounting records and tax returns.

4.2.17 ALLOWANCES

Allowances are recognized when, as a consequence of a past event, the Company has a current, legal or implicit obligation, the liquidation of which requires an outflow of resources that it considers probable and that can be estimated with certainty.

4.2.18 CAPITAL

This represents the contributions made to the economic entity, in cash, in industry or in kind, with the aim of providing resources to the business activity which, also, serves as collateral for creditors.

4.2.19 ACKNOWLEDGEMENT OF REVENUES, COSTS AND EXPENSES

Revenue from sales is acknowledged when the product is dispatched; revenue from leasing is acknowledged in the month in which it is accrued; and revenue from services, when they are provided. Costs and expenses are reflected in the Profit and Loss Statement using the accrual system.

4.2.20 PRODUCTION EXPENSES

Indirect costs that have not contributed to bringing inventories to their current condition and location and that are not necessary for production process are posted in production–cost accounts.

4.2.21 NET PROFIT PER SHARE

The net profit per share is calculated on 460.123.458 outstanding shares of the Parent Company at the close of 2013 and 2012.

4.2.22 RELATIVE IMPORTANCE OR MATERIAL SIGNIFICANCE

The consolidated financial statements and the notes to the financial statements disclose in an integral manner the economic events that, in the years that ended on December 31, 2013 and 2012, affected the financial situation of the companies, their profits and losses and cash flows, as well as the changes in their financial position and their shareholders' equity. There are no undisclosed events of that nature that could significantly alter the economic decisions of the users of the information mentioned.

For the purpose of disclosure, relative importance was determined, using a base of 5% of current assets and non–current assets, current liabilities and non–current liabilities, equity, the results of the fiscal period and each general–ledger account, on an individual basis.

4.2.23 TRANSITION TO THE INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRS)

On December 29, 2012, the Colombian Ministry of Commerce, Industry and Tourism issued Decree 2784, through which it regulated Law 1314 of 2008 regarding the regulatory technical framework for the preparers of financial information that make up Group 1: Issuers of securities, public interest entities and entities that comply with the parameters established in this provision.

This technical framework was developed based on the International Financial Reporting Standards (IFRS), the International Accounting Standards (IAC), Industry and Commerce Corporation (Sociedad de Industria y Comercio, SIC for its initials in Spanish) interpretations, the Interpretation Committee of International Financial Reporting Standards (ICIFRS) and the conceptual framework for financial information, issued in Spanish on January 1, 2012, by the International Accounting Standards Board (IASB).

According to the schedule of application, 2013 has been a period of preparation and training with the initial obligation of presenting an implementation plan approved by the Board of Directors, with those responsible and the monitoring and control goals. The year 2014 will be a transition period and 2015, the period for full application of the new regulatory framework.

According to Decree 2784 of 2012, amended by Decree 3024 of 2013, the obligation to prepare an opening statement of the financial situation as of January 1, 2014, under the new regulations has been established, so that throughout 2014, the transition will be made, with the simultaneous application of the current and the new accounting regulations.

The last official financial statements of Decrees 2649 and 2650 of 1993 will be cut off as of December 31, 2014, and the first financial statements under the new regulations will be those of 2015, which require their comparison with the transition information from 2014, under the regulatory technical framework established in Decree 2784 of 2012, amended by Decree 3023 of 2013.

4.2.24 RECLASSIFICATION OF THE FINANCIAL STATEMENTS

Certain reclassifications have been incorporated into the 2012 financial statements for comparative purposes with the 2013 financial statements.

NOTE 5

Capital and Risk Management

5.1 RISK MANAGEMENT

The activities of the Parent Company and its subordinated companies are exposed to different financial risks: market risk (including foreign exchange–rate risk, interest–rate risk, and supply–price risk), counterparty credit risk and liquidity risk. The Company's Risk Management Policy is focused on the risks that impede or jeopardize the achievement of its financial objectives, seeking to minimize potential adverse effects on financial performance. The Company employs derivative financial instruments to cover some of the risks described here.

5.1.1 FOREIGN EXCHANGE – RATE RISK

The Company operates internationally and, therefore, is exposed to an exchange–rate risk on transactions involving foreign currencies, especially the U. S. Dollar. The exchange–rate risk arises primarily from trade and liabilities; to mitigate this risk, derivative financial instruments are used.

Existing basic regulations allow free trading of foreign currencies through banks and other financial institutions at free rates of exchange. However, most foreign currency transactions still require official approval.

Transactions and balances in foreign currencies are converted at the representative market rate (Tasa de Cambio Representativo del Mercado, TRM), certified by the Colombian Financial Superintendent, at COP 1.926,83 and COP 1.768,23 for USD 1, as of December 31, 2013 and 2012, respectively. For the conversion of the financial statements of the foreign subordinated companies, revenue operations, costs and expenses are expressed in U. S. Dollars at the average annual rate of each country, and this money, to Colombian Pesos applying the average TRM for the year, which was COP 1.868,90 and COP 1.798,23 for USD 1 during 2013 and 2012, respectively. The conversion of the balance–sheet accounts is made at the corresponding closing rates.

The Parent Company and its subordinated companies had the following assets and liabilities in foreign currency, accounted for the equivalent in Pesos as of December 31.

	2013		2012	
	USD	COP	USD	COP
Available	64.251.440	123.802	55.476.325	98.095
Debtor accounts	284.943.008	549.037	184.168.459	325.652
Inventories	153.989.846	296.712	66.189.955	117.039
Deferred assets and other assets	39.814.490	76.716	14.602.040	25.820
Property, plant and equipment	299.400.711	576.894	160.757.408	284.256
Intangible assets	669.999.175	1.290.975	137.430.204	243.008
Subtotal	**1.512.398.670**	**2.914.136**	**618.624.391**	**1.093.870**
Financial operations	233.516.393	449.946	134.927.471	238.583
Suppliers	96.612.995	186.157	43.101.979	76.214
Accounts payable	103.685.971	199.785	71.098.783	125.719
Taxes, levies and rates	21.079.997	40.618	12.324.484	21.793
Labor obligations	23.985.279	46.216	17.541.204	31.017
Estimated liabilities	15.427.976	29.727	1.888.626	3.340
Deferred liabilities and other liabilities	14.384.157	27.716	4.422.718	7.820
Subtotal	**508.692.768**	**980.165**	**285.305.265**	**504.486**
Active, net position	**1.003.705.902**	**1.933.971**	**333.319.126**	**589.384**

Impact of the Conversion of the Financial Statements by Country:

2013

	ARGENTINA	CHILE	COSTA RICA	ECUADOR	EL SALVADOR	THE UNITED STATES	GUATEMALA	MEXICO	NICARAGUA	PANAMA	PERU	PUERTO RICO	THE DOMINICAN REPUBLIC	VENEZUELA	TOTAL
Current assets	0	0	8.011	1.620	452	2.861	1.426	3.610	206	3.587	(305)	63	307	(35.090)	(13.252)
Non – current assets	0	0	27.880	42	3	2.995	418	1.072	10	3.734	(720)	0	224	(34.069)	1.589
Total assets	**0**	**0**	**35.891**	**1.662**	**455**	**5.856**	**1.844**	**4.682**	**216**	**7.321**	**(1.025)**	**63**	**531**	**(69.159)**	**(11.663)**
Current liabilities	0	0	592	(1.284)	(356)	(1.904)	(1.041)	(1.159)	(205)	(5.294)	75	324	(315)	11.013	446
Non – current liabilities	0	0	(1)	(38)	0	(454)	(146)	(173)	0	0	6	0	(17)	68	(755)
Total liabilities	**0**	**0**	**591**	**(1.322)**	**(356)**	**(2.358)**	**(1.187)**	**(1.332)**	**(205)**	**(5.294)**	**81**	**324**	**(332)**	**11.081**	**(309)**
Minority stake	0	0	0	0	0	(1)	0	0	0	0	0	0	(37)	0	(38)
Results of the conversion effect	**235**	**(86)**	**957**	**37**	**(17)**	**288**	**(29)**	**70**	**(14)**	**(178)**	**(9)**	**(10)**	**11**	**0**	**1.255**
Conversion effect of the Financial Statements	**235**	**(86)**	**37.439**	**377**	**82**	**3.785**	**628**	**3.420**	**(3)**	**1.849**	**(953)**	**377**	**173**	**(58.078)**	**(10.755)**
TOTAL ACCUMULATED EFFECT FOR THE CONVERSION OF THE FINANCIAL STATEMENTS															**(173.546)**

2012

	COSTA RICA	ECUADOR	EL SALVADOR	THE UNITED STATES	GUATEMALA	MEXICO	NICARAGUA	PANAMA	PERU	PUERTO RICO	VENEZUELA	THE DOMINICAN REPUBLIC	TOTAL
Current assets	(5.728)	(1.416)	(424)	(2.742)	(1.020)	(1.005)	(672)	(3.433)	(2.242)	(53)	(13.622)	(1.481)	(33.838)
Non - current assets	(24.126)	(34)	(4)	(2.728)	(6)	(159)	(22)	(4.081)	(5.097)	0	(9.234)	(1.276)	(46.767)
Total assets	**(29.854)**	**(1.450)**	**(428)**	**(5.470)**	**(1.026)**	**(1.164)**	**(694)**	**(7.514)**	**(7.339)**	**(53)**	**(22.856)**	**(2.757)**	**(80.605)**
Current liabilities	1.050	1.134	441	1.569	984	472	568	2.542	918	(384)	6.997	2.033	18.324
Non - current liabilities	(59)	32	0	481	0	(13)	0	0	50	0	683	90	1.264
Total liabilities	**991**	**1.166**	**441**	**2.050**	**984**	**459**	**568**	**2.542**	**968**	**(384)**	**7.680**	**2.123**	**19.588**
Minority stake	0	0	0	0	0	0	0	0	0	0	0	256	256
Results of the conversion effect	**(882)**	**(16)**	**14**	**(67)**	**40**	**(21)**	**36**	**18**	**6**	**2**	**0**	**(112)**	**(982)**
Financial statement conversion effect	**(29.745)**	**(300)**	**27**	**(3.487)**	**(2)**	**(726)**	**(90)**	**(4.954)**	**(6.365)**	**(435)**	**(15.176)**	**(490)**	**(61.743)**
TOTAL ACCUMULATED EFFECT FOR THE CONVERSION OF THE FINANCIAL STATEMENTS													**(162.791)**

5.1.2 INTEREST – RATE RISK

Changes in interest rates can affect the expense for interest on the financial liabilities tied to a variable interest rate; likewise, they can modify the reasonable value of the financial liabilities that have a fixed interest rate.

For the Company, the interest–rate risk is primarily from debt–financing transactions, including debt securities, awarding of bank credits and leasing. These financings expose the interest rate to risk, primarily due to changes in the base rates (mostly CPI, BRI [Banking Reference Indicator], FTD [Fixed Time Deposits], TAB [Chile] and, to a lesser extent, the LIBOR and TIIE [Mexico]), which are used to determine the interest rates applicable to bonds and loans. The Company has $ 114.684 million in fixed – rate debt and $1.882.053 million in variable – rate debt as of December 31, 2013.

The following table shows, as of December 31, 2013 and 2012, the financial risk structure referenced to a fixed–interest rate and a variable–interest rate:

Chart of Obligations

	2013	2012
Debt with fixed – interest rate	$ 114.684	$ 148.946
Debt with variable – interest rate	1.882.053	541.408
TOTAL	**$ 1.996.737**	**$ 690.354**

The Company uses derivative financial instruments, such as swap contracts, to cover part of the debt service.

5.1.3 COUNTERPARTY CREDIT RISK

Liquid assets are invested primarily in savings accounts, CDs (Certificado de Depósitos a Término, CDTs), collective portfolios, simultaneous operations and papers that meet the Company's risk policy, both in amount and by user. In addition, the Company performs counterparty credit–risk assessment on the financial institutions with which it has relations.

5.1.4 LIQUIDITY RISK

The Parent Company and its subordinated companies are able to fund its liquidity and capital–resource requirements through different sources, including:

- Cash generated from operations
- Short– and long–term credit lines
- Medium– and long–term debt issuance
- Issuance of treasury shares

NOTE 6

Cash and Cash Equivalents

The balance as of December 31 included:

		2013		2012
Cash, banks and savings and loan corporations	$	302.451	$	224.731
Temporary investments		113.027		67.081
TOTAL	**$**	**415.478**	**$**	**291.812**

There are no restrictions on these values for their availability; the average return of these funds is 4,47%

NOTE 7

Net Debtor Accounts

The balance as of December 31 included:

		2013		2012
Clients:				
National	$	334.493	$	357.863
Abroad		348.083		158.983
Client Allowance (1)		(10.657)		(8.421)
Subtotal	**$**	**671.919**	**$**	**508.425**
Advance tax, contributions and credit balances		76.627		74.261
Income receivable		787		729
Advanced payments and advances, deposits		55.843		47.553
Accounts receivable from employees		12.003		9.528
Loans to individuals		219		426
Others		12.424		16.950
TOTAL DEBTOR ACCOUNTS (SHORT TERM)	**$**	**829.822**	**$**	**657.872**
Accounts receivable from employees		25.516		22.584
Advanced payments and advances		0		950
Loans to individuals		359		21
Others		1.602		433
TOTAL DEBTOR ACCOUNTS (LONG TERM)	$	**27.477**	**$**	**23.988**

(1) Accounts with maturities exceeding one (1) y ear, for sales of products, are sanctioned against the allowance.

The movement of the portfolio allowance was the following:

		2013		2012
Client allowance balance at the beginning of the year	$	8.421	$	5.710
Yearly portfolio allowance expense		7.261		11.742
Portfolio penalty		(5.025)		(9.031)
Portfolio allowance balance at the end of the year	**$**	**10.657**	**$**	**8.421**

NOTE 8

Net Inventories

The balance as of December 31 included:

		2013		2012
Raw materials	$	245.139	$	191.222
Work in progress		54.608		45.598
Finished products		207.056		135.430
Goods not manufactured by the Company		43.833		44.483
Materials, parts, accessories and packaging		132.075		89.945
Inventories in transit		24.074		24.132
Livestock		22.827		25.631
Inventory - protection allowance		(4.289)		(645)
TOTAL	**$**	**725.323**	**$**	**555.796**

NOTE 9

Deferred Assets and Other Assets

The balance as of December 31 included:

		2013		2012
Expenses paid in advance	$	15.171	$	11.031
Deferred charges (1)		86.052		46.421
Rights in financial instruments (2)		594		679
Other assets		15.908		6.234
TOTAL	**$**	**117.725**	**$**	**64.365**
TOTAL CURRENT ASSETS		**(47.694)**		**(32.215)**
TOTAL NON - CURRENT ASSETS	**$**	**70.031**	**$**	**32.150**

(1) Increase corresponding to the deferred tax from TMLUC.

(2) Derivative Financial Instruments

The balances in assets and liabilities due to derivative financial instruments as of December 31, 2013 and 2012, correspond to the market value of valid contracts pursuant to the rights and obligations of the companies. For their derivative contracts, all profits and losses are acknowledged in the fiscal year Profit and Loss Statement. As of December 31, 2013 and 2012, the derivative instruments generated profits for $ 5.659 (2012 – $ 25.998) and losses for $ 4.047 (2012 – $ 18.990), respectively.

The market value of the derivative instruments as of December 31, the interest rates and the exchange rates for these contracts are listed below:

2013

Financial Institution	Initial Financial Obligation USD	Financial Obligation Balance USD	Hedging Value USD	Initial Date	Maturity	Rights $	Obliga-tions $	Non - realize Profits (Losses) $	Initial Exchange Rate (1)	Future Exchange Rate (1)	Interest Rate on Right	Interest Rate on Obligation
OBLIGATIONS												
Forwards												
BANCOLOMBIA	307.980		307.980	12/26/2013	1/7/2014		(1)	(1)	1.924,20	1.923,50		
BANCOLOMBIA	933.828		933.828	12/30/2013	1/7/2014		(0)	(0)	1.926,60	1.926,56		
BANCOLOMBIA	609.584		609.584	12/26/2013	2/18/2014		(2)	(2)	1.924,20	1.924,48		
BANCOLOMBIA	270.250		270.250	12/26/2013	2/25/2014		(1)	(1)	1.924,20	1.925,16		
BANCOLOMBIA	1.000.000		1.000.000	8/1/2013	7/25/2014		(1)	(1)	1.898,70	1.962,00		
BANCOLOMBIA	373.500		373.500	8/1/2013	7/25/2014		(0)	(0)	1.898,70	1.962,00		
BANCOLOMBIA	1.000.000		1.000.000	8/1/2013	8/26/2014		(1)	(1)	1.898,70	1.967,76		
BANCOLOMBIA	373.500		373.500	8/1/2013	8/26/2014		(0)	(0)	1.898,70	1.967,76		
BANCOLOMBIA	1.000.000		1.000.000	8/1/2013	9/26/2014		(1)	(1)	1.898,70	1.973,35		
BANCOLOMBIA	792.250		792.250	8/1/2013	9/26/2014		(1)	(1)	1.898,70	1.973,35		
BANCOLOMBIA	1.000.000		1.000.000	8/1/2013	10/27/2014		(1)	(1)	1.898,70	1.978,96		
BANCOLOMBIA	507.500		507.500	8/1/2013	10/27/2014		(1)	(1)	1.898,70	1.978,96		
BANCOLOMBIA	1.000.000		1.000.000	8/1/2013	11/26/2014		(1)	(1)	1.898,70	1.984,41		
BANCOLOMBIA	507.500		507.500	8/1/2013	11/26/2014		(1)	(1)	1.898,70	1.984,41		
BANCOLOMBIA	1.000.000		1.000.000	8/1/2013	12/18/2014		(1)	(1)	1.898,70	1.988,41		
BANCOLOMBIA	1.000.000		1.000.000	8/1/2013	12/18/2014		(1)	(1)	1.898,70	1.988,41		
BANCOLOMBIA	227.750		227.750	8/1/2013	12/18/2014		(0)	(0)	1.898,70	1.988,41		
TOTAL SHORT - TERM OBLIGATIONS							**($ 15)**	**($ 15)**				
TOTAL OBLIGATIONS						**$ 0**	**($ 15)**	**($ 15)**				
RIGHTS												
Swaps												
BBVA	47.000.000	1.678.571	1.678.571	4/17/2008	2/14/2014	184		184		1.795	Libor 3 Months + 0,85	10,80% EA
RBS	44.000.000	1.571.429	1.571.429	4/17/2008	2/14/2014	220		220		1.772	Libor 3 Months + 0,95	10,80% EA
Forwards												
BANCOLOMBIA	1.000.000		1.000.000	7/3/2013	1/27/2014	17		17	1.916,00	1.947,53		
BANCOLOMBIA	389.114		389.114	7/3/2013	1/27/2014	6		6	1.916,00	1.947,53		
BANCOLOMBIA	135.522		135.522	12/18/2013	1/28/2014	3		3	1.947,00	1.952,55		
BANCOLOMBIA	582.030		582.030	12/20/2013	1/28/2014	5		5	1.935,00	1.934,79		
BANCOLOMBIA	1.000.000		1.000.000	7/3/2013	2/25/2014	17		17	1.916,00	1.952,11		
BANCOLOMBIA	389.114		389.114	7/3/2013	2/25/2014	7		7	1.916,00	1.952,11		
BANCOLOMBIA	36.800		36.800	12/18/2013	2/25/2014	1		1	1.947,00	1.956,83		
BANCOLOMBIA	1.000.000		1.000.000	7/3/2013	3/26/2014	17		17	1.916,00	1.956,70		
BANCOLOMBIA	736.392		736.392	7/3/2013	3/26/2014	12		12	1.916,00	1.956,70		
BANCOLOMBIA	1.000.000		1.000.000	7/3/2013	4/25/2014	17		17	1.916,00	1.961,46		
BANCOLOMBIA	389.114		389.114	7/3/2013	4/25/2014	7		7	1.916,00	1.961,46		
BANCOLOMBIA	1.000.000		1.000.000	7/3/2013	5/26/2014	17		17	1.916,00	1.966,39		
BANCOLOMBIA	389.114		389.114	7/3/2013	5/26/2014	7		7	1.916,00	1.966,39		
BANCOLOMBIA	694.557		694.557	7/3/2013	6/26/2014	12		12	1.916,00	1.971,33		
BANCOLOMBIA	404.775		404.775	8/20/2013	1/15/2014	10		10	1.926,00	1.953,40		
BANCOLOMBIA	269.850		269.850	8/20/2013	2/18/2014	6		6	1.926,00	1.959,30		
BANCOLOMBIA	269.850		269.850	8/20/2013	3/17/2014	6		6	1.926,00	1.964,35		
BANCOLOMBIA	269.850		269.850	8/20/2013	4/15/2014	6		6	1.926,00	1.969,75		
BANCOLOMBIA	269.850		269.850	8/20/2013	5/15/2014	6		6	1.926,00	1.975,36		
BANCOLOMBIA	269.850		269.850	8/20/2013	6/16/2014	6		6	1.926,00	1.981,36		
BANCOLOMBIA	269.850		269.850	8/20/2013	7/15/2014	6		6	1.926,00	1.986,82		
BANCOLOMBIA	269.850		269.850	8/20/2013	8/15/2014	6		6	1.926,00	1.992,66		
BANCOLOMBIA	269.850		269.850	8/20/2013	9/15/2014	6		6	1.926,00	1.997,70		
TOTAL SHORT - TERM RIGHTS						**$ 609**		**$ 609**				
TOTAL RIGHTS						**$ 609**	**$ 0**	**$ 609**				
GRAND TOTAL						**$ 609**	**($ 15)**	**$ 594**				

2012

Financial Institution	Initial Financial Obligation USD	Financial Obligation Balance USD	Hedging Value USD	Initial Date	Maturity	Rights $	Obliga-tions $	Non - reaized Profits (Losses) $	Initial Exchange Rate (1)	Future Exchange Rate (1)	Interest Rate on Right	Interest Rate on Obligation
OBLIGATIONS												
Swaps												
BBVA	40.285.714	8.392.858	8.392.858	4/17/2008	2/14/2014	0	(405)	(405)		1.795	Libor 3 Meses + 0,85	11,25% EA
RBS	37.714.286	7.857.144	7.857.144	4/30/2008	2/14/2014	0	(184)	(184)		1.772	Libor 3 Meses + 0,95	10,92% EA
RBS	33.000.000	2.357.154	2.357.154	6/14/2006	6/14/2013	0	(1.793)	(1.793)		2.519	Libor 3 Meses + 0,85	9,87% EA
TOTAL LONG - TERM OBLIGATIONS							**(2.382)**					
TOTAL OBLIGATIONS							**(2.382)**					
Forwards												
HELM BANK	30.075.000		30.075.000	12/12/2012	6/14/2013		(979)	(979)	1.798	1.811,15	3%	4,04%
TOTAL SHORT - TERM OBLIGATIONS							**(979)**					
TOTAL OBLIGATIONS						**0**	**(979)**					
Forwards												
BANCOLOMBIA	286.032		286.032	9/26/2012	1/28/2013	14		14	1.799,00	1.822,97		
BANCOLOMBIA	286.032		286.032	9/26/2012	2/26/2013	14		14	1.799,00	1.827,20		
BANCOLOMBIA	286.032		286.032	9/26/2012	3/22/2013	14		14	1.799,00	1.830,29		
BANCOLOMBIA	286.032		286.032	9/26/2012	4/26/2013	14		14	1.799,00	1.836,34		
BANCOLOMBIA	286.032		286.032	9/26/2012	5/27/2013	14		14	1.799,00	1.841,86		
BANCOLOMBIA	286.032		286.032	9/26/2012	6/26/2013	14		14	1.799,00	1.847,18		
BANCOLOMBIA	286.032		286.032	9/26/2012	7/26/2013	14		14	1.799,00	1.852,06		
BANCOLOMBIA	286.032		286.032	9/26/2012	8/26/2013	14		14	1.799,00	1.857,01		
BANCOLOMBIA	286.032		286.032	9/26/2012	9/26/2013	14		14	1.799,00	1.861,77		
BANCOLOMBIA	1.693.890		1.693.890	7/16/2012	1/25/2013	73		73	1.774,00	1.816,69		
BANCOLOMBIA	1.077.930		1.077.930	7/16/2012	2/25/2013	45		45	1.774,00	1.821,50		
BANCOLOMBIA	1.385.910		1.385.910	7/16/2012	3/21/2013	56		56	1.774.00	1.825,48		
BANCOLOMBIA	1.385.910		1.385.910	7/16/2012	4/25/2013	53		53	1.774,00	1.830,14		
BANCOLOMBIA	1.077.930		1.077.930	7/16/2012	5/24/2013	40		40	1.774,00	1.834,48		
BANCOLOMBIA	1.077.930		1.077.930	7/16/2012	6/25/2013	40		40	1.774,00	1.838,30		
TOTAL SHORT - TERM RIGHTS						**$ 433**	**$ 0**					
TOTAL RIGHTS						**$ 433**						
BANCOLOMBIA	1.385.910		1.385.910	7/16/2012	7/25/2013	50		50	1.774,00	1.842,20		
BANCOLOMBIA	1.385.910		1.385.910	7/16/2012	8/23/2013	48		48	1.774,00	1.842,68		
BANCOLOMBIA	1.077.930		1.077.930	7/16/2012	9/24/2013	36		36	1.774,00	1.846,12		
BANCOLOMBIA	1.385.910		1.385.910	7/16/2012	10/25/2013	46		46	1.774,00	1.849,08		
BANCOLOMBIA	1.693.890		1.693.890	7/16/2012	11/25/2013	54		54	1.774,00	1.850,52		
BANCOLOMBIA	286.032		286.032	9/26/2012	10/28/2013	12		12	1.799,00	1.866,02		
TOTAL LONG - TERM RIGHTS						**$ 246**	**$ 0**					
TOTAL RIGHTS						**$ 246**						
GRAND TOTAL						**679**	**(3.361)**					

(1) Expressed in Colombian Pesos (COP).

The value of the above–mentioned financial instruments includes the accrual of the contract interest and the effect of the difference in the exchange rate.

The purpose of entering into hedging contracts is the following:

Forward contracts to purchase and sell foreign currencies cover the exposures to exchange–rate risks regarding accounts receivable, accounts payable, loans, and firm future commitments in foreign currencies. Substantially all the contracts are in United States Dollars (USD). In general, contract maturity coincides with the maturity of the hedged element or account.

All the previous contracts have been made with renowned financial institutions, which are expected to provide adequate compliance. Management continuously monitors its positions and the financial situation of the counterparties and does not anticipate losses in the execution of these contracts.

At the close of the 2013 fiscal period, Grupo Nutresa S. A. and its subordinated companies presented the following financial options to hedge its exposure to the exchange rate in 2014:

Class	Type	Expiration	Exercise	USD Amount	Strike Average
Sale	Put	2014	European	12.800.000	1.870
Purchase	Call	2014	European	6.400.000	1.928
Sale	Call	2014	European	6.400.000	2.022

NOTE 10

Net Permanent Investments

The balance as of December 31 included:

COMPANY	Number of Shares Owned	Number of Outstanding Shares	Intrinsic or Market Value per Share	Date of Valuation	Share Percentage	Cost	Allow-ance	Total Cost	Valuat. (Devaluat.)	Dividends Received
					2013					
Grupo de Inversiones Suramericana S.A.	59.387.803	575.372.223	33.700,00	12/30/2013	10,32%	147.259	0	147.259	1.854.110	19.672
Grupo Argos S.A.	79.804.628	785.813.601	19.440,00	12/30/2013	10,16%	120.795	0	120.795	1.430.608	17.996
Bimbo de Colombia S.A.	2.324.630	5.811.576	30.822,69	11/30/2013	40,00%	52.986	(45)	52.941	18.710	1.279
Fondo Ganadero de Antioquia S.A.	1.547.021	60.926.639	1.596,86	9/30/2013	2,54%	3.077	0	3.077	(607)	0
Sociedad Central Ganadera S.A.	50.267	279.859	40.501,87	11/30/2013	17,96%	1.155	0	1.155	881	479
Promotora.(2)	0	0	0	0	0,00%	0	0	0	0	0
Sociedad Portuaria Regional de Buenaventura(2)	68.609	87.056.154	2.232,99	11/30/2013	0,08%	93	0	93	59	69
Trigonal S. A.	744	35.342	8.401,53	8/31/2013	2,11%	2	0	2	4	0
Dan Kaffe (Malaysia) Sdn. Bhd (1)	10.835.000	24.625.000	1.210,38	12/31/2013	44,00%	26.178	0	26.178	(13.063)	0
Estrella Andina S.A.S (1)	999.000	3.330.000	1.006,00	11/30/2013	30,00%	999	0	999	6	0
Other companies	0	0	0	0	0,00%	531	0	531	0	15
Subtotal						**353.075**	**(45)**	**353.030**	**3.290.708**	**39.510**
Mandatory and other investments (3)						4.800		4.800		
TOTAL NET PERMANENT INVESTMENTS						**357.875**	**(45)**	**357.830**	**3.290.708**	**39.510**

(1) During 2013, 10.835.000 shares in Dan Kaffe and 999.000 shares in *Estrella Andina S. A. S.* were acquired.
(2) During 2013, 398.038 shares in *Promotora* were sold.
(3) Includes the *Grupo Nutresa* trust and investment in *Cuenca Verde*.

2012

COMPANY	Number of Shares Owned	Number of Outstanding Shares	Intrinsic or Market Value per Share	Date of Valuation	Share Percentage	Cost	Allowance	Total Cost	Valuat. (Devaluat.)	Dividends Received
Grupo de Inversiones Suramericana S.A.	59.387.803	575.372.223	38.000,00	12/28/2012	10,32%	147.259		147.259	2.109.477	18.024
Grupo Argos S.A.	79.804.628	783.238.001	21.000,00	12/28/2012	10,19%	120.795		120.795	1.555.103	16.680
Bimbo de Colombia S.A.	2.324.630	5.811.576	30.182,07	11/30/2012	40,00%	52.986	(45)	52.941	17.221	0
Fondo Ganadero de Antioquia S.A.	1.547.021	60.926.639	1.631,14	9/30/2012	2,54%	3.077		3.077	(554)	0
Sociedad Central Ganadera S.A.(1)	50.267	279.859	43.493,25	10/31/2012	17,96%	1.155		1.155	1.031	402
Promotora.	398.038	6.070.831	198,00	10/31/2012	6,56%	265	(1)	264	(185)	0
Sociedad Portuaria Regional de Buenaventura	93.836	87.056.154	2.192,83	11/30/2012	0,11%	128		128	77	79
Trigonal S. A.	744	35.342	5.956,57	11/30/2012	2,11%	2		2	3	0
Other companies						526		526		2
Subtotal						**326.193**	**(46)**	**326.147**	**3.682.173**	**35.187**
Mandatory and other investments (2)						3.943		3.943		
TOTAL NET PERMANENT INVESTMENTS						**330.136**	**(46)**	**330.090**	**3.682.173**	**35.187**

(1) During 2012, 1.576 shares in Sociedad Central Ganadera S. A. were acquired for $ 130.

(2) Includes the *Grupo Nutresa S. A.* trust.

Duly authorized by the Colombian Financial Superintendent, in August 2009 the Company, through the *Grupo Nutresa S. A.* Trust, issued 500.000.000 ordinary bonds at a par value of COP 1.000 per bond, which were placed in their entirety on the market and have a “AAA” (Triple A) rating by *Fitch Ratings Colombia S. A.* The bonds are endorsed 100% by the Company.

As of December 31, the bonds have been distributed, thus:

Series	Capital	CPI Rate +	Mode
C5	98.541	4,1900%	T.V
C7	131.815	4,9600%	T.V
C10	135.482	5,3300%	T.V
C12	134.162	5,5900%	T.V
TOTAL	**500.000**		

NOTE 11

Net Property, Plant and Equipment

	Real Estate	Construction and Assembly in Progress	Office Equipment	Production Equipment	Transport Equipment	TOTAL
As of January 1, 2012:						
Cost	$ 728.000	$ 80.051	$ 33.819	$ 1.307.736	$ 8.979	$ 2.158.585
Accrued depreciation	(290.400)	0	(25.766)	(884.430)	(7.819)	(1.208.415)
Flexible depreciation	28.708	0	253	41.763	18	70.742
Allowance	(10.986)	0	0	(71)	0	(11.057)
Net value in books as of January 1, 2012	**$ 455.322**	**$ 80.051**	**$ 8.306**	**$ 464.998**	**$ 1.178**	**$ 1.009.855**
Valuations	**$ 689.459**	**$ 0**	**$ 0**	**$ 477.049**	**$ 1.309**	**$ 1.167.817**
For the year ended on December 31, 2012:						
Initial balance	455.322	80.051	8.306	464.998	1.178	1.009.855
Conversion effect	(6.821)	(506)	(60)	(7.764)	(233)	(15.384)
Acquisitions	56.056	0	1.022	123.329	318	180.725
Acquisitions of new companies	4.570	3	131	4.607	1.157	10.468
Sales and withdrawals	(8.825)	0	(211)	(1.319)	(322)	(10.677)
Depreciations	(24.165)	0	(2.643)	(71.158)	(1.132)	(99.098)
Allowance recovery	64	0	0	30	0	94
Adjustments for inflation	39.993	1.515	6	13.525	24	55.063
Transfers and reclassifications	(18.474)	28.721	4.751	(10.476)	217	4.739
Final balance as of December 31, 2012	**$ 497.720**	**$ 109.784**	**$ 11.302**	**$ 515.772**	**$ 1.207**	**$ 1.135.785**
As of December 31, 2012						
Cost	782.586	109.784	39.367	1.412.879	8.878	2.353.494
Accrued depreciation	(298.238)	0	(28.273)	(946.084)	(7.662)	(1.280.257)
Flexible depreciation	24.295	0	208	49.017	(9)	73.511
Allowance	(10.923)	0	0	(40)	0	(10.963)
Net value in books as of December 31, 2012	**$ 497.720**	**$ 109.784**	**$ 11.302**	**$ 515.772**	**$ 1.207**	**$ 1.135.785**
Valuations	**$ 722.409**	**$ 0**	**$ 0**	**$ 456.290**	**$ 1.435**	**$ 1.180.134**
For the year ended on December 31, 2013:						
Initial balance	497.720	109.784	11.302	515.772	1.207	1.135.785
Conversion effect	(10.188)	(286)	162	(2.774)	188	(12.898)
Acquisitions	45.850	0	3.033	140.606	2.007	191.496
Acquisitions of new companies	96.024	27.850	6.751	78.029	1.033	209.687
Sales and withdrawals	(3.092)	0	(73)	(387)	(615)	(4.167)
Depreciations	(25.368)	(0)	(4.604)	(81.913)	(1.222)	(113.107)
Allowance recovery	7	0	0	(4.366)	0	(4.359)
Adjustments for inflation	35.063	3.933	49	14.789	31	53.865
Transfers and reclassifications	(25.600)	100.907	4.992	(86.864)	6.337	(228)
Final balance as of December 31, 2013	**$ 610.416**	**$ 242.188**	**$ 21.612**	**$ 572.892**	**$ 8.966**	**$ 1.456.074**
As of December 31, 2013						
Cost	929.507	242.188	61.512	1.666.646	12.301	2.912.154
Accrued depreciation	(330.495)	0	(40.029)	(1.144.075)	(3.328)	(1.517.927)
Flexible depreciation	22.320	0	129	54.727	(7)	77.169
Allowance	(10.916)	0	0	(4.406)	0	(15.322)
Net value in books as of December 31, 2013	**$ 610.416**	**$ 242.188**	**$ 21.612**	**$ 572.892**	**$ 8.966**	**$ 1.456.074**
Valuations	**$ 801.796**	**$ 0**	**$ 0**	**$ 516.212**	**$ 561**	**$ 1.318.569**

Levies

The property, plant and equipment are free of levies and, therefore, fully owned by the companies, except for:

- An industrial building, together with the lot of land located in Bogotá on which it is built, with an area of 22.361,09 m2, with mortgage security number 51600000786, to guarantee open credits owned by *Compañía Nacional de Chocolates S. A. S.*
- Lot of land number 1 located in the Guayabal area, with an approximate area of 88.307,20 m2; it is owned by *Compañía de Galletas Noel S. A. S.*, with real–estate security number 100005157, in favor of *Bancolombia*.
- A lot of land located in the *Los Llanos* rural area, in the municipality of Yarumal, owned by *Setas Colombianas S. A.* Real–estate Registration Folio Number 037–0009591, for an open mortgage for future credits, with real–estate security number 290001073, in favor of *Bancolombia*.
- A rural estate known as *La Sopetrana*, currently *Alcalá*, located in the Los Llanos rural area, in the municipality of Yarumal, owned by *Setas Colombianas S. A.* Real–estate Registration Folio Number 037–0009592, for an open mortgage for future credits, with real–estate security number 290001073, in favor of *Bancolombia*.
- A lot of land in the territorial community called *Llanos de Cuivá*, owned by *Setas Colombianas S. A.*, located in the municipality of Yarumal. Real–estate Registration Folio Number 037–0009593, for an open mortgage for future credits, with real–estate security number 290001073, in favor of *Bancolombia*.
- Property located in the municipality of Santa Rosa de Osos, the Provincial Department of Antioquia, in the area of *La Sopetrana Aragón*. The property is distinguished with number 1382; it is owned by Setas Colombianas S. A. Real–estate Registration Folio Number 025–0004324, for an open mortgage for future credits, with real–estate security number 290001073, in favor of *Bancolombia*.
- A pledge on 13.500.000 shares issued by *SURAMERICANA*, in favor of *GRUPO NUTRESA S. A.*, for the following companies: *Alimentos Cárnicos S.A.S., Tropical Coffee S.A.S., Industria Colombiana de Café S.A.S., Meals S.A.S., La Recetta S.A.S., Pastas Comarrico S.A.S., Productos Alimenticios Doria S.A.S., Servicios Nutresa S.A.S., Setas Colombianas S.A., Industrias Aliadas S.A.S., Industrias de Alimentos Zenú S.A.S., Litoempaques S.A.S, Molino Santa Marta S.A.S., Novaventa S.A.S., Compañía de Galletas Noel S.A.S. and Compañía Nacional de Chocolates S.A.S.*

The value posted to the Profit and Loss Statement for the depreciation of property, plant and equipment was $ 113.107; in 2012, it was $ 99.098. See Note 30.

NOTE 12

Net Intangible Assets

	Goodwill	Brands	Leased Assets	Trust Rights	Distribution Rights	Other Assets	TOTAL
As of January 1, 2012							
Cost	$ 448.550	$ 512.755	$ 17.989	$ 4.919	$ 9.077	$ 31.598	$ 1.024.888
Accrued amortization	(54.167)	(55.745)	(6.841)	0	(7.481)	(250)	(124.484)
Allowance	0	0	0	(20)	0	0	(20)
Net value in books as of January 1, 2012	**$ 394.383**	**$ 457.010**	**$ 11.148**	**$ 4.899**	**$ 1.596**	**$ 31.348**	**$ 900.384**
For the year ended on December 31, 2012:							
Initial balance	394.383	457.010	11.148	4.899	1.596	31.348	900.384
Conversion effect	(4.741)	(12.370)	(136)	(436)	0	(1.134)	(18.817)
Acquisitions	187.195	0	2.293	0	0	107	189.595
Acquisitions of new companies	0	0	90	0	0	0	90
Sales and withdrawals	0	0	(519)	0	0	0	(519)
Amortizations	(23.239)	(3.353)	(3.587)	0	(1.277)	(3.045)	(34.501)
Transfers and reclassifications	1	(7.665)	(2.209)	0	0	(918)	(10.791)
Final balance as of December 31, 2012	**$ 553.599**	**$ 433.622**	**$ 7.080**	**$ 4.463**	**$ 319**	**$ 26.358**	**$ 1.025.441**
As of December 31, 2012							
Cost	630.212	498.592	13.905	4.483	9.077	29.651	1.185.920
Accrued amortization	(76.613)	(64.970)	(6.825)	0	(8.758)	(3.293)	(160.459)
Allowance	0	0	0	(20)	0	0	(20)
Net value in books as of December 31, 2012	**$ 553.599**	**$ 433.622**	**$ 7.080**	**$ 4.463**	**$ 319**	**$ 26.358**	**$ 1.025.441**
For the year ended on December 31, 2013							
Initial balance	553.599	433.622	7.080	4.463	319	26.358	1.025.441
Conversion effect	1.482	12.461	(7)	397	0	2.333	16.666
Acquisitions	972.146	740	2.046	0	0	728	975.660
Acquisitions of new companies	0	10.936	5.482	0	0	69.284	85.702
Sales and withdrawals	0	0	(384)	0	0	0	(384)
Amortizations	(48.907)	(3.354)	(2.549)	0	(337)	(748)	(55.895)
Transfers and reclassifications	387	(3.155)	(1.008)	0	18	(5.100)	(8.858)
Final balance as of December 31, 2013	**$ 1.478.707**	**$ 451.250**	**$ 10.660**	**$ 4.860**	**$ 0**	**$ 92.855**	**$ 2.038.332**
As of December 31, 2013							
Cost	1.604.217	519.942	16.362	4.880	9.077	101.164	2.255.642
Accrued amortization	(125.510)	(68.692)	(5.702)	0	(9.077)	(8.309)	(217.290)
Allowance	0	0	0	(20)	0	0	(20)
Net value in books as of December 31, 2013	**$ 1.478.707**	**$ 451.250**	**$ 10.660**	**$ 4.860**	**$ 0**	**$ 92.855**	**$ 2.038.332**

NOTA 13

Memorandum Accounts

The balance as of December 31 included:

		2013		2012
Debtor Memorandum Accounts:				
Contingent Rights				
Assets and securities delivered as security	$	487.526	$	545.684
Assets and securities in possession of third parties		24.151		24.296
Litigations and lawsuits		10.084		39.159
Subtotal	**$**	**521.761**	**$**	**609.139**
Fiscal Debtor Memorandum Accounts		**(6.885.140)**		**(6.375.080)**
Debtor Control Memorandum Accounts				
Goods received in financial leasing	$	1.860	$	17.877
Totally depreciated property, plant and equipment		571.222		597.634
Asset inflation adjustment		773.075		773.070
Other debtor control memorandum accounts		36.158		213.088
Subtotal	**$**	**1.382.315**	**$**	**1.601.669**
TOTAL DEBTOR MEMORANDUM ACCOUNTS		**(4.981.064)**		**(4.164.272)**
Creditor Memorandum Accounts:				
Contingent responsibilities				
Goods and securities received from third parties	$	551	$	338
Other contingent responsibilities		1.581.376		1.283.814
Subtotal	**$**	**1.581.927**	**$**	**1.284.152**
Fiscal Creditor Memorandum Accounts		**(538.221)**		**(513.402)**
Creditor control memorandum accounts		($ 1.223)	$	57.939
Inflation adjustments		878.605		878.604
Subtotal	**$**	**877.382**	**$**	**936.543**
TOTAL CREDITOR MEMORANDUM ACCOUNTS	**$**	**1.921.088**	**$**	**1.707.293**

NOTE 14

Financial Obligations:

The balance as of December 31 included:

	Entity	Balance 2013	Balance 2012	Interest Accrued	Rate	Security	Maturity Short	Maturity Term
National Banks	*Banco de Bogotá*	340.000		8.061	IBR + 3,25 - IPC + 3,50	Promissory Note	0	340.000
	Bancolombia	764.000		17.995	DTF + 2,30% - IBR + 3,33%	Shares	0	764.000
	Leasing Bancolombia	2.902	4.938	343	DTF+ 2,50% - 5,45%	Promissory Note	1.537	1.365
	BBVA	0	208	9		Promissory Note	0	0
	Overdrafts	4.767	8.123				4.767	0
Banks Abroad	*Helm Bank Panamá*	0	53.047	213			0	
	Leasing Banco de Crédito Perú	982	8	18	5,50% E.A.	Promissory Note	333	648
	Leasing BBVA Continental	54	186	5	5,40% E.A.	Promissory Note	54	0
	Banco de Comercio de Guatemala	338	737	51	9,00% E.A.	Mortgage	338	0
	Banco de Venezuela	9.175	0	360	10,47% E.A.	Promissory Note	9.175	0
	Aurus Renta Inmobiliaria	75	0	6	6,00% E.A.	Promissory Note	75	0
	Scotiabank	6.262	32.902	251	LIBOR + 0,95%	Endorsement	6.262	0
	Banco Bice	16.463	0	330	TAB + 0,88% - LIBOR + (0,99% -1,40%)	Promissory Note	16.463	0
	Banco Chile	13.476	0	211	TAB + (0,73% - 0,92%) - LIBOR + (1,12% - 1,20%)	Promissory Note	13.476	0
	Banco Consorcio	18.401	0	409	TAB + 0,81%	Promissory Note	18.401	0
	Banco Itau	27.196	0	96	TAB + 1,04% - LIBOR + (1,80% - 2,47%)	Promissory Note	27.196	0
	Banco Penta	36.804	0	81	TAB + (0,67% - 0,68%)	Promissory Note	36.804	0
	Banco Security	37.049	0	509	TAB + (0,65% - 1,04%) - LIBOR + (0,73% - 1,56%)	Promissory Note	37.049	0
	BBVA Chile	36.453	0	433	TAB + (0,65% - 0,67%) - LIBOR + (0,80% - 1,55%) - 6,68 E.A.	Promissory Note	36.453	0
	BCI Chile	3.059	0	7	8,41% E.A. - LIBOR + 1,85%	Promissory Note	3.059	0
	Corpbanca Chile	2.224	0	24	(8,44% - 9,60%) E.A. - LIBOR + (1,54% - 1,56%)	Promissory Note	2.224	0
	Santander Chile	16.561	0	355	TAB + 0,73%	Promissory Note	16.561	0
	Scotiabank Chile	51.568	0	1.044	TAB + (0,44% - 0,91%) - LIBOR + (0,35% - 1,30%)	Promissory Note	51.568	0
	Rabobank	14.721	0	364	TAB	Promissory Note	14.721	0
	Grupo Jorisa S.A	54	0	0		Promissory Note	54	0
	Banamex	4.658	0	62	TIIE +1,50%	Promissory Note	4.658	0
	BBVA Argentina	1.330	0	28	24,50% E.A.	Promissory Note	1.330	0
	Banco Macro	1.982	0	143	(20,35% - 22,42%) E.A.	Promissory Note	1.982	0
	Santander Argentina	2.585	0	258	(26,72% - 27,96%) E.A.	Promissory Note	2.585	0
	Overdraft	1.921	4.692				1.921	0
Others	*Grupo Nutresa S.A.* Trust	500.000	500.000	36.215	IPC + 4.19% - 5.59%	Endorsement	98.542	401.459
	Peru Bonds	81.677	82.152	7.099	8,84% E.A.	Endorsement	0	81.677
	Derivative Financial Instruments	0	3.361	0				
	TOTAL	**1.996.737**	**690.354**	**74.980**			**407.588**	**1.589.149**
	To be paid in 2014	407.588						
	To be paid in 2015	101.253						
	To be paid after 2015	1.487.896						

(1) Emission of Bonds

Duly authorized by the Compañía Nacional de Chocolates S. A. Assembly of Shareholders in July 2008, a bond issue was made in Peru through a private offer with the following characteristics:

- **Type of instrument:** Guaranteed corporate bonds.
- **Characteristics:** Nominative, indivisible bonds that are tradable by holders.
- **Country of issue:** Peru.
- **Issue currency:** New Peruvian *Soles.*
- **Amount of issue:** 118.520.000.
- **Destination of the issue:** Capitalization of *Compañía Nacional de Chocolates de Perú S. A.* in order to finance investment projects and debt replacement.
- **Interest Rate**: 8.65625% EA (on New Peruvian *Soles*) payable semi–annually.
- **Type of amortization:** Bullet
- **Guarantor:** *Grupo Nacional de Chocolates S.A.*
- **Structuring entity:** *Citibank del Perú S.A.*
- **Term:** 10 years.

During 2013, $ 7.099 (2011 – $ 6.943) was posted to the Profit and Loss Statement for interest on the issuance of the aforesaid bonds.

NOTE 15
Suppliers

The balance as of December 31 included:

	2013	2012
National Suppliers	$ 107.342	$ 97.479
Foreign Suppliers (*)	191.794	73.169
TOTAL	**$ 299.136**	**$ 170.648**

(*) Its growth corresponds to the TMLUC balance.

NOTE 16
Accounts Payable

The balance as of December 31 included:

	2013	2012
Costs and expenses payable	$ 232.449	$ 163.587
Dividends payable	50.822	45.405
Withholdings and payroll contributions	27.053	28.026
Income tax	17.649	21.273
Others	11.764	1.331
TOTAL	**$ 339.737**	**$ 259.622**
TOTAL SHORT - TERM ACCOUNTS PAYABLE	**339.570**	**259.456**
TOTAL LONG - TERM ACCOUNTS PAYABLE	**$ 167**	**$ 166**

NOTE 17

Taxes, Levies and Rates

Liabilities for taxes, levies and rates are primarily comprised of income–tax taxation, calculated pursuant to applications in the domicile of the Parent Company and its subordinated companies, namely:

Regarding income tax, Colombian tax regulations establish that:

a. Beginning on January 1, 2013, fiscal income is taxed at a rate of 25% for the concept of income tax and complementary tax, except for those contributors that, by express disposition, handle special rates.
b. As of tax year 2007, for fiscal effects, the system of comprehensive adjustments for inflation was eliminated and, the tax for legal persons on windfall earnings on the total of the taxable windfall earnings that taxpayers obtain during the year was reactivated. The only rate applicable to taxable windfall earnings up to 2012 was 33%. Article 109 of Law 1607 of December 2012 established the new rate for the tax on windfall earnings of companies at a rate of 10%, beginning in tax year 2013.
c. The taxable base to determine income tax cannot be less than 3% of the net worth of the shareholders' equity on the last day of the immediately previous taxable fiscal period.
d. The Colombian companies that settled the tax based on the presumptive income in 2013 were: *Grupo Nutresa S. A., Tropical Coffee Company S.A.S., Molinos Santa Marta S.A.S., Litoempaques S.A.S., La Recetta Soluciones Gastronómicas Integradas S. A. S.* and *Alimentos Cárnicos Zona Franca Santafé S. A. S.*
e. The other subordinated companies settled the tax based on the ordinary income system.
f. As of December 31, 2013, the fiscal losses of the subordinated companies in Colombia amounted to $ 8.964 million. Pursuant to current tax regulations, the fiscal losses generated from 2003 until 2006 may be offset and/or fiscally adjusted, with the ordinary income of the following eight years, without exceeding 25% of the value of the loss annually, without prejudice to the presumptive income for the fiscal period. Losses originated as of tax year 2007 may be offset and/or fiscally adjusted, without any limit on the percentage, at any time, with ordinary income without prejudice to the presumptive income of the fiscal period. Company losses may not be transferred to the shareholders. Fiscal losses originating in revenue that do not constitute income or windfall earnings, and originated in costs and deductions that have no relation of causality with the generation of taxable income may not–under any circumstance–be offset with taxpayers' net income.
g. As of December 31, 2013, the excesses of presumptive income over ordinary income of the subordinated companies in Colombia pending offset amounted to $ 1.844 million. Pursuant to current tax regulations, the excesses of presumptive income over ordinary income obtained as of tax year 2003 may be offset and/or fiscally readjusted with ordinary liquid income, within the following five (5) years.
h. Beginning in 2004, income tax–taxpayers that enter into operations with economically bound companies or related parties abroad are required to determine their ordinary and extraordinary income, their costs and deductions, their assets and liabilities, for the purpose of calculating their income tax and complementary taxes, considering the so–called market prices and profit margins for these operations. To date, the management and advisors of the Company and its subordinated companies have not concluded the study corresponding to 2013; nevertheless, they consider that – based on the results of the study corresponding to 2012 – no additional income tax allowances derived from the analysis of prices for 2013 will not required which affect the results of the fiscal period.

The Equity Income Tax – CREE

The current fiscal provisions stipulate that:

a. As of January 1, 2013, Law 1607 of December 2012 creates the equity income tax (impuesto sobre la renta para la equidad, CREE) as the contribution with which assimilated companies, legal entities and taxpayers reporting income and complementary tax in benefit of workers, employment generation and social investment. Non – profit entities, individuals and companies declared as free – trade zones at the rate of 15% are not subject to the liabilities of the equity income tax – CREE.
b. The base to determine the equity income tax – CREE may not be less than 3% of the liquid assets on the last day of the immediately anterior taxable fiscal period.
c. The equity income tax – CREE for the years 2013, 2014 and 2015 will have a rate of 9%; beginning in tax year 2016, the rate for this tax will be 8%.
d. As indicated in Article 25 of Law 1607 of December 2012, as of July 1, 2013, legal entities and taxpayers of income tax and complementary taxes, corresponding to workers who earn, individually, up to ten (10) minimum monthly wages will be exempt from paying parafiscal contributions for SENA and ICBF. This exemption does not apply to those contributors who are not subject to the CREE tax.
e. The tax base of the equity income tax – CREE will be established by subtracting from the gross income susceptible to increasing the assets made in the tax year, the returns, rebates and discounts and from that which is obtained is subtracted what corresponds to revenue that does not constitute income established in the Tributary Statute. From the net revenues thus obtained, the total of the costs and deductions applicable to this tax will be deducted, in accordance with the provisions of Articles 107 and 108 of the Tributary Statutes. It will be allowed to deduct the exempt income from the previous amount, which were exhaustively established by Article 22 of Law 1607 of 2012.

Equity Tax

Law 1370 of 2009 established a capital tax for the 2011 tax year, which income taxpayers must pay. Therefore, those taxpayers with a net worth above COP 5.000 million are subject to a rate of 4,8%; those with a net worth of between COP 3.000 million and COP 5.000 million must pay a rate of 2,4%.

Emergency Decree Number 4825 of December 2010 included a new range of taxpayers required to pay this tax. It established a rate of 1% for those taxpayers whose net worth is between COP 1.000 and COP 2.000 million; those whose net worth is between COP 2.000 and COP 3.000 million must pay a rate of 1,4%.

Likewise, this decree also established a 25% surcharge on this tax, which is applicable only to the equity – tax contributors of Law 1370 of 2009.

The value of the tax, including the surcharge, was COP 75.953 million. The tax was accrued on January 1, 2011, and is paid in eight (8) installments during four (4) years; that is, two (2) installments per year.

Regarding income tax:

Tax regulations in Mexico establish that:

During the 2013 fiscal period, the Mexican income tax was 30%, which is applied on the fiscal result of the fiscal period. In addition, it established that the workers' share of the fiscal profits is ten percent (10%).

Tax regulations in Costa Rica establish that:

Income tax is calculated based on the real basis of the profit of the fiscal period, with estimated advances during the year. The allowance for income taxes posted in the Profit and Loss Statement includes, in addition to the taxable income tax for the fiscal period, the tax effect applicable to the temporary differences between the accounting items and the fiscal items used to calculate the income tax. The value of the tax on these differences is recorded in a deferred income–tax account. The income–tax rate is 30%.

Tax regulations in Panama establish that:

Income tax is determined based on the real basis of the profit of the fiscal period. The income–tax rate is 25%.

Tax regulations in Ecuador establish that:

Pursuant to the Tax Policy Law, companies incorporated in Ecuador have fiscal application incentives for the investments that are made anywhere in the national territory, which consists of the progressive reduction of percentage points on the income tax. They are subject to a tax rate of 23% in 2012 and 22% in 2013.

Tax regulations in Chile establish that:

In Chile, the law implemented separate systems for "capital income" and "labor income." The former are taxed with the First Category Tax, which primarily affects companies. This tax has a fixed rate of 20% on the taxable base, which is calculated by making the additions or reductions mandated by law. The tax paid in this manner is attributable to the Global Complementary tax, which taxes the entire income of the natural persons residing in the country; or the Additional tax, which taxes income from Chilean sourced of the individual and legal persons residing outside the country, as applicable.

The balance of taxes, levies and rates as of December 31 included:

		2013		2012
Income tax and complementary taxes	$	55.895	$	36.674
Equity income tax – CREE		25.201		0
Tax on sales payable		55.399		62.249
Equity tax		18.988		37.977
Others		4.040		603
TOTALS	**$**	**159.523**	**$**	**138.203**
TOTAL SHORT – TERM TAXES		**159.523**		**119.215**
TOTAL LONG – TERM TAXES	**$**	**0**	**$**	**18.988**

The movement of the income–tax account during the year included the following:

		2013		2012
Allowance posted to the Profit and Loss Statement of the year	$	124.231	$	105.932
Allowance for current CREE tax		35.569		0
Deferred income tax		14.687		32.525
Minus: Advance payments, auto – retentions and withholdings practiced		(94.231)		(101.783)
TOTAL INCOME TAX AND COMPLEMENTARY TAXES PAYABLE	**$**	**80.256**	**$**	**36.674**

NOTE 18

Labor Obligations

The balance as of December 31 included:

	2013	2012
Salaries payable	$ 4.691	$ 2.498
Consolidated severance pay	28.562	42.658
Consolidated vacation pay	27.547	19.122
Bonuses and interest on severance pay	62.606	32.745
Others	14.972	12.946
TOTAL	**$ 138.378**	**$ 109.969**
TOTAL SHORT – TERM LABOR OBLIGATIONS	**131.144**	**102.371**
TOTAL LONG – TERM LABOR OBLIGATIONS	**$ 7.234**	**$ 7.598**

Employees who work directly for Grupo Nutresa S. A. (Parent Company) and its subordinated companies during the fiscal period:

2013						
Direct Employment	**Number of Persons by Gender**			**Salaries**	**Benefits**	**Total**
	Men	**Women**	**Total**			
Top Management	152	40	192	42.222	27.552	69.773
Middle Management	5.707	3.382	9.089	292.541	214.991	507.532
Others	8.686	3.765	12.451	145.358	100.337	245.695
TOTAL (*)	**14.545**	**7.187**	**21.732**	**480.120**	**342.880**	**823.000**

(*) Does not include information on TMLUC.

2012						
TMLUC Direct Employment	**Number of Persons by Gender**			**Salaries**	**Benefits**	**Total**
	Men	**Women**	**Total**			
Top Management	119	40	159	35.895	20.725	56.620
Middle Management	5.508	3.215	8.723	269.296	181.008	450.304
Others	7.074	2.971	10.045	137.577	120.146	257.723
TOTAL (*)	**12.701**	**6.226**	**18.927**	**442.768**	**321.879**	**764.647**

NOTA 19

Estimated Liabilities and Allowances

The balance as of December 31 included:

	2013	2012
Labor obligations	$ 6.855	$ 3.339
Retirement pensions (1)	44.402	22.616
Others	2.927	2.333
TOTAL LIABILITIES AND ALLOWANCES	**$ 54.184**	**$ 28.288**
TOTAL SHORT – TERM LIABILITIES AND ALLOWANCES	**8.241**	**5.559**
TOTAL LONG – TERM LIABILITIES AND ALLOWANCES	**$ 45.943**	**$ 22.729**

(1) Retirement pensions

The allowance for retirement pensions was posted based on the actuarial calculations as of December 31.

		2013		2012
Actuarial calculation for retirement pensions	$	44.667	$	23.753
Retirement pensions to be amortized (Db)		(265)		(1.137)
TOTAL RETIREMENT PENSIONS	**$**	**44.402**	**$**	**22.616**
TOTAL CURRENT RETIREMENT PENSIONS		**2.798**		**3.131**
TOTAL LONG - TERM RETIREMENT PENSIONS	**$**	**41.604**	**$**	**19.485**
Due to decrease in the allowance		(469)		67
Due to payments made during the year		0		3.186
TOTAL	**$**	**(469)**	**$**	**3.253**

The benefits covered are monthly pensions, semester bonuses, and readjustments pursuant to legal regulations, survivorship annuities and their corresponding bonuses. In addition, funeral expenses were included for the direct–hire employees of the companies.

Colombian companies use the method of current value of split income due, readjusted in accordance with the parameters established in Article 1 of Decree 2783, dated December 20, 2001. The balance of the actuarial liabilities to be amortized as of December 31, 2010 correspond to 19 years, pursuant to Decree 4565, dated December 7, 2010.

The total number of persons covered by the actuarial calculations is 326, as of December 2013 and 340 as of December 2012.

NOTA 20

Deferred Liabilities and Other Liabilities

The balance as of December 31 included:

		2013		2012
Deferred taxes	$	159.573	$	125.466
TOTAL DEFERRED LIABILITIES	**$**	**159.573**	**$**	**125.466**
Advance payments and advanced receivable		2.959		3.649
Income receivable from third parties		200		113
TOTAL OTHER LIABILITIES		**3.159**		**3.762**
TOTAL	**$**	**162.732**	**$**	**129.228**
TOTAL SHORT – TERM DEFERRED LIABILITIES AND OTHER LIABILITIES		**3.159**		**3.761**
TOTAL LONG – TERM DEFERRED LIABILITIES AND OTHER LIABILITIES	**$**	**159.573**	**$**	**125.467**

NOTE 21
Reserves and Equity Revaluation

- **Legal Reserve:**
Pursuant to Colombian commerce legislation, 10% of the net profits must be appropriated each year as a legal reserve, until the reserve balance reaches at least 50% of the subscribed capital. This reserve cannot be distributed until the Company is liquidated, but it must be used to absorb losses. The Assembly of Shareholders may freely dispose of any excess above the minimum amount required by law.

- **Reserve for Flexible Depreciation:**
Some of the subordinated companies have constituted a reserve consisting of 70% of the highest depreciation value requested for fiscal effects.

- **Reserve for Stock Buy Back:**
Some of the companies have constituted the reserve for stock buy–back, through the transfer of other reserves. Pursuant to the provisions set forth in the Commerce Code, all rights inherent in stock buy–back are suspended and must be excluded when determining the intrinsic value of the issued stock. The Company must maintain a reserve equal to the cost of the buy backs of its own stock.

- **Other Reserves:**
This includes the value accrued through the holding method and the dividends received from subordinated companies and other reserves that are substantially for free disposal by the Assembly of Shareholders.

The balance as of December 31 included:

	2013	2012
Mandatory reserves	$ 212.480	$ 206.034
Occasional reserves	1.070.093	823.822
TOTAL RESERVES	**$ 1.282.573**	**$ 1.029.856**

Equity Revaluation

The adjustments for inflation corresponding to the balances of the equity accounts, until December 31, 2006, were credited to this account and posted to the Profit and Loss Statement of the fiscal period. Pursuant to current Colombian regulations, this balance may be distributed when the Company is liquidated or capitalized. This capitalization represents an income that is neither income nor windfall earnings for shareholders.

EThis item is decreased with the equity tax and may not be distributed as a profit until the company is liquidated or capitalized, pursuant to fiscal provisions.

NOTE 22
Valuation Surplus

The balance as of December 31 included:

	2013	2012
Marketable securities	$ 3.290.708	$ 3.682.173
Property, plant and equipment	1.318.569	1.180.134
Others	3.160	4.108
TOTAL VALUATIONS	**4.612.437**	**4.866.415**
Minus minority stake	(1.751)	(14.278)
TOTAL VALUATION SURPLUS	**$ 4.610.686**	**$ 4.852.137**

NOTE 23

Operating Income

The balance as of December 31 included:

		2013		2012
Net domestic for sale of products	$	3.872.450	$	3.794.081
Exports and sales abroad		2.026.016		1.511.701
TOTAL	**$**	**5.898.466**	**$**	**5.305.782**

¬ A breakdown of the total operating income by country, converted to Dollars, is provided next:

Country		2013	Share %		2012	Share %
Colombia (1)	USD	2.249.056.340	71,45%	USD	2.289.805.746	77,51%
Costa Rica		128.328.147	4,08%		97.694.388	3,31%
Ecuador		34.331.422	1,09%		30.914.418	1,05%
The United States		88.091.035	2,80%		85.088.778	2,88%
Guatemala		28.477.767	0,90%		22.091.329	0,75%
Mexico		73.797.134	2,34%		53.147.012	1,80%
Nicaragua		11.133.958	0,35%		9.563.280	0,32%
Panama		46.836.404	1,49%		44.877.010	1,52%
Peru		67.164.039	2,13%		59.625.834	2,02%
Puerto Rico		463.797	0,01%		520.929	0,02%
El Salvador		9.963.425	0,32%		8.898.470	0,30%
Venezuela		274.690.900	8,73%		227.723.576	7,71%
Dominical Republic		23.140.625	0,74%		24.406.371	0,83%
Argentina		3.296.820	0,10%		0	0,00%
Chile		108.830.138	3,46%		0	0,00%
	USD	**3.147.601.951**	**100,00%**	**USD**	**2.954.357.141**	**100,00%**

(1) The sales of Colombian companies was converted at an average TRM of $1.868,90 y (2012 - $1.798,23)

NOTE 24

Administration Operating Expenses

The balance as of December 31 included:

		2013		2012
Personnel expenses	$	151.771	$	132.584
Professional fees		51.922		25.054
Services		35.802		30.646
Taxes, insurance and leasing		15.604		21.931
Amortizations		53.990		33.835
Travel expenses		9.696		8.148
Contributions and affiliations		4.717		4.057
Depreciations		3.293		2.298
Sundry Supplies		3.420		1.246
Adjustment for inflation		1.931		1.242
Legal expenses		1.430		767
Supplies for computer equipment and communications		177		319
Taxis and buses		1.798		1.799
Office supplies and stationery		1.126		718
Others		10.901		5.659
TOTAL	**$**	**347.578**	$	**270.303**

NOTE 25

Sales Operating Expenses

The balance as of December 31 included:

		2013		2012
Personnel expenses	$	444.687	$	394.662
Services		586.348		515.249
Taxes, insurance and leasing		138.402		128.570
Publicity material		41.323		35.944
Depreciations		32.097		27.337
Travel expenses		28.883		25.217
Professional fees		28.147		24.451
Commissions		21.565		16.616
Sundry supplies		20.299		16.385
Fuel and lubricants		12.979		11.936
Adjustments for inflation		10.929		6.314
Portfolio allowance		7.261		11.741
Containers and packaging		11.157		8.816
Amortization		12.425		13.669
Office supplies and stationery		3.965		3.104
Contributions and affiliations		3.925		2.623
Legal expenses		2.627		1.587
Tasting events and promotions		42		68
Others		98.105		82.687
TOTAL	**$**	**1.505.166**	**$**	**1.326.976**

NOTA 26

Production Operating Costs

The balance as of December 31 included:

		2013		2012
Personnel expenses	$	27.833	$	23.761
Services		44.802		45.172
Taxes, insurance and leasing		18.681		17.210
Adjustments for inflation		6.062		2.189
Taxis and buses		5.745		5.885
Depreciations		3.115		1.968
Professional fees		4.286		4.367
Travel expenses		2.280		2.392
Cleaning and cafeteria expenses		2.854		2.623
Contributions and affiliations		1.734		1.248
Office supplies and stationery		1.337		1.297
Supplies, machinery and equipment		859		1.034
Fuel and spare parts		148		134
Amortizations		342		619
Checks and restaurant expenses		67		69
Legal expenses		307		326
Others		14.075		12.637
TOTAL	**$**	**134.527**	**$**	**122.931**

NOTA 27

Dividends and Financial Income

The balance as of December 31 included:

		2013		2012
From other companies (Note 10)	$	39.510	$	35.187
Exchange – rate difference		23.653		22.290
Derivative valuation profit		5.659		25.978
Interest		11.514		12.125
Other financial income		1.129		560
TOTAL DIVIDENDS AND FINANCIAL INCOME	**$**	**81.465**	**$**	**96.140**

NOTE 28

Financial Expenses

	2013	2012
Interest	$ 80.206	$ 52.675
Exchange – rate difference	16.532	27.496
Derivative valuation loss	4.047	18.990
Conditioned commercial discounts	48	89
Tax on financial movements	13.448	13.289
Others	7.408	4.670
TOTAL FINANCIAL EXPENSES	**$ 121.689**	**$ 117.209**

NOTE 29

Net Other Income and Outlays

The balance as of December 31 included:

	2013	2012
Recoveries	$ 13.218	$ 12.481
Profit in sale of property, plant and equipment and intangible assets	16.111	38.597
Indemnifications – acknowledgements	1.478	1.892
Leasings	57	976
Services	29	23
Loss on withdrawal of assets	(2.377)	(3.948)
Donations	(6.827)	(5.942)
Extraordinary expenses	(15.490)	(11.188)
Adjustments for inflation (1)	(52.397)	(17.252)
Amortization of the Everest Project (2)	0	(10.338)
Equity tax (3)	0	(18.789)
Net others	(8.667)	(435)
TOTAL NET OTHER INCOME AND OUTLAYS	**$ (54.865)**	**$ (13.923)**

(1) Corresponds to the adjustment for inflation in Venezuela: 2013 – 56,20% and 2012 – 20,06%.

(2) In 2012, Management of the Company and its subordinated companies conducted a study of the balance of the charge for the implementation of the information system, which concluded that the investment had fulfilled its objective, generating the expected economic benefits; it was decided to amortize the balance to be amortized.

(3) Equity tax is considered an acquired obligation. For this reason, in 2012 the totality of this tax was posted in the Profit and Loss Statement after exhausting the equity revaluation, pursuant to Article 1 of Decree 859, dated March 23, 2011.

NOTA 30

Depreciations

The balance as of December 31 included:

		2013		2012
Constructions and buildings	$	25.368	$	24.165
Office equipment		4.604		2.643
Transport equipment		1.222		1.132
Production equipment		81.913		71.158
GENERAL TOTAL	**$**	**113.107**	**$**	**99.098**

NOTA 31

Amortization of Intangible Assets, Deferred Charges and Other Assets

The balance as of December 31 included:

		2013		2012
Goodwill (*)	$	48.907	$	23.196
Project Everest operation		3.707		6.336
Improvements to property of others		4.523		4.968
Intangible brands		3.354		3.356
Leasing		2.549		3.576
Distribution rights		337		1.277
Licenses		748		2.992
Software		2.505		280
Other projects		117		117
Royalties		0		28
Others		587		0
Building, machinery and equipment maintenance		2.158		4.759
Subtotal of operational amortizations	**$**	**69.492**	**$**	**50.885**
Project Everest post - operation		0		10.338
TOTAL AMORTIZATIONS	**$**	**69.492**	**$**	**61.223**

(*) In 2013, this includes the amortization of the goodwill from the TMLUC acquisitions for $16.528 and AFC for $8.973.

NOTE 32

Acquisition of Property, Plant And Equipment and Other Assets

During the year, the following assets were acquired:

	2013	2012
Real estate	$ 45.850	$ 56.056
Office equipment	3.033	1.022
Production equipment	140.606	123.329
Transport equipment	2.007	318
TOTAL OF PROPERTY, PLANT AND EQUIPMENT	**$ 191.496**	**$ 180.725**

NOTE 33

Dividends Decreed and Paid

In the ordinary Assembly of Shareholders, held March 22, 2013, a monthly per–share dividend of COP 33 was decreed between April 2013 and March 2014 inclusive, on 460.123.458 outstanding shares. Dividends in 2013 were decreed in the amount of $182.617 (2012: $ 166.128), including the minority shareholders.
During 2013, dividends in the amount of $ 177.201 (2012: $163.873) were paid.

NOTE 34

Issuance of Shares

During 2013 and 2013, no shares were issued. In 2011, 25.000.00 ordinary shares were subscribed, placed at a value of $ 20.900 per share for a capital total of $ 522.500 received.

NOTE 35

Net Profit on the Sale of Property, Plant and Equipment and Investments

The balance as of December 31 included:
Income obtained in the transfer of property, plant, equipment and intangible assets

	2013	2012
Machinery and equipment	$ 733	$ 741
Real estate	17.368	46.918
Office equipment	11	18
Fleet and transport equipment	239	429
Intangible assets	0	473
Investments	405	0
Others	743	5
GENERAL TOTAL	**$ 19.499**	**$ 48.584**

Profit (loss) on sale and withdrawal of property, plant and equipment, investments and intangible assets

	2013	2012
Real estate	$ 14.276	$ 37.798
Machinery and equipment	998	240
Office equipment	(9)	105
Subtotal of the withdrawal of property, plant and equipment	**15.265**	**38.143**
Intangible assets	(3)	448
Investments	107	(2)
Other assets	742	5
Subtotal of the profit on the sale of intangible assets, investments and others	**846**	**451**
GENERAL TOTAL	**$ 16.111**	**$ 38.594**

Net withdrawal on property, plant and equipment and intangible assets

Real estate	$ 652	$ 1.111
Machinery and equipment	370	20
Office equipment	59	186
Subtotal of the withdrawal of property, plant and equipment	**1.081**	**1.317**
Intangible assets	381	495
Investments	43	0
Other assets	0	27
Subtotal on the withdrawal on intangible assets, investments and others	**424**	**522**
GENERAL TOTAL	**$ 1.505**	**$ 1.839**

NOTE 36

Subsequent Events

Oriental Coffee Alliance SDN BHD (OCA)

On February 17, 2014, *Grupo Nutresa S. A.* and Mitsubishi Corporation signed a joint venture agreement for the creation of a new company denominated "Oriental Coffee Alliance SDN BHD" (OCA) in order to develop jointly the commercialization of coffee products in Asia and seek new business opportunities in the region in other categories in which *Grupo Nutresa* operates.

Oriental Coffee Alliance SDN BHD (OCA) will be headquartered in Kuala Lumpur, Malaysia, and its shareholders will be Colcafé and Mitsubishi Corporation, each with a 50% share. Through the new company, products from Dan Kaffe Malaysia (DKM) – a company linked to *Grupo Nutresa* since December 2012 - will be sold, as well as some of the *Colcafé* and *Grupo Nutresa* products in Asia.

This partnership with Mitsubishi Corporation, a Japanese multinational and one of the largest, most – recognized conglomerates in the world which has a large commercial network in Asia, will allow Grupo Nutresa to advance in the objectives initially proposed with the acquisition of DKM, to enlarge its role in the global coffee industry, diversify the production and origin of its soluble coffees, and enter the rapidly growing coffee market in Asia.

NOTE 37

Consolidated Financial Ratios

		2013		2012
Liquidity ratio (Current assets / Current liabilities)		1,50		2,03
Indicates the Company's capability to attend its short–term obligations, using current assets as endorsement.				
Debt ratio (Total liabilities / Total assets)		29,78%		17,05%
Indicates the part of the Company's assets that are financed with third–party resources.				
Asset turnover ratio (Operating income / Total assets)		0,56		0,59
Profit margin ratio (Net profit / Operating income)		6,45%		6,51%
Profitability ratio				
(Net profit / Equity)		5,13%		4,66%
(Net profit (Total assets)		3,59%		3,86%
Consolidated EBITDA, adjusted				
Operating profit		650.227		521.112
Depreciations		113.107		99.098
Amortizations and other adjustments		69.492		50.885
TOTAL CONSOLIDATED EBITDA, ADJUSTED	**$**	**832.827**	**$**	**671.095**
EBITDA over total equity		11,23%		9,06%
Multi–national indicators				
Share of assets abroad				
(Assets abroad / Total assets)		26,86%		11,36%
Share of sales abroad				
(Sales abroad / Total sales)		34,34%		28,49%
Number of direct employees abroad / Total number of direct employees		41,35%		29,47%

NOTE 38

Financial Information by Country

Below is a breakdown of the operations by country, expressed in COP, converted at an average TRM of $ 1.868,90 (2011: $ 1.798,23):

	Sales		Total Assets		Net Profit		Administration Expenses		Sales Expenses		Production Expenses	
Country	**2013**	2012	**2013**	2012	**2013**	2012	**2013**	2012	**2013**	2012	**2013**	2012
Colombia	4.203.261	4.117.598	7.738.643	7.934.797	320.559	307.564	252.097	225.543	1.173.492	1.097.240	74.681	75.389
Costa Rica	239.832	175.677	351.716	296.924	36.766	27.862	11.192	9.376	74.220	48.697	9.776	8.492
Ecuador	64.162	55.591	24.886	18.530	1.182	921	0	0	14.090	11.915	0	0
El Salvador	18.621	16.001	5.073	5.071	(548)	(794)	0	0	4.840	4.013	0	0
The United States	164.633	153.009	79.266	65.287	9.279	3.996	3.567	3.769	20.306	19.637	3.102	2.082
Guatemala	53.222	39.725	20.519	18.800	(871)	(1.586)	1.166	0	18.854	7.447	0	0
Mexico	137.919	95.571	137.097	56.174	9.600	7.561	15.598	3.127	21.942	15.199	2.934	4.399
Nicaragua	20.808	17.197	6.209	5.680	(2.075)	(892)	0	0	5.159	3.751	0	0
Panama	87.533	80.699	94.956	81.632	(5.735)	(1.119)	4.270	2.875	18.692	14.796	2.125	1.269
Peru	125.523	107.221	179.911	178.452	4.107	339	8.979	7.557	26.235	20.226	5.207	3.739
Puerto Rico	867	937	704	688	(334)	(142)	0	0	498	500	0	0
Venezuela	529.283	402.668	345.780	269.755	2.328	(907)	14.524	14.049	73.311	70.577	34.914	27.561
The Dominican Republic	43.248	43.888	21.462	19.774	1.576	2.704	3.775	4.007	14.255	12.977	236	0
Argentina	6.161	0	10.884	0	(1.776)	0	2.134	0	912	0	0	0
Chile	203.393	0	1.563.392	0	6.177	0	30.276	0	38.360	0	1.552	0
TOTAL	**5.898.466**	**5.305.782**	**10.580.498**	**8.951.564**	**380.235**	**345.507**	**347.578**	**270.303**	**1.505.166**	**1.326.975**	**134.527**	**122.931**

NOTE 39

Balances and Transactions Among Related Parties

Operations of *Grupo Nutresa S. A.* (Parent Company) or its subordinated companies with companies in which the members of the Board of Directors, Legal Representatives, Chief Officers or Shareholders of *Grupo Nutresa S. A.* own more than a 10% share.

Company	Value of Operations 2013	Value of Operations 2012	Effect on Profit and Loss Statement 2013
BANCOLOMBIA S.A.			
Commissions	$ 0	$ 1.221	$ 0
Professional fees	173	47	173
Purchase of services	3.142	863	3.142
Interest paid	17.921	509	17.921
Interest received	1.686	0	1.686
Sale of goods	255	14	255
Sale of services	664	691	664
Balance receivable	240	0	240
Balance payable	4.911	7.922	0
C.I.CONFECCIONES COLOMBIA S.A.			
Purchase of services	0	2	0
Sale of services	0	2	0
Balance receivable	0	0	0
CONSULTORÍA EN GESTIÓN DE RIESGOS SURAMERICANA S.A.			
Professional fees	97	36	97
Purchase of services	0	0	0
Balance payable	0	25	0
EPS MEDICINA PREPAGADA SURAMERICANA S.A.			
Purchase of services		0	0
Sale of goods	3	5	3
Sale of services	7	6	7
Balance receivable	18	0	0
Balance payable	0	0	0
GRUPO DE INVERSIONES SURAMERICANA S.A.			
Dividends received	19.672	18.024	16.672
Dividends paid	62.555	57.578	0
INVERSIONES ARGOS S.A.			
Dividends received	17.996	16.680	17.996
Dividends paid	14.801	12.788	0
Sale of services	63	36	63
Sale of goods	13		13
Balance payable	180	199	

Company	Value of Operations 2013	Value of Operations 2012	Effect on Profit and Loss Statement 2013
SERVICIOS DE SALUD IPS SURAMERICANA S.A.			
Purchase of goods			
Purchase of services	$ 2	$ 18	$ 0
Professional fees	6	3	6
Sale of services	0	0	0
Sale of goods	8	9	8
Balance receivable	3	0	0
Balance payable	48	17	0
PROTECCIÓN S.A.			
Sale of goods	47	26	47
Sale of services	68	8	68
Balance receivable	5	0	0
Balance payable	0	1. 066	0
SEGUROS DE VIDA SURAMERICANA S.A.			
Purchase of services	2. 331	911	2. 331
Purchase of insurance	1.077	0	1.077
Sale of services	35	14	35
Balance payable	2. 577	1. 682	0
Balance receivable	15	0	0
SODEXHO PASS DE COLOMBIA			
Commissions	30	10	30
Purchase of services	2. 249	618	2. 249
Professional fees	0	0	0
Balance receivable	13	0	0
Balance payable	0	296	0
SODEXO COLOMBIA S.A.			
Purchase of goods	0	0	0
Purchase of services	29	19. 525	29
Commissions	7	0	3
Professional fees	3	0	7
Sale of goods	6	2. 764	6
Sale of services	2	3	2
Balance receivable	2. 325	0	0
Balance payable	0	2. 082	0
SURAMERICANA SEGUROS S.A.			
Purchase of insurance	6. 477	2. 152	6. 477
Purchase of services	83	119	83
Sale of goods	62	10	1
Sale of services	27	170	10
Balance receivable	0	153	170
Professional fees	1	0	0
Balance payable	873	0	0

Company	Value of Operations 2013	Value of Operations 2012	Effect on Profit and Loss Statement 2013
COMPUREDES S.A.			
Purchase of services	20	500	20
Professional fees	522	0	522
Balance payable	0	48	0
COLOMBIANA DE COMERCIO S.A.			
Purchase of services	0	604	0
Sale of goods	0	5.232	0
Balance receivable	0	856	0
Balance payable	0	439	0
SURATEP S.A.			
Sale of services	7	10	7
Sale of goods	23	38	23
Balance receivable	10	0	0
CELSIA S.A. E.S.P			
Sale of services	0	12	0
CEMENTOS ARGOS S.A			
Sale of services	0	646	646
BRINKS DE COLOMBIA S.A.			
Purchase of services	509	0	509
Balance payable	0	27	0
DINAMICA IPS			
Sale of services			
Sale of goods	2	0	2
Balance receivable	2	2	0
Balance payable			
SURAMERICANA			
Sale of services	9	0	9
Balance receivable	10	0	0
SERVICIOS GENERALES SURAMERICANA S.A.S.			
Sale of goods	47	0	47
Balance receivable	2	18	0
Balance payable	3	0	0
The Company carried out operations with the following manager:			
JAIRO GONZALEZ GOMEZ	0	13	0
Professional fees			

Note: All of the above operations were executed at normal market prices under normal market conditions.

Financial **Statements**

FISCAL AUDITOR'S REPORT

Grupo Nutresa S. A. ASSEMBLY OF SHAREHOLDERS

February 28, 2014

I have audited the Balance Sheets of Grupo Nutresa S. A. as of December 31, 2013 and 2012, and the corresponding statements of Profits and Losses, Changes in Shareholders' Equity, Changes in the Financial Situation, and Cash Flows for the years ended on those dates, and the summary of the principal accounting policies indicated in Note 2 and other explanatory notes.

Management is responsible for the proper preparation and presentation of these financial statements pursuant to the accounting principles generally accepted in Colombia and provisions issued by the Colombian Financial Superintendent. This responsibility includes designing, implementing and maintaining internal control relevant so that these financial statements are free from material misstatements due to fraud or error; selecting and applying appropriate accounting policies, as well as establishing the accounting estimates that are reasonable in the circumstances.

My responsibility consists of expressing an opinion on these financial statements based on my audits. I have obtained the information necessary to perform my fiscal–auditing duties and I conducted my work in accordance with the accounting principles generally accepted in Colombia. These principles require that I plan and conduct the audit to obtain reasonable certainty that the financial statements are free of relatively important errors.

The financial–statement audit includes, among other things, conducting procedures to obtain auditing evidence on the values and disclosures in the financial statements. The procedures selected depend on the auditor's discretion, including the assessment of risk of relatively important errors in the financial statements. In assessing these risks, the fiscal auditor considers the entity's pertinent internal control to prepare and reasonably present the financial statements, in order to design auditing procedures that are appropriate under the circumstances. An audit also includes assessing the appropriateness of the accounting policies used and of the accounting estimations made by the entity's management, as well as assessing the presentation of the financial statements as a whole. I consider that the auditing evidence that I obtained provided a reasonable basis for me to form the opinion that I state below.

In my opinion, the above–mentioned financial statements that I have audited, which were faithfully taken from the ledgers, reasonably present, in all significant aspects, the financial situation of Grupo Nutresa S. A. as of December 31, 2013 and 2012, and its operating results, the changes in its financial situation and its cash flows for the years ended on these dates, pursuant to accounting principles generally accepted in Colombia and the provisions of the Colombian Financial Superintendent, which were applied in a uniform manner.

Based on the result of my tests, in my concept:

a) The Company's accounting has been kept pursuant to legal regulations and to accounting techniques.

b) The operations recorded in the accounting ledgers and the minutes of the administrators adjust to the Statutes and to the decisions of the General Assembly of Shareholders.

c) The correspondence, account vouchers, Minutes Ledger and Share Registry Ledger are duly kept and maintained.

d) There are adequate internal – control measures for the conservation and custody of Company assets and those of third parties in its possession.

e) The company has complied with the regulations established in External Circular 062 of 2007, through which the Colombian Financial Superintendent established the obligation to implement mechanisms to prevent and control money laundering and the financing of terrorism, stemming from illegal securities – market activities.

f) There is concordance between the financial statements that accompany this opinion and the management report prepared by the administration.

g) The information contained in the payment declarations of contributions to the Comprehensive Social Security System, in particular the information relating to the affiliates and their income contribution base, has been taken from accounting records and supports. The Company is not in arrears for the concept of contributions to the Comprehensive Social Security System.

Juber Ernesto Carrión
Fiscal Auditor
Professional Card No. 86122-T
Member of PricewaterhouseCoopers Ltda.

CERTIFICATION OF THE FINANCIAL STATEMENTS

The undersigned Legal Representative and the General Accountant of Grupo Nutresa S. A.

HEREBY CERTIFY:

On February 28, 2014

That we have previously verified the statements contained in the Financial Statements of the Company, as of December 31, 2013 and 2012, pursuant to regulations, and they have been faithfully taken from the books and reflect the financial position and results of the operations of the Company.

In accordance with the above, regarding the above – mentioned financial statements, we state the following:

1. The assets and liabilities of Grupo Nutresa S. A. do exist and the transactions recorded were made during the corresponding years.
2. All economic transactions that were made have been acknowledged.
3. The assets represent the rights obtained by the Company; the liabilities represent the obligations that are the responsibility of the Company.
4. All elements have been acknowledged in the appropriate amounts, in accordance with generally accepted accounting principles.
5. The economic transactions that affect the Company have been correctly classified, described and disclosed.
6. The financial statements and their notes do not contain defects, errors or material inaccuracies that affect the financial situation, shareholders' equity and operations of the Company. Likewise, adequate procedures and disclosure and financial information control systems have been established and maintained, for the adequate presentation to third–party users of such information.

Carlos Enrique Piedrahíta Arocha
CEO

Jaime León Montoya Vásquez
General Accountant
Professional Card 45056-T

CERTIFICATION OF THE FINANCIAL STATEMENTS LAW 964 OF 2005

Grupo Nutresa S. A. Shareholders
Medellín

The undersigned Legal Representative of Grupo Nutresa S. A..

Certifies:

On February 28, 2014

That the financial statements and operations of the Company as of December 31, 2013 and 2012, do not contain defects, inaccuracies or errors that prevent knowing the true financial situation of the Company.

This is stated to comply with Article 46 of Law 964 of 2005.

As evidence, this is signed on the 28th day of the month of February, 2014.

Carlos Enrique Piedrahíta Arocha
CEO

BALANCE SHEET

As of December 31
(Values expressed in COP Million)

The notes to the Financial Statements may be consulted at:
2013report.gruponutresa.com//notas-a-los-estados-financieros-basicos/

	NOTES	2013	2012
ASSETS			
Current Assets			
Cash and cash equivalents	(3)	$ 58	$ 75
Debtor accounts	(4)	17.798	14.922
Prepaid expenses		60	0
Total Current Assets		**$ 17.916**	**$ 14.997**
Non - Current Assets			
Net permanent investments	(5)	4.126.523	3.748.345
Debtor accounts	(4)	393	0
Intangible assets		4.434	0
Other Assets		118	118
Valuations	(5)	3.357.714	3.733.696
Total non - current assets		**$ 7.489.182**	**$ 7.482.159**
TOTAL ASSETS		**$ 7.507.098**	**$ 7.497.156**
LIABILITIES			
Current Liabilities			
Financial obligations		$ 0	$ 7
Accounts payable	(7)	70.544	64.925
Taxes, levies and rates	(8)	2.299	489
Labor obligations		932	481
Deferred income	(9)	9.622	8.803
Total Current Liabilities		**$ 83.397**	**$ 74.705**
Non - Current Liabilities			
Accounts Payable	(7)	157	157
Taxes, levies and rates	(8)	0	168
Total non - current liabilities		**157**	**325**
TOTAL LIABILITIES		**$ 83.554**	**$ 75.030**
EQUITY			
Company stock	(10)	2.301	2.301
Capital surplus		1.542.805	1.363.092
Reserves	(11)	1.490.355	1.327.080
Equity revaluation	(12)	650.473	650.473
Results of the fiscal year		379.896	345.484
Surplus for revaluation	(5)	3.357.714	3.733.696
Total Equity		**$ 7.423.544**	**$ 7.422.126**
TOTAL LIABILITY AND EQUITY		**$ 7.507.098**	**$ 7.497.156**
Memorandum Accounts	(6)		
Debtor Memorandum Accounts		$ (3.995.132)	$ (3.931.856)
Creditor Memorandum Accounts		1.929.579	1.752.116

The notes are an integral part of the Financial Statements.

Jaime León Montoya Vásquez
General Accountant - Professional Card No. 45056-T
(See attached certification)

Carlos Enrique Piedrahíta Arocha
CEO
(See attached certification)

Juber Ernesto Carrión
Fiscal Auditor Professional Card No. 86122-T
Member of PricewaterhouseCoopers Ltda.
(See attached report)

PROFIT AND LOSS STATEMENT

From January 1 to December 31
(Values expressed in COP Million)

	NOTES	2013	2012
Holding Method Income (1)	(5)	**$ 344.939**	**$ 312.990**
Food holding method		466.608	394.018
Financial expenses, interest		(80.206)	(52.675)
Amortization of Goodwill		(48.737)	(23.196)
Exchange differences		7.121	(5.238)
Realization of investments		69	(2)
Dividends		84	83
Loss from Realization of Investments	(14)	**(176)**	**0**
Realization of investments to third parties		88	0
Cost of realization of investments to third parties		(264)	0
Dividends	(5)	**39.426**	**35.105**
Interest received		**0**	**2**
Other operating income		**14.465**	**8.377**
Operating Administration Expenses		**(13.551)**	**(10.090)**
Administration expenses	(13)	(13.551)	(10.090)
Operating Profit		**385.103**	**346.384**
Other income and outlays		(2.771)	(539)
Total Non - Operating Income and Outlays		**(2.771)**	**(539)**
Profit before Allowance for Income Tax		**382.332**	**345.845**
Allowance for income tax and CREE	(8)		
Current period		(1.632)	(361)
CREE		(804)	0
Net profit		**$ 379.896**	**$ 345.484**
Net profit per share (2)		**825,64**	**750,85**

(1) The heading comprising the Holding Methods Income is included in the Balance Sheets of the companies on which Grupo Nutresa S. A. registered the holding method.

(2) Expressed in Colombian Pesos (COP).

The notes are an integral part of the Financial Statements.

Jaime León Montoya Vásquez
General Accountant - Professional Card No. 45056-T
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Carlos Enrique Piedrahíta Arocha
CEO
(See attached certification)

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CHANGES IN SHAREHOLDERS' EQUITY STATEMENT

The notes to the Financial Statements may be consulted at :
2013report.gruponutresa.com//
notas-a-los-estados-financieros-basicos/

From January 1 to December 31
(Values expressed in COP Million)

					RESERVES										
	Notes	Capital	Stock - Placing Bonus	Holding Method Surplus	Legal	Due to Legal Provisions	For Stock Buy Back	At the Disposal of the Highest Company Body	Future Invest-ments	Other Reserves	Total Reserves	Revaluation of Equity	Profit from Fiscal Period	Valuation Surplus	Total Equity
Balances as of December 31, 2011		**2.301**	**546.831**	**804.258**	**2.711**	**1.076**	**82.400**	**158.457**	**862.332**	**129.767**	**1.236.743**	**650.975**	**255.982**	**2.979.150**	**6.476.240**
Dividends decreed													(165.645)		(165.645)
Transfers to profits and reserves										90.337	90.337		(90.337)		0
Equity tax appro-priation												(502)			(502)
Adjustment for valuations														754.546	754.546
Application of holding method	(5)			12.003											12.003
Net profit for the year 2012													345.484		345.484
Balances as of December 31, 2012		**2.301**	**546.831**	**816.261**	**2.711**	**1.076**	**82.400**	**158.457**	**862.332**	**220.104**	**1.327.080**	**650.473**	**345.484**	**3.733.696**	**7.422.126**
Dividends decreed													(182.209)		(182.209)
Transfers to profits and reserves									383.203	(219.928)	163.275		(163.275)		0
Adjustment for valuations														(375.982)	(375.982)
Application of holding method	(5)			179.713											179.713
Net profit for the year 2013													379.896		379.896
Balances as of December 31, 2013		**2.301**	**546.831**	**995.974**	**2.711**	**1.076**	**82.400**	**158.457**	**1.245.535**	**176**	**1.490.355**	**650.473**	**379.896**	**3.357.714**	**7.423.544**

The notes are an integral part of the Financial Statements.

Jaime León Montoya Vásquez
General Accountant - Professional Card No. 45056-T
(See attached certification)

Carlos Enrique Piedrahíta Arocha
CEO
(See attached certification)

Juber Ernesto Carrión
Fiscal Auditor Professional Card No. 86122-T
Member of PricewaterhouseCoopers Ltda.
(See attached report)

STATEMENT OF CHANGES IN THE FINANCIAL SITUATION

From January 1 to December 31
(Values expressed in COP Million)

	NOTES	2013	2012
FINANCIAL RESOURCES PROVIDED FROM:			
NET PROFIT		**$ 379.896**	**$ 345.484**
Plus (minus) debits (credits) to operations that do not affect the working capital:			
Net loss on sale of investments	(14)	176	0
Amortization of goodwill		170	0
Allowance of other assets		(34)	37
Profit from application of holding method	(5)	(344.632)	(312.729)
Recovery of the allowance of application of holding method	(5)	(307)	(261)
RESOURCES PROVIDED FROM OPERATIONS		**35.269**	**32.531**
Plus:			
Dividends from affiliates and subsidiaries	(5)	158.476	132.473
Income obtained in the sale of investments	(14)	88	0
Decrease in other deferred charges		0	503
RESOURCES PROVIDED BY SOURCES OTHER THAN OPERATIONS		**158.564**	**132.976**
TOTAL FINANCIAL RESOURCES PROVIDED		**$ 193.833**	**$ 165.507**
FINANCIAL RESOURCES USED IN:			
Dividends declared	(15)	182.209	165.645
Increase in long - term debtor accounts		393	0
Decrease in tax payable		168	168
Acquisition of investments in shares		12.232	930
Increase in goodwill		4.604	0
Appropriation for equity tax		0	502
TOTAL FINANCIAL RESOURCES USED		**$ 199.606**	**$ 167.245**
Decrease in working capital		**$ (5.773)**	**$ (1.738)**
Analysis of the Changes in the Working Capital			
INCREASE (DECREASE) IN CURRENT ASSETS			
Cash and cash equivalents		$ (17)	$ (19)
Debtor accounts		2.876	4.260
Deferred assets		60	0
TOTAL INCREASE IN CURRENT ASSETS		**$ 2.919**	**$ 4.241**
(INCREASE) DECREASE IN CURRENT LIABILITIES			
Financial obligations		7	(7)
Accounts payable		(5.619)	(5.616)
Taxes, levies and rates		(1.810)	(240)
Labor obligations		(451)	391
Deferred liabilities		(819)	(507)
TOTAL INCREASE IN CURRENT LIABILITIES		**$ (8.692)**	**$ (5.979)**
DECREASE IN THE WORKING CAPITAL		**$ (5.773)**	**$ (1.738)**

The notes are an integral part of the Financial Statements.

Jaime León Montoya Vásquez
General Accountant - Professional Card No. 45056-T
(See attached certification)

Carlos Enrique Piedrahíta Arocha
CEO
(See attached certification)

Juber Ernesto Carrión
Fiscal Auditor Professional Card No. 86122-T
Member of PricewaterhouseCoopers Ltda.
(See attached report)

CASH FLOW STATEMENT

From January 1 to December 31
(Values expressed in COP Million)

The notes to the Financial Statements may be consulted at:
2013report.gruponutresa.com//notas-a-los-estados-financieros-basicos/

	NOTES	2013	2012
CASH FLOWS PROVIDED FROM OPERATIONS:			
NET PROFIT		**$ 379.896**	**$ 345.484**
Plus (minus) debits (credits) for operations that do not affect the cash:			
Net loss on sale of investments	(14)	176	0
amortization of goodwill		170	0
Allowance for other assets		(34)	37
Profit from applying holding method	(5)	(344.632)	(312.729)
Recovery of allowance from applying holding method	(5)	(307)	(261)
Dividends received from affiliates and subsidiaries	(5)	158.476	132.473
Payment of equity tax		(168)	(168)
Changes in operating assets and liabilities:			
Debtor accounts		(3.269)	(4.260)
Deferred assets		(60)	1
Accounts payable		548	3.373
Taxes, levies and rates		1.810	240
Labor obligations		451	(391)
Deferred liabilities		819	507
NET CASH PROVIDED FROM OPERATIONS		**$ 193.876**	**$ 164.306**
CASH FLOWS PROVIDED FROM INVESTMENT ACTIVITIES:			
Income obtained from the sale of investments	(14)	88	0
Acquisition of other investments		(12.232)	(930)
Acquisition of goodwill		(4.604)	0
NET CASH USED FOR INVESTMENT ACTIVITIES		**$ (16.748)**	**$ (930)**
CASH FLOWS IN FINANCING ACTIVITIES:			
Dividends paid	(15)	(177.138)	(163.402)
Financial obligations acquired (paid)		(7)	7
NET CASH USED IN FINANCING ACTIVITIES		**$ (177.145)**	**$ (163.395)**
Decrease in cash and cash equivalents		(17)	(19)
Cash and cash equivalents at year opening		75	94
CASH AND CASH EQUIVALENTS AT YEAR CLOSING		**$ 58**	**$ 75**

The notes are an integral part of the Financial Statements.

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NOTES TO THE FINANCIAL STATEMENTS

Years ended as of December 31, 2013 and 2012 (Values expressed in COP Million, except for values in USD, the Exchange rate and the number of shares).

NOTE 1

Economic Entity

Grupo Nutresa S. A. is a Colombian stock company (*Sociedad Anónima, S. A.*) incorporated on April 12, 1920. The Company term expires on April 12, 2050; its main domicile is in the city of Medellín.

The Company's business purpose consists of investing in or applying resources or funds to companies organized in any form provided by law, either at home or abroad, and whose business purpose is aimed at the exploitation of any legal economic activity, or in tangible or intangible assets for the purpose of safeguarding its capital.

ACQUISITIONS IN 2013

Tresmontes Lucchetti

On July 18, 2013, *Grupo Nutresa S. A.* signed an agreement to acquire 100% of the shares in the Chilean company Tresmontes Lucchetti S. A. In accordance with the agreement, the value to be paid for the company was USD 758 million, equivalent to 12,6 times the 2012 EBITDA.

After the agreed – upon adjustments, the product of the confirming due diligence, the Enterprise Value (EV) reached was USD 739,3 million, which equals an EV / EBITDA of 12,3. After discounting the TMLUC financial debt of USD 126 million, the amount paid was USD 605,3 million, subject to the final adjustments for the working capital and the financial debt after the closing.

Tresmontes Lucchetti is a Chilean food company with 120 years of tradition. In Chile, it participates in the categories of cold instant beverages, tea, juices, coffee, pastas, snacks, edible oils, soups and desserts. Additionally, its cold instant beverage business has significant international presence in Mexico, the United States, Central America and South America.

In its country, *Tresmontes Lucchetti* is the leader in the cold instant beverage category with the brands *Zuko and Livean*. It is second in the pasta category (*Lucchetti and Talliani*) and coffee (*Gold and Monterrey*), and an important player in snacks (*Kryzpo*), edible oils (*Miraflores*), juices (*Yuz and Livean*), soups (*Naturezza*), desserts (*Livean*) and tea (*Zuko and Livean*).

Its presence is highlighted throughout the Mexican territory, where it has a wide distribution network, which has positioned it as the second player in the category of cold instant beverages.

The transaction included the following companies:

1. *Tresmontes Lucchetti S. A.*
2. *Tresmontes Lucchetti Agroindustrial S. A.*
3. *Tresmontes Lucchetti Internacional S. A.*
4. *Tresmontes Lucchetti Servicios S. A.*
5. *Tresmontes S. A.*
6. *Deshidratados S. A.*
7. *Inmobiliaria Tresmontes Lucchetti S. A.*
8. *Inversiones Agroindustrial Ltda.*
9. *Inversiones y Servicios Tresmontes Ltda.*
10. *Lucchetti Chile S. A.*
11. *Sociedad Colectiva Civil Inmobiliaria y Rentas Tresmontes Lucchetti*
12. *Envasadora de Aceites S. A.*
13. *Novaceites S. A.*
14. *Comercializadora TMLUC S. A. de C. V.*
15. *Servicios Tresmontes Lucchetti S. A. de C. V.*
16. *Tresmontes Lucchetti México S. A. de C. V.*
17. *TMLUC Perú S. A. C.*
18. *Promociones y Publicidad Las Américas S. A.*
19. *TMLUC Argentina S. A.*

Dan Kaffe (Malaysia) Sdn. Bhd. ("DKM")

On December 11, 2012, *Grupo Nutresa S. A.*, through its subsidiary industry *Colombiana de Café S. A. S.* (*Colcafé*), entered into an agreement by which it acquired a 44% stake of the Malaysian company Dan Kaffe (Malaysia) Sdn. Bhd. ("DKM"). The other shareholders of this company are Mitsubishi Corporation, the Japanese multinational company and one of the largest and most recognized conglomerates of this country, with a 30% stake; and Takasago International Corporation, one of the world leaders in flavors and aromas, with a 26% stake.

Founded in 1994, DKM is one of the largest Malaysian companies dedicated to the production of instant coffee and coffee extracts. Its plant is located in Johor Bahru, 25 kilometers from the port of Singapore, the business hub of Southeast Asia. This country is an important platform to do business as it has access to competitive raw materials, good international business logistics chains, qualified labor, political stability and an attractive legal system to do business.

The agreement was completed on February 15, 2013, when the payment of USD 14,4 million and the respective transfer of shares were made.

NOTE 2

Bases of Presentation and Summary of The Principle Accounting Policies and Practices

For its accounting records and the preparation of its financial statements, the Company observes accounting principles generally accepted in Colombia, which are prescribed by legal provisions and by the Office of the Colombian Financial Superintendent.

The principal accounting policies and practices implemented in the Company pursuant to the above are described next:

2.1 CONSOLIDATION

Companies in Colombia must prepare non–consolidated, general–purpose financial statements, which are presented to the Assembly of Shareholders and which serve as a basis for the distribution of dividends and other appropriations. In addition, the Commerce Code requires the preparation of consolidated, general–purpose financial statements, which are also presented to the Assembly of Shareholders for their approval, but which do not serve as a basis for the distribution and appropriation of profits. The financial statements that accompany these notes do not consolidate the assets, liabilities, equity or results of the subsidiary companies. The investments in these companies are recorded using the holding method as indicated further on.

2.2 FOREIGN EXCHANGE ACCOUNTS

Foreign exchange transactions are posted at the applicable exchange rate effective on the date of the respective transaction. For the monetary conversion of United States Dollars to Colombian Pesos, at the close of each fiscal period the balances of the accounts receivable and accounts payable are adjusted at the representative market rate (Tasa de Cambio Representativo del Mercado, TRM) published by the official agency in charge of certifying that information. For accounts receivable balances in other currencies (in terms of legal tender), the exchange differences are posted in the Profit and Loss Statement as financial income. For accounts payable, only the exchange differences not attributable to asset acquisitions are posted in the Profit and Loss Statement. Exchange differences that occur from the time acquisition assets are under construction or installation until they are ready to be used are attributable to post in asset acquisition costs.

Pursuant to Regulatory Decree 4918, dated December 26, 2007, the exchange difference from variable–income assets in subsidiary companies abroad must be restated in the legal tender, using the effective exchange rate certified by the Office of the Colombian Finance Superintendent and must be recorded in the Holding Method Surplus account as a greater or lesser value of the equity, as the case may be.

When the investment is effectively carried out, the adjustments for exchange differences that have been recorded in Equity will affect the results of the fiscal period.

The rights and obligations in financial derivatives made to acquire hedging assets or liabilities in foreign currency are posted in the Balance Sheet accounts and are adjusted to the representative market rate by being credited or debited to the Profit and Loss Statement. Option contract and futures contract bonuses are debited or credited to the Profit and Loss Statement of the fiscal period, as the case may be.

2.3 TRADABLE INVESTMENTS AND PERMANENT INVESTMENTS

The provisions of the Colombian Financial Superintendent, according to External Circular No. 11 of 1998, require that the investments the Company owns be classified according to the intention of their implementation by the administration as tradable investments, if it intends to keep them for less than three (3) years, and permanent investments, if it intends to keep them for more than three (3) years. They are also classified in accordance with the returns they generate in fixed–income investments and variable–income investments. Once classified, the investments are recorded and they appreciate as follows:

Fixed–income investments (debt rights), regardless of their classification as tradable or permanent, are initially recorded at their acquisition cost and are appreciated monthly at their realization value. The resulting adjustment is reflected in the Profit and Loss Statement.

Variable–income investments in shares or capital holdings, in entities that are not controlled by the Company, are recorded at cost and appreciate at their realization value. For permanent investments, the resulting adjustment, whether it is positive or negative, is recorded in the item valuation in the assets account with a credit or debit to the valuation surplus in Changes in the Shareholders' Equity Statement, as the case may be. For tradable investments, the resulting adjustment, whether it is positive or negative, affects the last cost recorded for the investment; the income or expense generated is registered in the Profit and Loss Statement. For shares listed in the stock market, the market value is determined thus: for high marketability shares, based on the average of the last ten (10) days of quotations; for average marketability shares, based on the average of the last ninety (90) days of quotations; and for low marketability shares or shares that are not listed in the stock market, on their intrinsic value.

Pursuant to Joint Circulars 006 and 11 of 2005, issued by the Colombian Superintendent of Societies and the Financial Superintendent, respectively, investments in subsidiary companies in which more than 50% of the capital belongs to the Parent Company, either directly or through an intermediary or with the assistance of its subsidiary companies, among other criteria, are posted using the equity holding method applied forward as of January 1, 1994. Using this method, investments are initially recorded at cost and later adjusted, with a credit or debit to the Profit and Loss Statement, as the case may be, to acknowledge the holdings in the profits or losses in the subsidiary companies as of January 1, 1994, after eliminating unrealized profits between the subsidiary companies and the Parent Company. The cash distribution of the profits of these companies, obtained before December 31, 1993, is recorded as income and, after that date, it is recorded as a lesser value of the investment. In addition to the above, the proportional holdings are also recorded as a greater or lesser value of the investments posted in variations in other equity accounts of the subsidiary companies other than the Profit and Loss Statement of the fiscal period, with a credit or debit to the surplus account through the holding method in the equity.

2.4 INTANGIBLE ASSETS

Brands and Rights

Intangible assets include direct costs incurred in acquiring commercial brands, as well as the distribution rights acknowledged, based on a technical study prepared by Company personnel. These costs are amortized in the lesser period of time between the estimated time of their exploitation and the duration of their legal or contractual term.

2.5 TAXES, LEVIES AND RATES

This heading includes the value of the mandatory, general nature taxation in favor of the State, for which the Company is responsible, for the concept of private liquidations that are determined on the taxable bases for the fiscal period.

Income tax is determined based on estimations.

2.6 ACKNOWLEDGEMENT OF INCOME, COSTS AND EXPENSES

Income received from the holding method is acknowledged on a quarterly basis, according to the results of the subsidiary companies.

Generally speaking, income, costs and expenses are recorded in the Profit and Loss Statement on an accrual basis.

2.7 LABOR OBLIGATIONS

Labor obligations are adjusted at the end of each fiscal period, based on the work contracts and the legal labor regulations in force.

2.8 DEBTOR MEMORANDUM ACCOUNTS AND CREDITOR MEMORANDUM ACCOUNTS

2.8.1 DEBTOR MEMORANDUM ACCOUNTS

Events or circumstances from which rights may be generated that affect the financial structure of the Company and accounts for effects of the internal control of assets are recorded in Debtor Memorandum Accounts. This item also includes accounts used to reconcile differences between accounting records of an active nature and tax returns.

2.8.2 CREDITOR MEMORANDUM ACCOUNTS

Commitments or contracts relating to possible obligations that may affect the financial structure of the Company are recorded in Creditor Memorandum Accounts. This item also includes accounts for effects of the internal control of liabilities and equity, as well as accounts used to reconcile the differences between accounting records of a credit nature and tax returns.

2.9 NET PROFIT PER SHARE

Net profit per share is calculated on 460.123.458 outstanding shares.

2.10 CASH AND CASH EQUIVALENTS

To prepare the Cash Flow Statement, the simultaneous (funding) operations are considered cash equivalents, when they expire in less than three (3) months time.

2.11 RELATIVE IMPORTANCE OR MATERIAL SIGNIFICANCE

The Financial Statements and the Notes to the Financial Statements disclose in an integral manner the economic events that, in the years ending on December 31, 2013 and 2012, affected the financial situation of the Company, its profits and losses and cash flows, as well as the changes in the financial position and in the shareholders' equity. There are no undisclosed events of this nature that could significantly alter the economic decisions of the users of the information mentioned.

For the purpose of disclosure, relative importance was determined using a base of five percent (5%) of current and non–current assets, current and non–current liabilities, equity, the results of the fiscal period and each general ledger account, considered individually.

2.12 TRANSITION TO THE INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRS)

Regulatory changes

On December 29, 2012, the Colombian Ministry of Commerce, Industry and Tourism issued Decree 2784, through which it regulated Law 1314 of 2008 regarding the regulatory technical framework for the preparers of financial information that make up Group 1: Issuers of securities, public interest entities and entities that comply with the parameters established in this provision.

This technical framework was developed based on the International Financial Reporting Standards (IFRS), the International Accounting Standards (IAC), Industry and Commerce Corporation (*Sociedad de Industria y Comercio*, SIC for its initials in Spanish) interpretations, the Interpretation Committee of International Financial Reporting Standards (ICIFRS) and the conceptual framework for financial information, issued in Spanish on January 1, 2012, by the International Accounting Standards Board (IASB).

According to the schedule of application, 2013 has been a period of preparation and training with the initial obligation of presenting an implementation plan approved by the Board of Directors, with those responsible and the monitoring and control goals. The year 2014 will be a transition period and 2015, the period for full application of the new regulatory framework.

According to that indicated in Decree 2784 of 2012, amended by Decree 3024 of 2013, the obligation to prepare an statement of the opening financial situation as of January 1, 2014, under the new regulations was established, so that throughout 2014, the transition will be carried out, with the simultaneous application of the current and the new accounting regulations.

The last official financial statements of Decrees 2649 and 2650 of 1993 will be cut off as of December 31, 2014, and the first financial statements under the new regulations will be those of 2015, which require their comparison with the transition information from 2014, under the regulatory technical framework established in Decree 2784 of 2012, amended by Decree 3023 of 2013.

2.13 COMPARABILITY

Certain reclassifications have been incorporated into the 2012 Financial Statements to facilitate comparison with the 2013 Financial Statements.

NOTE 3

Cash and Cash Equivalents

The balance as of December 31 included:

	2013	2012
Cash	$ 10	$ 13
Banks and savings accounts	47	13
Miscellaneous	1	49
TOTAL	**$ 58**	**$ 75**

The balance of these operations, except for cash, was placed at an average rate of 2,99% effective annually (E. A.) in 2013 and 4.61% E. A. in 2012.

NOTE 4

Debtor Accounts

The balance as of December 31 included:

	2013	2012
Economically bound companies (Note 19)	$ 3.850	$ 610
Dividends receivable (1)	9.622	8.803
Deposits	0	45
Advances and advanced payments	34	1
Net advances of tax payments (Note 8)	4.204	5.456
Loans to individuals	0	2
Accounts receivable from employees	88	0
Others	0	5
TOTAL DEBTOR ACCOUNTS (SHORT TERM)	**17.798**	**14.922**
Advances and advanced payments	45	0
Accounts receivable from employees	348	0
TOTAL DEBTOR ACCOUNTS (LONG TERM)	**$ 393**	**$ 0**

(1) This corresponds to pending declared dividends to be received by investments in non–subsidiary companies as of December 31, 2013 and 2012, with maturity between January and March 2014 and 2013, respectively.

NOTE 5

Net Permanent Investments

The balance as of December 31 included:

		Costos 2013		Costos 2012		Valorizaciones 2013
Investments in economically bound companies	$	3.760.458	$	3.383.937	$	95.487
Investments in other companies		365.365		364.630		3.262.227
Trust rights (1)		936		747		0
Other investments		520		127		0
Investment allowance		(756)		(1.096)		0
TOTAL PERMANENT INVESTMENTS	**$**	**4.126.523**	**$**	**3.748.345**	**$**	**3.357.714**

(1) Corresponds to *Fideicomiso Grupo Nutresa S. A.* (*Grupo Nutresa S. A.* Trust)

Duly authorized by the Colombian Financial Superintendent, in August 2009 through *Fideicomiso Grupo Nutresa S. A.*, the Company issued 500.000.000 ordinary bonds at a par value of ONE THOUSAND PESOS ($ 1.000) per bond, which were placed in their entirety on the market and have a "AAA" (Triple A) rating by Fitch Ratings Colombia S. A., ratified in 2013 and 2012. The bonds are endorsed 100% by the Company.

As of December 31, 2013 and 2012, the bonds are distributed thus:

SERIES	CAPITAL	CPI RATE +	MODE
C5	98.541	4,19%	T.V.
C7	131.815	4,96%	T.V.
C10	135.482	5,33%	T.V.
C12	134.162	5,59%	T.V.
TOTAL	**500.000**		

Investment in Economically Bound Companies

COMPANY	Number of Common Shares	Holdings %	Cost 2013	Cost 2012	Valuation 2013	Dividends Received 2012
Cía. Nacional de Chocolates S.A.S	496.886	100%	$ 777.968	$ 705.331	$ 8.199	$ 37.068
Compañía de Galletas Noel S.A.S	119.000.000	100%	928.982	804.366	22.190	29.512
Tropical Coffee Company S.A.S	1.000.000	100%	27.298	26.400	495	0
Ind. de Alimentos Zenú S.A.S	2.496.089	100%	295.231	286.811	0	28.550
Ind. Colombiana de Café S.A.S	2.947.415	100%	551.814	515.157	0	19.692
Litoempaques S.A.S	400.000	100%	22.532	20.994	5	0
Molino Santa Marta S.A.S	30.316.584	100%	62.071	53.355	20.813	0
Novaventa S.A.S	1.479.701.695	92,50%	52.315	46.462	9	4.927
Pastas Comarrico S.A.S	400.000	100%	22.634	18.979	3.560	0
Productos Alimenticios Doria S.A.S	68.634.332	100%	127.793	106.033	6.577	0
Alimentos Cárnicos S.A.S	4.736.893.458	100%	453.442	413.113	0	29.653
Meals Mercadeo de Alimentos de Colombia.S.A.S	227.000.000	100%	274.324	250.738	5.129	0
Compañía Nacional de Chocolates de Perú S.A.	6.870	0,00%	5	5	1	0
La Recetta S.A.S	350.000	70%	1.246	4.492	1.015	1.626
Servicios Nutresa S.A.S	10.000	100%	1.201	715	94	0
Setas Colombianas S.A	1.152.131.695	95,52%	40.116	41.715	14.322	7.431
Alimentos Cárnicos Zona Franca S.A.S	10.000	100%	206	800	5.294	0
Gestion Cargo Zona Franca S.A.S	5.000	100%	26.705	17.994	0	0
Comercial Nutresa S.A.S	2.724.624	100%	43.564	37.399	0	0
Industrias Aliadas S.A.S	2.225.850	83,33%	51.011	33.078	7.784	17
Subtotal			**$ 3.760.458**	**$ 3.383.937**	**$ 95.487**	**$ 158.476**
Investment Allowance			0	(307)		
TOTAL INVESTMENTS			**$ 3.760.458**	**$ 3.383.630**	**$ 95.487**	**$ 158.476**

A summary of the effect of applying the holding method in the structure of the *Grupo Nutresa S. A.* financial statements appears below:

	2013	2012
Increase in assets:		
Investments		
Holding method	$ 524.652	$ 324.993
Dividends received	(158.476)	(132.473)
Movement in investments	366.176	192.520
Valuation	2.353	(448)
TOTAL INCREASE IN ASSETS	**$ 368.529**	**$ 192.072**
Increase in equity:		
Results	$ 344.939	$ 312.990
Holding method profit	344.632	312.729
Net investment allowance recovery	307	261
Capital surplus	179.713	12.003
Valuation surplus	2.353	(448)
TOTAL INCREASE IN EQUITY	**$ 527.005**	**$ 324.545**

The subsidiary companies are listed below with their business purpose:

Industria Colombiana de Café S. A. S. "Colcafé S. A. S.":
This Colombian company was incorporated on June 1, 1950, as a stock company (*Sociedad Anónima*) and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company (*Sociedad por Acciones Simplificada, S. A. S.*) on March 18, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to assemble and exploit coffee industry and food industry activities in general, and those of directly related businesses, as well as conduct any other legal economic activity.

Compañía Nacional de Chocolates S. A. S.
This Colombian company was incorporated on October 8, 2002, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 18, 2009. It has an indefinite term and its main domicile in in Medellín, Antioquia.

Its business purpose is to exploit food industry activities in general, and, in particular, to produce chocolate and its derivatives, as well as to conduct business related to these industries; to distribute, sell and market the products described above, produced by the company and by other manufacturers, and the raw materials, materials or supplies utilized in the food production industry and in the production of popular consumption foods susceptible to being distributed through the same channels. The business purpose also includes investing in or applying resources or having holdings under any associative form authorized by law, and carrying out any other legal activity.

Tropical Coffee Company S. A. S.
This Colombian company was incorporated on March 31, 1950, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 18, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to assemble and exploit coffee industry and food industry activities in general, and to conduct directly related business activities. In addition, it can conduct any other legal economic activity.

Productos Alimenticios Doria S. A. S.
This Colombian company was incorporated on November 18, 1966, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 13, 2009. It has an indefinite term and its main domicile is in Mosquera, Cundinamarca.

Its business purpose is to exploit food industry activities in general and, in particular, flours and prepared foods made from cereals and their derivatives, pastas among others, and conduct businesses directly related to this industry. It may also distribute and, in general, market food products, raw materials and elements used in the food industry, and the manufacture of flours and preparations made from cereals and their derivatives. It may also invest in or apply resources or have holdings under any legal associative form, and conduct any other legal economic activity.

Industria de Alimentos Zenú S. A. S.
This Colombian company was incorporated on August 20, 2002, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 17, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to conduct food industry activities in general, as well as for those substances used as ingredients in foods and, in particular, meat, including the processing and utilization of by–products from beef, pork, sheep, fish and other animal species; the slaughter and preparation of large or small livestock and the purchase, sale, transport, distribution, import and export of meat. It may also process meat and prepare sausages, soups, extracts, fats, canned meat, spices, condiments, dairy products, cottage cheese, eggs and food substances for animals; the distribution, sale, importation, exportation and marketing in general of the elements mentioned above in their natural state or industrially prepared by the company or by others. In addition, it may distribute, sell and trade in general products for popular consumption susceptible to being distributed through the same channels. It may also invest in or apply resources or have holdings under any associative forms authorized by law and conduct any other legal economic activity.

Compañía de Galletas Noel S. A. S.
This Colombian company was incorporated on August 13, 1998, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 17, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to exploit food industry activities in general and, in particular, the production or manufacture of those foods for human consumption and the substances used as ingredients in food, such as prepared cereals, flours, starches, tea, coffee, sago, chocolate, sugar, salt, honey, bakery products, cookie and cracker products and pastry products. It may also distribute, sell and trade in general the products mentioned in the previous sentence produced by the company or other manufacturers, and the raw materials, materials or supplies used in the food production industry, as well as distribute, sell and trade in general products for popular consumption susceptible to being distributed through the same channels. It may also invest in or apply resources or have holdings under any associative forms authorized by law and conduct any other legal economic activity.

Comercial Nutresa S. A. S.
This Colombian company was incorporated through a private document on February 12, 2010; it was registered in the Medellín Chamber of Commerce on February 17, 2010. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to conduct any legal activity.

On March 31, 2011, the memorandum, in which the name of the company was changed from *Cordialsa Colombia S. A. S.* to *Comercial Nutresa S. A. S.*, was registered in the Medellín Chamber of Commerce.

Gestión Cargo Zona Franca S. A. S.

This Colombian company was incorporated on October 10, 2008, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 16, 2009. It has an indefinite term and its main domicile is in Cartagena, Bolívar.

The company is an industrial user of free–trade zone goods and services; its business purpose is, principally, to develop the following activities in the free–trade zone: provide management services to purchase, import and export food products and raw materials used in the food industry in general, for third parties. Likewise, it may reprocess, repack, assemble, label, pack, assemble for third parties, classify, control quality, inspect, reclassify, clean, freeze and thaw the mentioned articles. It may also provide coordination and logistics control services of imported products and raw materials for third parties, classify food and raw material products, control inventories and customs processes, along with loading, unloading and picking the products and raw materials indicated. It may do laboratory tests and analyses on food products and raw materials for food, as well as interpret their results.

Alimentos Cárnicos Zona Franca Santafé S. A. S.

This Colombian company was incorporated on October 10, 2008, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 16, 2009. It has an indefinite term and its main domicile is in Cota, Cundinamarca.

The company is an industrial user of free–trade zone goods and services; its business purpose is, principally, to develop the following activities in the free–trade zone: the processing, manufacture, purchase and sale of food products and the sale of by–products and waste derived from the manufacturing processes; to provide manufacturing services of food products to third parties; to provide management services to purchase supplies and raw materials used in the food manufacturing industry; to provide services to reprocess, repack, assemble, label, pack, assemble for third parties, classify, control quality, inspect, reclassify, clean, freeze and thaw the mentioned articles. It may also execute coordination and logistics control services of food product inventories and raw materials for third parties, classify food products and raw materials, load, unload and pick the products and raw materials indicated. It may contract third–party transportation services for itself and for others, as well as provide invoicing and food–product dispatch services, and conduct any other legal economic activity.

Alimentos Cárnicos S. A. S.

This Colombian company was incorporated on August 20, 1968, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 17, 2009. It has an indefinite term and its main domicile is in Yumbo, Valle del Cauca.

Its business purpose is to exploit the food industry in general and/or the substances used as ingredients for food and, in particular, meat and/or farm livestock and produce, including the processing and utilization of animal and agricultural by–products to prepare food; to exploit farm produce and large and small livestock and the businesses directly related to these activities, particularly by cattle breeding, raising, fattening up and their later slaughtering or live disposal; the purchase, sale, transport, distribution, import, export and trade in general of its own food and that of other manufacturers. In addition, it may invest in or apply resources or have holdings under any associative form authorized by law, the purpose of which is the exploitation of any legal economic activity, even if it is not directly related to food production or marketing, and to conduct any other legal economic activity in Colombia and abroad.

Molinos Santa Marta S. A. S.

This Colombian company was incorporated on April 18, 1980, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 18, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to mill grain, as well as develop the businesses and activities that are directly related to the milling industry and conduct any other legal economic activity.

Litoempaques S. A. S.

This Colombian company was incorporated on March 16, 1995, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 18, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to exploit the metallurgical and packing industry activities in general and, in particular, to produce or manufacture and/or assemble, and/or market bottles, lids and packaging made of any material and for any use. It may also do lithography work in metal or in any other material for all kinds of industries; to sell, distribute, import, export and trade all of the above elements in general, whether produced by the company or by other manufacturers, as well as the raw materials or supplies used in the metallurgical industry and packing industry. It may also conduct any other legal economic activity.

Pastas Comarrico S. A. S.

This Colombian company was incorporated on November 30, 2004, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 18, 2009. It has an indefinite term and its main domicile is in Barranquilla, Atlántico.

Its business purpose is to conduct food industry activities in general and, in particular, to manufacture and/or commercialize flours, pastas, prepared food made from cereals and their derivatives, as well as conduct business activities directly related to this industry; and to conduct any other legal economic activity.

Novaventa S. A. S.

This Colombian company was incorporated on October 3, 2000, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 17, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to commercialize and distribute food products, raw materials and elements used in the food industries and manage specialized channels to commercialize these products and other articles that are susceptible to being distributed through the same channels. It may also provide maintenance services for equipment used to commercialize the items mentioned above, and conduct any other legal economic activity.

Meals Mercadeo de Alimentos de Colombia S. A. S.

This Colombian company was incorporated on January 29, 1964, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 17, 2009. It has an indefinite term and its main domicile is in Bogotá, Cundinamarca.

Its business purpose is to exploit the food industry in general and, in particular, ice cream, dairy beverages, desserts, yoghurts, juices, refreshments, and fruit–based prepared food; to conduct business activities directly related to this industry. In general, it may distribute, sell and trade the products mentioned above, produced by the company or by other manufacturers, as well as the raw materials, materials or supplies used in the industry to produce food, as well as distribute, sell and trade in general popular products that are susceptible to being distributed through the same channels. It may also invest in or apply resources or have holdings under any of the associative forms authorized by law, and conduct any other legal economic activity.

Servicios Nutresa S. A. S.

This Colombian company was incorporated on April 21, 2006, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 17, 2009. It has an indefinite term and its main domicile is in Medellín, Antioquia.

Its business purpose is to provide in Colombia and/or abroad specialized business services in areas such as risk management and insurance; legal, auditing and control assistance, accounting, taxes, negotiation in purchases, financial planning, human–resource support and development processes, administrative services, informational technology, treasury matters and any other service that can create value for its clients. In addition, it may invest in or apply resources or have holdings under any of the associative forms authorized by law, and conduct any other legal economic activity.

On April 1, 2011, the statutory reform, in which the name of the company was changed from *Servicios Nacional de Chocolates S. A. S.* to *Servicios Nutresa S. A. S.*, was registered in the Medellín Chamber of Commerce.

La Recetta Soluciones Gastronómicas Integradas S. A. S.

This Colombian company was incorporated on April 11, 2008, as a stock company and unanimously transformed by the Assembly of Shareholders into a Simplified Joint Stock Company on March 25, 2010. The company term will expire on December 31, 2050, and its main domicile is in Cota, Cundinamarca.

Its business purpose is to distribute products of any nature through the institutional channel on its own behalf or for third parties; these products include mass–consumption foods and products, with its own brands or with third–party brands, as well as packaging and packing the products.

Compañía Nacional de Chocolates de Perú S. A.

This Peruvian company was incorporated on November 13, 2006; it has an indefinite term. Its main domicile is in Lima, Peru.

The business purpose of the company is the industrial and agricultural activity to manufacture and market all kinds of beverages and foods, as well as all kinds of farm exploitation. It may also engage in selling, marketing, distributing, exporting and importing activities for goods in general. It is especially dedicated to the industry of biscuits, chocolates and other sweets.

On December 1, 2010, the short fusion was effected whereby *Compañía Nacional de Chocolates de Perú S. A.* absorbed *Compañía de Cacao del Perú S. A. C.*

Industrias Aliadas S. A. S.

This Colombian company was incorporated on September 21, 1988, through Public Deed Number 4349, registered in the Office of the Second Notary Public of Ibagué. Its term is until September 21, 2038, and its main domicile is in Ibagué, Tolima.

On April 28, 2011, Memorandum Number 29, whereby the company was transformed in a Simplified Joint Stock Company, was registered in the Ibagué Chamber of Commerce.

Its business purpose is to purchase, sell, dry, sort and export coffee. In general, the company conducts all activities related to the coffee industry.

Setas Colombianas S.A.

This Colombian company was incorporated on December 16, 1991. Its term is until December 16, 2041, and its main domicile is in Medellín, Antioquia.

Its business purpose is to exploit, cultivate, produce, process, distribute and commercialize mushrooms and, in general, food industry products for human consumption and food for animals, and conduct business activities directly related to the food industry. It may also invest in livestock, farming and industrial units or businesses to process, exploit or distribute products for human consumption and food for animals.

The figures presented below have been taken from the financial statements of the subsidiary companies as of December 31; they have been certified and audited subject to the prescribed legal norms:

2013								
COMPANY	**Social Capital**	**Capital Surplus**	**Reserves**	**Equity Reval.**	**Profit (Loss)**	**Previous Yr. Loss**	**Valuation Surplus**	**Total Equity**
Industria Colombiana de Café S.A.S	22	135.844	104.048	3.135	62.124	0	246.616	551.789
Cía. Nacional de Chocolates S.A.S	25	203.442	247.467	11.020	66.701	0	266.425	795.080
Compañía de Galletas Noel S.A. S	119.000	318.087	182.963	0	70.032	0	260.853	950.935
Ind. de Alimentos Zenú S.A.S	250	1.105	99.058	64.726	(2.877)	0	132.387	294.649
Productos Alimenticios Doria S.A.S	6.853	0	23.449	24.668	12.933	0	66.468	134.371
Molino Santa Marta S.A.S	30	6.721	23.353	18.911	5.839	0	28.030	82.884
Alimentos Cárnicos S.A.S	47.376	32.956	222.333	0	68.978	0	81.797	453.441
Tropical Coffee Company S.A.S	4.891	0	3.363	21	208	(173)	19.483	27.792
Litoempaques S.A.S	4.000	0	2.291	6.141	(73)	0	10.179	22.538
Pastas Comarrico S.A.S	400	6.951	4.244	0	1.356	0	13.243	26.194
Novaventa S.A.S	1.600	3.588	12.215	6.576	10.812	0	21.776	56.567
Cía. Nacional de Chocolates del Perú S.A.	161.879	4.136	0	0	7.476	85.492	0	258.983
La Recetta Soluciones-Gastronomicas Integradas S.A.S	500	1.820	1.327	0	(1.568)	0	1.149	3.229
Meals Mercadeo de Alimentos de Colombia S.A.S	22.700	127.597	42.230	0	23.584	0	63.341	279.452
Servicios Nutresa S.A.S	100	0	666	2	486	0	42	1.295
Setas Colombianas S.A	7.237	3.800	6.433	31.656	5.150	(29.906)	32.622	56.990
Alimentos Cárnicos Zona Franca Santa Fé S.A.S	10	795	0	0	(594)	(769)	6.058	5.500
Gestion Cargo Zona Franca S.A.S	5	0	17.989	0	8.711	0	0	26.705
Comercial Nutresa S.A.S	2.725	23.785	10.710	0	5.979	0	364	43.564
Industrias Aliadas S.A.S	13.959	1.362	7.901	6.506	9.228	3.743	27.855	70.554

2012								
COMPANY	**Social Capital**	**Capital Surplus**	**Reserves**	**Equity Reval.**	**Profit (Loss)**	**Previous Yr. Loss**	**Valuation Surplus**	**Total Equity**
Ind. Colombiana de Café S.A.S	22	138.657	95.451	3.135	28.288	0	250.261	515.814
Cía. Nacional de Chocolates S.A.S	25	187.363	190.352	11.020	94.183	0	229.328	712.271
Compañía de Galletas Noel S.A.S	119.000	277.014	159.621	0	52.854	0	222.387	830.876
Ind. de Alimentos Zenú S.A.S	250	(5.588)	126.739	64.726	869	0	99.565	286.561
Productos Alimenticios Doria S.A.S	6.853	0	12.493	24.668	10.956	0	58.478	113.448
Molino Santa Marta S.A.S	30	6.721	10.024	18.912	15.239	(1.910)	25.189	74.205
Alimentos Cárnicos S.A.S	47.376	43.801	176.775	0	75.211	0	69.949	413.112
Tropical Coffee Company S.A.S	4.891	0	3.363	21	1.123	(1.296)	18.792	26.894
Litoempaques S.A.S	4.000	0	2.082	6.141	244	(35)	8.562	20.994
Pastas Comarrico S.A.S	400	6.951	3.818	0	426	0	10.945	22.540
Novaventa S.A.S	1.600	3.588	15.135	6.576	2.407	0	20.923	50.229
Cía. Nacional de Chocolates del Perú S.A.	162.822	0	3.349	0	4.386	17.587	0	188.144
La Recetta Soluciones Gastronomicas Integradas S.A.S	500	1.820	2.751		202	0	706	5.979
Meals Mercadeo de Alimentos de Colombia S.A.S	22.700	127.597	29.023	0	13.208	0	63.955	256.483
Servicios Nutresa S.A.S	100	0	494	2	172	0	47	815
Setas Colombianas S.A	7.237	3.800	7.372	31.654	6.901	(29.906)	33.672	60.730
Alimentos Cárnicos Zona Franca Santa Fé S.A.S	10	795	0	0	0	(769)	6.057	6.093
Gestion Cargo Zona Franca S.A.S	5	0	11.802	0	6.188	0	0	17.995
Comercial Nutresa S.A.S	2.725	23.785	10.203	0	506	0	179	37.398
Industrias Aliadas S.A.S	13.959	1.362	1.261	6.506	6.660	3.743	26.111	59.602

Economically bound companies in which *Grupo Nutresa S. A.* has no direct participation.

ISSUER COMPANY / COMPANY SHAREHOLDER	*Compañía Nacional de Chocolates S.A.S*	*Compañía de Galletas Noel S.A.S*	*Colcafe S.A.S*	*Compañía Nacional de Chocolates DCR S.A.*	*Industria de Alimentos Zenu S.A.S*	*Compañía de Galletas Pozuelo DCR S.A*	*Compañía Nacional de Chocolates DE PERÚ S.A.*	*Alimentos Cárnicos*	*Alimentos Carnicos Panamá S.A.*	*American Franchising Corp. (AFC)*	*Nutresa Chile S.A.*	ECONOMIC ACTIVITY
Alimentos Cárnicos de Panamá S.A.					100,00%							Producer
Cordialsa Noel Venezuela S.A.						85,73%			14,27%			Merchandising
Industrias Alimenticias Hermo de Venezuela						85,77%			14,23%			Producer
Corp.Distrib. de Alimentos S.A (Cordialsa)	50,00%	50,00%										Merchandising
Cordialsa Boricua Empaque, Inc.		100,00%										Merchandising
Cordialsa Usa, Inc.	10,28%	74,66%	15,06%									Merchandising
Compañía Nacional de Chocolates DCR, S.A.	100,00%											Exploitation of the food industry
Cordialsa Costa Rica, S.A.	50,00%	50,00%										Merchandising
Comercial Pozuelo Guatemala S.A.				0,000%		100,000%						Merchandising
Comercial Pozuelo El Salvador S.A. de C.V.						99,997%			0,003%			Merchandising
Compañía de Galletas Pozuelo DCR S.A.	35,75%	62,84%			1,41%							Exploitation of the food industry
Compañía de Galletas Pozuelo de Panamá S. A						100,00%						Producer
Comercial Pozuelo Nicaragua S.A.				0,080%		99,920%						Merchandising
Nutresa S.A. de C.V.	10,22%		40,13%		14,00%		35,65%					Producer
Serer S.A. de C.V.			44,70%		15,59%		39,71%					Producer
Fehr Holdings, LLC		100,00%										Investments
Compañía de Galletas Pozuelo de Republica Dominicana S.A.						100,00%						Merchandising
Helados Bon									81,18%			Producer
American Franchising Corp. (AFC)								100%				Investments
Industrias Lacteas de Costa Rica S.A.										100%		Producer
Cía Americana de Helados S.A.										100%		Merchandising
Fransouno S.A.										100%		Merchandising
Helados H.D. S.A.										100%		Merchandising
Americana de Alimentos Ameral S.A.										100%		Merchandising
Inmobiliaria Nevada S.A.										100%		Real Estate
Heladera Guatemalteca S.A.										100%		Producer
Distribuidora POPS S.A.										100%		Merchandising
Nevada Guatemalteca S.A.										100%		Real Estate
Guate-Pops S.A.										100%		Producer
Industrias Lacteas Nicaragua S.A.										100%		Merchandising
Americana de Alimentos S.A. de C.V.										100%		Merchandising
POPS One LLC										98%		Merchandising
POPS Two LLC										98%		Merchandising
Costa Rica´s Creamery LLC.										100%		Merchandising
Tresmontes Luchetti S.A.								0,0000%			99,9999%	Services
Nutresa Chile S.A.	15,30%	18,50%	15,30%					50,90%				Investments

Economically bound companies in which *Grupo Nutresa S. A.* has no direct participation.

ISSUER COMPANY / COMPANY SHAREHOLDER	*Nutresa Chile S.A.*	*Tresmontes Luchetti S.A.*	*Tresmontes Luchetti Internacional S.A.*	*Tresmontes S.A.*	*Inmobiliaria Tresmontes Luchetti S.A.*	*Inversiones Agroindustrial Ltda*	*Inversiones y Servicios Tresmontes Ltda*	*Envasadora de aceites S.A.*	*Tresmontes Luchetti Mexico S.A. de C.V.*	*Promociones y Publicidad Las Americas S.A.*	ECONOMIC ACTIVITY
TMLUC Agroindustrial S.A.	0,000002%					99,999998%					Producer
Tresmontes Luchetti Internacional S.A.	0,04%	99,96%									Merchandising
Tresmontes Luchetti Servicios S.A.	0,002%			99,998%							Merchandising
Tresmontes S.A.	0,004%	99,996%									Producer
Deshidratados S.A.	0,000001%						99,999999%				Producer
Inmobiliaria Tresmontes Luchetti S.A.	0,003%	99,997%									Real Estate
Inversiones Agroindustrial Ltda	0,046%	99,954%									Investments
Inversiones y Servicios Tresmontes Ltda	0,01%	99,99%									Investments
Luchetti Chile S.A.	0,000001%						99,999999%				Producer
Sociedad Colectiva Civil Inmbiliaria y rentas Tresmontes			4,4523%		26,7535%		68,7942%				Real Estate
Envasadora de Aceites S.A.	0,9%	90,1%					9,0%				Merchandising
Novaceites S.A.								50,00%			Merchandising
Comercializadora TMLUC S.A. de C.V.			0,00001%						99,99999%		Merchandising
Servicios Tresmontes Luchetti S.A. de C.V.	0,002%									99,998%	Services
Tresmontes Luchetti Mexico S.A. de C.V.			99,9999997%	0,0000003%							Producer
TMLUC Perú S.A.	0,003%		99,997%								Merchandising
Promociones y Publicidad Las Americas S.A.			99 %	1%							Services
TMLUC Argentina S.A.	5,0%			95,0%							Producer

INVESTMENTS IN OTHER COMPANIES

The balance as of December 31 included:

COMPANY	Number of Common Stock	Number of Outstanding Shares	Intrinsic Value or Market Value per Share	Date of Valuation	Holdings %	Cost 2013	Allow-ance	Valuat. (Devaluation) 2013	Dividends Received 2013
Grupo de Inversiones Suramericana S.A.	59.387.803	575.372.223	33.700,00	12/30/2013	10,32%	$ 161.433	0	$ 1.839.935	$ 19.672
Grupo Argos S.A.	79.804.628	785.813.601	19.440,00	12/30/2013	10,19%	148.703	0	1.402.699	17.996
Bimbo de Colombia S.A.	2.324.630	5.811.576	30.822,69	11/30/2013	40,00%	52.986	(45)	18.710	1.279
Fondo Ganadero de Antioquia S.A.	52.526	43.321.254	1.596,86	9/30/2013	0,12%	88	0	(4)	0
Sociedad Central Ganadera S.A.	50.267	279.859	40.501,87	11/30/2013	17,96%	1.155	0	881	479
Estrella Andina S.A.S (1)	999.000	3.330.000	1.006,00	11/30/2013	30,00%	999	0	6	0
Promotora S. A. (2)	0	0	0		0,00%	1	(1)	0	0
TOTAL NET PERMANENT INVESTMENTS						**$ 365.365**	$ **(46)**	**$ 3.262.227**	**$ 39.426**

(1) In 2013, 999.000 shares in Estrella Andina S. A. S. were acquired.

(2) All the shares in Promotora de Proyectos S. A. were sold.

SOCIEDAD	Number of Common Stock	Number of Outstanding Shares	Intrinsic Value or Market Value per Share	Date of Valuation	Holdings %	Cost 2012	Allow-ance	Valuat. (Devaluation) 2012	Dividends Received 2012
Grupo de Inversiones Suramericana S.A.	59.387.803	575.372.223	38.000,00	12/28/2012	10,32%	$ 161.433	0	$ 2.095.303	$ 18.023
Grupo Argos S.A.	79.804.628	783.238.001	21.000,00	12/28/2012	10,19%	148.703	0	1.527.194	16.680
Bimbo de Colombia S.A.	2.324.630	5.811.576	30.182,07	11/30/2012	40,00%	52.986	(45)	17.221	0
Fondo Ganadero de Antioquia S.A.	52.526	43.321.254	1.631,14	9/30/2012	0,12%	88	0	(2)	0
Sociedad Central Ganadera S.A.(1)	50.267	279.859	43.493,25	10/31/2012	17,96%	1.155	0	1.031	402
Promotora S. A.	398.038	6.070.831	198,00	10/31/2012	6,56%	265	(1)	(185)	0
TOTAL NET PERMANENT INVESTMENTS						**$ 364.630**	$ **(46)**	**$ 3.640.562**	**$ 35.105**

(1) During 2012, 1,576 shares in *Sociedad Central Ganadera S.A.* were acquired.

NOTE 6

Memorandum Accounts

The balance as of December 31 included:

		2013		2012
Debtor Memorandum Accounts:				
Contingent Rights				
Assets and securities pledged as collateral	$	433.350	$	491.400
Subtotal	**$**	**433.350**	**$**	**491.400**
Fiscal Debtor Memorandum Accounts				
Investments	$	(5.031.189)	$	(5.053.417)
Intangible assets		(4.358)		110
Other assets		37		0
Expenses		(11.656)		(3.110)
Fiscal losses to be compensated		8		621
Fiscal losses compensated		8.666		20.242
Subtotal	**$**	**(5.038.492)**	**$**	**(5.035.554)**
Other Control Debtor Memorandum Accounts				
Assets and securities in trust	$	(2.136)	$	152
Property, plant and equipment completely depreciated		168		168
Adjustment for inflation of assets		611.978		611.978
Subtotal	**$**	**610.010**	**$**	**612.298**
TOTAL DEBTOR MEMORANDUM ACCOUNTS	**$**	**(3.995.132)**	**$**	**(3.931.856)**
Creditor Memorandum Accounts:				
Contingent Responsibilities				
Assets and securities received as collateral	$	(607)	$	(607)
Litigations and/or lawsuits		0		805
Credits		1.507.508		1.273.675
Labor		1.020		975
Other contingent responsibilities		723		725
Subtotal	**$**	**1.508.644**	**$**	**1.275.573**
Fiscal Creditor Memorandum Accounts				
Operating income	$	(382.867)	$	(327.259)
Control Creditor Memorandum Accounts				
Equity inflation adjustments	$	803.802	$	803.802
TOTAL CREDITOR MEMORANDUM ACCOUNTS	$	**1.929.579**	$	**1.752.116**

NOTE 7
Accounts Payable

The balance as of December 31 included:

		2013		2012
Economically bound companies (Note 19)	$	19.111	$	18.592
Costs and expenses payable		312		575
Dividends payable		50.451		45.380
Withholdings and payroll		52		38
Withholdings at the source		606		330
Others		12		10
TOTAL ACCOUNTS PAYABLE (SHORT TERM)	**$**	**70.544**	**$**	**64.925**
Others (1)		157		157
TOTAL ACCOUNTS PAYABLE (LONG TERM)	**$**	**157**	**$**	**157**

(1) We expect to pay the balance in 2021.

NOTE 8
Taxes, Levies And Rates

As of December 31, the taxes, levies and rates included:

		2013		2012
Equity income tax – CREE	$	739	$	0
Sales tax payable		1.392		158
Industry and trade tax		0		164
Equity tax (*)		168		335
TOTAL	**$**	2.299	**$**	657
Minus non – current portion of equity tax		0		168
TOTAL SHORT TERM	**$**	**2.299**	**$**	**489**

INCOME TAX AND COMPLEMENTARY WINDFALL TAXES

The current tax regulations applicable to Grupo Nutresa S. A. stipulate that:

a. Beginning on January 1, 2013, fiscal income is taxed at a rate of 25% for the concept of income tax and complementary tax, except for those contributors that, by express disposition, handle special rates.
b. The taxable base to determine income tax cannot be less than 3% of the net worth of the shareholders' equity on the last day of the immediately previous taxable fiscal period.
c. As of tax year 2007, for tax purposes, the system of integral inflation adjustments was eliminated; the windfall tax was reactivated for legal entities on the total taxable windfall obtained by taxpayers during the year. The sole applicable rate on taxable windfall earnings up to 2012 is 33%. Article 109 of Law 1607 of December 2012 established a new tax rate of 10% on taxable windfall earnings for companies, as of fiscal year 2013.
d. As of tax year 2007 and solely for tax purposes, taxpayers may annually adjust the cost of real estate and personal property that have the nature of fixed assets. The Colombian National Tax and Customs Directorate will set the adjustment percentage through a resolution.
e. Up to tax year 2010, and for those taxpayers who had a legal stability contract signed until December 31, 2012, the special deduction for investments made in productive real fixed assets equal to 30% of the value of the investment was applicable; its use did not generate income taxes taxed on partners or shareholders. Taxpayers who had acquired de-

preciable fixed assets beginning on January 1, 2007, and who used the deduction established here, could only depreciate those assets through the straight – line system and would have no right to the benefit of audit, even fulfilling the budgets established in the tax regulations to access it. Regarding the deduction taken in previous years, if the property object of the benefit is no longer used in the income – producing activity or if it is disposed of or withdrawn before the end of its useful life, it must incorporate an income through proportional recovery of the useful life remaining at the time of its abandonment or sale. Law 1607 of 2012 repealed the rule that allowed signing the legal stability contracts, as of the 2013 tax year.

f. As of December 31, 2013, the Company does not have excess balances of presumptive income to offset ordinary income.

As of December 31, 2013, the Company presented fiscal losses, which originated during 2006, to be compensated in the amount of $ 8 million. Pursuant to current tax regulations, the fiscal losses generated from 2003 to 2006 may be offset and/or fiscally adjusted, with the ordinary income of the following eight years, without exceeding 25% of the value of the loss annually, without prejudice to the presumptive income for the fiscal period. Losses originated as of tax year 2007 may be offset and/or fiscally adjusted, without any limit on the percentage, at any time, with ordinary income without prejudice to the presumptive income of the fiscal period. Company losses may not be transferred to the shareholders. Fiscal losses originating in revenue that do not constitute income or windfall earnings, and originated in costs and deductions that have no relation of causality with the generation of taxable income may not–under any circumstance–be offset with taxpayers' net income.

It is important to mention that the compensation of tax losses or excess presumptive income may only be applied to the basic income tax and not to the equity income tax "CREE," as established in Tax Reform, Law 1607 of December 2012.

The maturity of the fiscal losses is the following:

Date of Maturity		Fiscal Losses
2014	$	8
TOTAL	**$**	**8**

g. Beginning in tax year 2013, new, additional concepts of windfall earnings are incorporated into those established as of December 31, 2012.

Below is the breakdown of the reconciliation between before–tax profits and remittance and the taxable income for the years ended on December 31:

	2013	2012
Profit before allowance for Income tax	**$ 382.332**	**$ 345.845**
Plus:		
Non–deductible expenses for taxes	978	1.240
Non–deductible expenses for various	242	667
Non–deductible provisions	0	263
Costs and expenses from previous fiscal periods	2.931	547
Dividends received from affiliates and subsidiaries	158.476	132.473
Levy on financial movements	3	32
Cost of sale of investments	264	0
TOTAL ITEMS THAT INCREASE THE NET TAXABLE INCOME	**$ 162.894**	**$ 135.222**
Minus:		
Untaxed income	25	0
Repayment of allowances	50	0
Income using holding method	344.939	312.990
Dividends that do not constitute income	191.438	146.606
Repayment of costs and expenses from prior fiscal periods	0	135
Investment sales cost	88	0
TOTAL ITEMS THAT DECREASE THE NET TAXABLE INCOME	**$ 536.540**	**$ 459.731**
Net income	8.686	21.336
(-) Compensation for presumptive income losses and excesses	8.686	20.242
Presumptive income	6.526	99
Net taxable income	6.526	1.094
Tax rate	25%	33%
Allowance for tax on current income before discounts	1.632	361
Allowance for tax on current income (1)	1.632	361
Income for windfall earnings	88	0
Costs and expenses for windfall earnings	88	0
TOTAL ALLOWANCE FOR TAX ON INCOME AND WINDFALL EARNINGS (1+2)	**$ 1.632**	**$ 361**

RECONCILIATION BETWEEN ACCOUNTING NET WORTH AND FISCAL NET WORTH

Below is the reconciliation between the accounting net worth and the fiscal net worth for the years ending as of December 31:

	2013	2012
Accounting net worth	**$ 7.423.544**	**$ 7.422.126**
Plus (or minus) the items that increase (decrease) the equity for fiscal effects:		
Allowance to protect investments and other assets	793	1.150
Fiduciary rights	(693)	0
Goodwill	(4.358)	110
Valuations	(3.357.714)	(3.733.696)
Fiscal cost of investments	(1.673.538)	(1.320.871)
FISCAL NET WORTH	**$ 2.388.034**	$ 2.368.819

The tax returns for income taxes and complementary taxes for the 2008, 2009, 2010, 2011 and 2013 tax years are subject to review and acceptance by the tax authorities. The Company Administrators and its legal advisors consider that the amounts posted as liabilities for tax payable are sufficient to attend any requirement that may be set forth regarding those years. The income and complementary tax declaration for the 2012 tax year is closed to revision, since the Company received the audit benefit dealt with in Article 689 – 1 of the Tributary Statute.

EQUITY INCOME TAX – CREE

The current fiscal provisions applicable to *Grupo Nutresa S. A.* stipulate that:

a. As of January 1, 2013, Law 1607 of December 2012 creates the equity income tax (*impuesto sobre la renta para la equidad,* CREE) as the contribution with which assimilated companies, legal entities and taxpayers reporting income and complementary tax in benefit of workers, employment generation and social investment. Non – profit entities, individuals and companies declared as free – trade zones at the rate of 15% are not subject to the liabilities of the equity income tax – CREE.
b. The base to determine the equity income tax – CREE may not be less than 3% of the liquid assets on the last day of the immediately anterior taxable fiscal period.
c. The equity income tax – CREE for the years 2013, 2014 and 2015 will have a rate of 9%; beginning in tax year 2016, the rate for this tax will be 8%.
d. As indicated in Article 25 of Law 1607 of December 2012, as of July 1, 2013, legal entities and taxpayers of income tax and complementary taxes, corresponding to workers who earn, individually, up to ten (10) minimum monthly wages will be exempt from paying parafiscal contributions for SENA and ICBF. This exemption does not apply to those contributors who are not subject to the CREE tax.
e. The tax base of the equity income tax – CREE will be established by subtracting from the gross income susceptible to increasing the assets made in the tax year, the returns, rebates and discounts and from that which is obtained is subtracted what corresponds to revenue that does not constitute income established in the Tributary Statute. From the net revenues thus obtained, the total of the costs and deductions applicable to this tax will be deducted, in accordance with the provisions of Articles 107 and 108 of the Tributary Statutes. It will be allowed to deduct the exempt income from the previous amount, which were exhaustively established by Article 22 of Law 1607 of 2012.

Below is the reconciliation between the profit before the equity income tax – CREE and the taxable income for the years ending as of December 31:

Profit before allowance for Income tax	**$**	**382.332**
Plus:		
Non–deductible expenses for taxes		978
Non–deductible expenses for various		242
Costs and expenses from previous fiscal periods		2.931
Dividends received due to holding method		158.476
Levy on financial movements		3
Cost of sale of investments		264
Special deductions (Donations)		249
Contributions to mutual investment funds		3
TOTAL ITEMS THAT INCREASE THE NET TAXABLE INCOME	**$**	**163.146**
Minus:		
Untaxed income		25
Repayment of allowances		50
Income using holding method		344.939
Dividends that do not constitute income		191.438
Sale of Investments		88
TOTAL ITEMS THAT DECREASE THE NET TAXABLE INCOME	**$**	**536.540**
Net income		8.938
Presumptive income		6.526
Net taxable income		8.938
Tax rate		9%
Allowance for tax on equity income		**804**

Composition of the expenditure and liabilities (credit balance) of the income and complementary windfall earnings tax and equity income tax – CREE as of December 31.

The income and complementary tax charge and the equity income tax – CREE include:

		2013		2012
Allowance for current Income and windfall earnings tax	$	1.632	$	361
Allowance for current CREE tax		804		0
ALLOWANCE FOR TAX ON INCOME AND CREE	**$**	**2.436**	**$**	**361**

The balance payable (credit) of tax on income and complementary windfall earnings and CREE as of December 31, was determined in the following manner:

		2013		2012
Allowance for current Income and windfall earnings tax	$	1.632	$	361
Allowance for current CREE tax		804		0
Minus:				
INCOME withholding tax		2.884		5.118
CREE auto – retentions		66		0
Credit balance without compensation		2.662		699
CREDIT BALANCE INCOME AND CREE TAX	**$**	**2.436**	**$**	**361**

EQUITY TAX

Law 1370 of 2009 established a capital tax for the 2011 tax year, which income taxpayers must pay. Therefore, those taxpayers with a net worth above COP 5.000 million are subject to a rate of 4,8%; those with a net worth of between COP 3.000 million and COP 5.000 million must pay a rate of 2,4%.

Emergency Decree Number 4825 of December 2010 included a new range of taxpayers required to pay this tax. It established a rate of 1% for those taxpayers whose net worth is between COP 1.000 and COP 2.000 million; those whose net worth is between COP 2.000 and COP 3.000 million must pay a rate of 1,4%.

In turn, the Decree mentioned established a 25% surcharge on this tax, which is applicable only the taxpayers of the equity tax of Law 1370 of 2009.

Likewise, through Decree 514 of 2010, the following paragraph was added to Article 78 of Reglamentary Decree 2649 of 1993:

“Temporary Paragraph: Taxpayers may allocate annually against the equity revaluation account the value of the fees payable in the respective period of the equity tax dealt with in Law 1370 of 2009.

When the equity revaluation account does not register a balance or when it is insufficient to charge the equity tax, taxpayers may accrue annually in the Profit and Loss accounts the value of the quota due in the respective period”.

It is important to mention that through Communication 115 – 043207, dated September 6, 2007, the Superintendent of Corporations referred to the authorization of the highest corporate body to use the equity revaluation account. The control body said: “It is clear that, in effect, the equity revaluation may be affected, in addition to the cases already provided for in the accounting rules for the allocation of the equity tax, a decision that requires the authorization of the highest corporate body, which must approve if the equity tax is applied to the equity revaluation or directly to the Profits and Losses”.

NOTE 9

Deferred Revenue

This corresponds to the value of the unenforceable dividends decreed by companies in which the Company is not the controlling shareholder.

The balance as of December 31 included:

Names		2013		2012
Grupo Argos S.A.	$	4.589	$	4.230
Grupo de Inversiones Suramericana S.A.		5.033		4.573
TOTAL	**$**	**9.622**	**$**	**8.803**

NOTE 10

Capital Stock

The balance as of December 31, 2013 and 2012 included:

Authorized capital of 480.000.000 shares at a par value of $ 5 each.	$	2.400
Non–issued shares: 19.876.542		(99)
SUBSCRIBED AND PAID-UP CAPITAL	**$**	**2.301**

NOTE 11

Reserves

Legal Reserve
Pursuant to Colombian commerce legislation, 10% of the net profits must be appropriated each year as a legal reserve, until the reserve balance reaches at least 50% of the subscribed capital. In accordance with its bylaws, the Company keeps its legal reserve at 100% of the subscribed capital. This reserve cannot be distributed until the Company is liquidated, but it must be used to absorb losses. The Assembly of Shareholders may freely dispose of any excess above the minimum amount required by law.

Reserve for Stock Buy Back
Pursuant to the provisions set forth in the Commerce Code, all rights inherent in stock buy back are suspended and must be excluded when determining the intrinsic value of the issued stock. The Company must maintain a reserve equal to the cost of the buy backs of its own stock.

Other Reserves
This includes other reserves that are substantially for free disposal by the Assembly of Shareholders.

NOTE 12

Equity Revaluation

Adjustments for inflation on the balances of the equity accounts made from January 1, 1992 until December 31, 2006, were credited to this account and charged to the Profit and Loss Statement of the fiscal period, except for the valuation surplus. This item is decreased with the equity tax and may not be distributed as a profit until the Company is liquidated or capitalized, pursuant to legal provisions.

NOTE 13

Administration Operating Expenses

The balance as of December 31, 2013 included:

		2013		2012
Personnel expenses	$	5.734	$	4.059
Taxes		1.137		1.426
Travel expenses		1.928		1.458
Professional fees		924		705
Miscellaneous and other expenses		3.828		2.442
TOTAL	**$**	**13.551**	**$**	**10.090**

NOTE 14

Net Profit on Sale and Liquidation of Investments

Name		Cost		Sale Price or Value Received		Profit or (Loss)
Sale of Investments						
Promotora	$	264	$	88	$	(176)
TOTAL	**$**	**264**	**$**	**88**	**$**	**(176)**

During 2012, no sale or liquidation of investments was made.

NOTE 15

Dividends Decreed

In the ordinary Assembly of Shareholders held on March 22, 2013, a monthly per–share dividend of COP 33 was decreed between April 2013 and March 2014 inclusive, on 460.123.458 outstanding shares. Dividends were decreed for 2013 in the amount of $ 182.209 (2012: $ 165.645).

During 2013, dividends were paid in the amount of $ 177.138 (2012: $ 163.402).

NOTE 16

Administration of Stocks and Dividends

The Companied entered into a contract with Deceval, by virtue of which the latter is in charge of providing comprehensive deposit and administration services for Company stock, beginning on June 1, 2011.

The main contractual commitments are the following:

- To have custody of and update the Shareholders' Registry Ledger
- To make notations in the trading account and custody
- To update and correct data
- To oversee assemblies
- To serve shareholders
- To serve third parties
- To attend off–exchange operations
- To administer subscriptions
- To administer risks
- To liquidate and control dividends
- To maintain documents/files
- To provide reports and consultations
- To provide legal support
- To provide other services

NOTE 17

Subsequent Events

ORIENTAL COFFEE ALLIANCE SDN BHD (OCA)

On February 17, 2014, Grupo Nutresa S. A. and Mitsubishi Corporation signed a joint venture agreement for the creation of a new company denominated "Oriental Coffee Alliance SDN BHD" (OCA) in order to develop jointly the commercialization of coffee products in Asia and seek new business opportunities in the region in other categories in which Grupo Nutresa operates.

Oriental Coffee Alliance SDN BHD (OCA) will be headquartered in Kuala Lumpur, Malaysia, and its shareholders will be Colcafé and Mitsubishi Corporation, each with a 50% share. Through the new company, products from Dan Kaffe Malaysia (DKM) – a company linked to Grupo Nutresa since December 2012 - will be sold, as well as some of the Colcafé and Grupo Nutresa products in Asia.

This partnership with Mitsubishi Corporation, a Japanese multinational and one of the largest, most – recognized conglomerates in the world which has a large commercial network in Asia, will allow Grupo Nutresa to advance in the objectives initially proposed with the acquisition of DKM, to enlarge its role in the global coffee industry, diversify the production and origin of its soluble coffees, and enter the rapidly growing coffee market in Asia.

NOTE 18

Financial Ratios

	2013	2012
Liquidity Ratio		
(Current assets / Current liabilities)	0,21 veces	0,20 veces
Indicates the capability that the Company has to attend its short-term obligations, using current assets as endorsement.		
Debt Ratio		
(Total Liabilities / Total Assets)	1,11%	1,00%
Indicates the part of the Company's assets that are financed with third-party resources.		
Profitability Ratio:		
• (Net profit / Net worth)	5,12%	4,65%
Percentage of net worth that represents the net profit.		
• (Net profit / Total assets)	5,06%	4,61%
Percentage of the total assets that represents the net profit.		

Percentage of the total assets that represents the net profit.

Stock Information	2013	2012
Number of outstanding shares	460.123.458	460.123.458
Nominal value (*)	5	5
Commercial value (*)	26.440	25.420
Intrinsic Value (*)	16.134	16.131
Number of shareholders	15.093	17.176
Average price in the stock market (*)	26.055	21.931
Maximum price in the stock market (*)	28.500	25.560
Minimum price in the stock market (*)	22.900	20.300

(*) Values expressed in Colombian Pesos (COP).

NOTA 19

Balances and Transactions Among Economically Bound Companies

(Articles 29 and 47 of Law 222 of 1995, and Circular 002 of 1998 from the Colombian Financial Superintendent).

	Operating Value 2013	Operating Value 2012	Effect on Profit and Loss Results 2013	% of Share in Operating Income (Expenses) 2013
COMPAÑÍA DE GALLETAS NOEL S. A. S.				
Professional fees and services	$ 2.945	$ 1.728	$ 2.945	0,74%
Dividends received	29.512	26.918		
Balance receivable	691	0		
INDUSTRIAS ALIMENTICIAS ZENÚ S. A. S.				
Professional fees and services	0	1.728		
Dividends received	28.550	10.154		
CÍA. NACIONAL DE CHOCOLATES S. A. S.				
Professional fees and services	2.667	1.341	2.667	0,67%
Dividends received	37.068	26.917		
Services paid	0	1		
Balance receivable	840	248		
Balance payable	(5)	(5)		
PRODUCTOS ALIMENTICIOS DORIA S. A. S.				
Professional fees and services	468	551	468	0,12%
Dividends received	0	6.863		
Balance receivable	42			
ALIMENTOS CÁRNICOS S.A.S.				
Professional fees and services	5.215	1.234	5.215	1,31%
Dividends received	29.653	21.600		
Balance receivable	1.641			
INDUSTRIA COLOMBIANA DE CAFÉ S.A.S.				
Dividends received	19.692	13.800		
Professional fees and services	2.328	0	2.328	0.58%
Balance receivable	560	362		
MEALS DE COLOMBIA S. A. S.				
Professional fees and services	842	365	842	0,21%
Dividends received	0	13.393		
Balance receivable	76	0		
SERVICIOS NUTRESA S. A. S.				
Professional fees paid	12	12	12	0,09%
Balance payable	(19.073)	(18.587)		
NOVAVENTA S. A. S.				
Dividends received	4.927	4.824		
ALIMENTOS CÁRNICOS ZONA FRANCA SANTAFÉ S. A. S.				
Interest received	0	11		0,08%
SETAS COLOMBIANAS S.A.				
Dividends received	7.431	8.003		
LA RECETTA SOLUCIONES GASTRONÓMICAS INTEGRADAS S. A. S.				
Dividends received	1.626			
INDUSTRIAS ALIADAS S. A. S.				
Dividends received	17			
LITOEMPAQUES S. A. S.				
Purchase of property, plant and equipment	999			
Services paid	3			
Balance payable	(33)			

Operations with companies in which members of the Grupo Nutresa S. A. Board of Directors, its legal representatives and chief officers have a share greater than 10%:

	Operating Value 2013	Operating Value 2012	Effect on Profit and Loss Results 2013	% of Share in Operating Income (Expenses) 2013
Grupo de Inversiones Suramericana S.A.				
Dividends received	$ 19.672	$ 18.024	$ 19.672	4,93%
Dividends paid	62.554	57.578		
Inversiones Argos S.A.				
Dividends received	17.996	16.679	17.996	4,51%
Dividends paid	14.801	12.788		

This image is the result of the messages written by our employees in the internal forums in our Businesses in Colombia and abroad.

Doctor Piedrahíta, dear friend and leader:

Those of us who have had the fortune and privilege of working beside you salute you.

A mixture of melancholy and joy embraces us all. Nostalgia for your departure, although hidden in us is the undeniably pleasant sensation and the drawing on our soul of a genuine smile, the same that is outlined when a person who deserves good things achieves them.

Having been a part of your team has filled us with enormous satisfaction. For all, your example has been the best incentive to do our work better and go the extra mile. We will never stop admiring you for such a successful course on which you led the Organization in recent times.

Every decision you made in these 14 years has been a lesson. The integrity, commitment and determination with which you addressed important issues not only marked us deeply, but have also inspired us to pursue our own dreams.

We sincerely thank you for trusting us and for allowing us to accompany you on your quest for business insight. Thank you for your exigency and for having established and maintained standards that led us to strive more each day.

Our appreciation is also for your constant motivation to think big and prepare for the future, which – judging by recent results – yielded huge fruits. Today, thanks to your leadership, we can proudly say that we are one of the strongest, most admired groups in the region.

But above all, we thank you for your ability and perspective to bring out the best in us as human beings. Your values and principles became a beacon and led us to confront our daily functions with the conviction that it isn't worth it to grow and be successful if we don't keep a balance that can be maintained. We genuinely admire you as a person and as a leader!

We will never forget some of your invitations, which – for being short, specific and convincing – will always be etched in our minds: "Challenge permanently." "Step into the shoes of the other." "Pursue healthy disagreement." "Look beyond." "Always Innovate." "Think like a consumer." "Seek cutting – edge processes." "Evolve without revolutionizing." "Teach others to fish." and "Together, we can do more." Thank you; thank you so very much for this great legacy!

Today a new phase with different challenges begins for you. Unfortunately, we can no longer count on your guidance every day. But we are wholeheartedly glad that other people and different teams can enjoy your company much more and that you can make your dreams – that today are much closer – come true.

You will always have our respect, appreciation, loyalty and deep gratitude. And rest assured that we will continue to defend this ship that you strengthened and prepared for severe storms. We will sail in it safely, driven by the winds of a great team, led by challenges and inspired by your teachings.

May the best appear
on the horizon of your new life.

Grupo Nutresa employees, March 2014

Grupo nutresa

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