Independent auditor's report

To the Shareholders of
Banco GNB Sudameris S. A. and its subsidiaries

Report on the audit of the consolidated financial statements

Our opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of Banco GNB Sudameris S. A. (the Bank) and its subsidiaries (together "the Group") as at December 31, 2020, and its consolidated results of operations and its consolidated cash flows for the year then ended in accordance with the accounting and financial reporting standards accepted in Colombia.

What we have audited

The Group's consolidated financial statements comprise:

- The consolidated statement of financial position as at December 31, 2020;
- The consolidated statement of income for the year then ended;
- The consolidated statement of other comprehensive income for the year then ended;
- The consolidated statement of changes in equity for the year then ended;
- The consolidated statement of cash flow for the year then ended;
- The notes to the consolidated financial statements, which include significant accounting policies and other explanatory information.

Basis for opinion

We conducted our audit in accordance with financial reporting auditing standards accepted in Colombia. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code).

PwC Contadores y Auditores S.A.S., Carrera 7 No. 156-80, Piso 17, Bogotá, Colombia
Tel: (57-1) 668 4999, Fax: (57-1) 218 8544, www.pwc.com/co

To The Shareholders of
Banco GNB Sudameris S. A. and its subsidiaries

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter (amounts in COP millions)	How the key matter has been addressed
Impairment of loan portfolio As described in Notes 3-c-ii) and 11 to the consolidated financial statements, the Bank's impairment of loans portfolio represents the management's estimate of losses inherent due to the impairment of the portfolio of loans, which consists mostly of commercial, consumer and mortgage loans. As of December 31, 2020, the total amount of the loan portfolio was COP $16,177,729, and the provision for loan losses was COP $605,829. The impairment of loans portfolio under IFRS 9 is determined for each loan portfolio, by means of an estimation based on statistical models for expected credit losses for loans assessed collectively, and using the difference between the carrying value of the asset and the present value of the cash flows discounted at the original effective interest rate of the financial assets for loans that are individually assessed. The statistical estimates of expected credit losses are calculated using loan loss statistical factors, specifically the probability of default and the loss given default. In this regard, the Bank uses its judgment to assess the estimated loss statistics, taking into consideration different scenarios, external factors and economic events that have taken place but that are not yet reflected in the loss factors. IFRS 9 (2014 version) requires recognizing a provision for impairment of financial assets at fair value through OCI in an amount equal to an expected impairment loss over a twelve-month period following the cut-off date of the financial statements or over the remaining life of the loan.	Our procedures included tests on the effectiveness of the controls in relation to the Bank's provisions estimation process. They also included, among others: evaluation of the relevance of the models and methodologies used to generate the statistical estimates of loan losses from the loan portfolios. We also tested the key entries and evaluate the assumptions and judgments applied for the statistical estimation of the loan loss, in addition to evaluating any adjustment to the estimates of loan loss and the estimation of future cash flows of the loans individually assessed. The foregoing included evidence, as appropriate, of the probabilities of default at 12 months, probability of default throughout the lifetime of the loan, loss given default, and exposure at default with the inclusion of the forward-looking basis, , the amount and time of cash flows and the fair value of the guarantees. For the evaluation of the scenarios that the management applied to estimate the loan loss, we assess the reasonability of the impact of external factors and economic events that have already occurred, but which are not yet reflected in the estimate of loan loss. We also use personnel with specialized skills to assist us in assessing the relevance of the models, and the other hand, the financial audit team validated certain entries of the statistical estimates of loan loss.

To The Shareholders of
Banco GNB Sudameris S. A. and its subsidiaries

Key Audit Matter (amounts in COP millions)	How the key matter has been addressed
The expected loss over the remaining life of the loan is the expected loss resulting from all possible impairment events over the expected life of the financial instrument, while the expected loss over the twelve-month period is the portion of the expected loss that will result from impairment events that are possible within twelve months following the reporting date of the financial statements. The main considerations we took into account regarding procedures related to the provision for loan losses to be considered as a key audit matter are (i) the need for an important level of judgment by the management to determine the modeling techniques used in its statistical estimates of the probability of default at 12 months, probability of default throughout the lifetime of the loan, loss given default, and exposure at default with the inclusion of the forward-looking basis taking into account different scenarios, which in turn entails a high level of subjectivity for the auditor, (ii) subjectivity in the evaluation of audit evidence in relation to the relevance of the different scenarios evaluated, (iii) the judgment to determine the expectations of future cash flows and the fair value of the guarantees, and (iv) the use of professionals with specialized skill and knowledge to assist in performing procedures and evaluating the audit evidence obtained.	

To The Shareholders of
Banco GNB Sudameris S. A. and its subsidiaries

Key Audit Matter (amounts in COP millions)	How the key matter has been addressed
Assets impairment - goodwill As indicated in Notes 3-j-i) and 16 to the consolidated financial statements, the consolidated balance for goodwill of the Bank was COP $ 354,781 as of December 31, 2020. The Group performs impairment testing at each yearend or with greater frequency if events or circumstances indicate that the carrying value of goodwill may be impaired. Impairment is determined by comparing the recoverable amount of the Cash Generating Unit to its carrying value, including goodwill. Management estimates the recoverable amount using a discounted cash flow model. Management's forecasts for the Cash Generating Unit involves substantial judgments and assumptions regarding the perpetuity rate, forecast inflation, the discount rate, the growth rate and loan solvency. The main consideration we took into account for our determination that the procedures related to the evaluation of the impairment of goodwill in the Cash Generating Unit are a key audit matter, is the significant judgment applied by the management when developing the measurement of the amount recoverable from such units, the management applied some estimations about future economic events like inflation, annual growth, loans portfolio solvency and others. These are key factors that affect significantly the outcome of the valuations models which determine the recoverable amount of the audit units.	Our procedures included, among others, tests of the management process to develop the estimate of the recoverable amount, the evaluation of the relevance of the discounted cash flow model, tests on the completeness, accuracy and relevance of the underlying data used in the model and the assessment of the significant assumptions used by the management, including the perpetuity rate, the inflation projection, the discount rate, theannual growth and solvency index.

Key Audit Matter (amounts in COP millions)	**How the key matter has been addressed**
This in turn led to a higher level of judgment and subjectivity from the auditor, and a greater effort in the execution of procedures to evaluate projections for cash flows and their significant assumptions, including the perpetuity rate, the inflation projection, discount rate, annual growth and solvency index of loans. Additionally, the audit effort involved the use of professionals with specialized skills and knowledge to support the execution of these procedures and the evaluation of the audit evidence obtained.	The evaluation of the management's assumptions regarding the perpetuity rate, the inflation projection, the discount rate, the annual growth and solvency index, involved an evaluation of whether these assumptions were reasonable taking into account (i) the current and past performance of the cash generating unit, (ii) the consistency with the external market and industry data, (iii) if these assumptions were consistent with the evidence obtained in other areas of the audit (iv) sensibility test of key factors like the discount rate, dividend payout among others, (v) mathematical accuracy, and others. We rely on professionals with specialized skills and knowledge to evaluate the discounted cash flow model and certain important assumptions, including the discount rate.
Properties at revalued cost As indicated in Notes 3-g) and 14 to the consolidated financial statements, the Bank owns properties for COP $773,444 at December 31, 2020. The Group measure land and buildings at fair value less subsequent depreciation and impairment according to the revaluation model. The revalued cost is reviewed annually, and if necessary, appraisals are performed on the properties to update fair value. These appraisals are carried out by expert independent property appraisers engaged by the Group.	The procedures performed and the evaluation of audit evidence in relation to these assets included, among others: - Verification of the technical and professional suitability of the appraiser to perform this type of exercises. - Validation of the appraisal method selected for each asset, taking into account its physical and legal nature. - Verification of the content of the appraisal report. - Validation of the reasonableness of the final valuation amount and the assumptions used. We relied on professionals with specialized skills and knowledge to evaluate the appraisals of real estate that is registered as property and equipment in the Bank's consolidated financial statements.

Key Audit Matter (amounts in COP millions)	How the key matter has been addressed
The main consideration that we took into account for our determination that the procedures related to the evaluation of the revalued cost of the Bank's properties are a key audit matter, is the involvement of experts since in order to define the fair values of real estate requires specialized knowledge. This in turn led to experts in the audit team validating the reports issued by the appraisers, verifying from the suitability of the management expert to the reasonability of the assumptions used for the properties.	

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the accounting and financial reporting standards generally accepted in Colombia for financial institutions, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group’s financial reporting process.

Auditor’s responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with financial reporting auditing standards accepted in Colombia will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

To The Shareholders of
Banco GNB Sudameris S. A. and its subsidiaries

As part of an audit in accordance with financial reporting auditing standards accepted in Colombia, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

To The Shareholders of
Banco GNB Sudameris S. A. and its subsidiaries

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Edgar Pedraza.

S/
PwC Contadores y Auditores S. A. S.
(Formerly PwC Contadores y Auditores Ltda.)
April 9, 2021
Bogotá, Colombia