



# **STRATEGIC** **CONNECTIONS**

**2019 Annual Report**



**ODINSA**

A concessions company of



# CONTENTS

## We Are the Best Option

Odinsa and Concessions in 2019 **8** / Management Report **10** /  
Current Projects **26** / Projects in Structuring Phase **44**

## We Always Learn

Corporate Governance **48** / Ethics and Transparency **54** / Materiality **58** / Risk Management **59**

## We Make Balanced Progress

Our Talent **66** / Occupational Health and Safety **74** / Ecosystems **80** / Climate Change and Air Quality **90** /  
Cutting-edge Infrastructure **98** / Safe Connections **104** / User Experience **108**

## We Leave Our Mark

Strategic Relations **114** / Supplier Selection and Management **122** /  
Contribution to Development **126** / Human Rights **129**

## Appendices

Consolidated Financial Statements **132** / Separate Financial Statements **156** /  
GRI Index **172** / Memorandum of Independent Verification **177**

Concept, journalistic editing and graphic design:  
Taller de Edición - [www.tallerdeedicion.co](http://www.tallerdeedicion.co)

6

46

64

112

130





# ODINSA

We are the concessions company of Grupo Argos. We work on structuring, managing and developing road and airport infrastructure projects that create strategic connections to bring people and regions closer together.

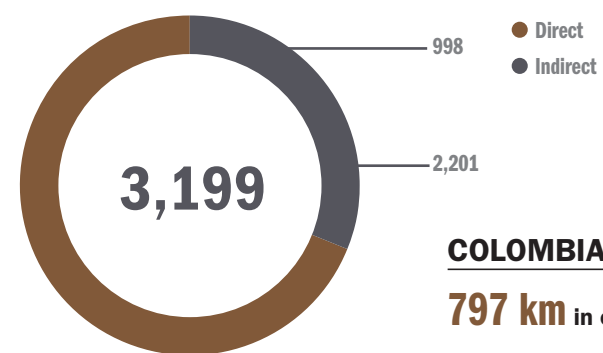
Operations in  
**4 countries**

## OUR CONCESSIONS



**7 road concessions**

### EMPLOYEES



### COLOMBIA

**797 km** in operation



### ANNUAL VEHICLE TRAFFIC

**37.7**  
million  
**103,213**  
per day

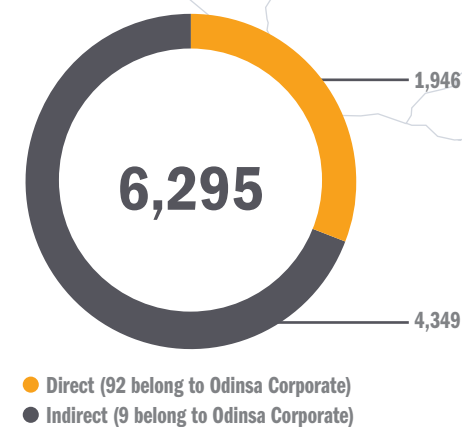
### ARUBA AND DOMINICAN REPUBLIC

**261.5 km**

### TOTAL

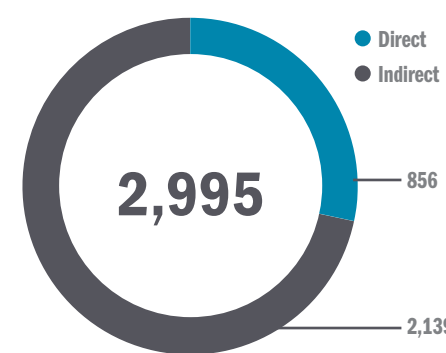
**1,058.5 km**

### TOTAL EMPLOYEES



**2 airport concessions**

### EMPLOYEES



### ANNUAL PASSENGER TRAFFIC

**40**  
million passengers in 2019

**965,000**  
tons of cargo



### DOMINICAN REPUBLIC

#### ROAD CONCESSIONS

- 1 Autopistas del Nordeste
- 2 Boulevard Turístico del Atlántico



### ARUBA

#### ROAD CONCESSIONS

Green Corridor



### COLOMBIA

#### ROAD CONCESSIONS

- 1 Autopistas del Café
- 2 Conexión Pacífico 2
- 3 Malla Vial del Meta
- 4 Concesión Túnel Aburrá Oriente

#### AIRPORT CONCESSIONS

- 5 Aeropuerto Internacional El Dorado

#### PI

- 6 IP Nuevo aeropuerto de Cartagena
- 7 IP Perimetral de la Sabana
- 8 IP Sistema Aeroportuario de Bogotá
- 9 IP Campo de Vuelo



### ECUADOR

#### AIRPORT CONCESSIONS

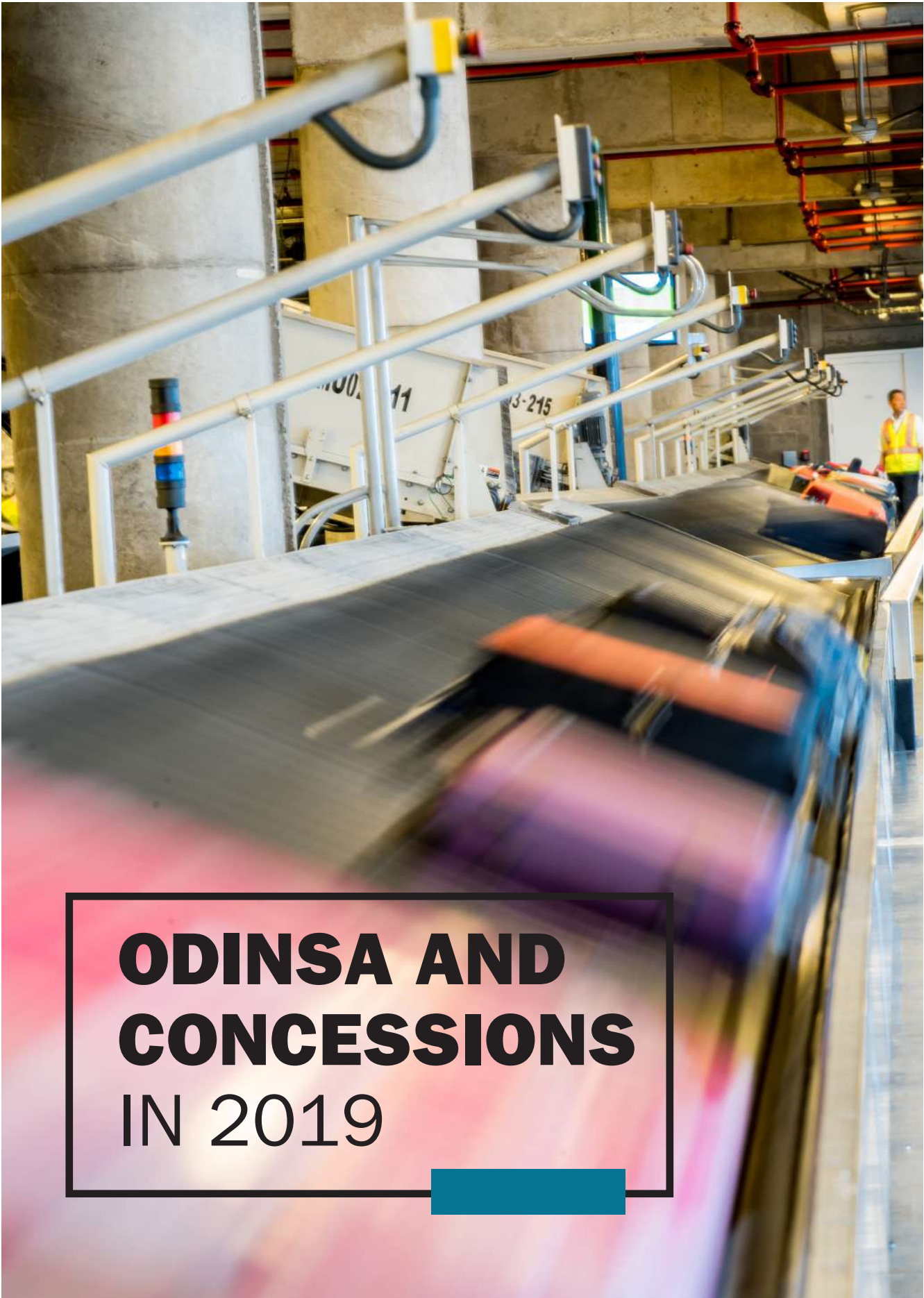
Aeropuerto Internacional Mariscal Sucre





**WE ARE  
THE BEST  
OPTION**





- **CONFIDENCE**  
Successful bond placement in the international market:
  - ✓ Mariscal Sucre issued **USD 400 million**.
  - ✓ El Dorado issued **USD 415 million**, with a BBB rating from Fitch Ratings.
  - ✓ Autopistas del Café received **COP 250 billion**.
- **SUSTAINABILITY**  
Odinsa voluntarily participated for the first time in the Dow Jones Sustainability Index, and was ranked in **10<sup>th</sup> place** among 33 companies.
- **GROWTH**  
Acquisition of an interest of **53%** in Concesión Túnel Aburrá Oriente, which strengthens the Company's portfolio and its presence in Colombia.
- **COMPLIANCE**  
The concession holder Opain completed the expansion and modernization stage of Aeropuerto El Dorado, in accordance with the works timetable and contract specifications, with an investment of **COP 2.6 trillion**.
- **WORKS**  
Works began to expand the passenger terminal at Aeropuerto Mariscal Sucre, with planned investment of **USD 60 million**.
- **PROGRESS**  
Works continued on **Addendum 20** at Autopistas del Café. **Addendum 22** was signed, which calls for investments of **COP 22 billion** to continue driving connectivity in the Coffee Triangle.
- **EFFICIENCY**  
Works have advanced positively and ahead of schedule at Pacífico 2, which includes construction milestones such as **digging the Mulatos Tunnel** and **reception of UF1** by the National Infrastructure Agency (ANI, for the Spanish original).
- **COMMITMENT**  
Aeropuerto Mariscal Sucre became the first international airport in Latin America with a neutral carbon footprint, and El Dorado was certified with **Level 2 Reduction** under the Airport Carbon Accreditation (ACA) program.
- **COMPETITIVENESS**  
**Four Private Initiatives (IP)** in the feasibility stage: Nuevo Aeropuerto de Cartagena (new airport in Cartagena), Campo de Vuelo (airfield), Sistema Aeroportuario de Bogotá (Bogotá airport system) and Perimetral de la Sabana (Bogotá savanna perimeter highway).



# MANAGEMENT REPORT

## FROM THE BOARD OF DIRECTORS AND THE CEO

### To our shareholders and stakeholders,

We are proud of the work carried out in 2019 by our valuable team members, and we are pleased to report that the balance of this period is highly positive, because we have been able to honor the trust you have deposited in us through our performance and the strategic direction we set out upon in 2016, which has enhanced our position as a solid investment vehicle and a company that contributes to the current and future competitiveness of Latin America through high-impact projects that are highly relevant for the territories and communities.

The results highlighted in this report are the result of hard and painstaking work carried out under clear ethical and corporate governance standards, which are aligned with the best practices of our parent company, Grupo Argos, and the conviction that it is possible to build connections that multiply opportunities for development, strengthen competitiveness and create value for society, performed with awareness, in a responsible and sustainable manner, seeking to address current and future needs.

### **CONFIDENCE IN A SHIFTING SOCIOPOLITICAL, REGIONAL AND GLOBAL ENVIRONMENT**

The world economic environment, influenced by trade wars between big powers, substantial geopolitical and unprecedented social changes, and volatility in commodity prices, created a challenging context for emerging economies in 2019.

Some developing countries face a significant shift in the value of their currencies, high inflation levels and fiscal deficits derived from

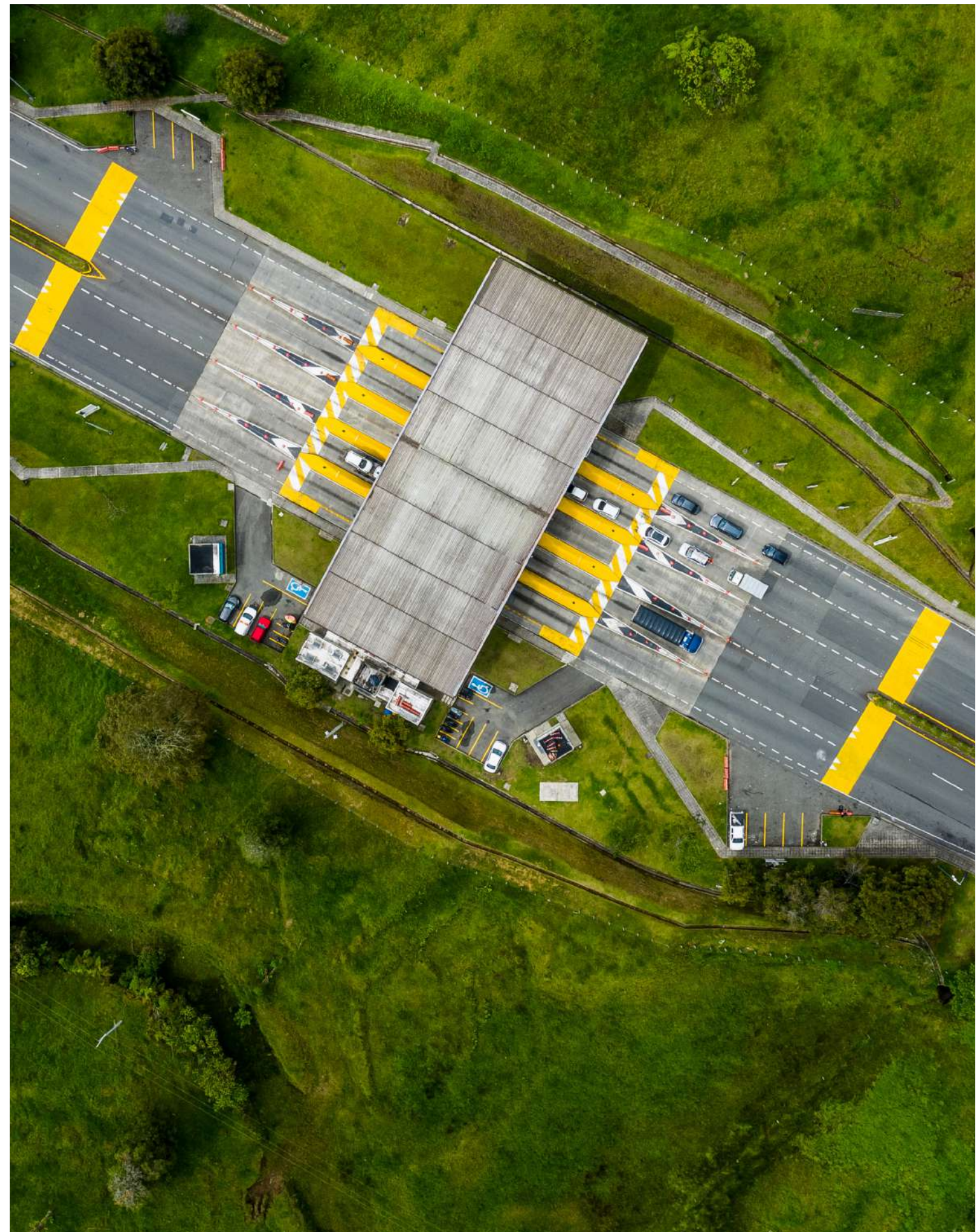
trade tensions, in a global environment of slower growth and a wave of protests demanding economic change and much finer-tuned public policies, and the need to strengthen fiscal credibility, productivity and competitiveness.

In some of the territories where we operate, economic performance is in an adjustment stage. The economy of Ecuador will grow by 0.2%, according to International Monetary Fund forecasts; the Dominican Republic remained relatively stable following the implementation of monetary flexibility measures, and the World Bank forecasts growth of 5% for 2020. On its part, Aruba grew by 0.7% in 2019 and is expected to grow by 0.8% in 2020, according to its central bank.

However, Colombia is not expected to experience a slowdown as in other countries; by the end of 2020, it is expected to have grown by 3.6%, according to the World Bank, as a result of its economic policies, positive trends in private investment, institutional stability and controlled inflation, which closed at 3.8%.

Colombia is viewed as a resilient country, as demonstrated by its positive outlook in a region where hyperinflation is the rule. According to DANE reports, even though the economy displayed positive results in 2019, with GDP growth of 3.3%, the construction industry was the only one to have posted negative results of -1.3% compared to 2018, when it had already decreased by -0.4%. It should be noted that three of construction's sub-sectors, road construction, railroad construction and public works, grew by 10.7% during the year.

Adequate economic policies, private investment and institutional stability have enabled Colombia to remain on course and without pause in its development purposes, notwithstanding the above macroeconomic tensions. There is currently a concessions model in place that is making progress in contributing to connectivity, with over 50 road concessions (22 of which are in operation), 60 port concessions and 15 airport concessions.



Autopistas del Café.





Aeropuerto El Dorado.

In the midst of this situation, the construction industry has been a key driver for strengthening the regional economy, as a result of ever-increasing investor confidence, job creation, overcoming common challenges and a sense of purpose that has enabled us to mobilize in an ever more coordinated manner to achieve the challenge of modernizing infrastructure, which has long lagged behind.

We also foresee a positive outlook for 2020, which displays great potential to continue developing road and airport infrastructure and contributing to competitiveness. According to the World Bank, Latin America and the Caribbean are expected to grow by 1.8%, as growth continues to consolidate in the largest economies and internal demand increases throughout the region.

In particular, the World Bank predicts that in Colombia, the progress made in infrastructure projects will provide backing for the expected growth in GDP which ratifies our decision to contribute to the country's development through our private initiatives.

We also believe it is necessary to continue strengthening the industry, logistics and time and cost efficiencies, legal guarantees to attract investment, and leveraging of private initiatives that complement the governments' efforts to structure, build and develop large infrastructure projects. At Odinsa, we will continue to work along these lines to support development, and especially to contribute to the generation of confidence among all

stakeholders in the works that have been conceived and implemented to connect people with opportunities.

### **STRATEGIC EVOLUTION AND OUR CONSOLIDATION AS MANAGERS AND ORIGINATORS OF ROAD AND AIRPORT PROJECTS**

2019 was a decisive year in which we managed to strengthen our financial structure, ratify confidence in our market, bolster our strategic portfolio, reaffirm our commitment to sustainability and make progress in the responsible management of our concessions.

As a result of a decisive approach and the successful execution of the strategy we laid out in 2016, today we report favorable results that display the permanent evolution of our processes and talent, to position our company as an industry benchmark and as the best option for our stakeholders.

Following our decision to focus on road and airport concession, while divesting assets in other industries, and concentrating our investments in projects with high

impact for connectivity with majority stakes of interest to ensure our active participation and the implementation of good corporate governance practices, we are positioned as a solid investment vehicle capable of attracting substantial resources from national and international entities, as efficient managers of infrastructure projects with effective results, and especially in 2019, as originators of high-level projects with significant progress in our private initiatives.

### **POSITIVE RESULTS AND FINANCIAL OPTIMIZATION TO POSITION US FOR GROWTH**

In 2019, we achieved solid results derived from positive management that continues to position the company as one of the most dynamic concession platforms in the region. During 2018, our consolidated revenues totaled COP 762,086 million, a -2.6% change; EBITDA of COP 542,636 million, up 2%, and controlling company net income of COP 141,800 million, equivalent to a 5% increase.

During the year, our assets increased by 17% to COP 6.5 trillion, while our equity increased by 24% to COP 2.6 trillion. These results indicate that our strategic consolidation has enabled us to move forward with an excellent balance in terms of assets, currencies and countries.

Of our total consolidated debt, 41% is denominated in pesos and 59% in dollars; we also have a natural hedge in place because the cash generated by the company is also denominated in both pesos and dollars, which translates into financial stability and the capacity to face possible market volatility.

Another aspect worth highlighting is the optimization of the capital structure at Aeropuerto Mariscal Sucre, at Aeropuerto El Dorado and Autopistas del Café, thanks to two successful bond issues and placements in the international market, and the placement of debt

of Autopistas del Café in the national banking market: Quiport, which operates Aeropuerto Mariscal Sucre, issued USD 400 million; and Opain, operator of El Dorado, raised USD 415 million, in both cases with over-subscribed demand.

The El Dorado issue obtained a rating of BBB (international scale) from Fitch Ratings, and it was arranged through a private placement,

in which 11 of the most sophisticated investors acquired the entire issue. On its part, Quiport's bond transaction was the first debt issue made by a private party in the last 20 years in Ecuador.

The Autopistas del Café concession also received backing from banks in the amount of COP 250 billion, guaranteed against future revenues, which will be used to restructure capital, which implies that the project has earned credibility.

These operations, which total COP 3 trillion, provide us greater financial flexibility to strengthen our investments and concessions portfolio, while capturing value through the improvement of each asset's financial structure.

We should also highlight that we received the first dividend payment from Autopistas del Nordeste for USD 13 million and from BTA for USD 12 million; and lastly, we highlight the ratification of the rating on our ordinary bonds at AA-(col), with stable outlook, from Fitch Ratings, and that we were awarded the IR Issuers recognition from the IR Committee of the Colombian Securities Exchange (BVC, for the Spanish original), two recognitions that offer a seal of confidence for our investors and an opportunity to continue strengthening our participation in the Colombian securities market.

### **STRENGTHENED AND BALANCED PORTFOLIO**

One of the most significant milestones of the year was our investment in Concesión Túnel Aburrá Oriente S.A., one of the most important engineering feats in the country, which will enable us to continue creating value and consolidate our presence in Antioquia, strengthen our Colombian portfolio and make our knowledge and experience in road concessions available to their citizens.

The acquisition of a stake of interest in Concesión Túnel Aburrá Oriente S.A. was closed on December 16, for 52.61% of corporate capital (including shares and political rights) and 39.60% of subordinated debt.

The total transaction amount was approximately COP 335 billion, the first installment of which was paid upon closing. The remaining balance will be paid within a maximum term of 18 months, to which effect Odinsa delivered to the sellers a blank promissory note with a letter of instructions containing the agreed terms for such payment.

It should be highlighted that Fitch Ratings considered that this transaction has a neutral effect on the credit rating of our ordinary bonds, thanks to our consistent strategy of financing the acquisition through the Company's operating cash flows.

We are proud to continue contributing to the construction of a competitive country through sustainable investments, which in addition to driving the transformation of the territories, have become a seal of confidence for a market that increasingly views Colombia as an excellent investment option and wishes to contribute to its development.

**Túnel de Oriente, the longest tunnel in Latin America, now bears the seal of Odinsa.**



FINANCIAL RESULTS

REVENUE  
2018  
COP 788,025  
MILLION  
  
2019  
COP 762,086  
MILLION  
-3% CHANGE

OPERATING PROFIT  
2018  
COP 483,921  
MILLION  
  
2019  
COP 469,840  
MILLION  
-3% CHANGE

NET PROFIT OF THE CONTROLLING COMPANY  
2018  
COP 135,441  
MILLION  
  
2019  
COP 141,800  
MILLION  
5% CHANGE

EBITDA  
2018  
COP 532,322  
MILLION  
  
2019  
COP 542,636  
MILLION  
2% CHANGE

NET MARGIN  
2018  
24%  
  
2019  
25%  
1 PERCENTAGE POINT CHANGE

SUSTAINABILITY, A CONVICTION THAT MATERIALIZES THROUGH SPECIFIC ACTIONS THAT CREATE SHARED VALUE

At Odinsa, every year we take on the responsible management of our concessions in each of their stages, in accordance with high environmental, social, economic and corporate governance standards. We are convinced that the challenge of being sustainable goes beyond compliance, as it is an opportunity to create shared value through strategic relations with our stakeholders, to implement best management practices and leverage our positive impacts.

With the aim of better understanding how to articulate our strategy with our role in society, and of strengthening our stakeholder relations, in the first half of 2019 we updated our materiality analysis. This exercise consisted in reviewing global and local trends, companies that are benchmarks for our industry, international and industry frameworks such as ODS, WBCSD, OCDE, IFC, Equator Principles, Green Roads, among others, and opportunities to talk to our stakeholders to understand their expectations on the matters they consider most relevant for a responsible operation. We held a total of 70 workshops and 15 interviews.

The outcome of this exercise was a new materiality matrix that identifies our main focus areas to work on in coming years, which include eight top priority topics and three relevant topics. The top priority topics are strategic relations; ethics, compliance and transparency; ecosystems; climate change; contribution

to local development; talent and culture; cutting-edge infrastructure; economic performance and selection. The relevant topics refer to supplier management, human rights and air quality (noise and emissions). This matrix is a valuable input that enables us to align our strategy with our stakeholders' interests under an inclusive perspective that is central for our management. Our commitment is to now focus our efforts on these topics to guide the sustainability of the company and its concessions.

Another fundamental step in our path towards ever more sustainable management was our first voluntary participation in the Dow Jones Sustainability Index (DJSI), the industry's most demanding standard in terms of sustainability, which is assessed by RobecoSAM and seeks to better understand an organization's intangible aspects and examine its potential for creating value over the long term. We were included in the construction and engineering sector and obtained a score that is higher than the industry average (38 points), which ranked us in the 10<sup>th</sup> place among the 33 assessed companies. These results, and our participation in itself, were very valuable because they enabled us to compare our performance against the best practices of leading organizations in management of social, environmental and economic matters, and to identify gaps and define action plans.

Convinced of the need to identify our contribution to society, and in line with the good practices of Grupo Argos, we engaged in a pilot project to assess externalities at Aeropuerto El Dorado. This exercise enabled

us to rigorously assess the impacts of our concession. We consider this analysis a key input that will facilitate and inform our decision-making processes and will increase the transparency of our dialogs with stakeholders on the impacts we generate on society.

We also highlight the progress made in defining our carbon targets for 2025, 2035 and 2050 at each concession, as a central part of our commitment to the reduction of greenhouse gases (GHG) and fulfillment of Sustainable Development Goal (SDG) 13: Climate Action. In this regard, we additionally highlight the achievements of our

airport concessions: the Aeropuerto Mariscal Sucre was declared carbon neutral by Airports Council International's Airport Carbon Accreditation program; and Aeropuerto El Dorado received Level 2 certification – Reduction from ACI-LAC's Airport Carbon Accreditation program.

This year, we will take on critical challenges: we will develop the climate change strategy; we will establish a human rights policy and a policy on community relations; we will define our social investment model based on key performance indicators for our business and aligned with the sustainable development goals; we will implement a pilot plan for the assessment of externalities at a road concession, and we will continue to work for the development and incorporation of best practices to enable us to continue consolidating our responsible and sustainable management.

ODINSA AND FUNDACIÓN ARGOS

Based on synergies with Fundación Argos, we channel our commitment to sustainability through the voluntary investment strategy adopted by the business group.

Our COP 1,500 million contribution ratifies Odinsa's commitment to initiatives with a high social impact and the protection of water sources and forests for offsetting effects in the river basins of Cartama, Piedras, Mulatos, Seis Quebradas and other strategic areas, by planting over 240,000 trees in the area of influence of Conexión Pacífico 2.

Our strategy also includes caring for water, through all the basic sanitation work performed at Autopistas del Café in the river basins of Consotá, Quindío, Barbas, and the El Rosario, San Roque and El Silencio streams;



Through Fundación Argos, we continue to create value for our stakeholders. See the full report

and the reforestation of 25 hectares by planting 27,500 trees. The transformation of the territory through social management was performed through training and workshops on road safety for over 1,000 children at 22 schools, among other initiatives.

Planting of over 400 trees by volunteers of Fundación Grupo Argos at the wetlands complex Gualí - Tres Esquinas and Lagunas de Funzhe materializes our desire to go beyond compliance. The Award for Social Innovation, Citizen Actions for Sustainable Development ratifies the effort made by Aeropuerto El Dorado to create partnerships with social impact.

These are only a few of the achievements we delivered to the country, actions that transform the environment, through joint, effective and responsible work with Fundación Argos.

Volunteers planting trees at Autopistas del Café.







## RECOGNITIONS

### INVESTOR RELATIONS (IR) ISSUERS AWARD

The IR Committee of the Colombian Securities Exchange (BVC) granted us this award for the seventh consecutive year. This recognition highlights good practices related to disclosure of information and investor relations.

### ODINSA AMONG THE BEST 25 COMPANIES FOR YOUNG PROFESSIONALS IN COLOMBIA

We came in 12<sup>th</sup> place among 50 companies assessed in the Employers for Youth survey by Adecco, the world leader in this field. Over 6,000 young people between the ages of 18 and 35 participated in the survey.

### COMPANIES WITH THE BEST GOODWILL

We were ranked in 11<sup>th</sup> place among 30 companies with the best reputation in Colombia, according to a study performed by the firm 2WAY Goodwill Consulting.

### SKYTRAX

Aeropuerto Mariscal Sucre received the award for the Best Regional Airport in South America and Best Airport Personnel in South America, and El Dorado was ranked as the third-best airport in Latin America. Additionally, Skytrax ratified the 4 Star rating of both airports.

### AA- (COL) RATING FROM FITCH RATINGS

For the third consecutive year, Fitch Ratings issued an AA- (Col) rating, with stable outlook, for the bond issue made in 2017.

## CONSOLIDATED CULTURE AND HIGH-POTENTIAL TALENT THAT LEAVES OUR MARK

Managing our employees' talent enables us to drive the strategic capabilities that leverage our value proposition, promote the consolidation of the organizational culture defined as a differentiating element, and bolster the achievement of our major organizational objectives.

Given the high relevance we give to human matters at our company, as a holding company we have structured and implemented different initiatives hand-in-hand with our affiliates, in order to advance together and taking advantage of identified synergies and strengthening teamwork. This is the way in which Odinsa's DNA is set and becomes the guiding thread of all our initiatives.

In this regard, in 2019 we achieved substantial progress and outstanding results in our talent management. In terms of culture, we implemented the inclusive concept of Generation O (the Odinsa generation), a cultural transformation program developed internally that seeks to consolidate the four pillars of our culture, and we designed and implemented a recognition plan that celebrates exceptional performance by employees who leave their mark, under which we awarded over 28,000 points to those who displayed outstanding performance and went the extra mile.

Based on the awareness that knowledge is a fundamental asset at our company, we have defined our Knowledge Management Model, and have designed and implemented specific activities that produce results in terms of the assimilation, transfer and creation of new knowledge, such as the Odinsa Talks, which are conferences led by our internal experts, with attendance of over 70%; the Odinsa

**El Dorado celebrated its six decades of existence and 12 years of evolution with milestones in its infrastructure, technology, services and environmental management.**

Papers, which are rigorous texts about our business prepared by our employees; and our Knowledge Library, in which we include valuable information that can be accessed by all employees.

In terms of training, we have proactively offered a series of required courses to enable our employees to complement their development plan. We fulfilled and exceeded our target of 70 hours of training per employee, with a total result of 9,545 hours and an average of 104 hours per person, equivalent to 148.5% of the target. We implemented new functionalities in the Odinsa APP to request training and provide feedback online.

Lastly, it is important to highlight that in line with our parent company, Grupo Argos, we measured our workplace climate through Mercer, a consulting firm that specializes in human resources, obtaining results of 89% for commitment, 86% for satisfaction and 83% for organizational climate. In addition to these achievements, we were recognized as one of the 25 preferred companies by young professionals in Colombia, according to the Adecco's annual survey.

Having an ethical organization, grounded on corporate values, where employees give their best to achieve the objectives, with conviction that they contribute to the development of the areas in which we operate, is the best contribution we can make to the countries where we are present.

## EFFICIENT CONCESSIONS: ROAD AND AIRPORT PROJECTS THAT DRIVE CONNECTIVITY

The good results at all our concessions, the strengthening and optimization of our capital structure, and our new projects enable us to report a highly positive performance that will facilitate projecting the Company's growth with controlled indebtedness levels in a framework of financial flexibility.

Passenger traffic through our airport concessions totaled over 40 million in 2019, a 6% increase on 2018. The road concessions we operate recorded over 37.7 million vehicles, up 8%.



El Dorado: leading airport in solid waste management in Colombia, according to ICONTEC.



## AEROPUERTO INTERNACIONAL EL DORADO

During the year, Aeropuerto Internacional El Dorado connected approximately 35 million passengers with 88 national and international destinations through 24 international, 6 domestic and 21 cargo airlines. It moved close to 725,000 tons of cargo through 9 national and international airlines, consolidating its position as the number one airport in Latin America in terms of cargo volume. It also reported the opening of seven new routes to Munich (Germany), Santa Cruz de la Sierra (Bolivia), Barcelona (Venezuela), Maracaibo (Venezuela), Valencia (Venezuela), Porlamar / Isla Margarita (Venezuela) and Asunción (Paraguay). On February 1, the concession holder formally closed the expansion and modernization stage at Aeropuerto Internacional El Dorado, thereby fulfilling the established works schedule and specifications of the concession contract, with investment equivalent to COP 2.6 trillion.

The delivery consisted of eight milestones involving 20 sub-projects, some of the most noteworthy of which are the delivery of the Civil Aviation building, the cargo terminal and transfer areas, the precinct, engine testing, expansion of the T1 passenger terminal, the new platforms and taxiways.

Additionally, the implementation of new initiatives related to sustainable development and mitigation of climate change continue to be a distinctive seal of the airport, which in 2019 earned it important recognitions and certifications, including: certification of the Zero Waste Management System in the Gold Category awarded by ICONTEC; Level 2 Certification from the Airport Carbon Accreditation for the reduction of carbon

dioxide emissions; and recognition from the Global Compact Network Colombia for fulfilling Sustainable Development Goal (SDG) 12: Responsible production and consumption.

Over the last 12 years, the infrastructure of El Dorado has evolved in order to become a benchmark for sustainability, efficiency and technological development, in order to offer better experiences to travelers. The balance between innovation and infrastructure, the focus on experience and the technological transformation are some of the challenges that are becoming a reality, in response to the needs of a country that is continuously growing and that demands innovative and high-impacting solutions, both for users and for Colombia.

During this period, progress was made in the airport's technological transformation program, with significant improvements in efficiency, thanks to the implementation of self-service systems to reduce waiting times; activation of the Common Use System, which enables airlines to make the check-in at the counters and boarding at the gates; the biometric doors at emigration (*biomig*), to expedite and increase the reliability of the emigration process; the *wayfinding* information screen for passenger directions; the automatic doors for pre-security in migration for baggage self check-in without having to go through the counter; a mobile application with updated information and notices of flight status, and improvements to parking services, among others.





Cargo, Aeropuerto Mariscal Sucre



## AEROPUERTO INTERNACIONAL MARISCAL SUCRE

In 2019, Quito's Aeropuerto Mariscal Sucre celebrated its sixth anniversary with a positive balance in terms of connectivity, infrastructure, operation and contribution to the economic development of Quito and Ecuador.

The terminal moved slightly over 5 million passengers, 2% less than in 2018, with 168 daily flights to national and international destinations, and shipped over 240,000 tons of cargo, including a historical record of 18,000 tons shipped during the Valentine's Day season. It incorporated four new international airlines: Air France, Plus Ultra, Air Canada and Interjet; and one national airline: Aeroregional. Additionally, it increased its international route offerings by including Toronto, Dallas, Paris and Santiago; and increased the number of domestic flights to Guayaquil, Cuenca, Manta, Coca and Santa Rosa.

In terms of infrastructure, in November it began works to expand the passenger terminal, which will feature a useful area of 16,000 square meters, with an investment of USD 60 million. Once the works are completed, the terminal's area will in-

crease by 35%, including new boarding gates, public departures and arrivals halls, migration area and baggage claim areas.

For the second year in a row, the cargo operation at the Quito International Airport received the Diamond awards (first place) in the category of up to 399,999 tons of cargo per year, Best Cargo Airport in Latin America and Best Specialized Cargo Airport in the world. Additionally, Skytrax awarded it the Best Regional Airport in South America for the fourth time, and Best Airport Personnel in South America, for the third time.



## AUTOPISTAS DEL CAFÉ

The concession made progress on the works specified in Addendum No. 20, such as construction of the El Jazmín intersection between Risaralda and Caldas, the El Rosario pedestrian bridge and the Postobón bridge at Dosquebradas. It also signed Addendum 22, under which new works will be developed with investments of COP 22 billion, which will drive connectivity and mobility in the Coffee Triangle.

Autopistas del Café made more tourist areas available to visitors, which have become landmarks of the

coffee-growing culture and provide tourists and residents from the region a closer experience, such as the bird mural; it updated its mobile app to provide timely information on road conditions, additional services and assistance in real time. It also carried out several social and environmental management activities, such as training and workshops on road safety for over 1,000 children from 22 schools, the reforestation of 25 hectares by planting 27,500 trees to protect the springs of the Quindío River, and it is preparing the construction of 250 individual septic systems in Manizales, Pereira, Santa Rosa, Circasia, Salento and Filandia.

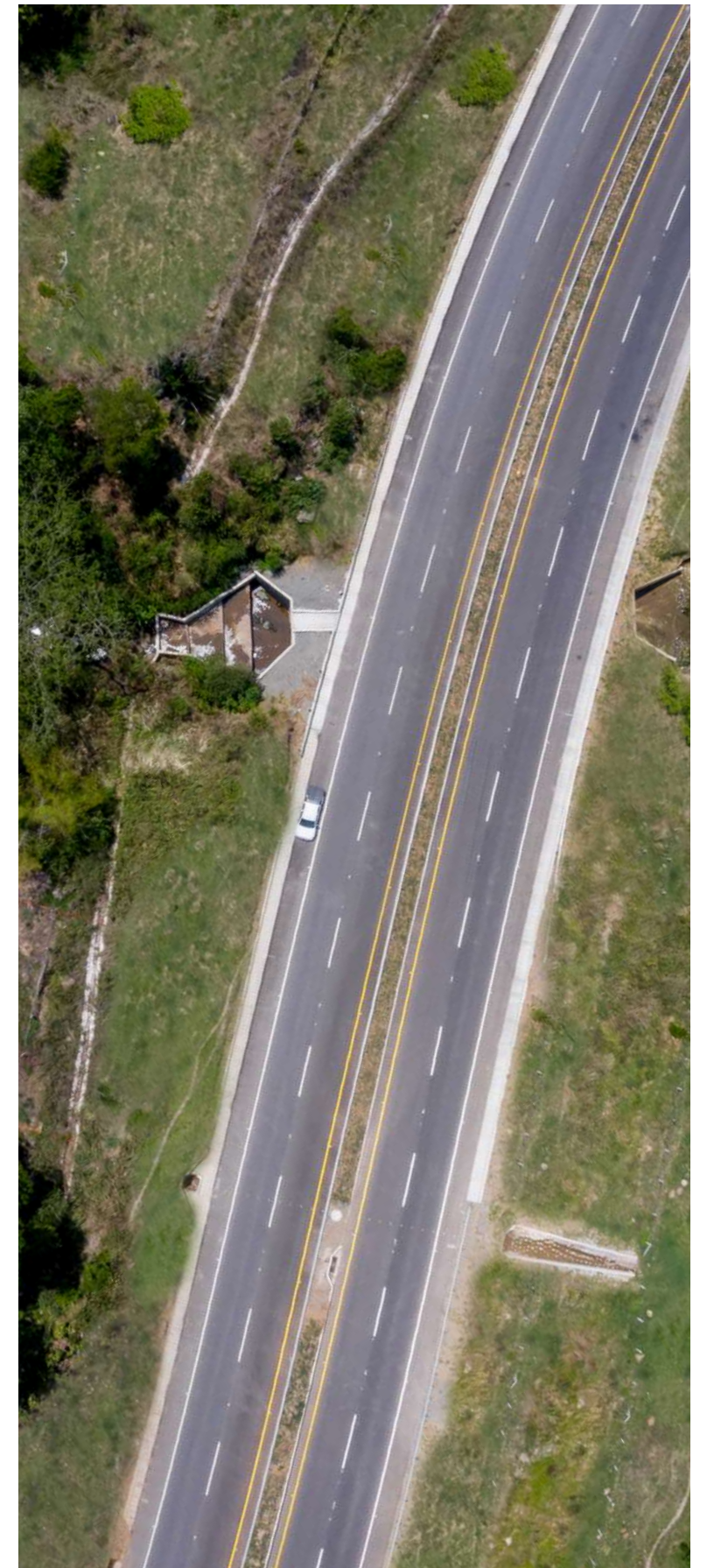
The concession closed the year with a positive balance and traffic of over 12.3 million vehicles. It received over 198,905 visitors at the user assistance centers (*Tambos*) and serviced 49,076 support requests from users on the road.



## CONEXIÓN PACÍFICO 2

This fourth-generation (4G) project, operated by Concesión La Pintada, successfully completed excavation of the Mulatos Tunnel, and officially delivered UF1 to ANI, which covers a 14 km two-lane road between La Pintada and Puente Iglesias, 3 kilometers of single-lane road at the bypass of La Pintada, and the intersection at Puente Iglesias. With this milestone, two of five functional units that comprise the project have been completed and delivered.

In 2019, the project's completion rate advanced positively, always ahead of the schedule agreed to with ANI, with a completion rate as of the end of the year of 81.15%. During this period, the project has contributed to the connectivity of 2.6 million vehicles that traveled on the Pacífico 2 roads and made use of nearly 5,000 portfolio services offered by the concession holder to contribute to safe mobility. Also, under the same line of promoting self-care, 99 highway safety workshops were held, including schools, with the participation of 4,103 users and members of the project's neighboring communities.



Conexión Pacífico 2





### MALLA VIAL DEL META

In February 2019, the Arbitration Tribunal issued an arbitration award for the final settlement of the dispute between Concesión Vial de los Llanos and the National Infrastructure Agency (ANI, for the Spanish original), in connection with performance of the concession contract for the Malla Vial del Meta project, and summoned the parties to renegotiate the terms of the contract and to search for formulas that would enable contract performance.

To such effect, in November 2019, Addendum 7 was signed aimed at making adjustments to the contract to enable the parties to engage in talks to reach an agreement. We are optimistic about the negotiations currently in progress, because both parties are moving forward in the search for solutions to redefine the works' viability, in favor of the country's progress.

Meanwhile, the concession has complied with the service levels and indicators defined in the contract in connection with operating and maintenance activities, and serviced traffic of 6.84 million vehicles and provided services to 10,628 users.



### AUTOPISTAS DEL NORDESTE AND BOULEVARD TURÍSTICO DEL ATLÁNTICO

These concessions in the Dominican Republic continue to contribute to social development and growth in the country's northeastern region for the real estate, agro-industrial, tourism, free trade zone and sports complex industries.

In 2019, their ISO 9001 management systems were re-certified by Bureau Veritas, which verifies the quality of their processes, and they continued to work on fulfilling their occupational health and safety target of zero accidents among employees and contractors. They created nearly 480 direct and indirect jobs in neighboring communities and successfully completed their major maintenance plans at Autopistas del Nordeste, which included the replacement of 35 kilometers of roads with asphalt pavement and 65 kilometers with micro-pavement, a new technology introduced in the country by the concession holder. Important highway safety projects were performed and works began on the construction of the new bridge at Nagua 1, and rehabilitation of the bridges at Nagua 2 and Matancitas.



### GREEN CORRIDOR

The main milestone of the concession was the consolidation of maintenance activities, in compliance with the Design-Build-Finance-Maintenance (DBFM) contractual requirements related to availability. Green Corridor has an assistance system in place in the event of incidents; it closed half of all pending agreements, and fulfilled the maintenance budget, funding of reserve accounts and specific fulfillment of debt service payments. It also received the ISO 9000-2015 certification for its operations and maintenance activities. As to social campaigns, it participated in the Beach Clean Up, during which two tons of waste were removed from the bottom of the ocean, as well as an important campaign on highway safety awareness.

Boulevard Turístico del Atlántico.



**The above facts reaffirm us as a solid company that manages a portfolio of valuable and profitable assets that contribute to regional connectivity.**



Aeropuerto El Dorado.

### WE CONTRIBUTE TO CURRENT AND FUTURE COMPETITIVENESS

In 2019, we set solid foundations for positioning ourselves as originators of high-level infrastructure projects, with significant progress achieved in our private initiatives. The progress made in terms of structuring new projects positions Odinsa as a benchmark company with the capacity to help strengthen the country's current and future competitiveness, through private-public partnership initiatives valued at over USD 4.5 billion.

The year 2019 was decisive for our proposed initiatives, with significant progress made in the processes, and we foresee a promising 2020 in terms of their continued materialization, in order to contribute to the creation of opportunities for development through strategic connections.



#### NUEVO AEROUERTO DE CARTAGENA

**Current stage:** feasibility

Private initiative with investment of over USD 800 million to design, build, operate and maintain a new airport in Cartagena, with capacity to cover passenger demand for the next 30 years, and which would become the first airport built from the ground up in Colombia in the last 40 years.

Substantial progress has been achieved in terms of submitting the feasibility study to ANI in February, and successful performance of consultations with the Community Council of Black Communities of Bayunca, completed on August 9, and a public hearing, held on August 14, with a positive balance in terms of favorable opinion for the project, which following completion of this process is now under review by the evaluator.



#### SISTEMA EROPORTUARIO DE BOGOTÁ (SAB 2050)

**Current stage:** feasibility

This initiative, performance of which will require investment of approximately USD 3.2 billion, is proposed as the most efficient solution to maximize use of the current terminal at Aeropuerto El Dorado, through its expansion and



#### CAMPO DE VUELO

**Current stage:** feasibility

With investments of COP 900 billion, the initiative proposes operating improvements in terms of taxiing times on existing runways at Aeropuerto El Dorado, through leading-edge technology, expansion of capacity, improvement of infrastructure and compliance with regulations and operational safety.

It is currently in the feasibility stage, following approval of the pre-feasibility study in May 2019, and the new document is expected to be filed in 2020, which will be a key period for the dissemination and ratification of the project's viability.

**We continue to materialize our objective of contributing to regional connectivity through road and airport projects that generate development, competitiveness and shared value.**



## STAGES OF A PUBLIC-PRIVATE PARTNERSHIP FOR A PRIVATE INITIATIVE (SIMPLIFIED PROCESS)

1

Pre-feasibility submission and assessment

2

Preparation of feasibility study

3

Feasibility assessment (either declare viable or reject)

4

Contracting process

5

Signing of contract

6

Begin operations



### PERIMETRAL DE LA SABANA

**Current stage:** feasibility

This project that forms part of the highway loop being built to surround Bogotá and which focuses on promoting the regional integration of the Bogotá savanna through the improvement of existing roads to connect the north with the south of the savanna, covering over 50 kilometers, an investment worth approximately COP 800 billion.

On May 24, a public hearing was held and the project is currently in the feasibility stage; the documentation will be submitted in 2020, following performance of the relevant studies and communications related to the rates structure, in accordance with the requirements of the Ministry of Transport.



### CONEXIÓN CENTRO

We are pleased to announce that on December 2 we submitted a new initiative aimed at strengthening mobility in the Coffee Triangle and which will strategically complement the regional road system.

### COMPLIANCE: STANDARDS THAT GUIDE OUR ACTIONS

At Odinsa, ethics, integrity and transparency are much more than legal requirements or public relations; they represent a non-negotiable conviction, a way of understanding business and of achieving the company's sustainability based on a long-term vision, that supports its strategy and its reputation, and that is applied proactively in project development.

For this reason, we constantly deploy efforts to consolidate our Compliance System. To this end, the Board of Directors, the Sustainability and Corporate Governance Committee, the Conduct Committee and senior management approve guidelines and adopt the measures required to disseminate our principles and ensure that they are applied throughout the organization, provide confidential communications and reporting channels, and investigate and correct any possible breaches through a governance structure that is committed to integrity.

The Corporate Code of Conduct, which provides guidance on behavior, is a central and cross-cutting pillar for all Grupo Argos companies, and is articulated with the Compliance Manual, the Fraud, Bribery and Corruption Risk Management Policy of zero tolerance for such conducts, with the self-control policy and the policy to manage the risk of money laundering and terrorist financing, with the gifts and gratuities policy, as well as other established procedures that enable us to identify and manage risks and conducts that run against the law and the Code, as well as the risks of money laundering and terrorist financing and of fraud, bribery and corruption.

In alignment with the guidelines on ethics, integrity and transparency issued by our parent company, Grupo Argos, the company, its governance bodies and its employees engage in business in a framework of action based on transparency, integrity and innovation, which form the basis for the ethical principles that support the organization's culture, in a manner that is consistent with

**Ethics, integrity and transparency are non-negotiable convictions, a way of understanding business and achieving the company's sustainability.**

Prefabricated concrete plant, Conexión Pacífico 2, Colombia



applicable laws and regulations in each jurisdiction in which we operate. Our acts are based on compliance with each country's applicable laws, including Colombian legislation and the United States Foreign Corrupt Practices Act (FCPA).

Through actions aimed at permanently strengthening our corporate governance, we intend to consolidate an organizational culture based on the corporate values, in order to continue implementing a long-term strategy that takes our stakeholders into consideration, and with a clear commitment to our corporate citizenship.

During 2019, we worked on the consolidation and implementation of standards of conduct, both at the Company and at our concessions.

Some of the main aspects of these processes include: **i)** thorough due diligence processes; **ii)** annual training for employees on ethics and transparency through the implementation of the *Comprometidos* (Committed) online course and its associated evaluation, with 100% participation; **iii)** the annual declaration of potential conflicts of interests by 100% of employees; **iv)** the CEO, chief executives, managers and staff in sensitive positions submitted an Annual Statement of Assets and Income, as part of our commitment to fight corruption.

#### APPROACH

- ✓ Commitment by senior management
- ✓ Risk assessment
- ✓ Policies and procedures
- ✓ Training and communications
- ✓ Monitoring and self-evaluation

#### ETHICS CULTURE

- ✓ Accountability
- ✓ Aligned incentives and clear disciplinary measures

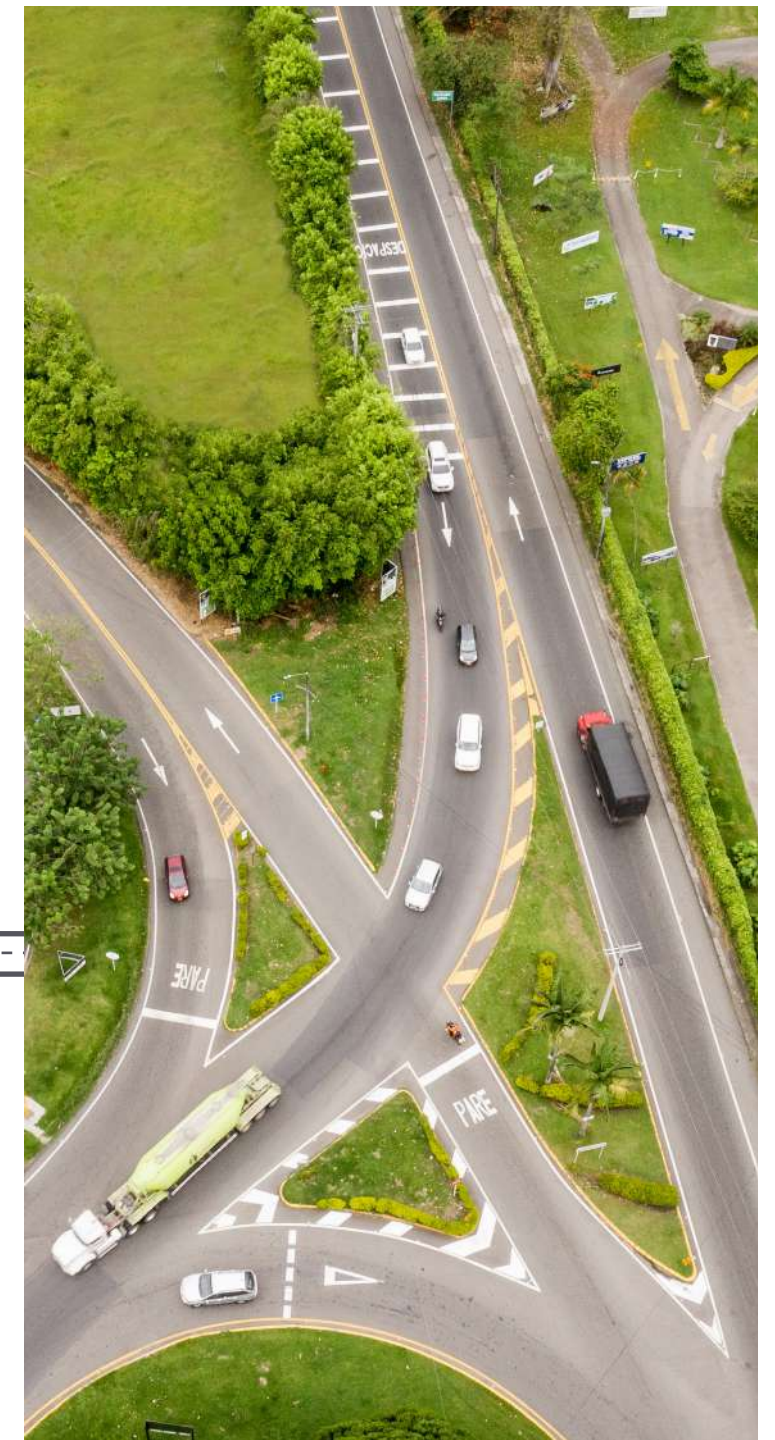
#### ASSESSMENT AND CONTINUOUS IMPROVEMENT

- ✓ Internal audits
- ✓ Transparency hotline

More rigorous due diligence processes are being performed to assess possible risks prior to doing business with potential partners, suppliers or third parties.

The transparency hotline is an open channel to report concerns arising from unethical behaviors or behaviors that run against the law, policies, codes and internal guidelines. It can be accessed not only by employees, but also by partners, shareholders, customers, suppliers and other stakeholders, by e-mail or through the hotline. This channel is operated by a third-party specialist that receives, analyzes and classifies the reports, and then refers them to the Conduct Officer. This ensures the confidentiality of the information and anonymity of the user, at the user's option.

Autopistas del Café.





LEGAL MATTERS

Legal and administrative processes, and the overall legal situation of the Company, have proceeded normally, in abidance of relevant legal provisions and addressing all matters with due diligence. There were no significant changes in contingencies during the year, given that no notices of lawsuits, rulings or relevant penalties were received against the company that would affect its financial position, and no fines were imposed on its managers.

At year-end 2019, Odinsa, its affiliates and subsidiaries were parties to 236 processes, in which it acts as claimant in 96 and as defendant in 140.

At Concesión Vial de los Llanos S.A.S., on February 28, 2019, the Arbitration Tribunal of the Chamber of Commerce of Bogotá issued an arbitration award to settle the existing dispute with ANI, in connection with performance of a concession contract under the APP arrangement No. 4 of May 5, 2015, stating that in compliance with the postulates of good faith, the parties should renegotiate the terms of the contract and search for formulas for a compromise that enable fulfillment of the contractual purpose. To this end, the concession holder has held task group meetings with ANI, and agreements have been signed that enabled establishing a period for negotiations to define a viable project.

During 2019, there were no significant transactions with shareholders or managers.

The notes to the separate and consolidated financial statements and the Special Business Group Report published on the company’s website provide details on transactions with related parties, shareholders and other persons pursuant to article 47 of Law 222/1995 and related legislation. These transactions are carried out on an arm’s length basis. Said document, this report, the financial statements and other documents required by law form part of the information that was made available to shareholders during the period established by law to exercise the right to inspection.

The Corporate Governance Report, as required by Circular Letter 028/2014 of the Financial Superintendence, was made available to shareholders during the right to inspection period. The Código País survey on implemented best practices is available to the general public at our website.

Odinsa S.A. strictly complied with regulations on intellectual property, copyrights and software licenses; its brands are duly registered; appropriate licenses have been obtained for installed software, and supporting documents are available to demonstrate such compliance. The company also certifies that it has not hindered the free circulation of invoices issued by the company’s suppliers.

380 employees at Aeropuerto El Dorado participated in the on-line course on conduct through the Success Factors platform.

TRANSACTIONS AS PER SECTION 3 OF ARTICLE 446 OF THE COMMERCIAL CODE

Description	2019
Remuneration for managers	11,102
Board of Directors fees	553
Donations	1,906
Advertising and public relations	662
Statutory auditor	270
Representation expenses	349
Consulting	9,756
Professional fees	118
Total	24,716

(Amounts in millions of COP)

Verification was performed on the adequate operation of established controls at the company and of existing systems related to the disclosure and control for the effects of financial reporting; it was found that they are operating adequately.

Lastly, the company has no accurate and definitive knowledge of any material events that have occurred between the reporting date and the date on which this report was prepared that would compromise its evolution or shareholders’ equity.

COMMITTED TO THE FUTURE

During 2020, we will continue to focus on contributing to regional competitiveness and connectivity through the effective management of our road and airport projects, with an emphasis on contract fulfillment, infrastructure, user services, environmental and social management and strengthening of reputation, as well as decisively moving forward on the materialization of the private initiatives we have proposed for the country’s development: Nuevo Aeropuerto de Cartagena, Sistema Aeroportuario de Bogotá (SAB), Campo de Vuelo and Perimetral de la Sabana.

We will continue strengthening our corporate culture; innovating our processes and services to offer enhanced experiences to our concession users; investing in the territories where we are present to create development opportunities; strengthening our engagement with and knowledge of stakeholders; contributing to social

development and caring for the environment; and creating shared value for the company and society.

We will work with a vision of the future that will enable our industry to become what it is destined to be: a vigorous and strong industry that is capable of attracting investments that will enable the materialization of major works and reinforces confidence; visionary, capable of thinking of the future to anticipate needs and offer contemporary solutions to contemporary problems; rigorous, recognized for its quality and the efficient performance of works that transcend over time; and aware, by focusing on sustainability and contributing to economically viable, ecologically balanced and socially fair development that adds value to society.

We wish to thank all those who make possible the materialization of the big results we have reported here. To our shareholders, the Board of Directors, our team of employees, suppliers, the various government entities and other stakeholders who work to connect countries and the region, we reiterate our commitment of responding to your interests with transparency, hard work, innovation and economic, social and environmental projection.

Sincerely,

Mauricio Ossa Echeverri  
MAURICIO OSSA ECHEVERRI  
CEO

BOARD MEMBERS

- Jorge Mario Velásquez Jaramillo
- Alejandro Piedrahíta Borrero
- Rafael Olivella Vives
- Sergio Restrepo Isaza
- Miguel Piedrahíta Soto

Túnel Aburrá Oriente.







#### AIRLINES

**24**

international

**6**

domestic

**21**

cargo



**USD 415**

million in bonds issued with  
BBB rating by Fitch Ratings



#### DESTINATIONS

**46**

international

**42**

domestic



#### LOCATION

Bogotá, Colombia



## AEROPUERTO INTERNACIONAL

### EL DORADO - DURATION UNTIL 2027

(102-2) (102-6) (102-7) Opain S.A. manages and operates Colombia's main airport, and also works on its maintenance, expansion and modernization.

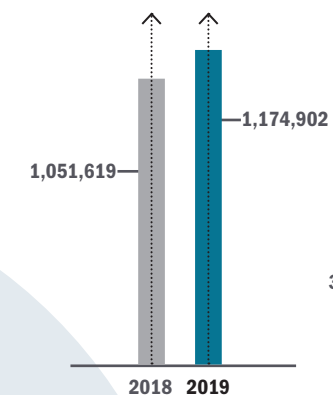
Current  
projects

Direct  
**506**  
employees

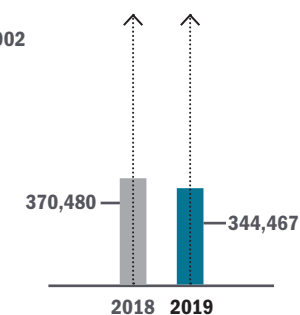
#### FINANCIAL RESULTS

Millions of COP

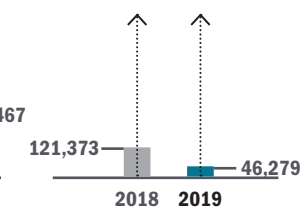
##### REVENUE



##### EBIDTA

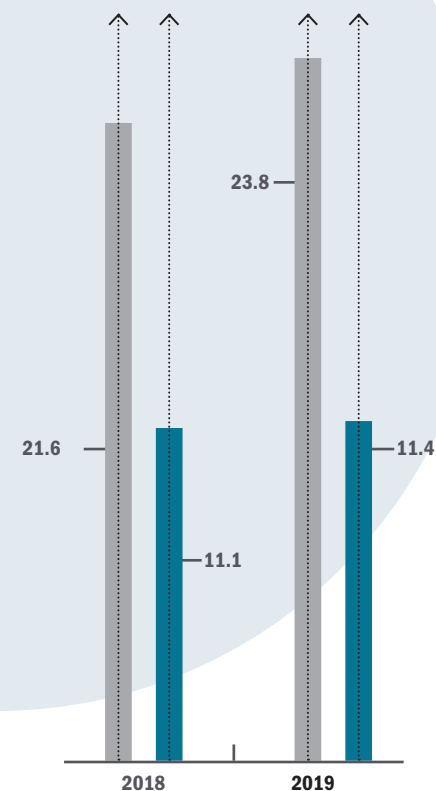


##### NET PROFIT



#### TRAFFIC

Millions of passengers



● Domestic  
● International

#### Change:

Domestic 10%

International 2%

#### RECOGNITIONS AND AWARDS

**1st** in cargo shipping  
in Latin America  
**722,161**  
tons in 2019

**3rd** in passenger  
traffic in Latin  
America  
**34.8**  
million in 2019



4 Star rating  
for quality of  
service  
(since 2014)

Gold Category  
Certification  
in Zero Waste  
Management  
System  
ICONTEC

Airport Carbon  
Accreditation  
(ACA) Level 2  
Certification –  
Reduction, for  
reducing carbon  
dioxide emissions.

Airports Awards  
Going Green  
award,  
Sustainability  
program category,  
for its waste  
management  
system. **Airports  
Going Green**  
(2018)

Green Airport  
Certification  
Airports  
Council  
International  
for Latin  
America and  
the Caribbean

Recognition  
for fulfillment  
of Sustainable  
Development  
Goal (SDG) 12  
**Global Compact  
Colombia  
Network**





## AIRLINES

14

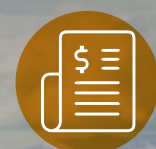
passengers

2

cargo

243,700

tons of cargo per year



USD 400

million in bonds issued

## DESTINATIONS

11

international

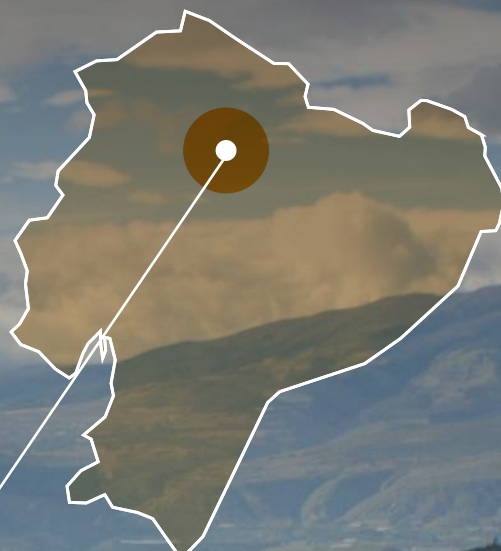
16

domestic



## LOCATION

Quito, Ecuador



## MARISCAL SUCRE INTERNATIONAL AIRPORT - DURATION UNTIL 2041

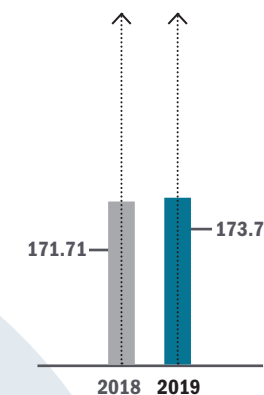
(102-2) (102-6) (102-7) It is operated by Corporación Quiport S.A., the concession holder responsible for the construction, management, operation and maintenance of the Quito Airport, which in addition to connecting Ecuadorians with the world, enables adequate management of shipments of flowers, one of the country's main exports.

Direct  
**350**  
employees

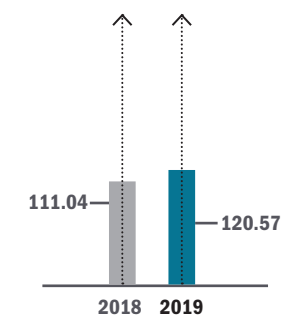
## FINANCIAL RESULTS

Millions of USD

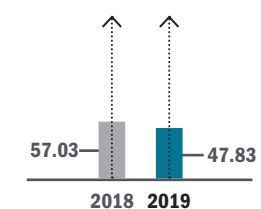
### REVENUE



### EBIDTA

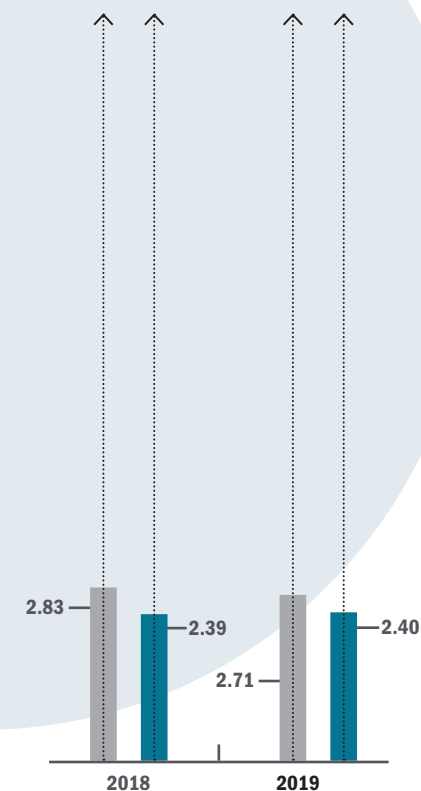


### NET PROFIT



## TRAFFIC

Millions of passengers



● Domestic  
● International

Change:

Domestic -4%

International 0%

## SKYTRAX



Best regional airport in South America (2019, 2018, 2017, 2016)



4 Star rating (2019, 2018, 2017, 2016)

Best airport personnel in South America (2019, 2018, 2017)

## OTHER RECOGNITIONS

First place in the category of up to 399,999 tons per year  
**Excellence Airport Cargo World**

Leading cargo airport in Latin America  
**Excellence Airport Cargo World**

Best International VIP Lounge in the World  
**Priority Pass**

World Travel Awards  
Leading airport in South America (2019, 2018, 2017, 2016, 2015, 2014)

Best specialized cargo airport worldwide  
**Excellence Airport Cargo World**

Levels 1 and 2 in the ASQ / ACI World accreditation program on airport passenger experience

We achieved a neutral carbon footprint.  
Accreditation from ACA





THE PROJECT

256  
kilometers of road

5  
pedestrian bridges

63.7  
kilometers of two-lane road

Bridge  
helical + tunnel

4  
speed breakers installed at critical points of the road



COP 250  
billion in bank financing for investments



LOCATION

Risaralda, Quindío, Caldas,  
Valle del Cauca / Colombia

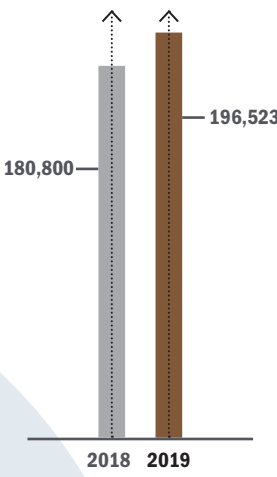
AUTOPISTAS DEL CAFÉ - DURATION UNTIL 2027

(102-2) (102-6) (102-7) Autopistas del Café is the concession holder responsible for designing, rehabilitating, building, operating and maintaining new road infrastructure solutions that connect the departments of Risaralda, Quindío, Caldas and northern Valle del Cauca.

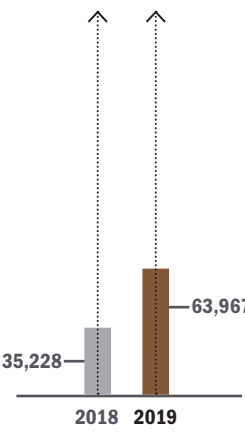
FINANCIAL RESULTS

COP million

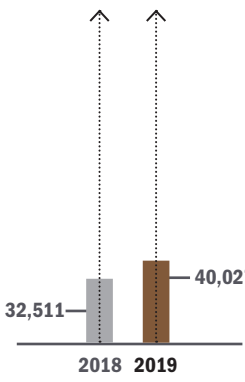
REVENUE



EBIDTA

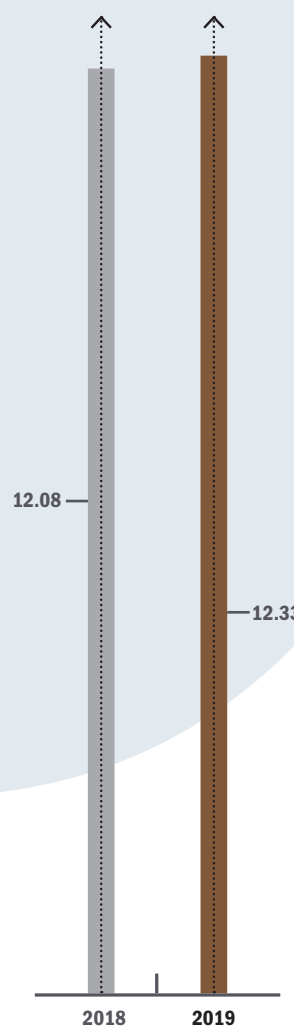


NET PROFIT



TRAFFIC

Millions of vehicles/year



Change: +2%

ADDENDUM NO. 20



Start of works  
Fulfillment: 100%

ADDENDUM NO. 22



Signing for new works

BASIC INTEGRATED SANITATION

1% investment plan approved by ANLA



EMPLOYEES

343  
direct



VEHICLES

33,801  
per day on average

57

highway culture  
awareness-raising campaigns





THE PROJECT

1

2.5-kilometer twin-tube tunnel

44

bridges

40.2

kilometers of new roads:  
3.1 km of single lane +  
37.1 km two-lane road

54

kilometers of rehabilitated roads



LOCATION

Antioquia, Coffee Triangle,  
Valle del Cauca and  
Pacific coast, Colombia



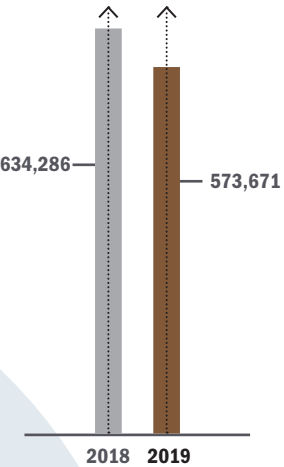
CONEXIÓN PACÍFICO 2 - DURATION UNTIL 2045

(102-2) (102-6) (102-7) Concesión La Pintada manages this fourth-generation project that involves the construction of the new La Pintada-Bolombolo road and rehabilitation of the La Pintada-Primavera road. It is also responsible for the maintenance and operation of these roads. It will connect the north of the country with Antioquia, the Coffee Triangle, Valle del Cauca and the Pacific coast.

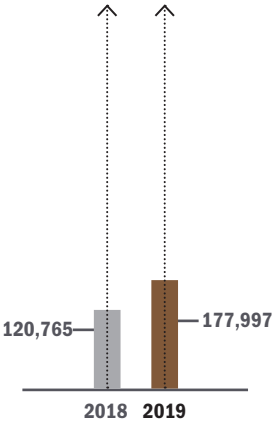
FINANCIAL RESULTS

COP million

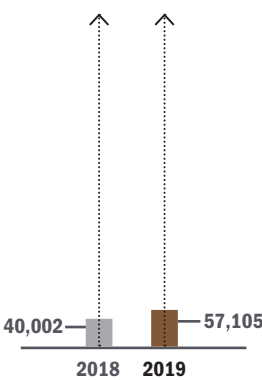
REVENUE



EBIDTA

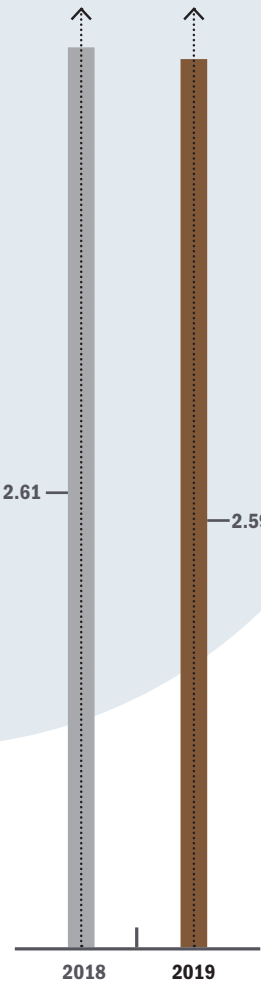


NET PROFIT



TRAFFIC

Millions of vehicles/year



Change: 1%



EMPLOYEES

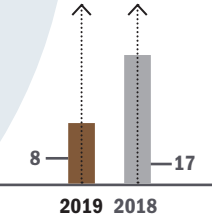
204  
direct



VEHICLES

7,150  
per day on average

REDUCTION OF ACCIDENTS



Works completion  
**82%**

Ahead of the contractually agreed schedule  
(at December 31, 2019).

SELECTED DATA

Recognition by Corantioquia  
Participation in the Guardians of Nature Program

250,000 trees planted  
ReverdeC (Celsia) and Fundación Grupo Argos program

Change in toll booth automation technology





THE PROJECT

19  
bridges upgraded

18,763  
reflective highway markers installed

362,018  
meters of road lines painted



LOCATION

Meta, Colombia



MALLA VIAL DEL META - DURATION UNTIL 2043

(102-2) (102-6) (102-7) Concesión Vial de Los Llanos executes this project including studies, design, financing, construction, operation, maintenance, social and environmental management in the department of Meta. The roads grouped under this project will directly benefit eight municipalities in the eastern plains region, including Villavicencio.

FINANCIAL RESULTS

COP million

REVENUE

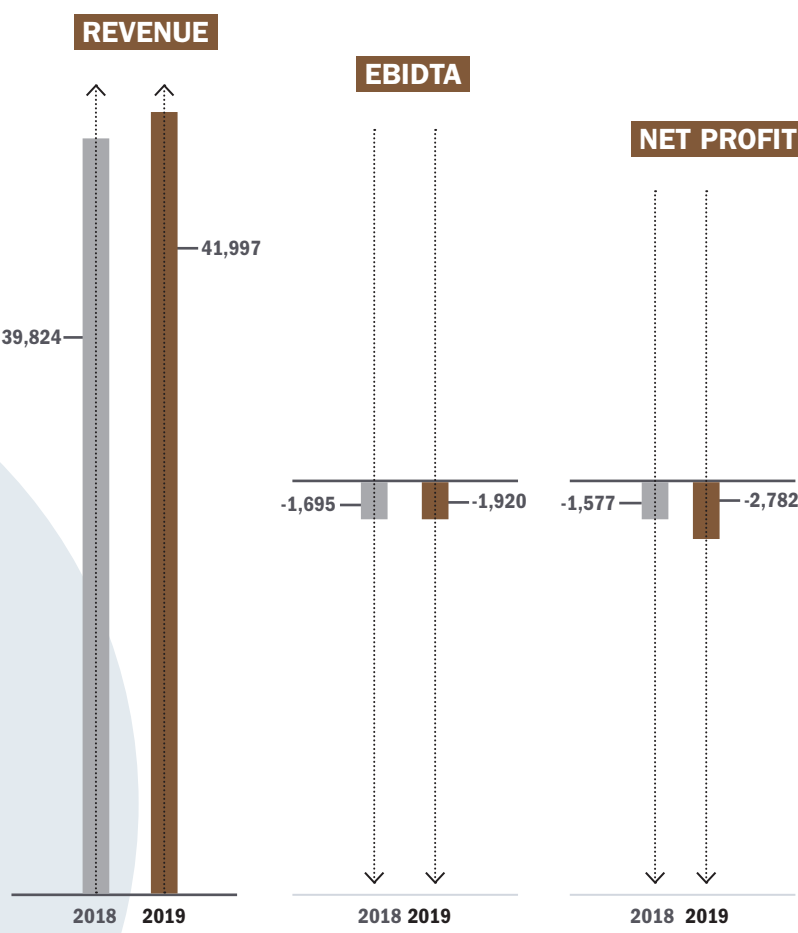
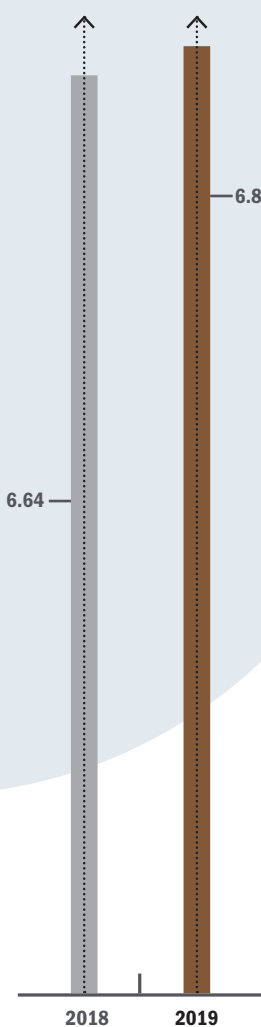
EBIDTA

NET PROFIT



TRAFFIC

Millions of vehicles/year



VEHICLES

18,740  
per day on average



EMPLOYEES

192  
direct

4,229  
hours of highway culture training offered

56  
vertical obstacle markers installed at 39 sewers

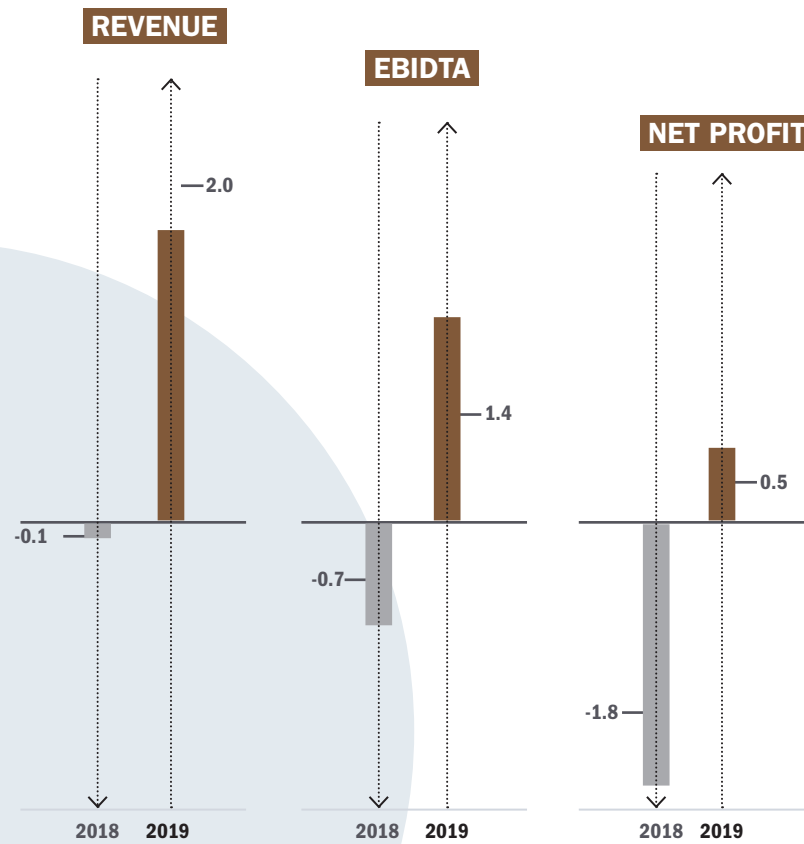


GREEN CORRIDOR  
- DURATION UNTIL 2035

(102-2) (102-6) (102-7) Caribbean Infrastructure Company performs the contract with the government of Aruba to design, build, finance and maintain the roads on the southeast of the island that make up the Green Corridor.

FINANCIAL RESULTS

USD million



CERTIFICATION

Was re-certified in ISO 9000:2015 for the concession's operation and maintenance

Direct 32 employees





THE PROJECT

107

kilometers of a road that crosses the country from south to north and connects with Boulevard Turístico del Atlántico

44

kilometers of road and re-leveling of roadside berms



LOCATION

Dominican Republic



AUTOPISTAS DEL NORDESTE

- DURATION UNTIL 2038

(102-2) (102-6) (102-7) Operated by Autopistas del Nordeste, this road corridor connects the country's capital with the northeast area in the province of Samaná. The concession for this project includes the construction of the road from Santo Domingo to Cruce Rincón de Molinillos, as well as its operation and maintenance starting in 2008.

FINANCIAL RESULTS

USD million

REVENUE

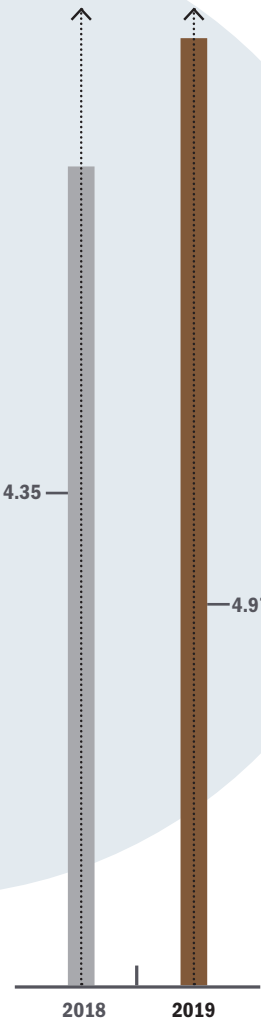
EBIDTA

NET PROFIT

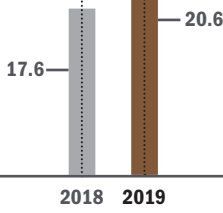
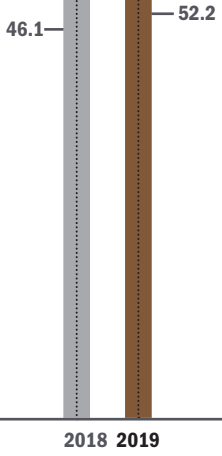
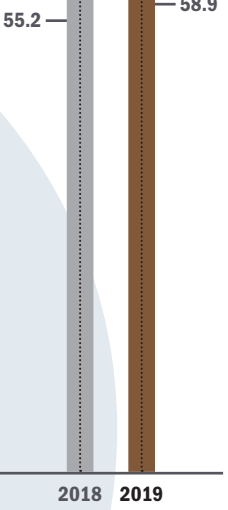


TRAFFIC

Millions of vehicles/year



Change: 14%



VEHICLES

13,638  
per day on average

Direct  
**107**  
employees

SELECTED DATA

The travel distance between Santo Domingo and the Samaná Peninsula is reduced from 220 km to 120 km.

Reduction in travel time from 4 to 1.5 hours at an average speed of 80 km/h.





## THE PROJECT

**123.5**

kilometers of road



## LOCATION

Dominican Republic



## BOULEVARD TURÍSTICO DEL ATLÁNTICO

- DURATION UNTIL 2038

(102-2) (102-6) (102-7) The Boulevard Turístico del Atlántico concession is responsible for the development, construction, rehabilitation, operation and maintenance of the road network covering Nagua, Sánchez, Samaná, El Limón and Las Terrenas. These works bring the country's capital closer to the Samaná Peninsula tourist area.

Current projects

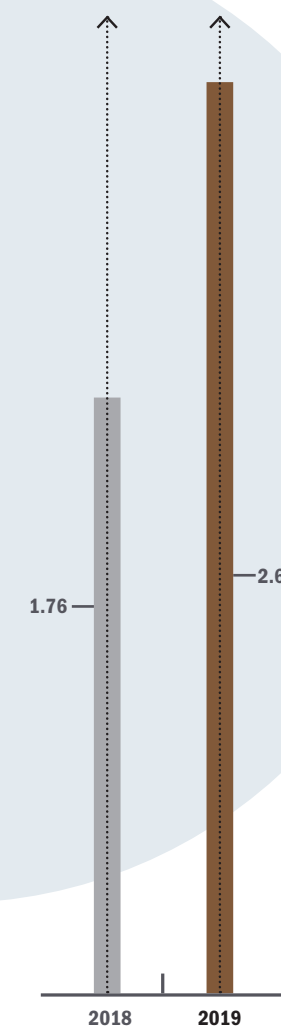
## FINANCIAL RESULTS

USD million



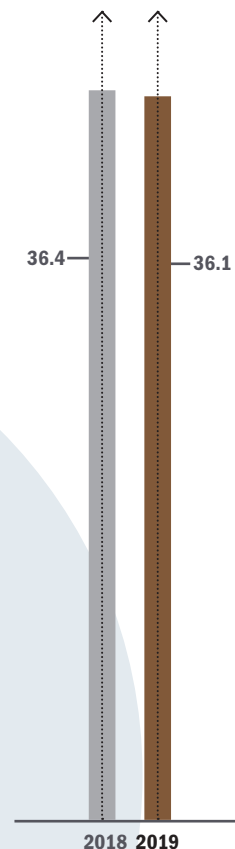
## TRAFFIC

Millions of vehicles/year

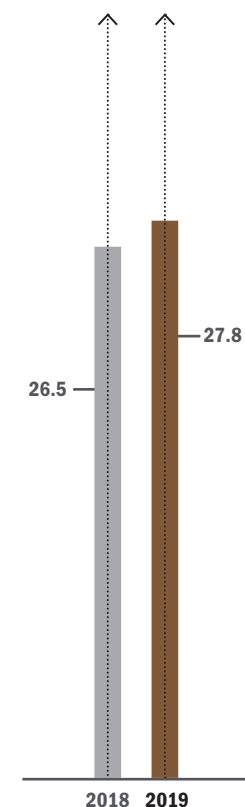


Change: 35%

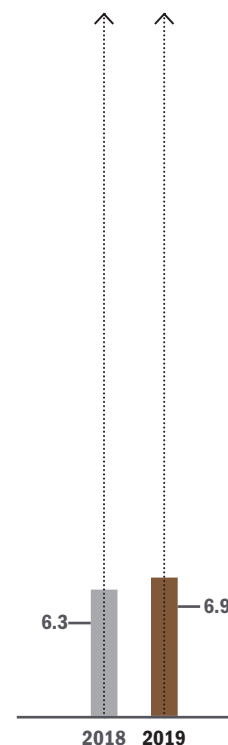
## REVENUE



## EBIDTA



## NET PROFIT



## EMPLOYEES



**49**  
direct



## VEHICLES

**5,600**  
per day on average

This road reduces by  
**105 minutes**  
the travel time between Santo Domingo and Las Terrenas, by connecting with Autopistas del Nordeste.





THE PROJECT

0.78  
kilometers at Seminario Tunnel

8.2  
kilometers at Santa Elena Tunnel

12  
2.5 kilometers of viaducts

3.4  
kilometers of open sky road



LOCATION

Aburrá Oriente / Colombia



TÚNEL ABURRÁ ORIENTE  
- DURATION UNTIL 2039

(102-2) (102-6) (102-7) Concesión Túnel Aburrá Oriente is responsible for the operation and maintenance of the roads at the Palmas Bypass, Santa Elena, Las Palmas two-lane road, and the construction, operation and maintenance of the Aburrá Oriente Road Network - East Tunnel. This mega-project connects the Valle de Aburrá Metropolitan Area with the San Nicolás Valley.

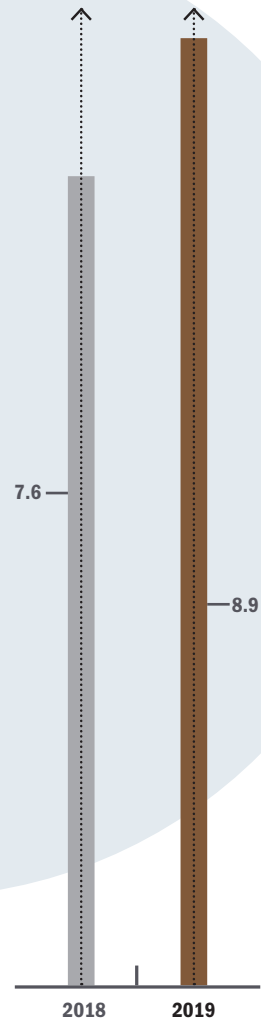
FINANCIAL RESULTS

Thousands of COP



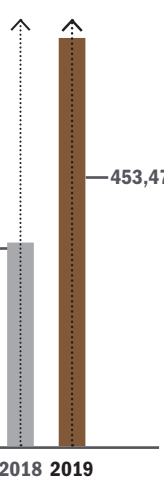
TRAFFIC

Millions of vehicles/year

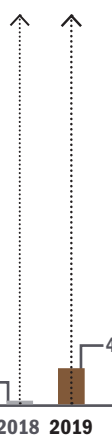


Change: 17%

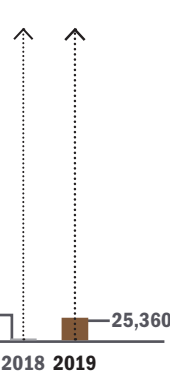
REVENUE



EBIDTA



NET PROFIT



EMPLOYEES

71  
direct



VEHICLES

20,818  
per day on average in 2018

24,410  
per day on average in 2019

OPERATION AND MAINTENANCE

- Palmas bypass 14.6 km
- Santa Elena road 24 km
- Las Palmas two-lane road 10.8 km

Time savings:  
**26 minutes**  
from Sandiego to the roundabout at the José María Córdoba Airport in Rionegro.



Project in structuring phase

## NUEVO AEROPUERTO DE CARTAGENA

**Current stage:** feasibility  
Private initiative with investment of over USD 800 million, to design, build, operate and maintain a new airport in Cartagena, with capacity to cover passenger demand for the next 30 years, and which would become the first airport built from the ground up in Colombia in the last 40 years.



INVESTMENT

USD  
**800**  
million

Project in structuring phase

## SISTEMA AEROPORTUARIO DE BOGOTÁ (SAB 2050)

**Current stage:** feasibility  
This initiative, performance of which will require investment of approximately USD 3.2 billion, is proposed as the most efficient solution to maximize use of the current terminal at Aeropuerto El Dorado, through its expansion and inclusion of improvements, for a step-by-step increase in capacity to cover expected demand over the next 30 years.



INVESTMENT

USD  
**3.2**  
billion

Project in structuring phase

## CAMPO DE VUELO

**Current stage:** feasibility  
With investments of COP 900 billion, this initiative proposes operating improvements in terms of taxiing times on existing runways at Aeropuerto El Dorado, through leading-edge technology, expansion of capacity, improvement of infrastructure and compliance with regulations and operational safety.



INVESTMENT

COP  
**900,000**  
million

Project in structuring phase

## PERIMETRAL DE LA SABANA

**Current stage:** feasibility  
This project, which forms part of the highway loop being built to surround Bogotá, focuses on promoting the regional integration of the Bogotá savanna through the improvement of existing roads to connect the north with the central and south areas of the savanna, covering over 50 kilometers, an investment worth approximately COP 800 billion.



INVESTMENT

Approx. COP  
**800,000**  
million

Project in structuring phase

## CONEXIÓN CENTRO

**Current stage:** pre-feasibility  
We are pleased to announce that on December 2 we submitted a new initiative aimed at improving mobility in the Coffee Triangle and which will strategically complement the regional road system.





**WE  
ALWAYS  
LEARN**



# CORPORATE GOVERNANCE

The Governance Code constitutes the foundation of our corporate governance model. It contains the parameters to structure, promote and communicate the best practices to be adopted by all corporate governance bodies.

The following are our organization's governance bodies: the General Meeting of Shareholders, the Board of Directors, the CEO and the Steering Committee. Additionally, the Board appoints three support committees, comprised by some of its members: Audit, Finance and Risk Committee, Appointments and Remuneration Committee and Sustainability and Corporate Governance Committee. Certain members of the Steering Committee may attend committee meetings, with speaking but no voting rights.

The Steering Committee is also part of our governance structure. It is comprised by the CEO and chief executives. All these bodies have the responsibilities and powers set forth in the company bylaws and in the Corporate Governance Code, in accordance with current legal, regulatory and statutory provisions.

The following were some of the main matters addressed by the Board of Directors in 2019:

- ✓ Corporate strategy
- ✓ Projects
- ✓ Concession performance
- ✓ Financial results
- ✓ Legal matters
- ✓ Risk and crisis management
- ✓ Sustainability
- ✓ Innovation and digital transformation
- ✓ Culture and talent

Board members have a digital information portal available that enables greater and easier interaction between management and the directors. This tool provides Board members information on upcoming meetings, and information of interest they require for deliberations and performance of their duties.

Recognized for the **7<sup>th</sup>** time with the Investor Relations award granted by the Colombian Securities Exchange.

## GOVERNANCE STRUCTURE AND DELEGATION OF AUTHORITY (102-18) (102-19)

### STRATEGY AND MANAGEMENT BODIES

**(102-26) BOARD OF DIRECTORS**

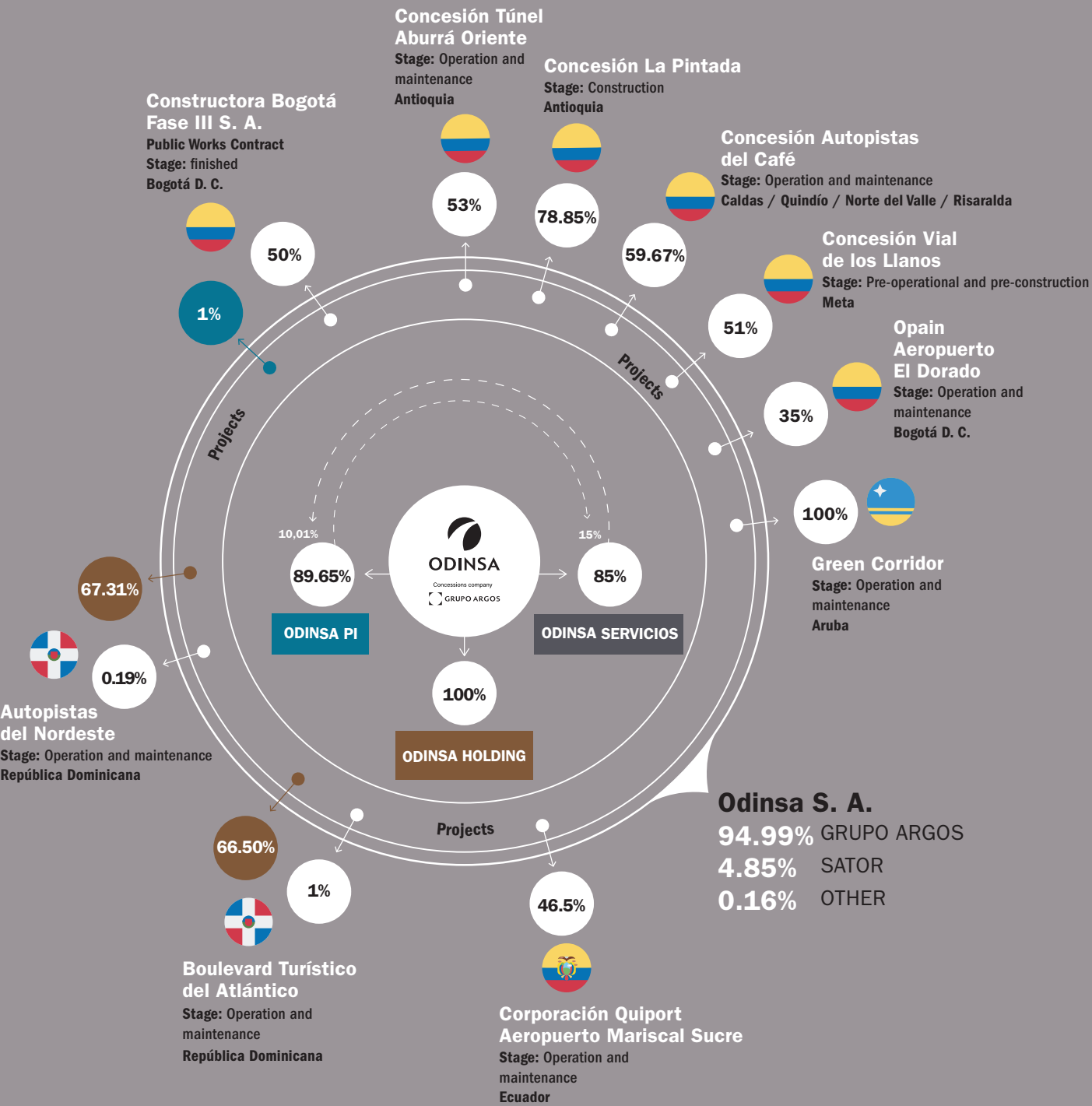
Our primary strategic governance body is the Board of Directors. It is responsible for ensuring fulfillment of the corporate strategic objectives and for monitoring the actions aimed at their fulfillment. It is made up of five members, all principal members, two of whom meet the independence criteria defined in Colombian law and the Corporate Governance Code.

The Ordinary General Meeting of Shareholders held on March 26, 2019 approved a comprehensive reform of the bylaws in order to adopt the best corporate practices described in Código País and meet the highest corporate governance standards, by increasing protection and equitable treatment to shareholders, adjusting the operations of the governance bodies and enhancing information disclosure practices. Additionally, the Extraordinary General Meeting of Shareholders held on August 26, 2019, based on the amended bylaws, defined the new composition of the Board of Directors, whose members decreased from seven to five.

The Board members are elected for a one-year term. They may be reelected indefinitely and may be freely removed by the General Meeting, even before the end of their term. As set forth in the Governance Code, they must attend as a minimum 80% of the meetings called during each year.

The Board of Directors plans and approves its annual agenda in advance, meets at least once a year without the presence of management and schedules meetings to visit and directly get to know the concession operations.

## (102-5) Corporate Structure





(102-22) (102-23) MEMBERS OF THE BOARD OF DIRECTORS



**JORGE MARIO VELÁSQUEZ JARAMILLO** **(N) (P)**  
**CHAIRMAN OF THE BOARD OF DIRECTORS**

● Civil engineer  
● 4 years  
● CEO of Grupo Argos S.A.  
● 12/13  
Member of the boards of directors of: Grupo Sura, Cementos Argos, Celsia, Asociación Nacional de Empresarios, Grupo Nutresa, Proantioquia, Consejo Privado de Competitividad and Universidad EIA Higher Council.



**ALEJANDRO PIEDRAHÍTA BORRERO** **(A) (P)**

● Business administrator  
● 5 years  
● Chief Corporate Finance Officer at Grupo Argos S.A.  
● 10/13  
Member of the boards of directors of: Celsia, Grupo Sura, Cementos Argos, Ruta N, Pactia Investment Committee and Aceros Mapa.



**SERGIO RESTREPO ISAZA** **(A) (N) (S) (I)**

● Business administrator  
● 5 years  
● Exponential partner of Banca de Inversión S.A.S.  
● 12/13  
Member of the boards of directors of: Bios S. A. S., Grupo Financiero Consorcio (Chile) and Ecopetrol.



**RAFAEL OLIVELLA VIVES** **(N) (S) (P)**

● Attorney  
● 4 months  
● Chief Talent and Corporate Affairs Officer at Grupo Argos S.A.  
● 4/4\*  
Member of the boards of directors of: ANDI Antioquia and Cementos Argos Panamá.

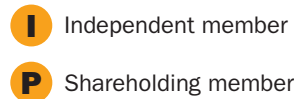


**MIGUEL PIEDRAHÍTA SOTO** **(A) (S) (I)**

● Business administrator  
● 4 months  
● Investor of Piso S.A.S.  
● 4/4\*  
Member of the boards of directors of: AFP Protección S.A., Compretex S.A.S., Fundación Marina Orth, Celsia Colombia S.A.E. S.P



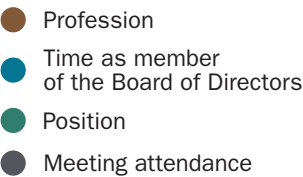
AREAS OF EXPERTISE



COMMITTEES



OTHERS



(102-24) NOMINATION AND SELECTION

Board members are elected by the General Meeting of Shareholders for a one-year period from the date of the election. The current Board of Directors was elected during the Extraordinary General Meeting of Shareholders held in August 2019.

If any director position is vacant, the Board must call for a General Meeting to fill the vacancy. The committee prepares a chart of profiles of Board candidates, which is published on the website prior to the General Meeting. The vacancy may be filled by a partial unanimous vote of all votes present; otherwise, a new election must be held for the entire Board of Directors, by the electoral quotient system.

None of the members of the Board of Directors of Grupo Argos S.A. belongs to the Board of Directors of Odinsa, or holds a management position at the company.

REQUIREMENTS FOR CANDIDATES TO THE BOARD OF DIRECTORS

Candidates to the Board of Directors must have managerial, analytic and assessment skills, as well as autonomy, experience and a strategic vision of the business, specifically in infrastructure, construction materials and construction. They must have participated in other boards of directors, and independent members must demonstrate specific knowledge of corporate finance, internal control, sustainability or human resources, among others.

As a minimum, 25% of the directors elected for a given term must fulfill the requirements to certify their independence, and must declare such status upon acceptance of their nomination. An independent member loses such status if he/she has remained on the Board for more than 10 years. The following are some of the guidelines established in the Governance Code:

- ✓ The maximum age to be a member of the Board is 72.
- ✓ Members are classified as executive, independent or shareholder members.
- ✓ The lists presented for Board elections must include candidates with knowledge of environmental, social and corporate governance matters.

The Policy for the Appointment, Remuneration and Succession of the Board of Directors was approved in March 2017. It establishes the basic principles, qualifications and limits of the candidates. Such policy is currently being revised to incorporate items such as: **i)** a guarantee that no candidate will be discriminated against for reasons of race, gender, age or religion; **ii)** recognition of the importance of diversity in the Board of Directors, with members who have different outlooks, beliefs, nationalities, genders, ethnicities and political preferences, as well as different professional

and personal skills, in order to enrich the discussions, promote and contribute different viewpoints for decision-making; and **iii)** the promotion of diversity will be one of the criteria for elections in order to leverage the Board's competencies, verifying that the candidates meet the profile and have the required technical skills, in order to enable them to contribute to the diversity of this body, as well as to complement the competencies of the Board as a group, in accordance with the organization's strategy.

(102-35) (102-36) REMUNERATION

The General Meeting of Shareholders is the governance body that sets the remuneration of the Board of Directors in accordance with the responsibilities and time dedication of each member. Remuneration is assigned on a monthly basis, because in addition to attendance, the company considers that the performance of members outside the meetings is also of great value. Independent members who participate in any of the supporting committees of the Board receive additional remuneration. The Policy for the Appointment, Remuneration and Succession of the Board of Directors indicates the possibility of paying board members in company shares, but this alternative has not been implemented.

For the period from April 2019 to March 2020, the General Meeting of Shareholders, pursuant to the provisions of the Policy on the Appointment, Remuneration and Succession of the Board of Directors, assigned monthly professional fees in the amount of COP 6,500,000 for attendance to each Board meeting and COP 6,500,000 for attendance to each support committee meeting. Grupo Argos employees who are members of the support committees of the Board of Directors do not receive any remuneration for their participation.

(102-28) ASSESSMENT OF THE BOARD OF DIRECTORS

Annual assessments are performed of the Board of Directors as a body and of its members, under the modalities of self-assessment or an external assessment performed by an independent firm. Such assessments are intended as a review of the reasonableness of the internal rules and the dedication and performance of the directors. Management must report to the General Meeting of Shareholders on the operations and main activities carried out by the Board of Directors, the committees and the CEO during the previous period. The conclusions of this process are published on the website [www.odinsa.com](http://www.odinsa.com).

**The comprehensive reform of our corporate bylaws sets the foundations to enable the company to face future challenges.**

\*Elected in August 2019. Member since September 2019.



(102-31) SUSTAINABILITY MATTERS  
ADDRESSED BY THE BOARD OF DIRECTORS

The Board of Directors discussed the following matters based on the recommendations of the Sustainability and Corporate Governance Committee.

- ✓ Ordinary meeting of the Board of Directors of February 2019: review of the sustainability strategy, 2018 results and 2019 work plan.
- ✓ Ordinary meetings of the Board of Directors of August, September and December 2019: monitoring of the progress made in the following key projects:
  - Dow Jones Sustainability Index assessment

- Measurement of externalities following the company's value-added methodology
- Definition of greenhouse gas (GHG) emission targets
- Updating of the materiality analysis of Odinsa, Conexión Pacífico 2 and Aeropuerto El Dorado
- ✓ Ordinary meeting of the Board of Directors of December 2019: monitor progress made in the volunteer work strategy.

(102-19) DELEGATION OF AUTHORITY  
STEERING COMMITTEE OF ODINSA



Please see the attachments at the website <https://www.odinsa.com/gobierno-corporativo/comite-directivo/>.

- |                                  |  |
|----------------------------------|--|
| 1 MAURICIO OSSA ECHEVERRI        | → CEO  |
| 2 EDUARDO BETTIN VALLEJO         | → Chief Legal and Institutional Affairs Officer    |
| 3 PABLO ARROYAVE FERNÁNDEZ       | → Chief Financial Officer                          |
| 4 CARLOS MARIO ALZATE TORO       | → Chief Human Resources and Administrative Officer |
| 5 GUSTAVO ANDRÉS ORDÓÑEZ SALAZAR | → Chief Road Concessions Officer                   |
| 6 ANDRÉS ORTEGA REZK             | → Chief Airport Concessions Officer                |



Meeting of leaders from Odinsa and the concessions.

(102-20) RESPONSIBILITIES

The Steering Committee's responsibility is to contribute knowledge and experience to address the challenges faced by the company and assure the creation of value for our stakeholders. It is comprised by the CEO and five chief executives.

REMUNERATION

The Steering Committee and the company's CEO have a variable remuneration plan that involves bonuses based on long-term and short-term organizational performance. Such remuneration is established pursuant to the remuneration policy and guidelines established by the Appointments and Remuneration Committee of the Board of Directors.

(102-10) SIGNIFICANT CHANGES  
IN THE ORGANIZATION

In October 2019, we received notice that for the seventh consecutive year, in our capacity of fixed-income securities issuer, the IR Committee of the Colombian Securities Exchange (BVC, for the Spanish original) awarded us the IR Recognition for Issuers for our good information disclosure and investor relations practices. In December 2019, the acquisition of an equity interest in Concesión Túnel Aburrá Oriente S.A. was finalized.



2019 ACHIEVEMENTS

- ✓ We performed a comprehensive reform to the corporate bylaws to continue adapting the company's structure to future challenges. The following were some of the changes that were introduced:
  - The term of Board members was reduced from two years to one.
  - The status of independent member is lost after 10 years.
  - Authorized limits for acts and contracts of the registered agent increased from 10,000 current minimum monthly legal wages to 40,000.
  - The statutory auditor's term was reduced from two years to one.
  - The members of the Audit, Finance and Risk Committee will include three Board members, two of whom must be independent, the company's CEO and the Chief Financial Officer.
  - We included an article with rules as to when Odinsa S.A. can become guarantor for the obligations of third parties; this will no longer be a duty of the Board of Directors.



FUTURE PROJECTS

- ✓ Continue to remain constantly abreast of the best corporate governance practices and voluntarily adopt measures that improve corporate management and contribute to the organization's sustainability and operation.
- ✓ Strengthen current policies and practices for the advancement of the company's corporate governance, with a complementary management governance approach, particularly in connection with management models for boards of directors and transactions with related parties.
- ✓ Review the company's current policies to align them with the new realities and strategic definitions.
- ✓ Implement training mechanisms on the Corporate Code of Conduct and Ethics.



# ETHICS, TRANSPARENCY AND COMPLIANCE

(102-16) (103-1) Structuring projects imbued by the principles of ethics, integrity and transparency enables us to create solid connections based on trust with our stakeholders. The policies that regulate our corporate actions in matters related to the fight against corruption, money laundering and terrorist financing, and the ongoing training provided to managers, employees and contractors, demonstrate our commitment to being a company that does business with integrity, that constantly works on strengthening its internal controls and regulations.

We firmly believe that ethics, transparency and compliance produce value in a responsible manner over the long term, and protect our shareholders’ investments.

### (103-2) HOW WE MANAGE IT

The Governance Code establishes the set of values, principles, policies, rules, practices and processes to manage, operate and control the company, and regulate the company’s governance.

Investor confidence is promoted by means of practices oriented towards transparency to produce better conditions for financing and a perception of lower risk; respect for shareholders, management practices, clear and reliable information management, public disclosure of results, respect for those who have economic or service relations with the company, protection of investor rights, with the purpose of achieving business efficiency and driving the company’s growth.

The Corporate Code of Ethics is the second foundation in this regard. It includes specific provisions to prevent corruption and bribery, discrimination, anti-competitive practices, money laundering and use of privileged information, preserving the confidentiality of information, avoiding and managing possible conflicts of interest, promoting care for the environment and the health and safety of our employees and contractors, and promoting reporting of irregularities.

### POLICIES AND PRACTICES THAT RATIFY OUR COMMITMENT TO ETHICS

- ✓ Fraud, Bribery and Corruption Risk Management Policy: It contains specific and public guidelines for preventing and managing the risk of bribery, corruption and fraud under any modality.
- ✓ Policy to manage the risk of Money Laundering and Terrorist Financing (ML/TF).
- ✓ Policy on giving and receiving gifts and gratuities.

Ethics and transparency are assessed internally by the Corporate Conduct Committee, comprised by the Chief Legal and Institutional Affairs Officer, the Chief Financial Officer and the Chief Human Resources and Administrative Officer, assisted by our Internal Auditor. The following specific monitoring and evaluation actions have been implemented:

- ✓ (102-25) Declaration of potential conflicts of interest: All employees and Board members are required to fill out an annual Declaration on potential sources of conflicts of interest. In 2019, 100% of employees filled out this declaration. The Corporate Conduct Committee reviews the results.
- ✓ Variable remuneration system: Only those who have completed the “Comprometidos” (Committed) training program on corporate conduct and have filled out the annual Declaration of conflicts of interest are entitled to be included in this system.
- ✓ Statement on assets and income: It must be filled out annually by all members of senior management, managers and certain employees in critical positions.

## CORPORATE ETHICS PRINCIPLES (102-16)

Integrity is the value that rules our behavior and is at the core of the Corporate Code of Conduct that guides all Grupo Argos companies.

It consists in acting at all times in a responsible, honest, upright, serious and transparent manner, in abidance of the law and the policies established by Odinsa S. A.

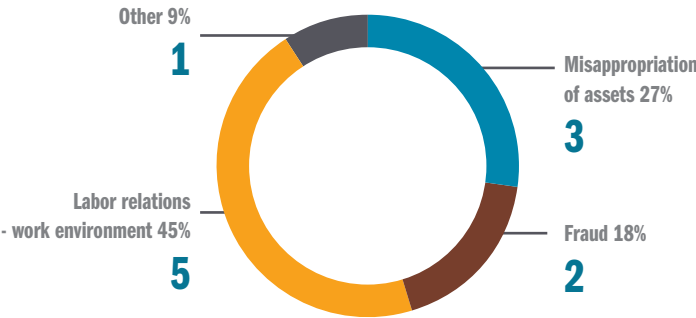
Ethics and transparency are fundamental and non-negotiable, and for this reason all our business activities are ruled by our inspiring principle: integrity.

## PERFORMANCE

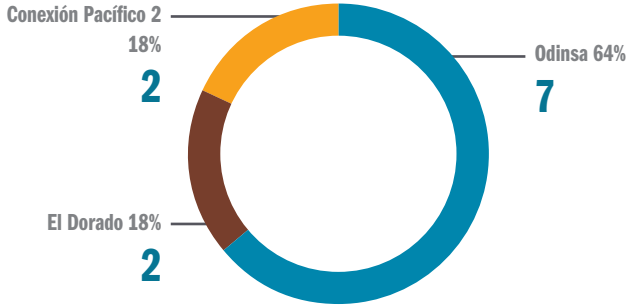
### NUMBER AND TYPE OF REPORTS RECEIVED

(103-3) During 2019, we received 11 reports of potential breaches of the Code of Conduct through the Transparency hotline. No facts related to corruption, fraud, anti-competitive behavior or money laundering were found in these cases. All reported cases have been closed.

### REPORTS BY CATEGORY



### REPORTS BY COMPANY

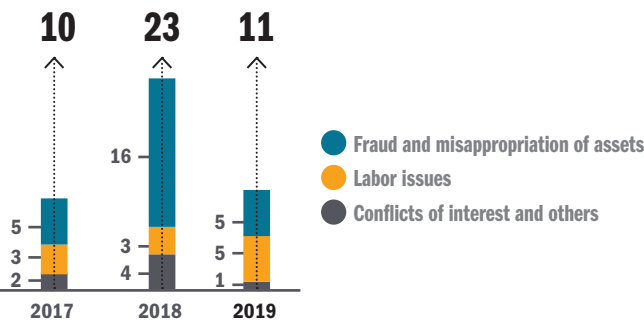


### (205-3) CORRUPTION CASES

During 2019, neither Odinsa nor its concessions were involved in any cases of corruption. (206-1) Odinsa was not a party to any legal antitrust proceedings or cases related to anti-competitive practices.

### HISTORIC DATA ON CASES RECEIVED THROUGH THE TRANSPARENCY HOTLINE:

### REPORTS BY CATEGORY



0 cases of corruption at Odinsa and its concessions

## TRANSPARENCY CHANNELS

(102-17) The Transparency hotline is a confidential channel available to our stakeholders to report any acts that run against the Code of Conduct and company rules. It is managed by an independent third party.



✓ **Transparency hotline:**  
01 8000 124 333. Advisors can be contacted between Monday and Saturday from 6 a.m. to 10 p.m.



✓ **Transparency hotline e-mail:**  
lineadetransparencia@odinsa.com

### (205-1) PERCENTAGE OF TRANSACTIONS ASSESSED FOR RISKS RELATED TO CORRUPTION

Company/Concession	2018	2019
Odinsa corporate	100%	100%
El Dorado	100%	100%
Mariscal Sucre	100%	100%
Conexión Pacífico 2	0%	100%
Malla Vial del Meta	0%	0%
Autopistas del Café	100%	100%
Green Corridor Aruba	0%	0%
Autopistas del Nordeste	0%	100%
Boulevard Turístico del Atlántico	0%	100%

### (419-1) FINES FOR ALLEGED NON-COMPLIANCE

(307-1) During 2019, neither Odinsa nor its concessions received any notices on fines or penalties for failure to comply with regulations that apply to their operations, particularly in connection with social and environmental regulations.





Our policies on ethics, transparency and compliance protect our shareholders' investments.



## 2019 ACHIEVEMENTS

### (205-2) ODINSA

- ✓ All members of the previous Board received information on the organization's policies and procedures related to the fight against corruption. New members will receive training and information in 2020.
- ✓ We developed the "Competencia" (competition) program, through which the company's management team received training on the risks of competitive processes, in order to avoid practices that restrict competition.
- ✓ All our employees participated in the "Comprometidos" (committed) course and its assessment. This program is aimed at strengthening our organizational culture on ethics and transparency, and since 2016 it has been mandatory in order to have access to the Variable Remuneration System.
- ✓ All company employees filled out the Declaration on potential sources of conflicts of interest.
- ✓ We participated in the initiatives of the Anti-corruption Institute and the Latin American Compliance Network.
- ✓ As part of our anti-corruption commitment, we continued the campaign of filling out the Declaration of assets and income, aimed at the CEO, chief executives, corporate managers, concession managers and other employees in key positions. In 2019, there were 26 participants.

## CONCESSIONS

(205-2) The Board members and employees of El Dorado, Autopistas del Café and Conexión Pacífico 2 received information and training on the organization's policies and procedures related to the fight against corruption.



### AIRPORT CONCESSIONS

#### El Dorado

- ✓ An online course on corporate conduct was launched through the Success Factors platform, with participation by 380 employees. It reinforced knowledge on the Code of Conduct and key elements of ethics and transparency.
- ✓ A due diligence procedure was implemented to get to know and engage with third parties.

#### Aeropuerto Mariscal Sucre

It began to implement the "Cumplimiento" (compliance) program, including the development of the Risk Matrix, the Code of Ethics and the Anti-corruption Policy, among other elements of the compliance system, for approval by the project's shareholders.

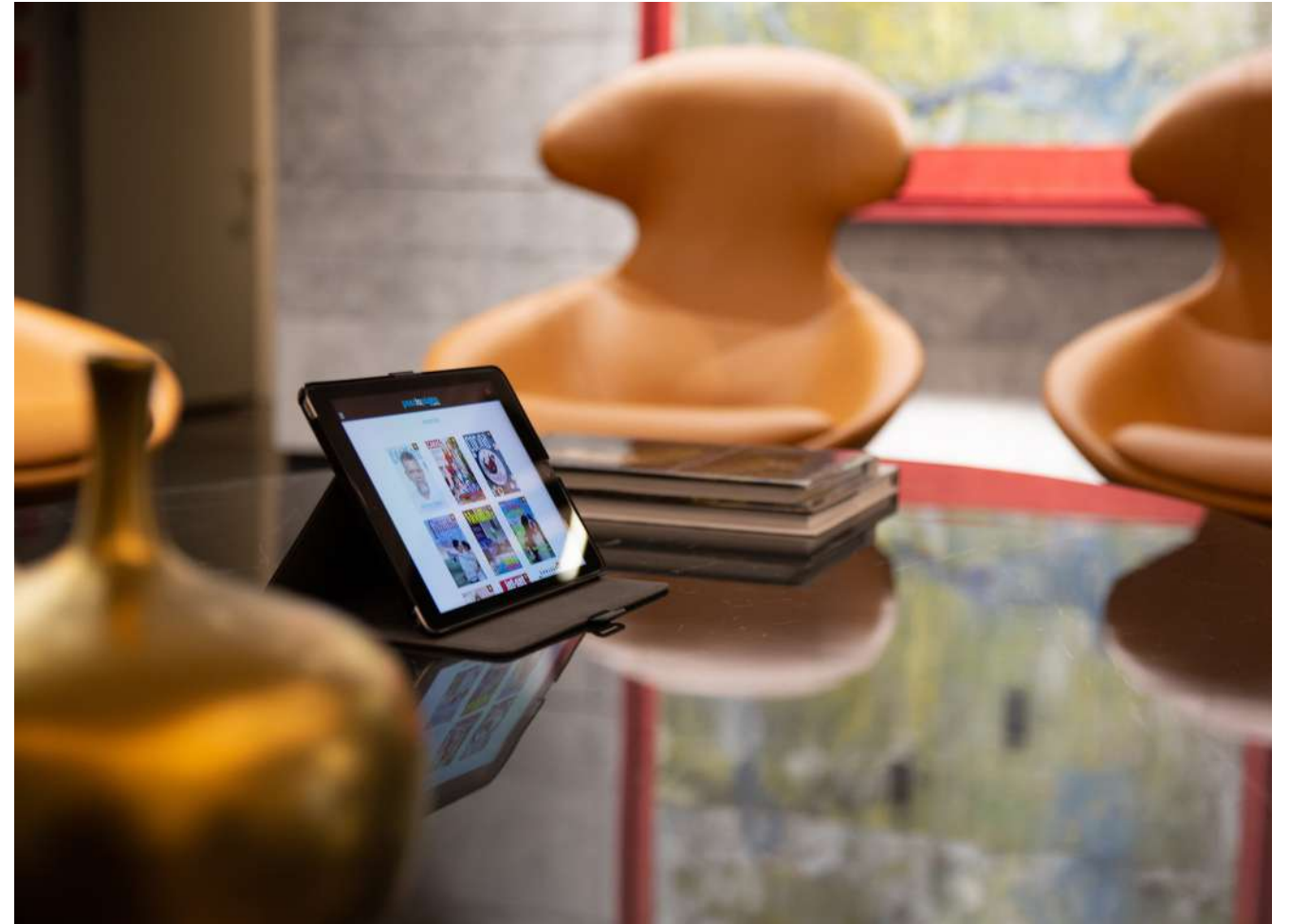


### ROAD CONCESSIONS

#### Boulevard Turístico del Atlántico and Autopistas del Nordeste

- ✓ The Corporate Code of Conduct was established and training on the Code was provided to 100% of employees.
- ✓ The Transparency hotline was implemented and communicated to 100% of employees.
- ✓ The Declaration on potential sources of conflicts of interest was implemented for senior and middle managers, all main office employees, in addition to supervisors, coordinators and toll station managers.
- ✓ The Declaration on confidentiality of sensitive information was signed by management and main office personnel at the company.

**Transparency: At Odinsa, all employees filled out the Declaration on potential sources of conflicts of interest.**



Odinsa offices.

#### Malla Vial del Meta

- ✓ In the context of the Comprehensive Management System and its associated audits, reinforcement training was provided to all employees on the project's policies, including the policy to control money laundering and terrorist financing.
- ✓ Enhancements were made to contract clauses aimed at minimizing risks related to corruption, money laundering and terrorist financing.

#### Conexión Pacífico 2

- ✓ Orientation and reinforcement training was provided to 90% of personnel on the policies approved by the Board of Directors regarding ethics and transparency.
- ✓ The "Referentes" (benchmarks) campaign on ethics and transparency was carried out.
- ✓ New policies were adopted in connection with travel expenses and handling of corporate credit cards.

#### Autopistas del Café

- ✓ The entire management and administrative team and 70% of operations personnel received orientation and reinforcement training on the Corporate Code of Conduct, compliance policies and the Transparency hotline.
- ✓ 80% of personnel filled out the Declaration on potential sources of conflicts of interest.



## IN THE FUTURE

- ✓ In the short term, offer training on the compliance system at new concessions or where the system has not yet been deployed.
- ✓ Continue to implement the "Cumplimiento" (compliance) and "Competencia" (competition) programs.
- ✓ Adopt clear guidelines for adequate relations with the public sector.
- ✓ Reinforce the culture of mandatory application of due diligence and disseminate it at the concessions.
- ✓ Consolidate the assessment of risks related to corruption, bribery, fraud and money laundering and terrorist financing at El Dorado, Mariscal Sucre and Autopistas del Café, as well as move forward on such assessment at the other operations.
- ✓ In the long term, measure the results and the consolidation of the "Cumplimiento" (compliance) program.



(102-46) (102-47) With the aim of strengthening our sustainability strategy, in 2019 we updated our materiality analysis.

We initially identified 125 topics, which were grouped under 30 relevant matters. The latter were ranked by importance, and as a result eight top priority and three relevant matters were obtained: strategic relations; ethics, compliance and transparency; ecosystems; climate change; contribution to local development; human resources and culture; cutting-edge infrastructure; economic performance; supplier selection and management; human rights and air quality.

## PROCESS FOR DEFINING MATERIALITY



We assist the concessions in managing adverse events and determining their consequences for our portfolio.

## HOW WE MANAGE IT

dinsa / 59

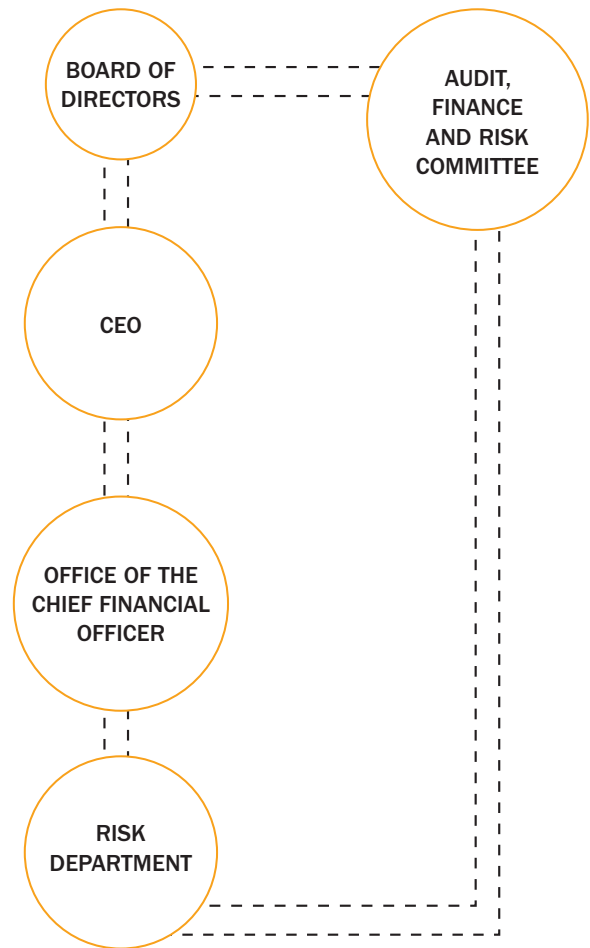


RISK GOVERNANCE

The Board of Directors of Odinsa, as the highest corporate governance body, supervises compliance with the corporate strategy and the strategic risks that may prevent fulfillment of the strategy. In particular, two Board members have experience in risk management due to their professional work in the financial industry and risk management areas (see the chapter on Corporate Governance).

In management, the Comprehensive Risk Management process is led by the Odinsa Risk Department, which reports to the Chief Financial Officer, and submits quarterly reports to the Audit, Finance and Risk Committee, on the detection and management of significant events that have an impact on strategy. It additionally monitors the main risks at the concessions through the affiliates’ risk or financial teams. The chief executives are responsible for establishing and executing the mitigation mechanisms in the areas within their purview and as appropriate for the detected risks.

The audit plan includes monitoring and auditing the Comprehensive Risk Management process. Odinsa’s internal audit area reports directly to the Chief Legal and Institutional Affairs Officer, and reports functionally to the Audit, Finance and Risk Committee.



The chief executives are responsible for establishing and executing the risk mitigation mechanisms.

PRECAUTIONARY PRINCIPLE

(102-11) From the time the projects are first structured, we perform environmental assessments to determine the level of their effects and impacts, and establish preventive, mitigating and offsetting strategies as appropriate, in abidance with local regulations.

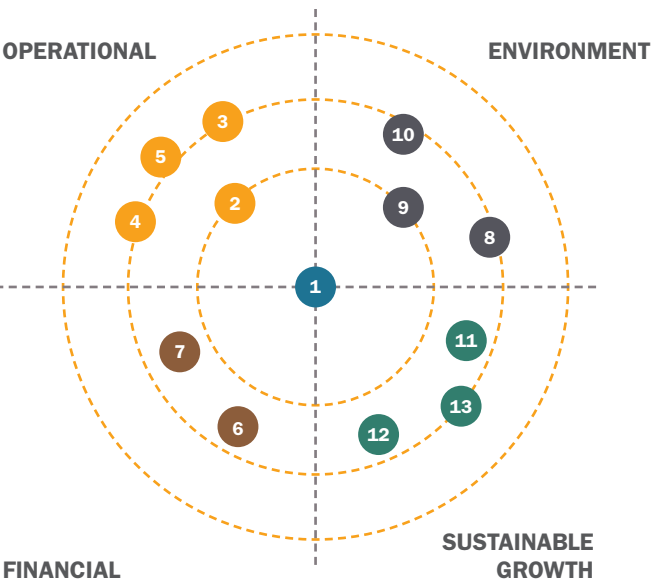
During the pre-construction stage, we perform detailed studies to ensure that the prevention, mitigation and offsetting measures are consistent with those defined in the earlier stages. Afterwards, we make any required adjustments to enable us to manage, in the best manner possible, potential impacts on the environment, in accordance with the requirements established in instruments, by the authorities and environmental regulations.

During the construction, operation, maintenance and reversion stages, those responsible for environmental matters at each concession monitor the implementation of the measures and their continuous fulfillment.

STRATEGIC RISKS

(102-15) The strategic risks that could affect achievement of the business objectives of Odinsa are grouped into four major categories:

- ✓ **Operational:** Events at the operations of Odinsa or its affiliates that could prevent fulfillment of business objectives.
- ✓ **Financial:** Any event that affects financial capacity, due to the investment levels required to develop infrastructure projects.
- ✓ **Environmental:** the political, economic and cultural systems of the countries in which we operate. This also includes the acts of local and international partners at each project.
- ✓ **Sustainable growth:** The company’s future depends on its capacity to adjust its practices to new challenges and knowledge, and to the requirements of a sustainable environment in harmony with all our stakeholders.



- 1 Change in the credit risk rating
- 2 Failure in business strategy or model implementation
- 3 Failure in reputation management
- 4 Failure in the incorporation of projects or M&A
- 5 Deviation or low performance of assets
- 6 Restricted access to capital
- 7 Concentration of assets
- 8 Political / Country
- 9 Legal and regulatory
- 10 Partners and counterparties
- 11 Fraud and corruption
- 12 Loss of key knowledge by Odinsa or its affiliates
- 13 Failure of the sustainability strategy

**Environmental impacts form integral part of our risk assessments. From the time a project is first structured, we determine its effects and implement management mechanisms.**



Conexión Pacífico 2.



EMERGING RISKS

In 2019, we defined the methodology for managing emerging risks, which will be incorporated in 2020 and will be managed in the same manner as strategic risks.

These risks were defined based on the analysis of global trends in the roads and airports industry, as well as forecasts of the global and Latin American economy. Based on this, we identify the aspects that could have an impact on our business model and strategic plan over the long term. This methodology is consistent with the analysis of strategic risks, and for this reason it will be included as part of the management cycle to be updated in 2020.

RISK CULTURE

We have launched a series of initiatives aimed at creating a risk culture that imbues our actions.

We updated the strategic risks map in a team exercise with 35 leaders at the company. At our projects, we also carried out training workshops on risks with 52 leaders at Autopistas del Café, Mariscal Sucre, Autopistas del Nordeste and Boulevard Turístico del Atlántico.

Additionally, we assisted El Dorado and Autopistas del Café in the identification of their strategic risks based on our operating methodology. These risk maps were submitted to their respective Audit, Finance and Risk committees for their approval and monitoring. Based on the identified risks, mitigation plans were determined, which these two concessions will deploy in order to prevent or reduce the impact of significant adverse events.

We defined the methodology to manage emerging risks, which will be incorporated in the 2020 risk management cycle.

35 company leaders participated in updating our strategic risks map.



2019 ACHIEVEMENTS

- ✓ We measured and monitored our strategic risks and assisted El Dorado and Autopistas del Café in the implementation of their management processes.
- ✓ We assisted the concessions in structuring road and airport projects through the identification of risks during the pre-investment stage, as well as mechanisms for their treatment and incorporation in the project and the contract's provisions.
- ✓ We identified the risks in the pre-feasibility stage of the private initiatives for Perimetral de la Sabana and Nuevo Aeropuerto de Cartagena. Between 36 and 40 significant potential risks were identified and are being assessed in order to clearly establish their assignment and mitigation by either the public or private sector, their quantification and their effect on the projects' structuring.
- ✓ We trained senior management at the concessions on risk management and internal control.
- ✓ We defined the methodology for managing emerging risks, which will be incorporated in the 2020 risk management cycle.



IN THE FUTURE

- ✓ Strengthen the identification of emerging risks.
- ✓ Incorporate environmental, social and corporate governance risks into the Risk Management System.
- ✓ Provide online risk management training for the employees of Odinsa and its concessions in 2020.
- ✓ Consolidate a risk culture at the concessions.
- ✓ Perform an initial pilot run on the quantification of strategic, sustainability and compliance risks.
- ✓ Integrate Odinsa and its concessions into the risk management system.



Odinsa employees.



# WE MAKE PROGRESS IN BALANCE.



# OUR TALENT

(103-1) We are fortunate to have an extraordinary team of employees that works every day to leave a positive mark in society; that is always learning to enable us to find better ways to connect people with new opportunities, and that moves forward in a balanced manner to give their best to those who surround them, because they are citizens who are aware of their environment, flexible, respectful, adaptable and committed.

At Odinsa, we value our talent, and for this reason we continuously seek to contribute to employee development and well-being, with a balance between being, knowing and knowing how to do it. Our employees' talent enables us to drive the strategic capabilities that

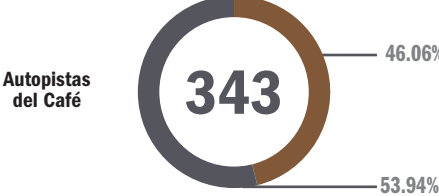
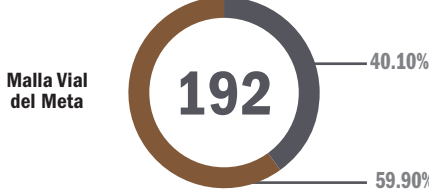
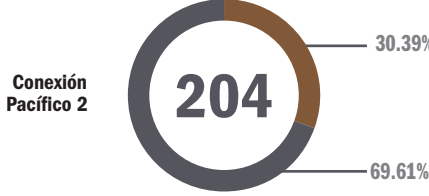
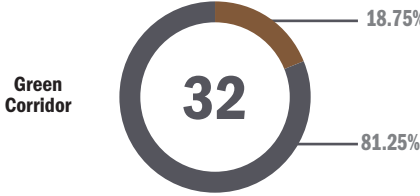
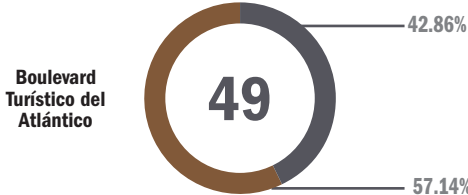
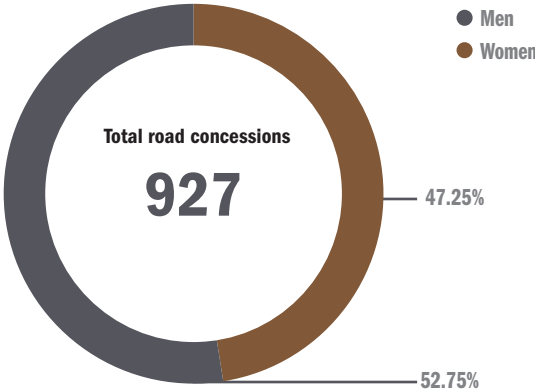
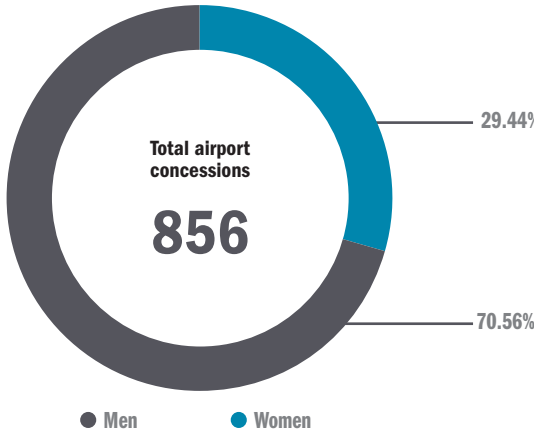
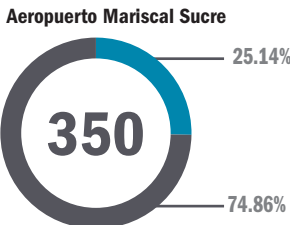
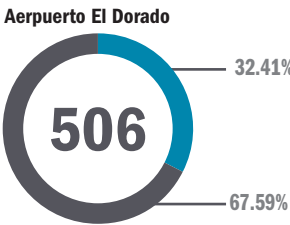
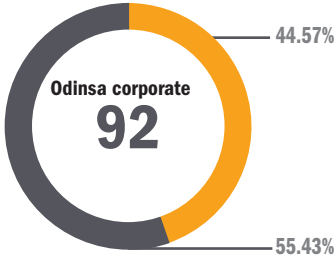
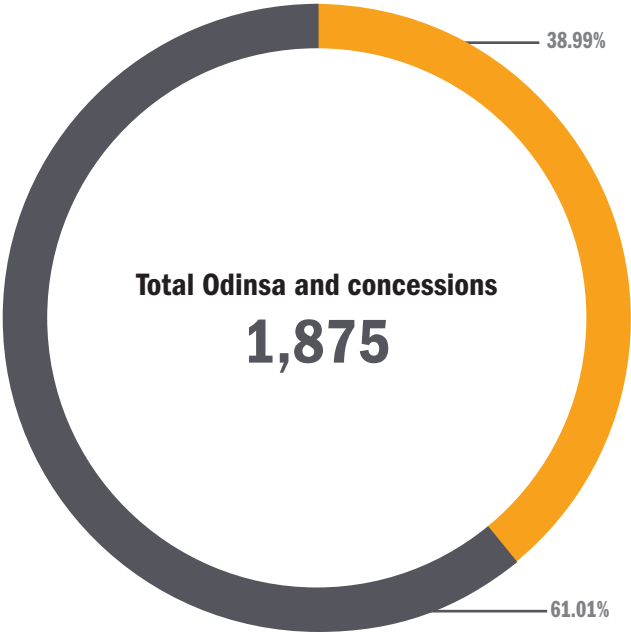
leverage our value proposition, promote the consolidation of the organizational culture and bolster the achievement of our major organizational objectives.

We also have an ethical organization, grounded on corporate values, where employees give their best to achieve the objectives, with the conviction that their contribution to the development of the areas in which we operate is the best contribution we can make to the countries where we operate.

New technological tools enabled expanding coverage of our performance management and talent training programs.

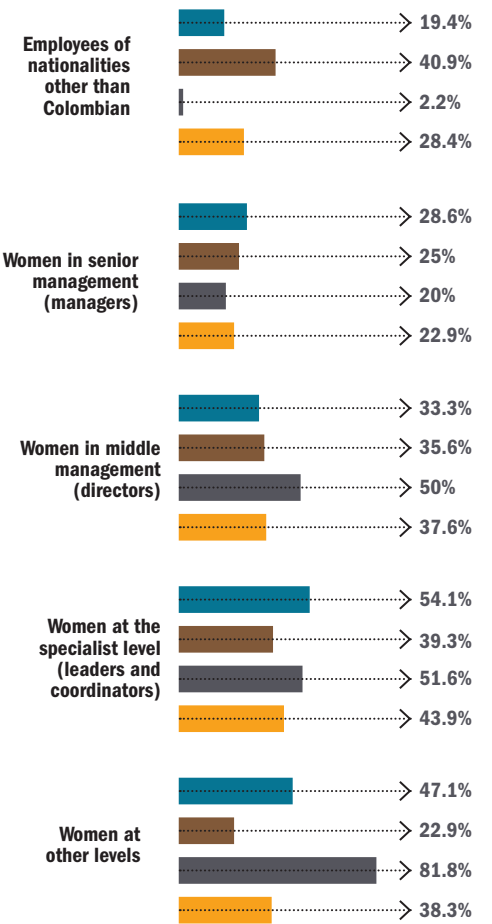


## (102-8) DIRECT EMPLOYEES AND PERCENTAGE BY SEX





DIVERSITY



Airport concessions  
Road concessions  
Odinsa  
Odinsa and concessions

We are one of the 25 companies with highest preference among young professionals in Colombia.

(103-2) HOW WE MANAGE IT

**We are the best option:** we attract the best talent and build loyalty. We promote internal mobility between Odinsa, its concessions and other Grupo Argos companies and we promote a corporate culture that focuses on collective achievement.

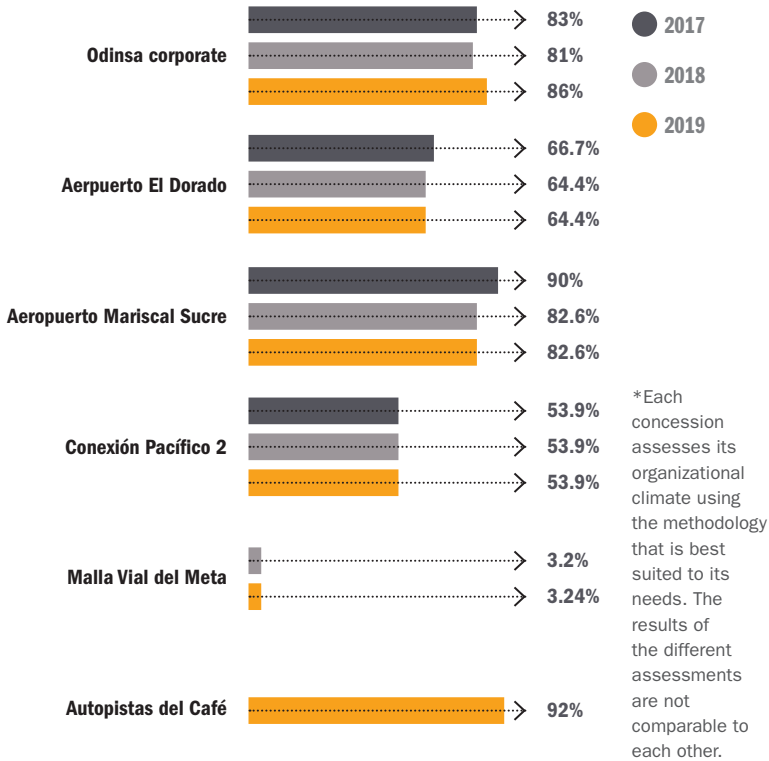
**We make progress in balance:** We implement strategies that enhance the quality of life of employees, strengthen the organizational culture and raise awareness on diversity and inclusion, in an optimal work environment that makes us the best place to work.

**We always learn:** Through talent planning, we define succession plans for critical positions, thereby ensuring business stability, while developing the capabilities of potential successors. Performance management also enables us to assess fulfillment of individual indicators and to proactively formulate development plans and offer training programs to strengthen competencies and close any identified gaps.

**We leave our mark:** We propitiate conditions and events, such as corporate volunteer work, for our employees to carry out activities that contribute to the social fabric, environmental care and opportunity creation, while raising their awareness of the environment, strengthening teamwork and putting values into practice.

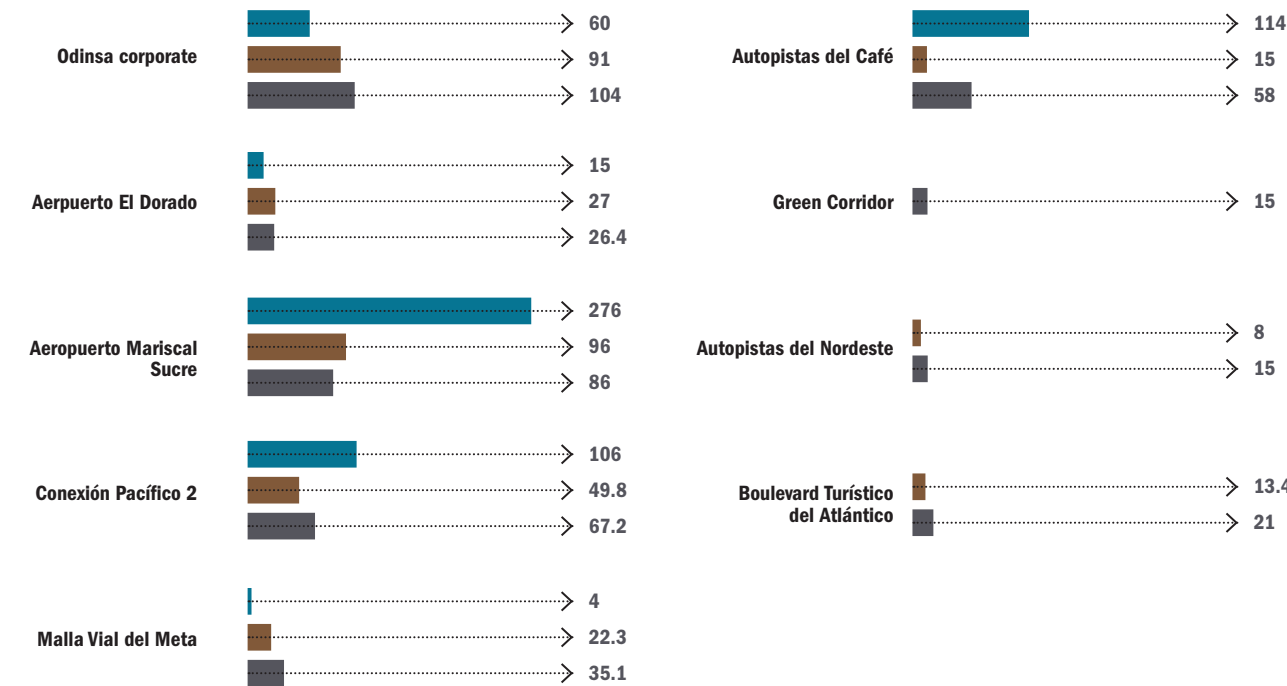
(103-3) PERFORMANCE

ORGANIZATIONAL CLIMATE MEASUREMENT RESULTS\*



\*Each concession assesses its organizational climate using the methodology that is best suited to its needs. The results of the different assessments are not comparable to each other.

(404-1) AVERAGE TRAINING HOURS PER EMPLOYEE



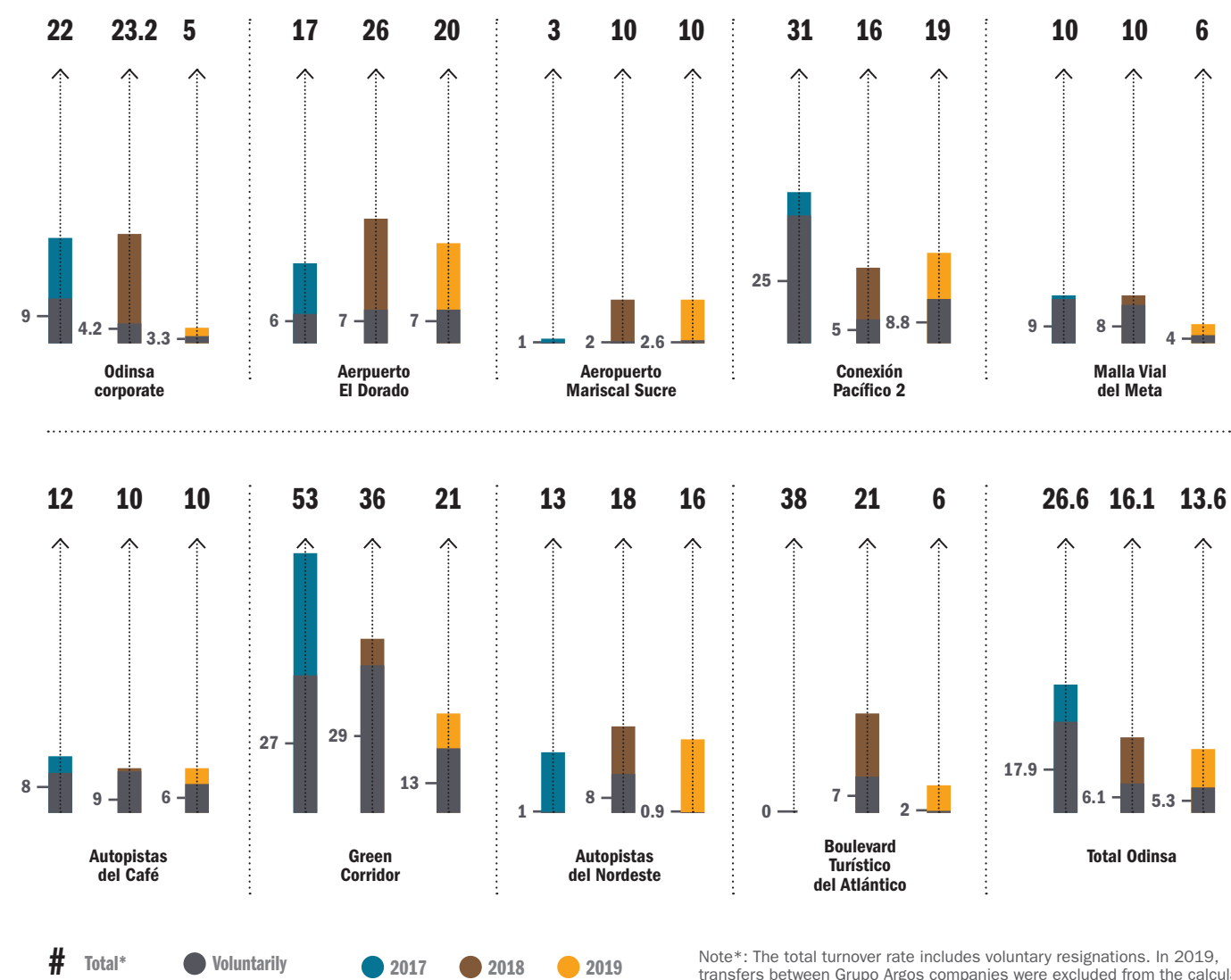
2017 2018 2019 Note: the figures for Autopistas del Café are estimated hours.

Odinsa employees.





(401-1) EMPLOYEE TURNOVER (PERCENTAGE)



(404-3) EMPLOYEES WHO HAVE RECEIVED PERFORMANCE EVALUATIONS (PERCENTAGE)

Company/Concession	2017	2018	2019
Odinsa corporate	100%	96%	98%
Aeropuerto El Dorado	13%	14%	99.8%
Aeropuerto Mariscal Sucre	73%	100%	100%
Conexión Pacífico 2	NR	21%	0%
Malla Vial del Meta	NR	0%	100%
Autopistas del Café	NR	99%	0%
Green Corridor	NR	12%	97%
Autopistas del Nordeste	98%	94%	80.8%
Boulevard Turístico del Atlántico	98%	73.8%	56.5%
Total Odinsa	29%	53%	69%

Note: Not all concessions carried out performance evaluations in 2019 due to technological upgrades in progress.



2019 ACHIEVEMENTS

WE ARE THE BEST OPTION

ODINSA

- ✓ We implemented the inclusive concept of *Generación O* (the Odinsa generation), a cultural transformation program aimed at consolidating the pillars of our culture through the reinforcement of ten behaviors: we are punctual, respectful, digital, adaptable, curious, autonomous, efficient, ethical and humble.
- ✓ In line with Grupo Argos and with the support of the Mercer consulting firm, we measured our climate and commitment, with the following results: 89% on commitment, 86% on satisfaction and 83% on organizational climate.

- ✓ Four Odinsa employees were promoted and six were engaged for internships at our concessions and other Grupo Argos companies.
- ✓ We were recognized as one of the 25 preferred companies by young professionals in Colombia, according to the Adecco's annual survey.
- ✓ We designed a common platform for Odinsa and its concessions to share vacancy postings, send candidate referrals and to apply for internships at different businesses.
- ✓ We performed monitoring and management activities to increase the coverage of employee performance evaluations, increasing coverage by 16 percentage points, from 53% in 2018 to 69% in 2019. This was achieved by structuring and standardizing an Excel tool with similar parameters to those of the main performance evaluation application, for use in concessions that do not have access to this software.

the Odinsa Talks, which are conferences led by our internal experts, with attendance of over 70%; the Odinsa Papers, which are rigorous texts about our business prepared by our employees; and our Knowledge Library, in which we include valuable information that can be accessed by all employees.

- ✓ We created training offerings with required courses for employees to complement their development plans.
- ✓ We fulfilled and surpassed our target of 70 hours of training per employee, achieving a total result of 9,545 hours and an average of 104 hours per person, equivalent to 148.5% of the target, with programs such as:
  - Bilingual program: 36 employees
  - Higher education: 13 employees with specialist and master's degrees and management development programs.
  - Leadership Academy: 29 employees
  - Professional speaking skills: 36 participants
  - Training on high-impact communications: chief executives
  - Skills workshops: communications and relationship skills, in coordination with our concessions and other Grupo Argos affiliates.



ROAD CONCESSIONS

- ✓ At Autopistas del Café and Conexión Pacífico 2, the pillars of Odinsa's organizational culture were adopted.
- ✓ Autopistas del Café, Malla Vial del Meta, Conexión Pacífico 2 and Green Corridor performed internal surveys to monitor the organizational climate and employee satisfaction.
- ✓ A major achievement for Autopistas del Café was to measure the organizational climate for the first time, achieving a 92% score for satisfaction, with a participation of 97%.



AIRPORT CONCESSIONS

Aeropuerto El Dorado

- ✓ The Success Factors platform was acquired, which increased the coverage of performance management to 99%, compared to 14% with the previous tool.
- ✓ The pillars of corporate culture were established in line with those of Odinsa, and its assimilation was promoted through communications and workshops, covering 97% of employees.
- ✓ Based on the outcome of the 2018 climate measurement, in 2019 action plans were implemented that are currently in progress.

Aeropuerto Mariscal Sucre

- ✓ A workplace climate measurement was performed by external consultants, with a result of 82.6% following the integration of Quiport – Quiama.

TRAINING AND DEVELOPMENT - WE ALWAYS LEARN

ODINSA

- ✓ We defined our Knowledge Management Model, and have designed and implemented activities such as



Odinsa employee.



- ✓ At Odinsa, a total of 96,381 hours of training was provided, or an average of 51.4 hours per employee, an increase compared to an average of 44 hours in 2018.
- ✓ We implemented new functionalities in the Odinsa APP that enable requesting training and providing feedback online. This has helped to expedite the process, eliminate paper forms and maintain open feedback channels.
- ✓ All Odinsa employees attended at least one training activity during the year.

### ROAD CONCESSIONS

- ✓ During the year, Conexión Pacífico 2 provided an average of 67.2 hours of training per employee, above the established target of 50 hours per employee.
- ✓ At Autopistas del Café, an agreement was made with Sena to provide English classes to personnel at the user assistance centers.
- ✓ A Leadership School was held to leverage assertive communications, teamwork and feedback skills, among others, for coordinators.
- ✓ Financial assistance was provided to administrative employees for professional education and English courses, aimed at facilitating access to education.

### AIRPORT CONCESSIONS

- Aeropuerto El Dorado**
- ✓ Airport knowledge was strengthened through courses with ACI, ICAO, ITAérea, among others, with over 1,101 hours of training.
  - ✓ The Success Factors platform was implemented and launched, which enables the integration of all information related to training and provides access to the online courses of the different group companies.
  - ✓ The courses enabled employees to consolidate their knowledge on airport operations.

- Aeropuerto Mariscal Sucre**
- ✓ The contents of the e-learning courses were updated; the most relevant course is the customer service school, aimed at VIP services and facilitation personnel.
  - ✓ All employees completed the e-learning course on the Airfield Manual, to consolidate their knowledge on the operation.

**WE MAKE PROGRESS IN BALANCE**

**ODINSA**

- ✓ We designed and implemented a recognition program that assigns points in different categories to celebrate exceptional performance by employees who stand out and go the extra mile, generating the WOW effect. Through this program, we assigned over

- 28,000 points that are redeemable in activities such as entertainment, dining and personal care, among others.
- ✓ We strengthened the Beneflex program (menu of benefits), which allows employees to select from among a broad portfolio of options those that best suit their motivations, interests and needs.
- (401-2) The following are some of the benefits provided to Odinsa employees:
- Life and accident insurance
  - Half day off to celebrate birthdays with the family
  - Short Fridays
  - Additional days off
  - Tele-commuting and flexible hours
  - Educational scholarships and financial assistance
  - Housing loans
  - Cash bonuses for achieving results

Odinsa employees received an average of 104 hours of training per year.



Pacífico 2 employees.

### ROAD CONCESSIONS

- At Conexión Pacífico 2, the Quality of Life Plan was carried out jointly with the family compensation fund, focusing on four lines related to well-being and health:
- Life project: It promotes awareness on the importance of planning for the future.
  - Musculoskeletal and cardiovascular risk plan: It promotes physical activity.
  - Events: It aims to create spaces to promote camaraderie and share information on the progress made by the project, its milestones and challenges.
  - Recognition: It highlights the effort, dedication, selflessness and preparation of employees in order to improve the quality of life for themselves and their families.

### AIRPORT CONCESSIONS

- Aeropuerto El Dorado**
- A demographic study was carried out aimed at closing the gender gap, based on the Equipares gender equality agreement.
- Aeropuerto Mariscal Sucre**
- The “Somos Quiport, Somos WOW” (We Are Quiport, We Are WOW) program was designed and implemented, aimed at the recognition of employee actions, behaviors and attitudes that are aligned with the organization’s culture, strategic goals and philosophy.

### IN THE FUTURE

- ✓ Mature the performance management process by increasing its coverage and improving the quality of the exercise.
- ✓ Provide the affiliates assistance by Odinsa for the process of defining and maturing their cultural values.
- ✓ Integrate the personnel of Túnel Aburrá Oriente as an important part of the company.
- ✓ Measure the return on investment of training in technical programs and development of soft skills.
- ✓ Develop a program aimed at reinforcing the culture of diversity and inclusion.
- ✓ Assist in the knowledge management process to enable the concessions to incorporate and implement tools to capture, transfer and assure knowledge.
- ✓ Consolidate the inter-company internship and training programs (involving roads and airports, as well as Grupo Argos affiliates).
- ✓ Proactively define the educational offerings and provide increased access to certain online courses (use of free online platforms).
- ✓ Implement a tool to monitor the workplace climate at Autopistas del Nordeste and Boulevard Turístico del Atlántico.
- ✓ Develop a new training plan at Conexión Pacífico 2 in order to continue working on employee development.



# OCCUPATIONAL HEALTH AND SAFETY

(103-1) One of our top priorities in terms of sustainability is to offer safe work conditions. For this reason, our teams focus their efforts on the care and protection of life, integrity and safety. Occupational health and safety is a matter we treat with utmost care and special attention. For this reason, we are committed to the goal of zero deaths as a business group. All our efforts are consistent with our conviction of leaving our mark in all the territories and in the lives of the people we interact with.

## HOW WE MANAGE IT

(103-2)(403-1) We reaffirm our commitment to the health and safety of our employees. Our Occupational Health and Safety Policy reflects such commitment.

(403-2) Through our orientation and reinforcement training programs, we ensure that our employees know and understand their roles regarding compliance with the Occupational Health and Safety Management System. We also verify that our contractors comply with regulations through the appropriate documentation regarding training received in safety topics and timely payment of social security contributions.

In the concessions abroad, such as Dominican Republic, Ecuador and Aruba, we abide by the local health and safety regulations of each country.

In the framework of their corresponding legislation, those responsible for this area at the concessions define targets and action plans, which are communicated to joint employer-employee occupational health and safety committees, in order to achieve jointly with the employees the target of zero deaths. We also have committees in place, such as on work coexistence and on emergencies and highway safety, that monitor the programs with the objective of strengthening the culture of self-care, prevention and risk reduction.

- (403-7) The management programs include:
- ✓ Occupational medicine program: monitor the health conditions of employees with assistance from an occupation physician.
  - ✓ Psycho-social program: activities to prevent psycho-social risk factors that could affect the mental and physical health at the workplace.
  - ✓ Bio-mechanical or Ergonomic Risk Program: activities such as active breaks, physical fitness schools for employees with medium to high symptom levels, and station-to-station massages.
  - ✓ Promotion and prevention activities related to the various programs.

El Dorado:  
**82.3%** compliance in self-assessment of the Occupational Health and Safety Management System.

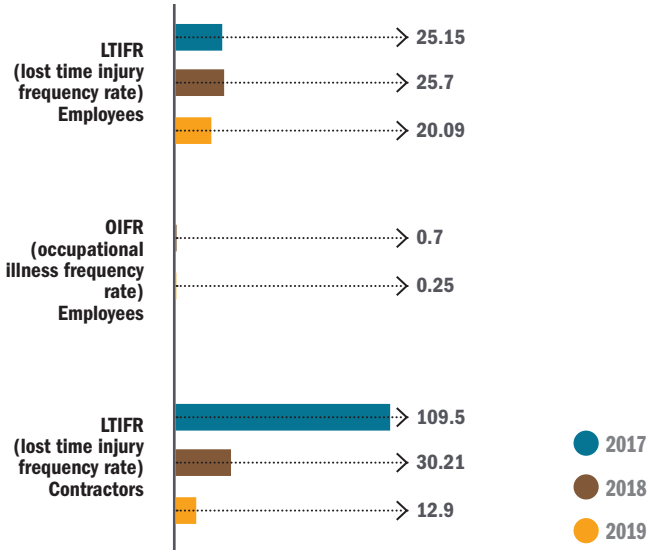
We also have spaces for collaborative work, such as:

- ✓ OHS Synergy Task Group: It is comprised by those responsible for occupational health and safety at Odinsa and its affiliates, in order to align and monitor performance indicators, share experiences and strengthen a learning community.

(103-3) In 2019, external audits were made for re-certification at Boulevard Turístico del Atlántico and Autopistas del Nordeste. Internal audits were carried out at El Dorado, Malla Vial del Meta and Conexión Pacífico 2.

## PERFORMANCE

### (403-9) CONSOLIDATED LOST TIME INJURY FREQUENCY RATE (LTIFR) AND OCCUPATIONAL ILLNESS FREQUENCY RATE (OIFR) AT ODINSA AND ITS CONCESSIONS



Firefighter at Aeropuerto El Dorado.



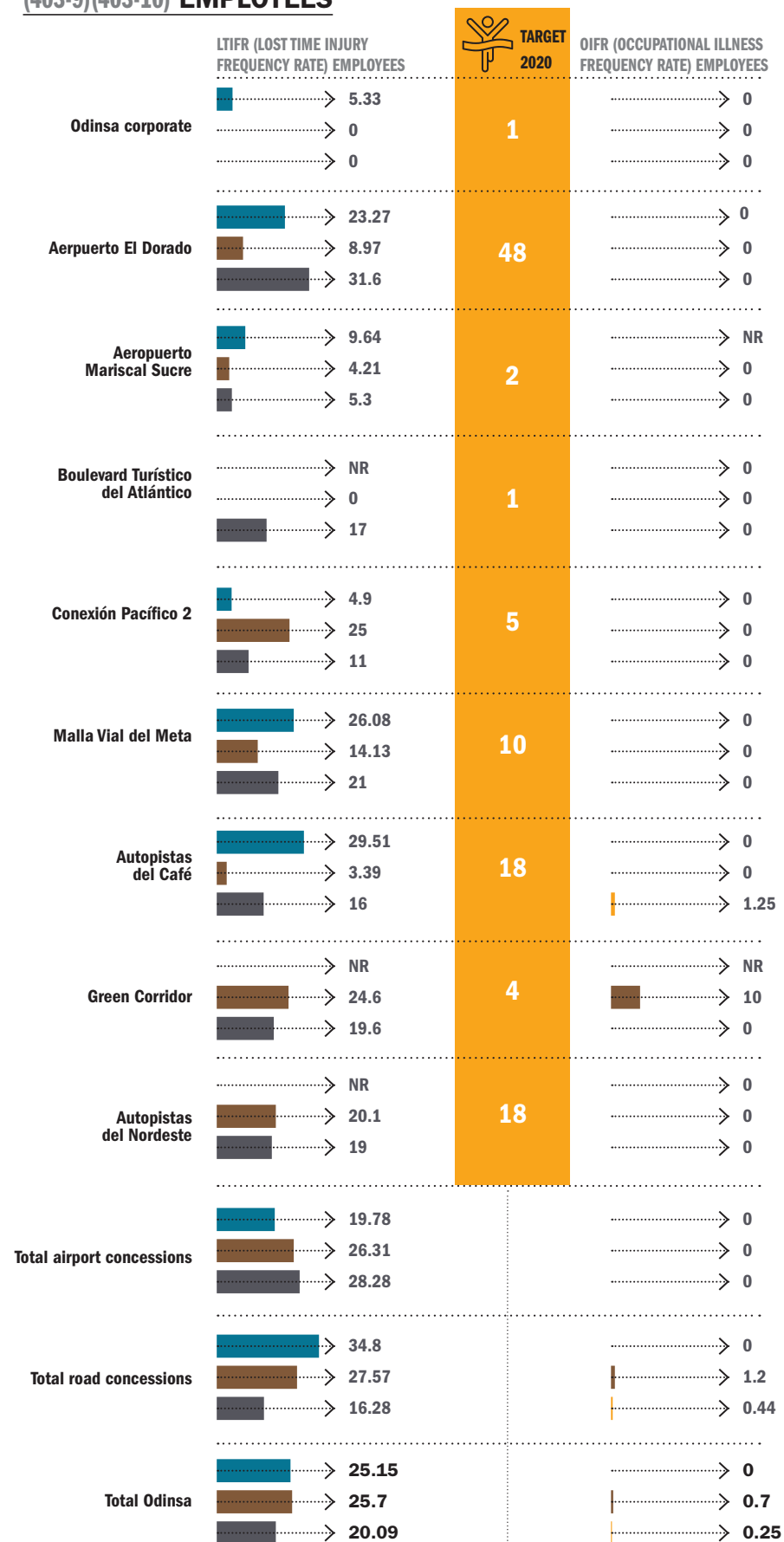


Odinsa employee.

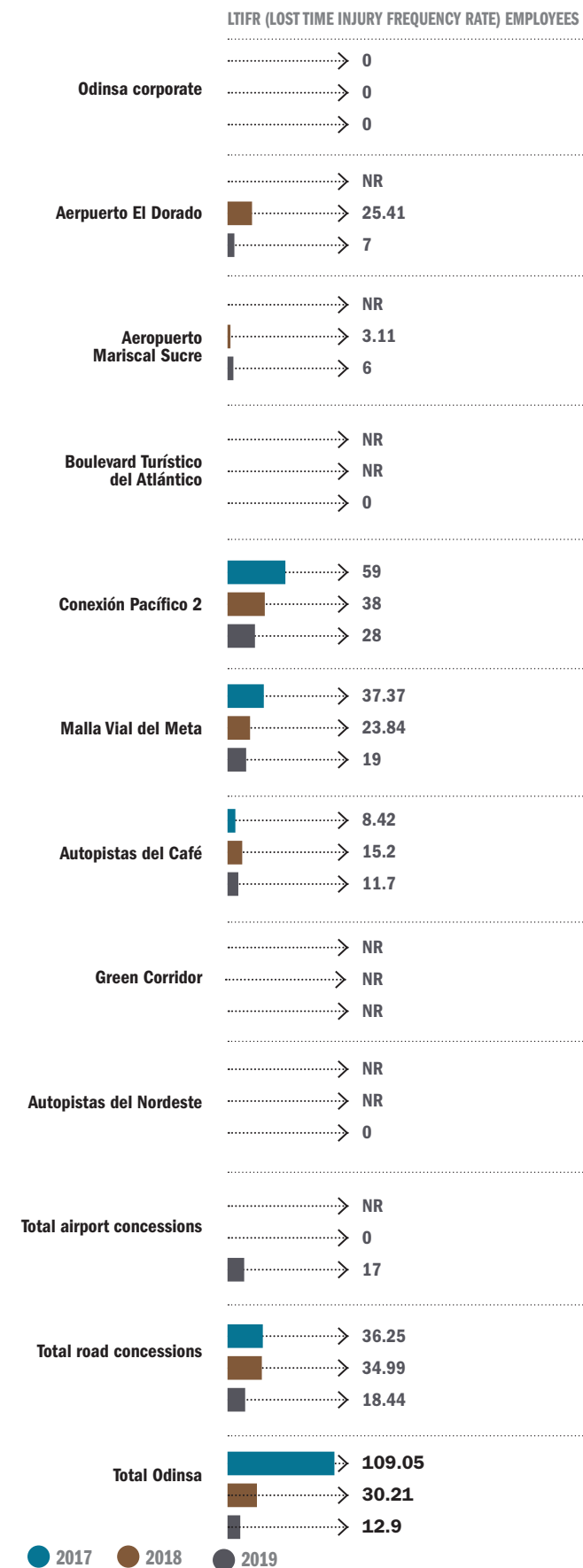
The “Tú tienes el Poder” (you have the power) program is aimed at promoting a healthy lifestyle and preventing work accidents through five safe behaviors.



(403-9)(403-10) EMPLOYEES

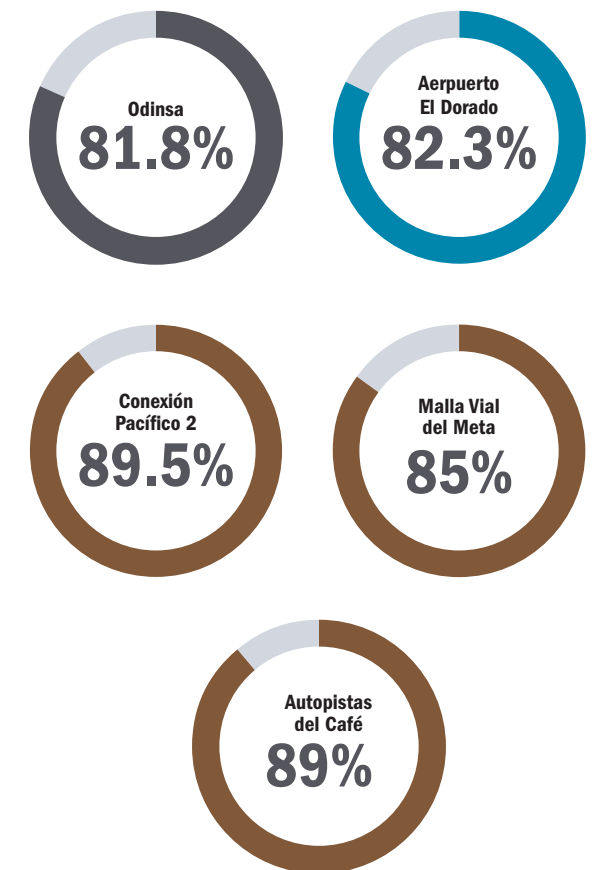


CONTRACTORS



0 deaths of employees or contractors at Odinsa and its concessions

At the concessions in Colombia, self-assessments were performed on compliance with the Occupational Health and Safety Management System, requested by the occupational risk insurer (ARL, for the Spanish original), as set forth in Decree 312/2019, with the following results:



At Malla Vial del Meta, a mutual help committee was established with the neighbors of the Operations Control Center to provide immediate assistance in emergency situations.





Odinsa employees.



### (GRI 103-3) 2019 ACHIEVEMENTS

The most important achievement for Odinsa and its concessions was not having experienced any work-related deaths of employees or contractors, which reflects the effectiveness of the programs that have been implemented.

#### ODINSA

During the last quarter of the year, we launched the prevention program based on behaviors called *Tú Tienes el Poder* (You Have the Power), which is aimed at promoting healthy lifestyles and preventing work accidents through five safe behaviors, aligned with the cultural pillar of Making Balanced Progress.



### ROAD CONCESSIONS

#### Malla Vial del Meta

- ✓ Certificate of compliance was obtained for the Occupational Health and Safety Management Systems, under standard ISO 45001:2018.

- ✓ A Mutual Assistance Committee was established with the neighbors of the Operations Control Center, which includes representatives from neighboring companies (18 in total) to provide immediate assistance in the event of an emergency.
- ✓ The *Programa de Observación del Comportamiento* (Behavior Observation Program) was implemented, aimed at strengthening self-care and reducing accidents due to unsafe behaviors. All toll collections personnel was trained.

#### Autopistas del Nordeste and Boulevard Turístico del Atlántico

- ✓ The Occupational Health and Safety department of the Labor Ministry of Santo Domingo issued certificates to both projects for compliance with regulation 522-06 on Occupational Health and Safety.
- ✓ Talks on occupational health and safety and self-care are held every day before each work shift.



### AIRPORT CONCESSIONS

#### Aeropuerto El Dorado

- ✓ The *Programa de Identificación de Factores de Riesgo* (Identification of Risk Factors Program) was implemented, regarding the use of equipment that generates ionizing radiation, in order to create and implement mitigation procedures.
- ✓ The scope and objective of the *Programa de Vigilancia Epidemiológica* (PVE) (Epidemiological Surveillance Program) on Psycho-social Risk was broadened to include activities related to safety based on behavior, with an emphasis on promotion, prevention and risk control, creating a balance between personal and work life in order to create a safe and healthy environment. The most important activity was to assign and train leaders appointed as safety observers.
- ✓ The slogan *El Cuidado Empieza Por Ti* (Care Starts with You) was promoted to raise awareness on the importance of self-care.

#### Aeropuerto Mariscal Sucre

- ✓ A series of online course offerings was developed for all personnel on occupational health and safety, covering topics such as workplace hazards, use of personal protection equipment, ergonomics, emergency plans, psycho-social risks, use and abuse of alcohol and drugs, for all personnel.

- ✓ The Emergency Plan for offices was updated, including the reorganization of the emergency brigades and training for brigade members.
- ✓ All construction sites were monitored and orientation was provided on health and safety, daily inspections and five-minute safety talks.



### IN THE FUTURE

- ✓ Strengthen adoption of the *Tú Tienes el Poder* (You Have the Power) program at Odinsa.
- ✓ Consolidate the synergies task groups at the concessions by scheduling bimonthly meetings and a target of a minimum of five meetings per year.
- ✓ Standardize contractor management in terms of compliance with occupational safety and health requirements.
- ✓ In order to transcend and leave our mark regarding self-care, activities will be carried out to raise awareness not only with employees, but also involving their families and the communities impacted by the projects.

Employees, Aeropuerto Mariscal Sucre.





# ECOSYSTEMS

WATER

BIODIVERSITY

WATER



Wastewater treatment plant, Aeropuerto El Dorado.

(103-1) Our aim is to interact responsibly with the environment where our projects are developed; to minimize our impact on biodiversity and water resources, contribute to their conservation and use them rationally, recognizing the high value they represent as our natural heritage and as a source for tourism that favors the communities and their development.

- ✓ We treat wastewater.
- ✓ We control discharged water to comply with the parameters required by the environmental authorities.

**Quantification, characterization and assessment:** We measure our water footprint to monitor our impact on water resources and adjust our actions according to the specific conditions of each project and each ecosystem.

**Offsetting and conservation:** We preserve and protect water resources through offsetting strategies, basic sanitation, water quality monitoring and, in collaboration with environmental authorities and local communities, environmental education.



## (103-2) HOW WE MANAGE IT

**Identification and prevention of impacts:** From the structuring phase, we evaluate the possible impact of our projects on water resources to identify alternatives that will cause the least impact.

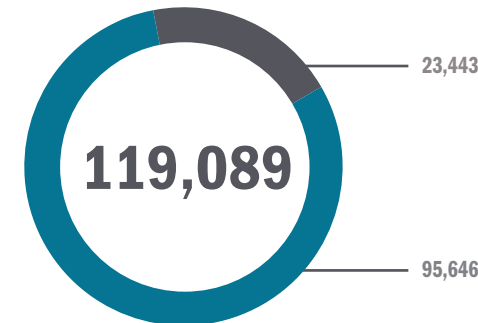
**Efficient use and quality:** We promote the efficient use of water resources during construction and operations, using the following tools:

- ✓ We implement strategies to reduce consumption and promote recycling.

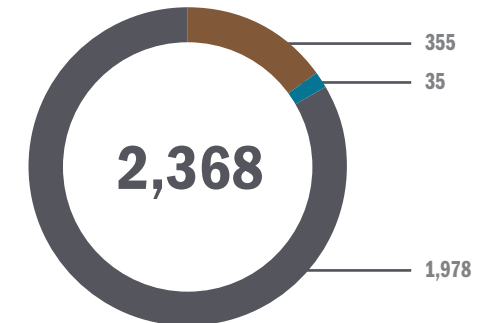
## (103-3) PERFORMANCE

### (303-3) WATER EXTRACTION AT ROAD CONCESSIONS IN 2019 (CUBIC METERS)

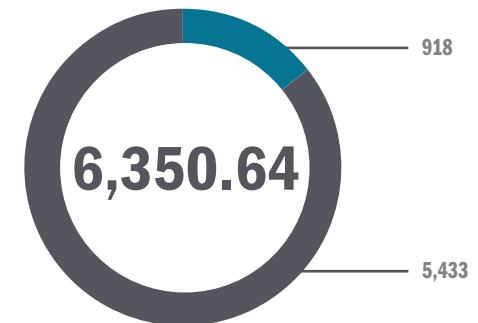
#### CONEXIÓN PACÍFICO 2



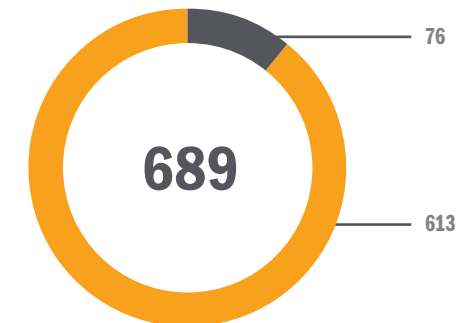
#### MALLA VIAL DEL META



#### AUTOPISTAS DEL CAFÉ



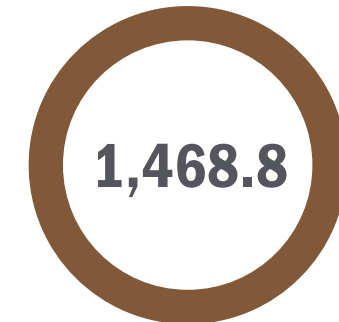
#### GREEN CORRIDOR



#### BOULEVARD TURÍSTICO DEL ATLÁNTICO

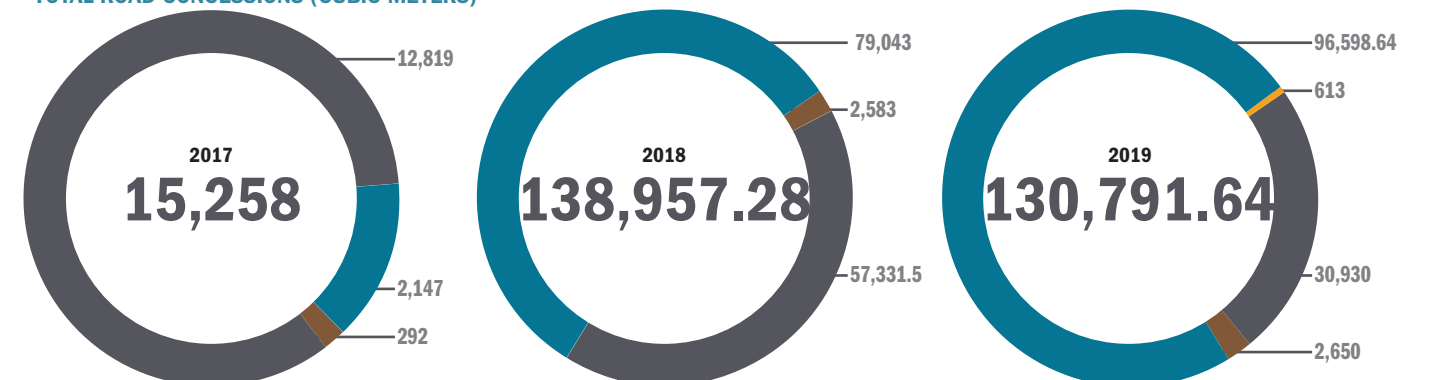


#### AUTOPISTAS DEL NORDESTE



- Surface water
- Produced water
- Underground water
- Water from third parties

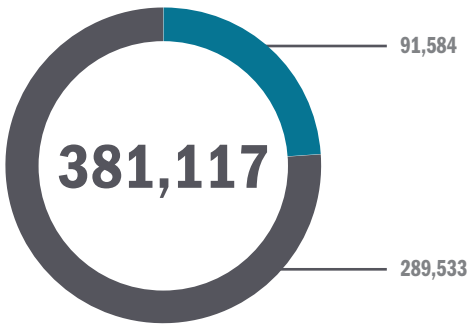
#### TOTAL ROAD CONCESSIONS (CUBIC METERS)



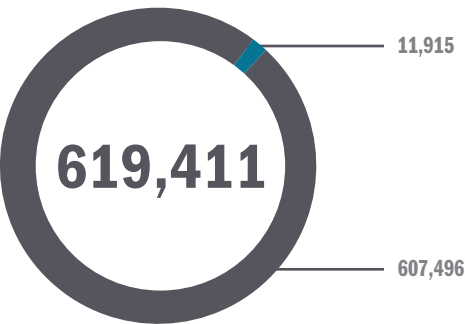


WATER EXTRACTION BY AIRPORT CONCESSIONS IN 2019 (CUBIC METERS)

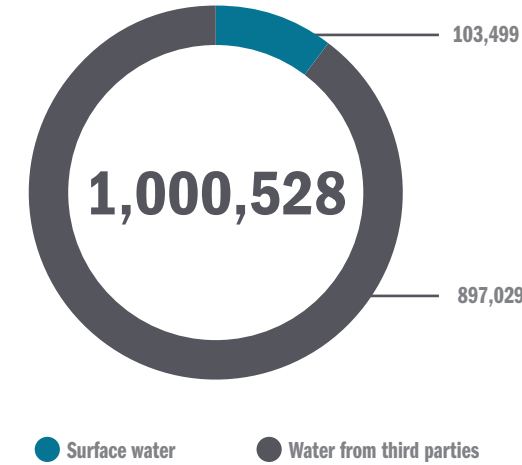
AEROPUERTO MARISCAL SUCRE



AEROPUERTO EL DORADO



TOTAL



(303-4) WASTEWATER DISCHARGE (CUBIC METERS)

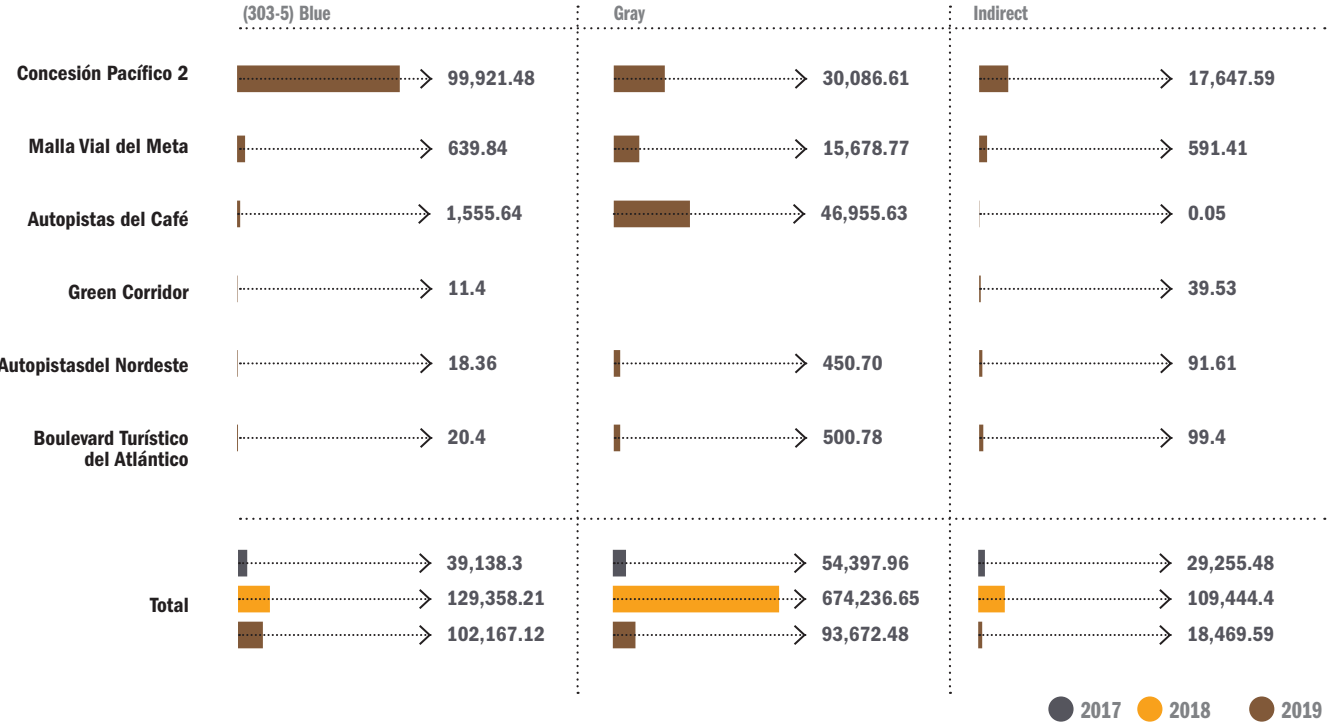
Name of the concession	Source of discharge	Volume of discharge in 2019 (m³)
Autopistas del Café	Ground/Stream	1.716
Conexión Pacífico 2	Cauca, Cartama and Mulatos rivers	37.19
Malla Vial del Meta	Ground	0.7829
Mariscal Sucre	Santa Rosa River	234,541
El Dorado	Bogotá River	926,527.68
Total		1,161,108.37

Wastewater treatment plant, Aeropuerto El Dorado.



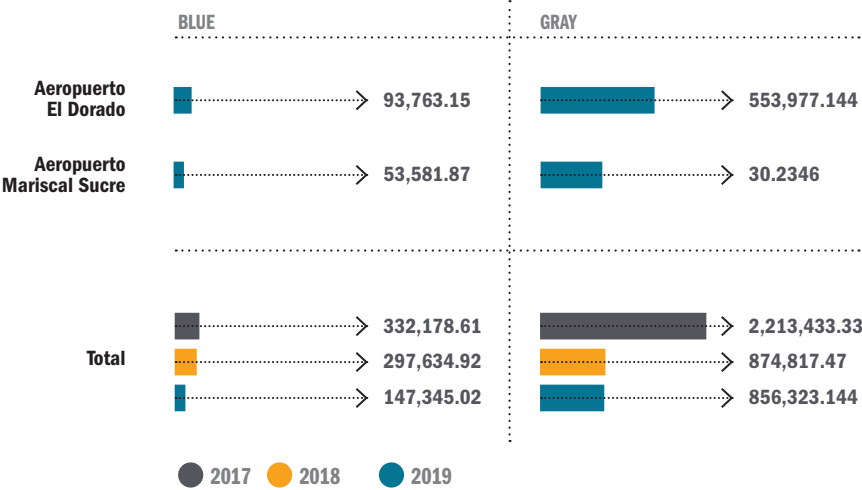
(0D-EC1) 2019 WATER FOOTPRINT

ROAD CONCESSIONS (CUBIC METERS)



Note: Green Corridor does not measure its gray footprint because its facilities are connected to the public sewage system.

AIRPORT CONCESSIONS (CUBIC METERS)



We inventory greenhouse gas emissions in our projects by source and volume, which allows us to identify strategies to reduce and optimize energy consumption.





### (103-3) 2019 ACHIEVEMENTS



### ROAD CONCESSIONS

#### Conexión Pacífico 2

- ✓ Offsetting activities were carried out in the basins of the Cartama, Piedras and Mulatos rivers, which form part of the hydrographic sub-region of Río Frío and other tributaries of the Cauca River. They benefit the river basin by providing effective water regulation, controlling extreme water flows and improving water quality.
- ✓ The project reused 248,86 m<sup>3</sup> of rainwater collected from the roof of the prefabrication plant, and we managed to recycle 1,024 m<sup>3</sup> of water used to wash equipment and mix concrete.

#### Autopistas del Café

- ✓ The environmental authority approved the 1% water usage reinvestment plan, which includes actions to protect the basins that supply water.
- ✓ A 43% reduction in water consumption was achieved thanks to continuous monitoring and follow-up and campaigns on the efficient use of water in operations areas.

#### Green Corridor

- ✓ An internal water meter was installed to continuously monitor and control water usage at the operation.



### AIRPORT CONCESSIONS

#### Aeropuerto El Dorado

- ✓ The wastewater treatment plant achieved capacity to treat 57.1 liters per second and fulfilled the parameters required by the Ministry of the Environment and Sustainable Development on the quality of discharged water.
- ✓ A total of 11,915 m<sup>3</sup> of rainwater was reused, equivalent to 1.97% of total consumption. This amount will increase once a new treatment plant begins to operate, which will collect and treat rainwater runoff from the roofs of the south expansion of passenger Terminal 1, with capacity of 2.49 l/s.

#### Aeropuerto Mariscal Sucre

- ✓ The treatment plant was expanded to improve water quality processes.
- ✓ Rainwater collected in a reservoir is used for dust control during land movement activities at construction sites.



Wastewater treatment plant, Aeropuerto Mariscal Sucre.



### IN THE FUTURE

#### Autopistas del Café

- ✓ Perform the 1% reinvestment plan to protect water basins through initiatives such as installing septic systems and building a wastewater treatment plant for domestic discharges into the El Oso stream in Guacarí township (Pereira).
- ✓ Implement a pilot plan to recycle rainwater at the Circasia toll station in Quindío.

#### Conexión Pacífico 2

- ✓ Continue recycling water and collecting rainwater.
- ✓ Plant 100 additional trees above the mandatory requirement at each of the five streams in the project area.

#### Malla Vial del Meta

- ✓ Continue and extend to other operating facilities the strategy for reusing rainwater.
- ✓ Manage the 1% reinvestment plan in activities to protect water supply basins.

#### Aeropuerto Mariscal Sucre

- ✓ Study the feasibility of projects to reuse the water treated at the treatment plant.

#### Aeropuerto El Dorado

- ✓ In 2020, make full use of the rainwater runoff from the roof for toilets in Terminal 1.
- ✓ Start up a new treatment plant with maximum capacity of 2.49 l/s, to collect and treat rainwater runoff from the roof in the south expansion works of Terminal 1.
- ✓ Maintain water consumption at 0.027 m<sup>3</sup> per passenger in 2020, using 2016 and 2017 as baseline consumption.

## BIODIVERSITY



Conexión Pacífico 2 greenhouse.



### HOW WE MANAGE IT

**Identification of strategic ecosystems:** From the very beginning of project structuring, we evaluate the possible effects on biodiversity and identify important areas for conservation.

**Monitoring and conservation:** We identify and monitor the species within the area of influence of each project, especially those with high levels of biodiversity or that are categorized as “at risk”.

**Restoration and protection:** We help care for high-value ecosystems. Our offsetting measures are aimed at protecting water resources.

### PERFORMANCE

(304-1) Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas.

Name	Position relative to the protected area	Size
<b>Conexión Pacífico 2</b>	Natural resource reserve along the Cauca River	398.02 ha
	Barbas Bremen Land Conservation District	1.33 ha
<b>Autopistas del Café</b>	Located on the border of the Comprehensive Management Regional District of the Quindío River and the Barbas Bremen Land Conservation District	0.309 ha
<b>Green Corridor</b>	Spaans Lagoon is protected by the Ramsar convention.	0.421 ha
<b>Autopistas del Nordeste</b>	Next to a protected area, 700 m north from Haitises National Park.	0.67 ha



(304-3) HABITATS PROTECTED OR RESTORED



ROAD CONCESSIONS

Name	Location (department / municipality) of the protected or restored habitat	Size of the protected or restored area through direct company action (ha)
Conexión Pacífico 2	Egipto, Sebastopol, Montenegro, Juntas, El Globo, Minas del Guayabo, La Hermita (Antioquia)	258.9
Autopistas del Café	Quindío (Salento)	25
Green Corridor	Spaans Lagoon (Aruba)	0.4216



AIRPORT CONCESSIONS

Name	Location (department / municipality) of the protected or restored habitat	Size of the protected or restored area through direct company action (ha)
Aeropuerto El Dorado	The Gualí-Tres Esquinas wetlands complex and Funzhe lakes.	0.27
Aeropuerto Mariscal Sucre	Area to the east of the Caraburo plateau - Species offsetting area	151.74

Anteater, Conexión Pacífico 2.



Over 240,000 trees were planted as part of the conservation and reforestation activities of Conexión Pacífico 2.



ROAD CONCESSIONS

ENDANGERED LEVEL OF THE SPECIES ON THE IUCN RED LIST

Name	Conexión Pacífico 2	Meta Highway Network
Critically endangered	1	1
Endangered		
Vulnerable	2	8
Near endangered	1	2
Least concern	34	12



AIRPORT CONCESSIONS

ENDANGERED LEVEL OF THE SPECIES ON THE IUCN RED LIST

Name	Aeropuerto El Dorado	Aeropuerto Mariscal Sucre
Critically endangered	0	0
Endangered	2	1
Vulnerable	0	2
Near endangered	1	2
Least concern	92	18



2019 ACHIEVEMENTS

ODINSA

Jointly with the consulting firm Terrasos, we performed a detailed analysis of infrastructure mitigation and off-setting measures in connection with wetlands. We used as case studies three projects in the structuring phase: The Perimetral de la Sabana project in Bogotá, IP Campo de Vuelo and Construcción del Nuevo Aeropuerto de Cartagena.



ROAD CONCESSIONS

Autopistas del Café

- ✓ Our 1% reinvestment plans focus on basic sanitation in the basins of the Consotá, Quindío and Barbas rivers and the Rosario, San Roque and El Silencio streams.

Conexión Pacífico 2

- ✓ We carried out voluntary conservation and reforestation projects at the Piedra, Mulatos and Cartama rivers; at six streams, and in strategic ecosystem services areas, by planting over 240,000 trees. In the planting projects, 100 additional trees were voluntarily planted above the mandatory requirement, at each riparian corridor of these tributaries.
- ✓ We carried out a study to identify strategic areas to be used for the offsetting plan for 2,000 ha, and for locating the wildlife pathways and the wildlife rehabilitation clinic, jointly with the Wildlife Center of Virginia. These plans were discussed with stakeholders.
- ✓ We signed seven conservation agreements to ensure the permanence of the offsetting projects over time.

Green Corridor

- ✓ We trained employees on handling spills, as a preventive measure given the proximity with Spaans Lagoon.

Meta Highway Network

- ✓ We carried out awareness-raising campaigns with users to prevent running over wild animals.
- ✓ We installed twenty warning signs at possible wildlife crossing points.



AIRPORT CONCESSIONS

Aeropuerto Mariscal Sucre

- ✓ We relocated plant and animal individuals at risk, found during the biological liberations in the area of expansion of the commercial platform.
- ✓ We offset 450 acacias from the areas affected by complementary activities during construction of the

Caring for birds through falconry, Aeropuerto Mariscal Sucre



commercial platform. We increased the number of individuals of the *Acacia macracantha* species by 850 in the reforestation areas.

- ✓ We built emergency paths along the edges of streams to ensure that wildfires do not affect the reforested areas.

Aeropuerto El Dorado

- ✓ Jointly with Fundación Zoológico de Santacruz, we organized a photograph campaign to raise awareness on illegal trafficking of species and animal mistreatment.
- ✓ Through volunteer work with Fundación Grupo Argos, Conecta and in partnership with the office of the mayor of Funza, we planted 400 trees at the Gualí-Tres Esquinas wetlands complex and Funzhe lakes and agreed to perform maintenance on the plantation for three years.
- ✓ We signed an agreement of intent with the City Animal Protection Institute (IDPYBA, for the Spanish original) to relocate cats and dogs that are accidentally strayed at the airport.





Wildlife at the Caraburo plateau, Aeropuerto Mariscal Sucre



## IN THE FUTURE



## ROAD CONCESSIONS

### Conexión Pacífico 2

- ✓ Implement landscape viewing at the Operations Control Center and restore the dry tropical forest to serve as a leisure activity area at the Center in 2020.
- ✓ Recover the river basins through the conservation and replacement of vegetation, which will enable the natural regulation of water flows, as well as community access to carry out economic and cultural activities in the hydrographic sub-region of Río Frío and other tributaries of the Cauca River.

### Autopistas del Café

- ✓ Create a module to capture information on run-over wild animals through the Odinsa app, in order to gather information to design mitigation strategies along the highway.
- ✓ Install road billboards to promote awareness of animal protection while driving.
- ✓ Carry out a study on biodiversity in the concession's area of influence in order to identify the biological pathways that were altered by construction and define the wildlife pathways to be installed.

### Malla Vial del Meta

- ✓ Implement and monitor the environmental management plans, focused specifically on the protection of biodiversity during the construction stage.

151.74 ha  
of habitats protected by  
Aeropuerto Mariscal Sucre



## AIRPORT CONCESSIONS

### Aeropuerto El Dorado

- ✓ Continue to engage in emissions offsetting arrangements through projects that focus on the conservation of strategic ecosystems in the region.
- ✓ Obtain the Zoolidario seal granted by the District Institution on Animal Protection and Welfare (IDPYBA, for the Spanish original).
- ✓ Develop an ecosystem restoration project in the area of influence of the airport.

### Aeropuerto Mariscal Sucre

- ✓ Consolidate management and monitoring of reforested areas of the terminal.



Birds mural, Autopistas del Café



# CLIMATE CHANGE AND AIR QUALITY

(103-1) We are aware of our projects' impact on air quality and that our infrastructure is vulnerable to phenomena related to climate change.

For this reason, our projects focus on energy savings, control of atmospheric emissions, the use of alternative energy sources and resiliency and adaptation to climate change.

## (103-2) HOW WE MANAGE IT

**Structuring:** We identify opportunities for energy efficiency and develop strategies to prevent and mitigate GHG and other atmospheric emissions, also taking into consideration measures to strengthen the infrastructure's resiliency and adaptation to climate events.

**Energy efficiency:** We look for energy efficiency opportunities and implement operational improvements to reduce impacts and generate savings in projects.

**Quantification:** We inventory greenhouse gas (GHG) emissions in our projects by source and volume, which allows us to identify strategies to reduce and optimize energy consumption.

**Offsetting:** We implement offsetting arrangements through initiatives that protect strategic ecosystems.

## (103-3) PERFORMANCE

We assure clean air by monitoring relevant aspects associated with noise quality and levels to determine the current status of our infrastructure in connection with the main environmental aspects and compliance with regulatory requirements.

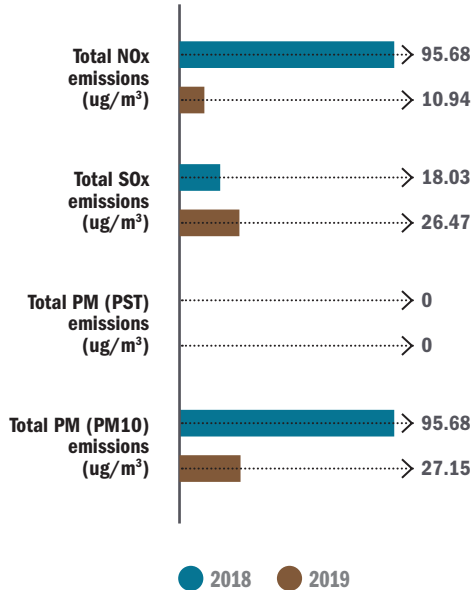
During the construction stage at our concessions, we monitor air quality in accordance with standards and parameters required by competent authorities. However, at Aeropuerto Mariscal Sucre, as part of its policies, such measurements are made on an ongoing basis, even during the operations stage.



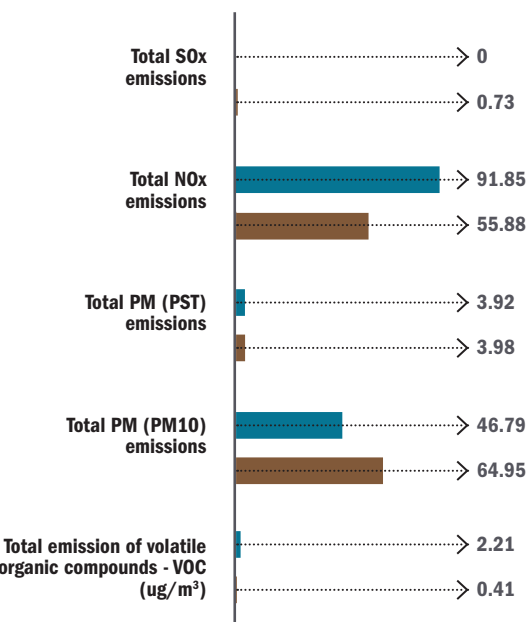
Solar panels, Aeropuerto El Dorado

## (305-7) NITROGEN OXIDES (NOX), SULFUR OXIDES (SOX) AND OTHER SIGNIFICANT AIR EMISSIONS

### CONEXIÓN PACÍFICO 2



### AEROPUERTO MARISCAL SUCRE



During the construction stage, we monitor air quality in accordance with standards and parameters required by competent authorities.

Caraburo plateau, Aeropuerto Mariscal Sucre.







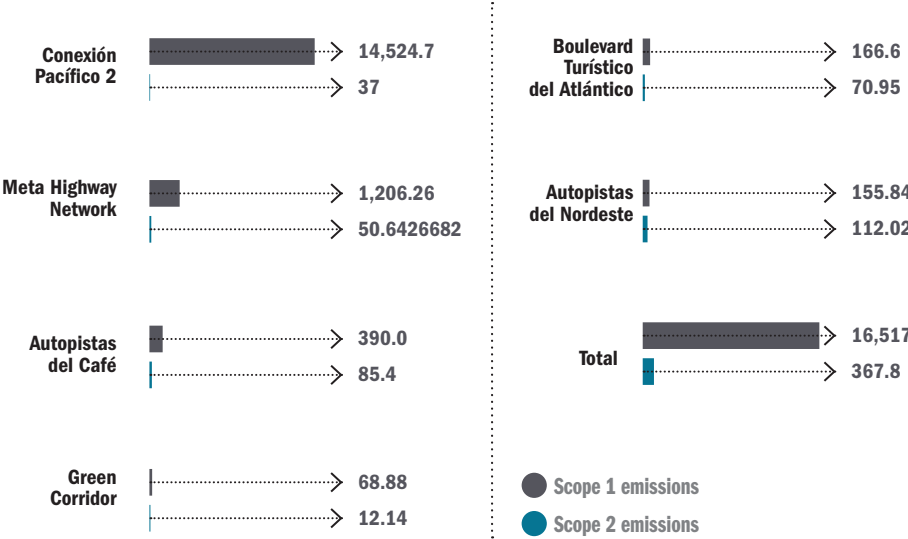
Conservation area of Aeropuerto Mariscal Sucre.

(305-1) (305-2) (305-3) GHG DIRECT AND INDIRECT EMISSIONS (SCOPES 1 AND 2) (T CO<sub>2</sub>) AND OTHER INDIRECT GHG EMISSIONS (SCOPE 3) (T CO<sub>2</sub>).

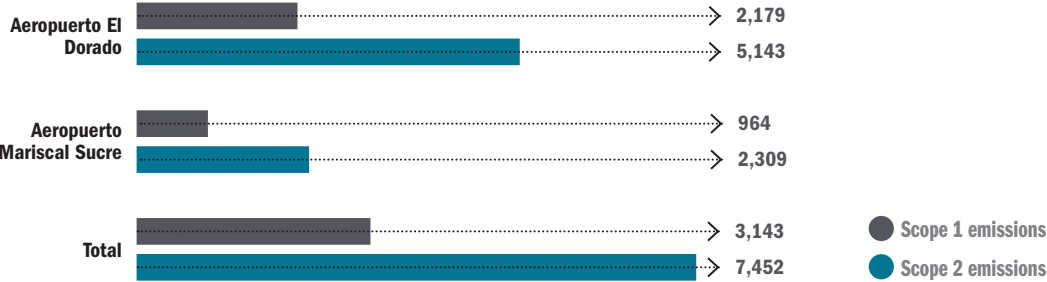
In 2019, we maintained the approach of adjusting emissions by equity participation for the effects of consolidation under Scopes 1, 2 and 3. Scope 3 emissions include those associated with Odinsa’s value chain, excluding the concessions.

We implemented offsetting plans through initiatives that protect strategic ecosystems.

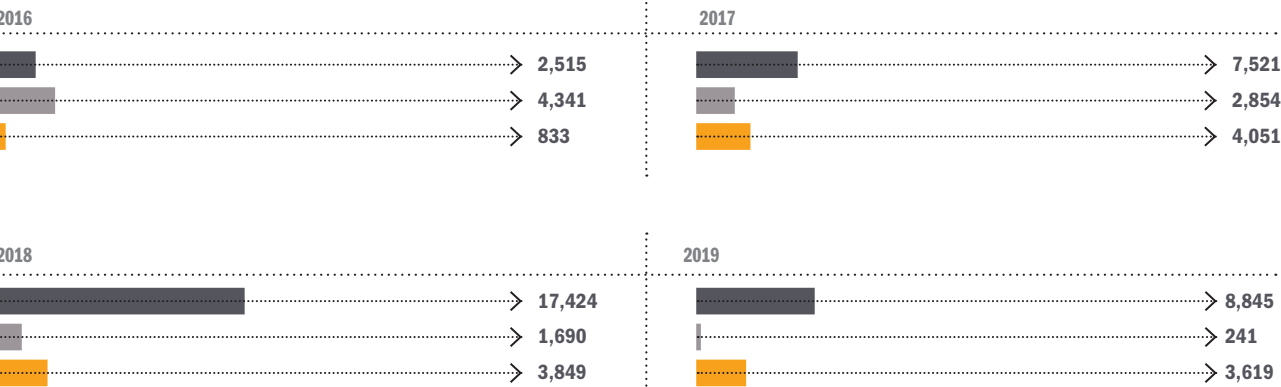
ROAD CONCESSIONS IN 2019



AIRPORT CONCESSIONS IN 2018



TOTAL ODINSA



Note: Data on 2019 emissions at airport concessions is not included in this publication, because such data is subject to a verification process by the Airport Carbon Accreditation (ACA) program, which is carried out in late May each year.



Planting volunteer work.





During 2019, employees of El Dorado and Conexión Pacífico 2 joined the AMOVilizarte community, a program of Grupo Argos aimed at mitigating the environmental impacts of commuting to work, achieving reductions in emissions, costs and times of travel, as follows:



**629**  
registered users



**1,198**  
number of connections



**1,177**  
number of shared rides in cars



**43,455**  
total kg of CO<sub>2</sub> avoided



**COP 10,145,900**  
Total COP saved by employees\*

\*This program is complemented by an incentives plan involving prizes to the users with the highest levels of participation and interaction.



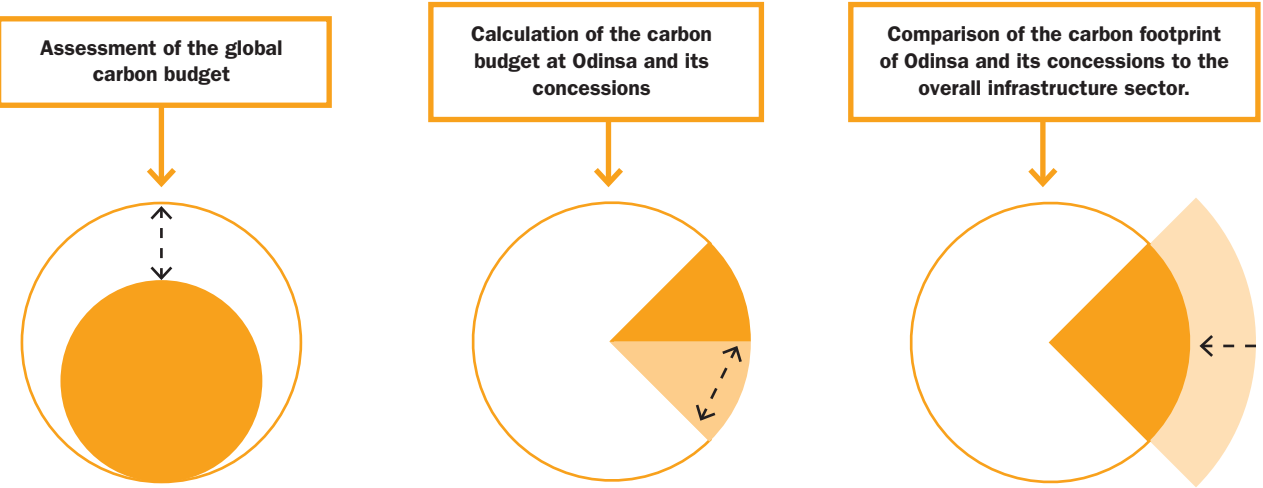
## 2019 ACHIEVEMENTS

### ODINSA

- ✓ We structured carbon reduction targets and models at each of our concessions, in accordance with the Science Based Targets initiative standards, with support from the Carbon Trust consulting firm.
- ✓ We identified two applicable emission reduction approaches: Absolute Emissions Contraction and Sector-based de-carbonization. The former is used to reduce absolute amounts of GHG emissions at a constant rate; the latter divides the overall carbon budget and its potential reduction over time by sector.
- ✓ We assessed the 15 applicable categories for the calculation of Scope 3 emissions, jointly with GAIA Servicios Ambientales.
- ✓ Jointly with the firm Deloitte, we verified measurement of the GHG inventory under Scopes 1 and 2, for the years 2016 and 2017.

**We joined the global Science Based Targets initiative (SBTi), based on our commitment to responsibly manage our greenhouse gas emissions and to counteract global warming.**

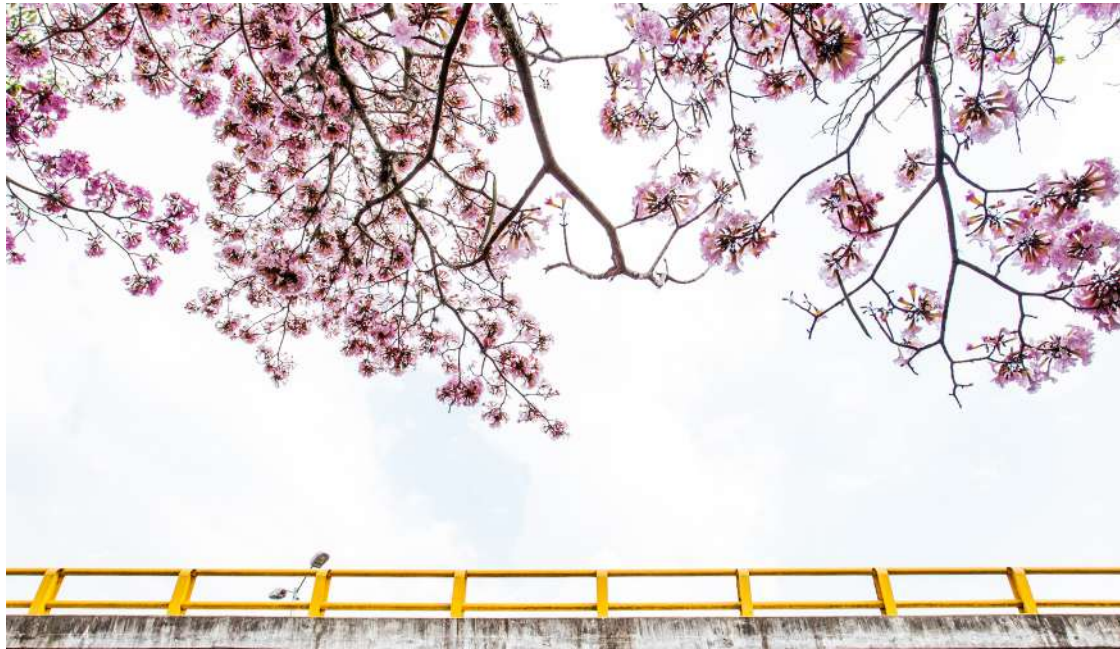
### HOW IS A CARBON REDUCTION MODEL ESTABLISHED?



In partnership with Celsia,

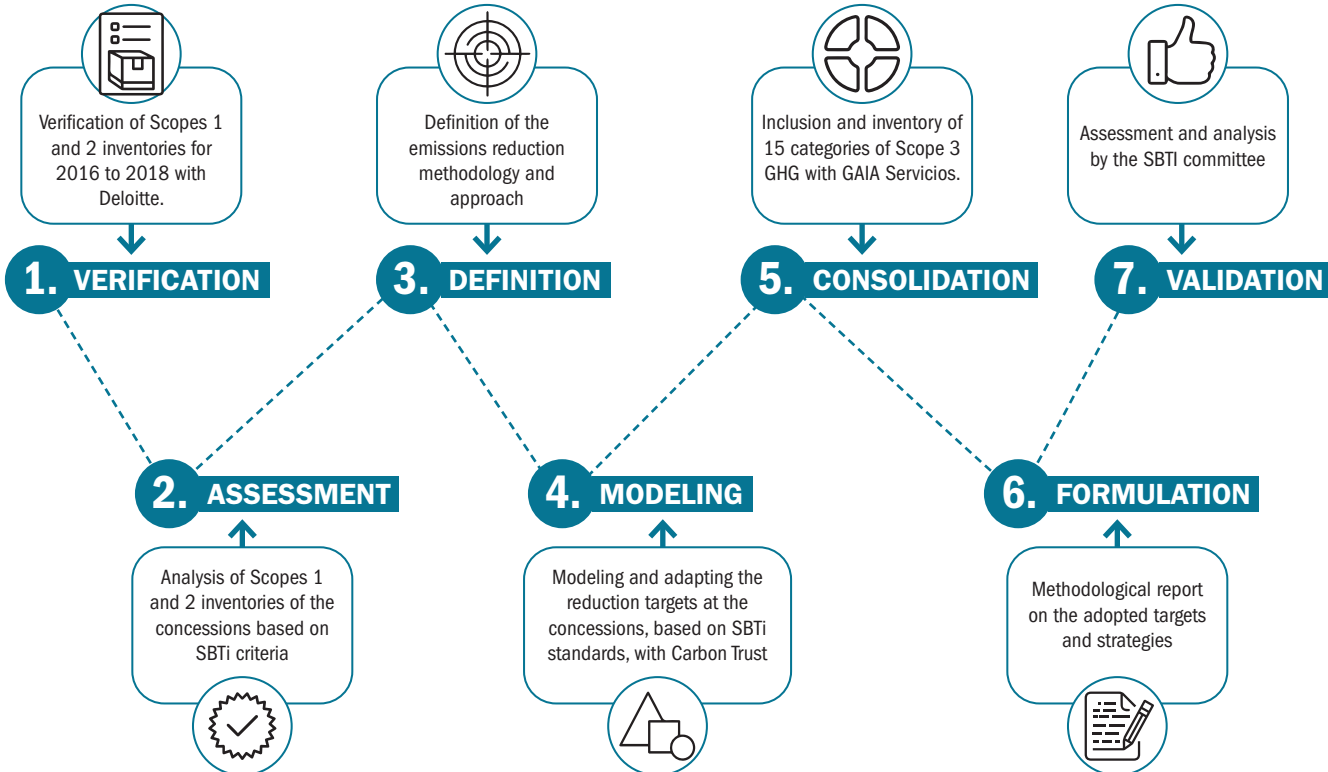
**560,000 kWh**

will be produced by means of solar panels at Aeropuerto El Dorado.



Autopistas del Café.

### CARBON REDUCTION GOALS ACCORDING TO SCIENCE BASED TARGETS







#### Aeropuerto Mariscal Sucre

Thanks to actions taken on fuel savings, energy efficiency, adequate water use and maintenance of wildlife species conservation areas, the airport received Level 3+ Neutrality Accreditation from ACA. As a result, it has become the first international airport to have reached carbon footprint neutrality in Latin America and the Caribbean.

#### Aeropuerto El Dorado

- ✓ Thanks to initiatives such as the replacement of lamps, improvement of lighting and air conditioning settings, and control of vehicle operation efficiency, the airport received Level 2 - Reduction certification from ACA.
- ✓ All of Scope 1 and 2 emissions reported in 2018, equivalent to 6,413 tons of carbon, were offset through the acquisition of bonds in projects that fulfill the quality standards established by the Airports Council International (ACI) for the Airport Carbon Accreditation (ACA) program. These bonds are equivalent to the carbon captured by 106,040 trees planted and maintained for ten years.
- ✓ In partnership with Celsia, a Grupo Argos company, we implemented a solar panel system that will generate approximately 560,000 kWh, through which we expect to achieve a 12% reduction in conventional energy consumption. The project received a mention of honor in the 2019 Airport Going Green Awards.



**MAPPING**  
Footprint measurement

**REDUCTION**  
Carbon management for a reduced carbon footprint

→ **El Dorado**

**OPTIMIZATION**  
Third-party participation in carbon footprint reduction

**NEUTRALITY**  
Carbon neutrality for direct emissions through offsetting

→ **Mariscal Sucre**

**Mariscal Sucre: the first international airport to have reached carbon footprint neutrality in Latin America and the Caribbean.**



Wastewater treatment plant, Aeropuerto Mariscal Sucre



## IN THE FUTURE

#### ODINSA

- ✓ Join the Science Based Targets initiative (SBTi).
- ✓ Define a methodology to measure risks and opportunities derived from climate change.



## ROAD CONCESSIONS

#### Conexión Pacífico 2

Establish an energy savings and efficiency plan for the operations stage of the project.

#### Malla Vial del Meta

- ✓ Continue vehicle maintenance and commuting control programs to reduce emissions.
- ✓ Review the viability of implementing alternative energy systems for certain operating equipment.



## AIRPORT CONCESSIONS

#### Aeropuerto El Dorado

- ✓ Include emissions generated by airlines, tenants, visitors and passengers in the greenhouse gas (GHG) inventory (Scope 3).
- ✓ Reduce Scope 1 and 2 emissions by between 6 and 10% by the end of 2020.
- ✓ Develop a stakeholder relations plan to influence reduced emissions throughout the airport's value chain.
- ✓ Obtain Level 3 - Optimization certification from the Airport Carbon Accreditation program.
- ✓ Carry out the first stage of the vulnerability to climate change analysis.
- ✓ Reduce total electric power demand by 11% through projects that interconnect air conditioning systems and switch over to LED lighting.
- ✓ Increase energy use from renewable non-conventional sources.

**100% of emissions at Aeropuerto El Dorado (6,413 tons of carbon) were offset through bonds equivalent to 106,040 planted trees.**

- ✓ Implement an energy management system under the ISO 50001 standard.
- ✓ Replace 100% of Terminal 1 lamps for LED lighting to achieve an estimated 7% reduction in total airport demand.

#### Aeropuerto Mariscal Sucre

- ✓ Reduce Scope 1 and 2 emissions by 5% in 2020 compared to the 2017 baseline.
- ✓ Perform the expansion of the terminal building taking into consideration environmental and energy efficiency aspects.
- ✓ Maintain the carbon neutral certification for airports.
- ✓ Continue to replace conventional lamps for LED technology.
- ✓ Perform pre-feasibility studies on Fixed Power Units (FPUs) at the cargo platform.

Vegetation of the *Nuestra Huerta* (Our Orchard) program, Aeropuerto Mariscal Sucre





# CUTTING-EDGE INFRASTRUCTURE

(103-1) We implement advanced technologies with design parameters that privilege safety, sustainable construction and operating efficiency, with the conviction that these attributes improve our business competitiveness and our users' travel experience.

## (103-2) HOW WE MANAGE IT

We continuously explore new techniques and materials to ensure sustainable performance during the structuring, construction and operation phases.

**Structuring:** From the outset, our project planning incorporates sustainability and profitability parameters in line with technical developments. We carry out prior studies on the use of alternative materials that will ensure high performance during the subsequent construction, maintenance and operation phases.

**Construction:** Since the highest demand for resources arises during the construction and maintenance phases, we implement actions that enable monitoring the origin and destination of the materials. This prevents overuse of supplies and enables an adequate balance in terms of waste generation.

**Operation:** The technology we apply during the operation phase is a differentiating factor for our business. Using digital tools, we capture information on highway usage to identify areas with potentially high accident rates, in order to monitor road sign conditions and improve maintenance. At airports, we innovate by automating processes to improve the travel experience and reduce times.

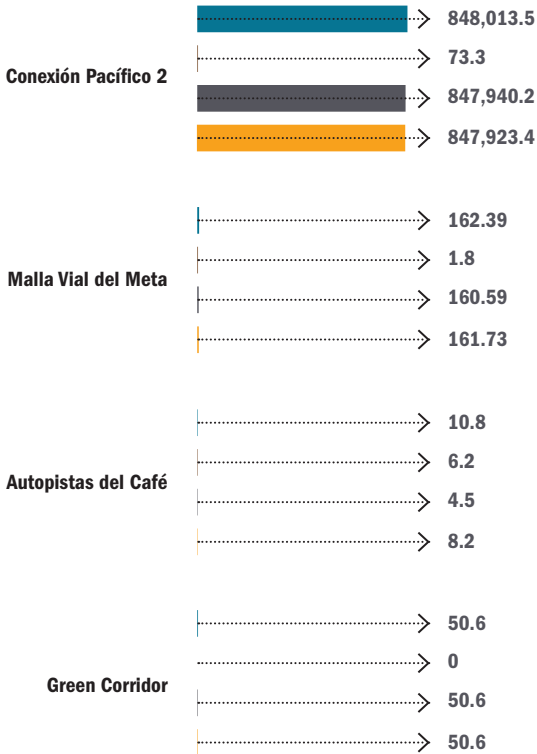
## (103-3) PERFORMANCE

### WASTE MANAGEMENT

Our waste management incorporates features such as traceability, effective separation at the source, use of classification and recycling methods, and high recycling percentages, which highlight our commitment to incorporating sustainability into infrastructure designed with high technological standards.

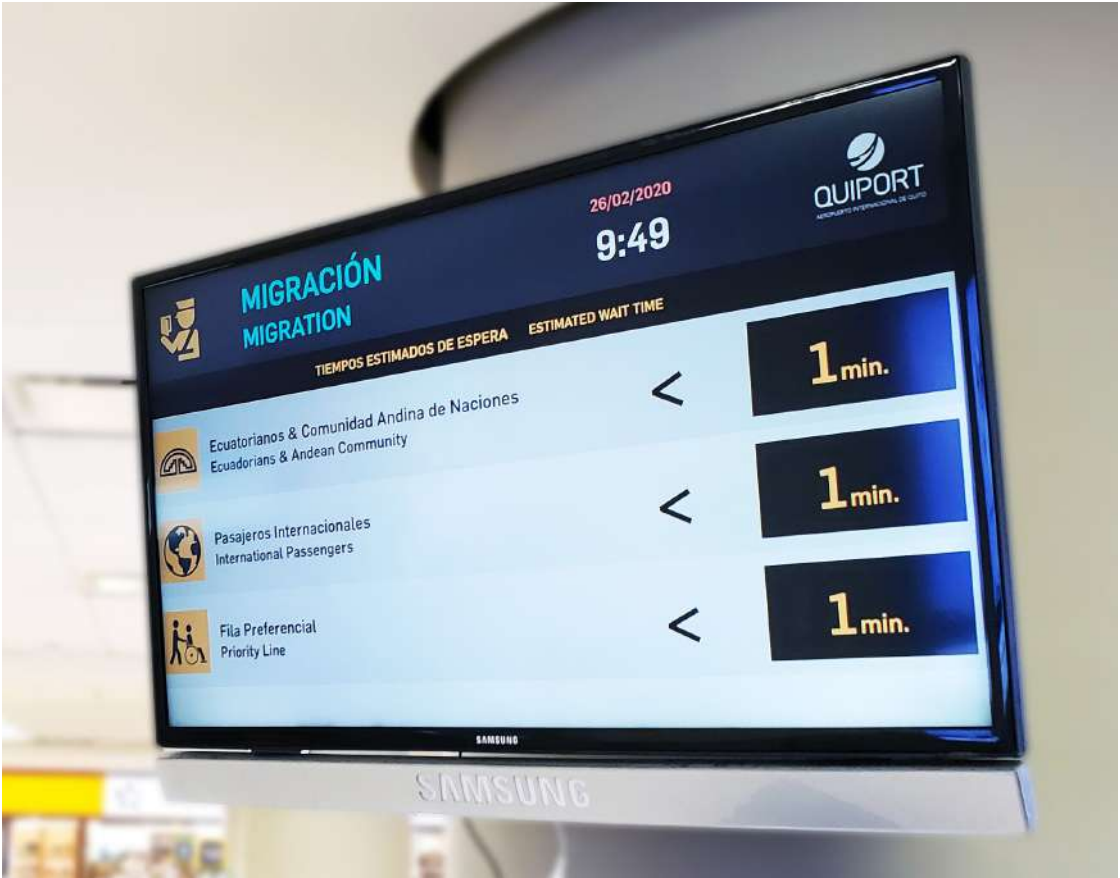
## (306-2) WASTE BY DISPOSAL METHOD (TONS)

### ROAD CONCESSIONS IN 2019



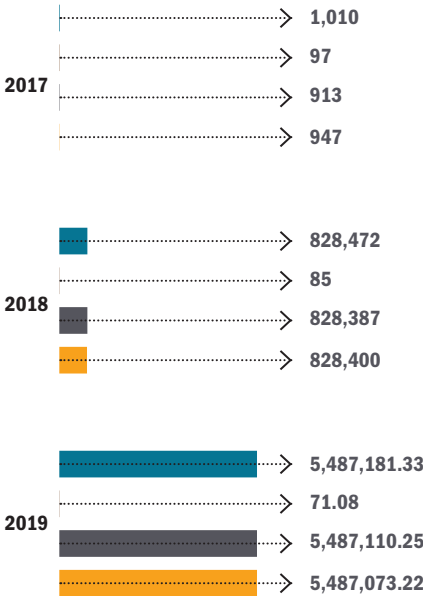
- Total waste generated by the organization
- Total hazardous waste by disposal method
- Total non-hazardous waste by disposal method
- Total waste disposal

20% by waste separation.  
Target fulfilled at the Malla Vial del Meta

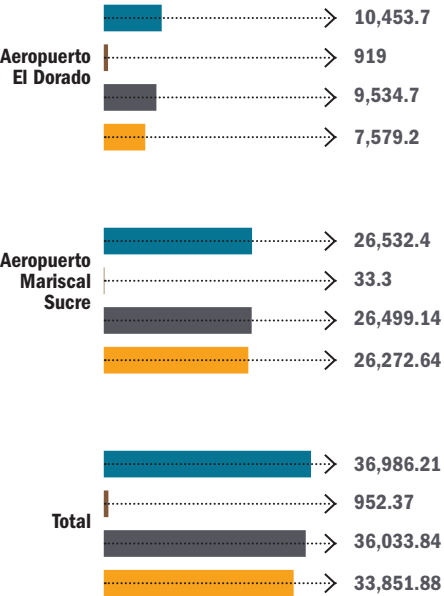


Migration screen, Aeropuerto Mariscal Sucre

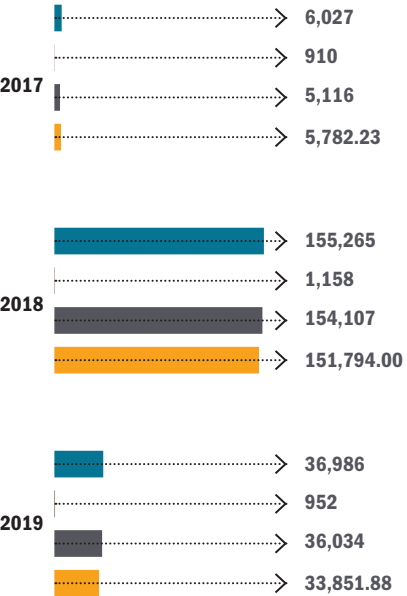
### TOTAL WASTE AT ROAD CONCESSIONS



### AIRPORT CONCESSIONS IN 2019



### TOTAL WASTE AT AIRPORT CONCESSIONS



- Total waste generated by the organization
- Total hazardous waste by disposal method
- Total non-hazardous waste by disposal method
- Total waste disposal





## 2019 ACHIEVEMENTS



### ROAD CONCESSIONS

#### Green Corridor

- ✓ The GALGO digital platform was developed, which controls preventive and corrective maintenance at the concession.

#### Malla Vial del Meta

- ✓ Accidents of the last five years were geo-referenced using the Geographic Information System (2014-2018), in order to determine the most critical locations.
- ✓ The QField application was implemented, which enables employees to record their exact position when reporting incidents, accidents and invasions, among others, with greater accuracy.
- ✓ The 20% waste separation target was achieved.

#### Autopistas del Café

Solar panels at 90 emergency posts were recharged and their radio systems were updated.

#### Conexión Pacífico 2

A technical assessment was performed of the feasibility of using warm mixes of modified asphalts for construction, which would enable reducing manufacturing temperatures by 10° to 50° C, thereby producing fuel savings.

#### PI Perimetral de la Sabana

It was decided to use alternative materials (EPS22), which perform better under its specific soil conditions. This reduces demand for conventional materials, construction time and the number of shipments, with their associated emissions.

**Using digital tools, we capture information on road usage to identify areas with potentially high accident rates, monitor road sign conditions and improve maintenance.**

Autopistas del Café.



Aeropuerto El Dorado.



### AIRPORT CONCESSIONS

#### Aeropuerto El Dorado

##### WASTE MANAGEMENT SYSTEM AT AEROPUERTO EL DORADO



**4,982 t**  
produced.



**2,873 t**  
of recyclable and organic matter recovered.



**58%**  
of waste recycled. The highest in the airport's history.



**National target**  
of 30% recycling by 2030 was exceeded.



**Gold category award for the Zero Waste Management System**  
(awarded by ICONTEC and Basura Cero Colombia)

- ✓ Technological innovation systems were implemented, including:

- 40 new common-use self-service (CUSS) check-in kiosks
- Automatic doors to enter the migration area
- Biometric validation automatic doors at emigration
- New functionalities for the El Dorado app version 2.0
- New digital screen to search for service and store information
- Self bag-drop stations

#### Aeropuerto Mariscal Sucre

- ✓ The first stage of the Aeropuerto Mariscal Sucre app was implemented. It enables viewing itineraries, current flight status, stores, passenger flow times, parking lot entrances, VIP lounges and other aspects.
- ✓ By subscribing to the Aviation Information Sharing & Analysis Center, we began to follow up and monitor airport cybersecurity.
- ✓ Infrastructure with biometric features (peripherals and check-in kiosks) and self bag-drop technologies were implemented.
- ✓ Corporate processes such as e-learning and the Airside/ LandSide processes were automated.
- ✓ Construction started of the Comprehensive Waste Management Center.

#### IP. Nuevo Aeropuerto de Cartagena

The terminal's design includes the use of construction materials with low environmental impact during manufacturing, installation and maintenance.





Cartama prefabricated plant,  
Conexión Pacífico 2.

**We carried out preliminary studies on the use of alternative materials that ensure high performance during the construction, maintenance and operations phases.**



## IN THE FUTURE



### ROAD CONCESSIONS

#### Autopistas del Café

- ✓ Implement electronic payment devices at toll stations.
- ✓ Install new video devices along the highway to increase visibility of traffic conditions.
- ✓ Renovate vehicle counting and classification equipment of the 30 lanes available for toll collections at seven stations.
- ✓ Implement traffic and toll collections software for viewing online.
- ✓ Increase the recycling rate by 2% compared to the amount generated in 2019.

#### Conexión Pacífico 2

- ✓ Increase the waste recycling percentage at the project by training employees.

#### Malla Vial del Meta

- ✓ Continue to work with micro-businesses on hazardous waste management and raise awareness on waste management policies among suppliers and contractors.



### AIRPORT CONCESSIONS

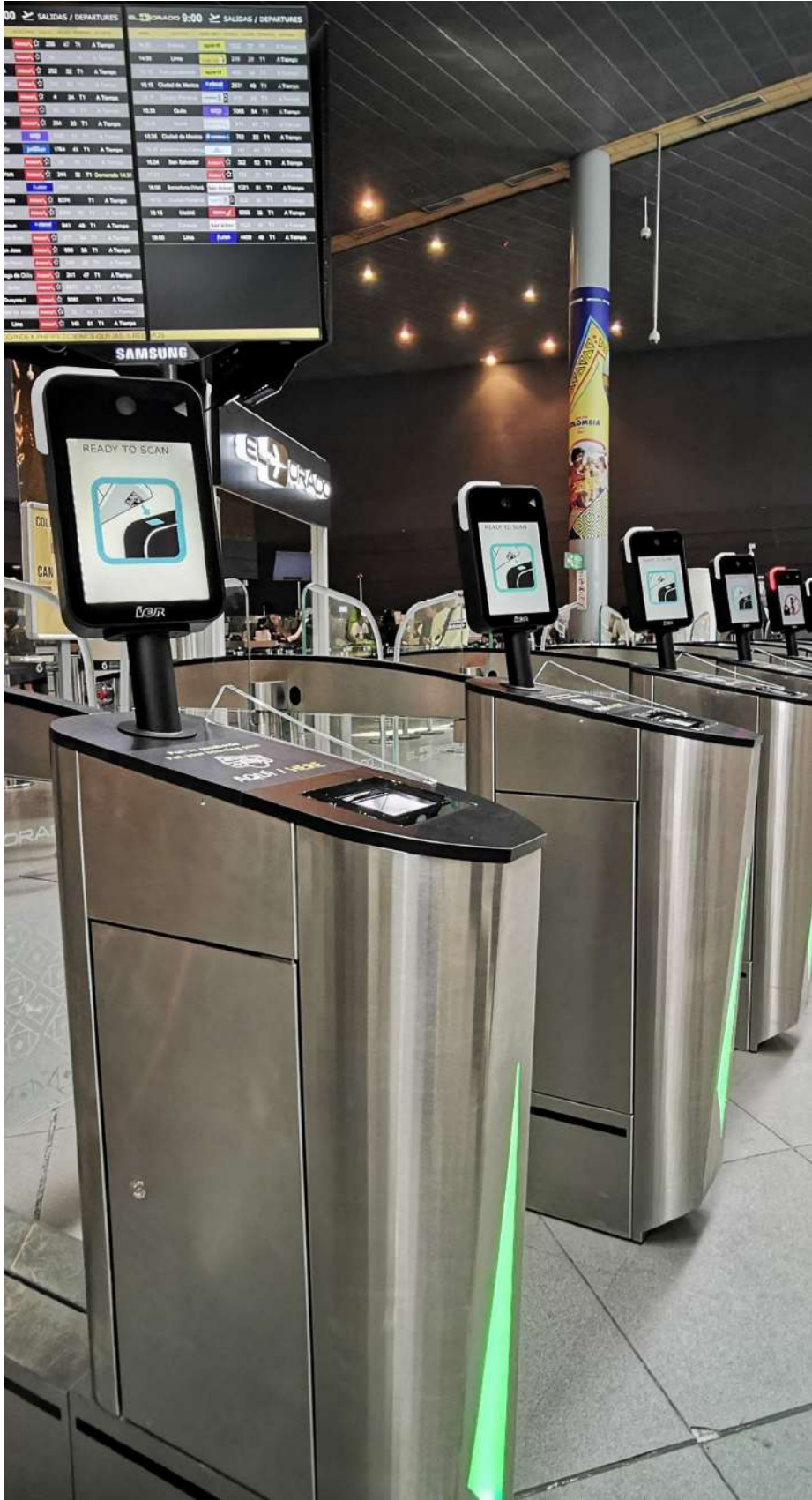
#### Aeropuerto El Dorado

- ✓ Become the first airport in Latin America equipped with biometric processes throughout the travel experience.
- ✓ Implement data analytics in all systems, focusing on prediction and improvements in operations, routes and business impact.
- ✓ Reduce the overall amount of waste sent to the city's landfills, with a minimum annual target of 5% until 2021.
- ✓ Reduce the amount paid for waste disposal through recycling and composting.

#### Aeropuerto Mariscal Sucre

- ✓ Implement the comprehensive waste management program throughout the airport through the creation of a community association.
- ✓ Continue to implement the Aeropuerto Mariscal Sucre app and move on to the stage of transaction modules for reservations and payment of airport services.
- ✓ Implement the Queuing Management System in critical airport areas to measure service levels.
- ✓ Comprehensive adoption of biometric systems for automated check-in and boarding.
- ✓ Automate ground handling and baggage processes.
- ✓ Continue to implement solutions related to new airside, landside and business support processes.

**40** new self check-in kiosks installed at Aeropuerto El Dorado.



Pre-security doors, Aeropuerto El Dorado.



# SAFE CONNECTIONS

(103-1) Our commitment with highway and airport safety is embodied in the structuring, construction and operation of top-quality projects and services, where we assign top priority to the protection of life and safety of all our stakeholders. We continuously work on the detection, assessment and mitigation of risks, and we focus our strategies on promoting highway culture, preventing accidents, identifying critical points, and implementing technology to contribute to the safe mobility of our users and employees.

(103-2) HOW WE MANAGE IT

**Highway culture:** We offer training internally and to users of our road and airport infrastructure.

**Road infrastructure and signs:** Based on assessments of risks and critical points, as well as the compliance indicators of concession contracts, we prioritize infrastructure works and road signs to improve user safety.

**Technology:** We implement technological systems to monitor traffic, control operations, manage passenger flows and provide good service to users.

**Assessment and Monitoring:** We develop assessment and monitoring plans to identify and control critical points and road risks by means of inspections, preventive maintenance and operations in coordination with traffic authorities, audits and user satisfaction surveys, as well as compliance with contractual performance indicators.

**Instruments:**

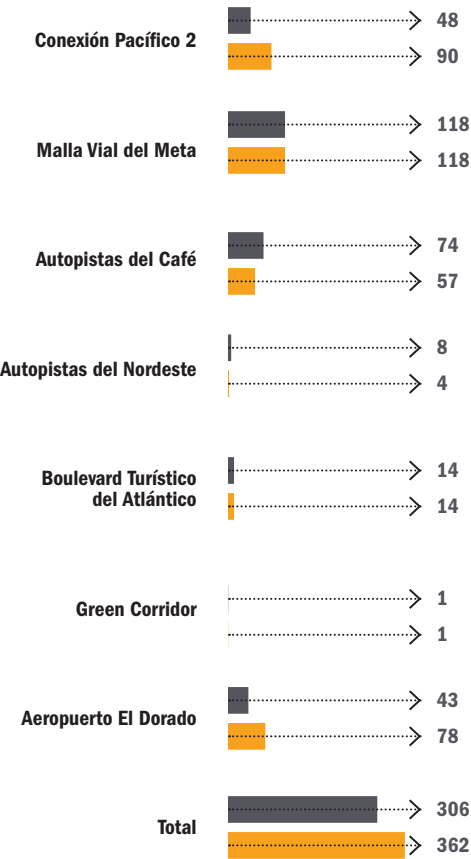
- ✓ Highway Safety Management System
- ✓ Strategic Road Safety Plan
- ✓ Traffic monitoring plans for construction and maintenance activities
- ✓ Road Safety Policy
- ✓ Road Emergency Plan
- ✓ *Cultura Vial* (Highway Culture) Program

Autopistas del Café.

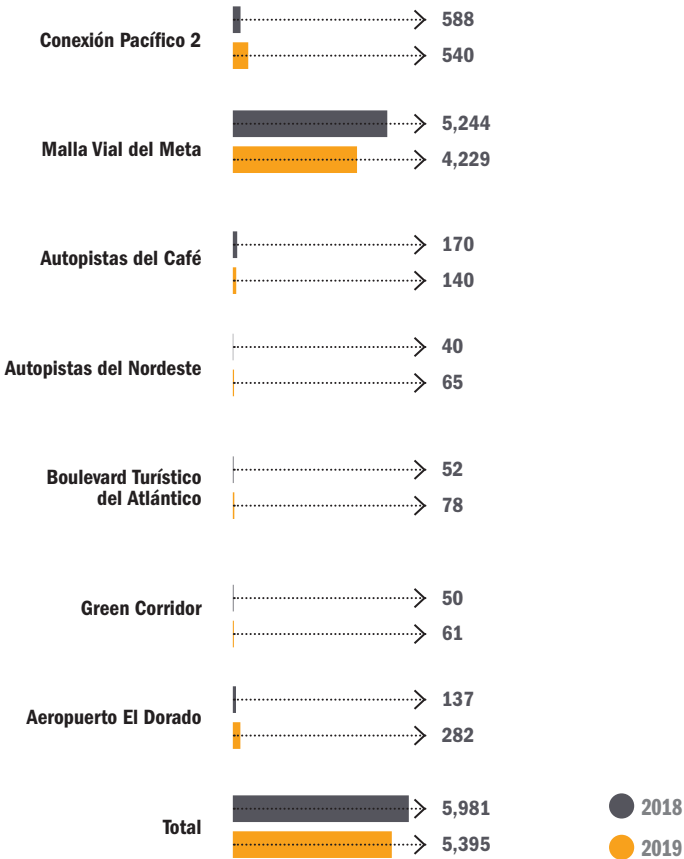


(103-3) PERFORMANCE

(0D-SV01) NUMBER OF HIGHWAY CULTURE AWARENESS-RAISING CAMPAIGNS



(0D-SV02) NUMBER OF HIGHWAY CULTURE TRAINING HOURS



**2019 ACHIEVEMENTS**

**HIGHWAY CULTURE**

**ODINSA**

We launched the *Vías Seguras* (Safe Roads) program, aimed at reducing the accident rate at road concessions by 20% through three action lines: safe and high-quality infrastructure, work in coordination with the authorities to promote safe and responsible behavior, and timely assistance.

in order to propose road safety alternatives over the medium and long term.

- ✓ Conexión Pacífico 2 continued to perform the approved *Plan Especial de Seguridad Vial* (Special Road Safety Security Plan), which received a score of 95.3% from the Traffic Department of Medellín.



**ROAD CONCESSIONS**

- ✓ A total of 362 highway culture awareness-raising campaigns were implemented for accident prevention, aimed at reinforcing good behavior by all road users.
- ✓ A total of 3,471 people received highway safety training.
- ✓ At Autopistas del Café, an assessment was performed of variables such as pavement, traffic and geometry,



**AIRPORT CONCESSIONS**

**Aeropuerto El Dorado**

- ✓ 100% of employees were trained on road safety policies and responsibilities.
- ✓ A total of 1,364 people from the airport community passed the platform driving course.
- ✓ 81% increase in highway culture campaigns thanks to their implementation through the airport's platform.





Operations Control Center, Autopistas del Café.

## INFRASTRUCTURE AND SIGNS



### ROAD CONCESSIONS

#### Autopistas del Café

- ✓ Additional vertical signs and speed breakers were installed at critical points.

#### Malla Vial del Meta

- ✓ Maintenance was performed on sewers, signs and pedestrian crossing road marks to prevent accidents

#### Green Corridor

- ✓ Safety was reinforced by installing reflective road studs, split blocks and metal barriers on both sides of the road.

#### Autopistas del Nordeste

- ✓ Micro-pavement was installed in the Haitises area to solve curve friction problems. Roadside berms were also leveled.



### AIRPORT CONCESSIONS

#### Aeropuerto El Dorado

- ✓ A total of COP 134,800,737 was invested in platform signage and broadening the central platform's bay. 90% of the risks identified in these areas in 2017, 2018 and 2019 were eliminated. 100% of the road maintenance plan was fulfilled, at a cost of USD 4,098,033,000.

## ASSESSMENT AND MONITORING



### ROAD CONCESSIONS

#### Conexión Pacífico 2

- ✓ An internal audit of the management model was performed, which will enable improving processes in preparation for the audit to obtain certification in ISO 39001 in 2020.

#### Malla Vial del Meta

- ✓ In high-accident areas the accident and death rates on the road decreased by 10%.



### AIRPORT CONCESSIONS

#### Aeropuerto El Dorado

- ✓ A total of 1,205 platform equipment checks were performed, as well as 211 checks on reports of irregularities of third-party vehicles.

## TECHNOLOGY



### ROAD CONCESSIONS

#### Malla Vial del Meta

- ✓ Implementation of the QGIS geographic information system continued in order to identify areas of high concentration of accidents.

#### Green Corridor

- ✓ Implementation of the Galgo software was completed, which is a tool to control road maintenance.

## AIRPORT SAFETY

### CULTURE AND OPERATIONS SAFETY

- ✓ At El Dorado, awareness was raised for 3,000 members of the airport community on topics related to safety, and an additional 100 participated in a drill to verify the effectiveness of the contingency plan.
- ✓ Awareness of over 700 people was raised during the Operations Safety Week at Aeropuerto Mariscal Sucre: 200 in-house and 320 external.

### TECHNOLOGY

- ✓ Aeropuerto Mariscal Sucre implemented the first version of the Operating Safety software, which was developed internally by the airport.

### ASSESSMENT AND MONITORING

- ✓ Aeropuerto Mariscal Sucre implemented the audit plan of the Operating Safety Management System and started up the FOD (Foreign Object Damage) program, aimed at finding and recording the sources of foreign objects.



## IN THE FUTURE

### ODINSA

Implement the three stages of the *Vías Seguras* (Safe Roads) project:

- ✓ Stage 1, 2019: reduce accidents by 20% at one concession; we started out with a pilot plan at Conexión Pacífico 2.
- ✓ Stage 2, from 2020 to 2022: replicate the program at all concessions.
- ✓ Stage 3, 2022: share experiences and results with institutes that work on road safety at all the road concessions.
- ✓ Establish long-term targets for fulfillment of vulnerability and risk indicators associated to climate change and variability at the road concessions.



### ROAD CONCESSIONS

#### Conexión Pacífico 2

- ✓ Aim to become the first road concession in Colombia to obtain Road Traffic Safety Management System certification under ISO 39001.

#### Malla Vial del Meta

- ✓ Work on increasing participation by schools that are near the road in the *Cultura Vial* (Highway Culture) Program.



Aeropuerto El Dorado, security



### AIRPORT CONCESSIONS

#### Aeropuerto El Dorado

- ✓ Implement software to control and manage lost objects.
- ✓ Start up a video analytics system for airport cameras in critical areas.
- ✓ Activate facial recognition in cameras at airport entrances.
- ✓ Automate security filters for passengers.
- ✓ Implement artificial intelligence for analysis of X-ray images.

#### Aeropuerto Mariscal Sucre

- ✓ Develop the second version of the Operating Security software.
- ✓ Create a platform risk management group with ancillary services for air transport, in parallel with the runway security team.
- ✓ Participate in ACI projects established by the ACI-LAC Operating Security Committee.



# USER EXPERIENCE

(103-1) We seek to anticipate user needs in order to create solutions that deliver satisfactory travel experiences. Our concessions promote the use of innovative alternatives to increase efficiency, safety and service quality. Each service we provide is an opportunity to improve aspects such as saving time, increasing travel safety and accessing other mechanisms that promote efficiency through technology.

### (103-2) HOW WE MANAGE IT

**Efficient and high-quality infrastructure:** We seek to enhance the passengers' experience by promoting safe travel with high operating efficiency standards.


**Service and channels:** We focus on providing excellent service in aspects such as comfort, efficiency, courtesy, offerings and a wide range of channels to enhance the experience whenever we come into contact with users.

**Service assessment:** We periodically monitor user satisfaction, review the survey results and define specific projects to improve their experience.


**Technology:** We engage in technological transformations that produce operating efficiencies to expedite processes, monitor the operations, reduce response or travel times, and facilitate communications with passengers.

### PERFORMANCE

#### (0D-SU01) USER SATISFACTION

 AIRPORT CONCESSIONS	2017	2018	2019	Target 2020
Aeropuerto El Dorado	99%	99%	99%	99%
Aeropuerto Mariscal Sucre	88.1%	88.8%	88.8%	88%

 ROAD CONCESSIONS	2017	2018	2019	Target 2020
Autopistas del Nordeste	ND	84%	93.4%	90%
Boulevard Turístico del Atlántico	ND	82%	91.5%	90%
Conexión Pacífico 2	90%	86.8%	93.3%	90%
Malla Vial del Meta	87%	86%	82%	75%

Note: Does not include data from Autopistas del Café and Green Corridor.

User assistance, Aeropuerto El Dorado.



### (103-3) 2019 ACHIEVEMENTS



#### ROAD CONCESSIONS

##### Autopistas del Nordeste and Boulevard Turístico del Atlántico

The Operations Control Center was remodeled and five bus stops were installed to improve safety standards and operating efficiency.

##### Conexión Pacífico 2

Incident response times decreased by 22% and accident response times decreased by 30% (compared to 2018). This was achieved thanks to the cooperation of all operating and maintenance units in providing timely service to road users.

##### Malla Vial del Meta

Operating measures were taken regarding equipment for incident and accident response. This improved response times and fulfillment of service levels.



#### AIRPORT CONCESSIONS

##### Aeropuerto El Dorado

- ✓ In order to promote the inclusion of all passengers, 687 braille signs were installed in bathrooms, information booths were made accessible to the handicapped, and elements were installed to facilitate access to people with hearing disabilities at the two information areas of passenger Terminals 1 and 2.
- ✓ Six boarding bridges, three VIP lounges and over 25,000 m<sup>2</sup> of retail areas were installed.
- ✓ Progress was made in the airport's technological transformation program, with significant improvements in travel experience and reduction in waiting times, thanks to the implementation of self-service systems such as the Common Use System, which enables airlines to perform check-in at the counters and boarding at the gates; the biometric doors at emigration (biomig); the wayfinding information screens for passenger directions; the automatic doors for pre-security in migration; self bag-drop stations that avoid having to pass through the counter; a mobile application with updated information and notices on flight status, and improvements to parking services, among others.
- ✓ The ASQ-ACI customer satisfaction survey results were 4.22% above the established target.
- ✓ For the fifth consecutive year, Skytrax awarded a 4 Star rating (of five).
- ✓ The Airport Collaborative Decision Making (ACDM) system was implemented, which is aimed at reducing delays and improving flow control through collaborative work between airlines, ground operators and air traffic controllers, to improve decision-making and optimize the capacity of runways, taxiways, terminals, stands and airspace.
- ✓ Version 2.0 of the El Dorado app was launched with new functionalities.

## TECHNOLOGICAL UPGRADES AT OUR AIRPORT CONCESSIONS

### AEROPUERTO EL DORADO



**40** latest-generation self check-in kiosks



**10** pre-security automatic doors at migration



**12** biometric doors at emigration (biomig)



**5** self bag-drop stations



**System** to gather sales data in real time



**9** digital screen to search for information on services and stores

### AEROPUERTO MARISCAL SUCRE



**28** new self check-in kiosks



**3** kiosks outside the airport at Wyndham Hotel



**4** self bag-drop kiosks for LATAM Airlines



**Feedback Now** system enables passengers to rate our services online





VIP Lounge at Aeropuerto Mariscal Sucre

#### Aeropuerto Mariscal Sucre

- ✓ For the convenience of our users, a baggage repacking area was installed after the security checks to enable passengers to rearrange their personal belongings.
- ✓ A total of 28 new self check-in kiosks were installed, and 3 additional kiosks were installed outside the airport at Wyndham Hotel. Additionally, four self bag-drop stations were installed for LATAM Airlines.
- ✓ The Feedback Now system was installed, which enables passengers to rate services online at different key airport areas, as well as the Smart Airport system, which monitors operating indicators and generates reports with greater speed and efficiency.
- ✓ Based on its assessment, Skytrax maintained the 4 Star rating.
- ✓ ACI's Customer Experience Accreditation program maintained its levels 1 and 2 ratings.

**Skytrax ratified the 4 Star ratings at the Mariscal Sucre and El Dorado airports (of five possible stars).**



#### IN THE FUTURE



#### ROAD CONCESSIONS

##### Boulevard Turístico del Atlántico

Upgrade the operating center facilities.

##### Malla Vial del Meta

- ✓ Improve operating efficiency by implementing recording of events serviced on the highway in real time by means of a digital app.
- ✓ Reduce waiting times by installing electronic payment systems at the toll booths.

##### Conexión Pacífico 2

- ✓ Receive and begin operations at all the functional units in accordance with contractual obligations, progressively incorporating new technologies to improve the users' driving experience.



#### AIRPORT CONCESSIONS

##### Aeropuerto El Dorado

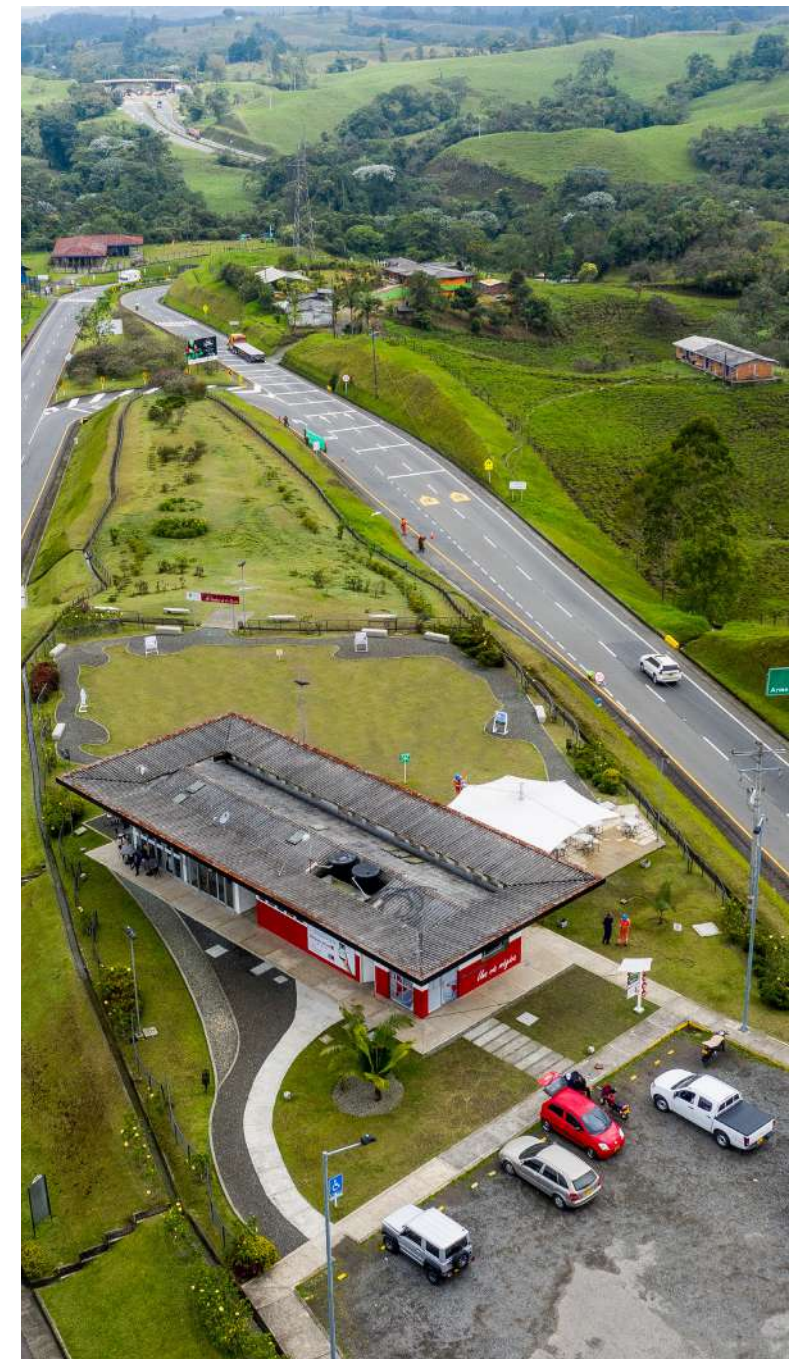
- ✓ Install pre-security doors for domestic flights, a queue measurement system to report waiting times, automatic boarding gates and a latest-generation announcement mechanism, jointly with the airlines.
- ✓ Offer end-to-end biometric processes at all passenger contact points throughout the travel experience.

##### Aeropuerto Mariscal Sucre

- ✓ Implement a claims and suggestions scorecard to gather data from the various sources (social media, complaint letterboxes and telephone center), for the effects of decision-making and improving user experience.
- ✓ Implement waiting time measurement equipment at emigration, migration and security.
- ✓ Incorporate technologies such as time measurement equipment and automatic pre-security and boarding doors, in order to provide users a fluid experience at each point of contact in the terminal.

Tambo, customer assistance center, Autopistas del Café.

Approximately  
**200.000**  
people visited the customer service centers (*tambos*) at Autopistas del Café.





The image features a low-angle shot of an airport terminal and a control tower. The terminal building on the right has a dark, sloped roof and a light-colored facade with visible structural elements. The control tower on the left is a multi-tiered cylindrical structure with a glass-enclosed observation deck at the top, surrounded by various antennas. The sky is filled with soft, grey clouds. Overlaid on the image are graphic elements: a thick orange arrow pointing right along the bottom edge, a diagonal orange line with an arrowhead pointing towards the top right, and a dashed orange line extending from the top right towards the word 'MARK'. The text 'WE LEAVE OUR MARK' is positioned in the upper right quadrant, with 'WE LEAVE' in solid white and 'OUR MARK' in white outline font.

**WE LEAVE**  
**OUR MARK**



# STRATEGIC RELATIONS

(103-1) We seek to create relationships based on trust with all our stakeholders, and for this reason we work on ensuring that our actions are consistent with our principles. We focus on building and strengthening solid and long-lasting relationships based on understanding and ongoing, respectful and transparent communications. We are aware that trust is a pivotal element that enables us to efficiently structure and operate strategic connections.

Our projects seek to contribute to the well-being and competitiveness of the regions where we are present, through responsible interactions with each stakeholder group. We identify and manage in a timely manner the environmental, social, economic and cultural impacts on the communities in the area of influence of our projects, and we direct our efforts towards becoming a sustainable partner for their development.

**Our projects strengthen capabilities in the territories to enable them to take ownership over their own development, through aspects such as contracting local suppliers and promoting production, employability, education and environmental projects.**

Prior consultations protocol, Bayunca.



## (102-40) THE ORGANIZATION'S STAKEHOLDER GROUPS



## (103-2) HOW WE MANAGE IT

(102-42) **Stakeholder identification, characterization and prioritization:** We identify and characterize our stakeholders in order to understand their motivations and concerns, and the challenges faced by the territories in which we are present.

(102-43) **Relations and Engagement plans:** We implement relations and engagement plans to build bonds of trust, create channels to address concerns about the projects in a timely manner, and inform about their scope and progress. In this way, we promote participation and the communities' taking ownership over their development, and we maintain open communications to enable the timely identification of impacts, risks, and opportunities to create shared value.

**Communications strategy and plan:** Every year, we review and update our communications strategy and structure plans that help us communicate in an assertive, transparent, respectful and close manner aligned with our stakeholders, to facilitate closing of any gaps

between performance and perceptions; to strengthen our reputation; to deliver coherent and consistent messages; and to build long-term relationships.

**Partnerships to promote regional transformation:** We aim to become partners for the development of the regions where we are present through contractual and voluntary initiatives aimed at strengthening the territories' capacity to take ownership over their development, through aspects such as contracting local suppliers, and support for production, employability, education and environmental projects.



**Training for stakeholders:** We provide training to our stakeholders to strengthen the social fabric and capital and to assimilate new habits.

**Corporate volunteer work:** We participate in volunteer work activities of Grupo Argos companies in order to leave our mark in the territories where we are present.



(102-43) (102-44) HOW DOES ODINSA ENGAGE WITH ITS STAKEHOLDERS?

Stakeholders	Means of engagement		Topics of interest
	Employees	Meetings with senior management, training, delivery of information of interest, integration and recognition activities, letters and invitations, internal campaigns, e-mails, social media, newsletters and intranet.	<ul style="list-style-type: none"><li>✓ Current project management and performance</li><li>✓ Future projects</li><li>✓ Strategic vision: approach, targets and results</li><li>✓ Social and environmental management</li><li>✓ Financial performance</li><li>✓ Benefits</li><li>✓ Culture</li><li>✓ Talent management</li><li>✓ Training</li><li>✓ Innovation: in processes and services</li><li>✓ Alignment of concessions and projects</li></ul>
	Investors	Letters, one-on-one meetings, e-mails, teleconferencing and face-to-face meetings, participation in forums and congresses, conferences, website (investor section), newsletters with information of interest through different communications channels.	<ul style="list-style-type: none"><li>✓ Management and contract fulfillment capacity</li><li>✓ Environmental and social management</li><li>✓ Social investment</li><li>✓ New projects</li><li>✓ Investment opportunities and capacity to attract investors</li><li>✓ Contribution to connectivity and competitiveness</li><li>✓ Financial soundness</li><li>✓ Ethics and transparency: reliability</li><li>✓ Reputation</li><li>✓ Capacity to generate or participate in new projects</li></ul>
	Authorities	Letters, one-on-one meetings, presentations on projects, visits to concessions, participation in events promoted by the authorities, joint organization of events, press releases	<ul style="list-style-type: none"><li>✓ Management and contract fulfillment capacity</li><li>✓ Environmental and social management</li><li>✓ Social investment</li><li>✓ New projects</li><li>✓ Investment opportunities and capacity to attract investors</li><li>✓ Contribution to connectivity and competitiveness</li><li>✓ Financial soundness</li><li>✓ Ethics and transparency: reliability</li><li>✓ Reputation</li><li>✓ Capacity to generate or participate in new projects</li></ul>
	Business and social associations	One-on-one meetings, letters, participation and sponsorship of events promoted by the organizations, delivery of relevant information on projects and concessions, ongoing participation in the associations' discussions, press releases	<ul style="list-style-type: none"><li>✓ Project progress reports</li><li>✓ Management of current and future projects</li><li>✓ Capacity to create synergies between entities</li><li>✓ Contribution to social development</li><li>✓ Creation of alliances</li><li>✓ Investment capacity</li><li>✓ Contribution to connectivity and competitiveness</li><li>✓ Financial soundness</li><li>✓ Ethics and transparency: reliability</li><li>✓ Reputation</li></ul>
	Suppliers	On-line and face-to-face meetings, e-mail and mail through our shared services center	<ul style="list-style-type: none"><li>✓ Reputation</li><li>✓ Timely payment</li><li>✓ Financial soundness</li><li>✓ Supplier management.</li><li>✓ New projects</li><li>✓ Social investment</li><li>✓ Environmental management</li></ul>
	Opinion makers	Interviews, press releases, press conferences, sending out infographs and videos, invitations to industry forums and congresses, delivery of information of interest, visits to concessions, meetings	<ul style="list-style-type: none"><li>✓ Reputation: consistency between management and communications</li><li>✓ Management and contract fulfillment capacity</li><li>✓ Environmental and social management</li><li>✓ Social investment</li><li>✓ New projects</li><li>✓ Investment opportunities and capacity to attract investors</li><li>✓ Contribution to connectivity and competitiveness</li><li>✓ Financial soundness</li><li>✓ Ethics and transparency: reliability</li><li>✓ Company stakeholder management</li><li>✓ Capacity to generate or participate in new projects</li><li>✓ Creation of value over the long term</li></ul>

Stakeholders	Means of engagement		Topics of interest
	Communities	<p>Given its status as holding company, Odinsa engages with communities through its concessions by means of meetings with community leaders, presentations on the projects and the progress made by the concession, delivery of information of interest, participation in and support for community events, press releases (emphasis on local media) and the website.</p> <p>During the structuring phase of projects, Odinsa directly engages with the communities by means of presentations on the projects, delivery of information of interest, press releases (emphasis on local media) and the website.</p>	<ul style="list-style-type: none"><li>✓ Project progress reports</li><li>✓ Social and environmental management</li><li>✓ New works</li><li>✓ Rates</li><li>✓ Services</li><li>✓ Employment</li><li>✓ Ethical action</li></ul>
	Users	Given its status as holding company, Odinsa engages with users through the concessions by means of the concessions' own channels, mass media campaigns, press releases, apps (in some cases) and websites.	<ul style="list-style-type: none"><li>✓ Project progress reports</li><li>✓ Operating matters with positive or negative effects on mobility at the concession.</li><li>✓ New services</li><li>✓ Changes in infrastructure</li><li>✓ Maintenance</li></ul>

(413-2) IMPACTS ON COMMUNITIES

We work on mitigating relevant negative impacts, both actual and potential, on the communities in the area of influence of our projects.

ENVIRONMENTAL IMPACTS

- ✓ Changes in land use
- ✓ Emissions of particulate matter
- ✓ Noise

SOCIOECONOMIC IMPACTS

- ✓ Property valuation
- ✓ Changes in mobility: increase in vehicle traffic and travel times
- ✓ Changes in the business and employment trends of the local population.



(103-3) 2019 ACHIEVEMENTS

MATERIALITY ANALYSIS

This year, we updated our materiality analysis. We carried out 70 workshops and 15 interviews, during which we had genuine conversations with our stakeholders, in order to identify the most relevant matters for our business. The results of this analysis will serve as input for updating our sustainability strategy.

Our stakeholder engagement strategies included 70 workshops and 15 interviews for our materiality analysis.

COMMUNICATIONS STRATEGY

In 2019, we completed our first baseline study on reputation, which enabled us to learn about our stakeholders' perceptions on matters such as their knowledge and familiarity with the company, relevant topics, perceptions on performance and the level of association between our concessions and the parent company. The study involved a sample of 508 people, including our management team, employees, citizens, investors, authorities and opinion leaders. It served as input to update our communications strategy.



RELATIONS AND ENGAGEMENT PLANS



- Conexión Pacífico 2**
- ✓ Interactive fairs providing updates on work progress at UF2 and UF3 were carried out with local authorities and over 300 community members.
  - ✓ Functional Unit 1 was delivered and the La Pintada toll station was successfully relocated thanks to responsible relations with the communities in the area of influence.

- Malla Vial del Meta**
- ✓ The Third *Encuentro de Liderazgo y Participación Social* (Leadership and Social Participation Meeting) was held with 60 social leaders and members of the social participation committee.
  - ✓ Twelve task group meetings were held with 100 community leaders to identify training needs and production project initiatives.



- Aeropuerto Mariscal Sucre**
- ✓ A total of 4,627 people participated in the ongoing Public Consultations and Engagement Plan.

PARTNERSHIPS TO PROMOTE REGIONAL TRANSFORMATION

Since 2018, Odinsa has channeled its voluntary social investment through Fundación Grupo Argos and its action lines, which include: protection of water, biodiversity and social inclusion (for additional information, see the report of Fundación Grupo Argos).

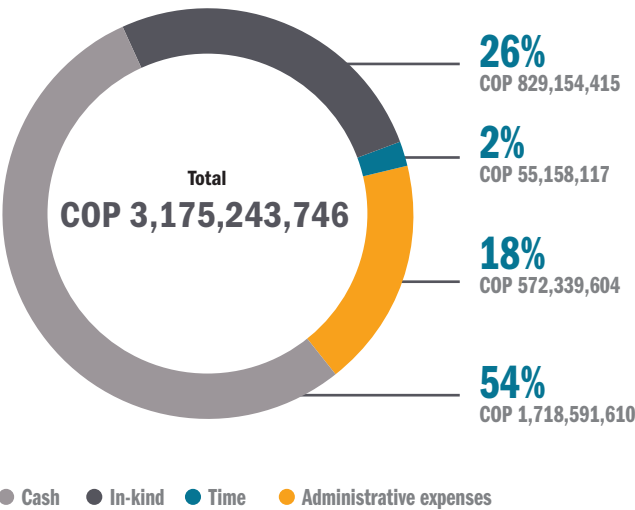
In addition to our voluntary social investment, we focus our contractual investments on ensuring adequate impact management and fulfillment of social management contracts, always aimed at developing good neighbor relations and contributing to local development.

Our operations in Colombia, Ecuador and the Dominican Republic have programs to assess impacts and promote community engagement.

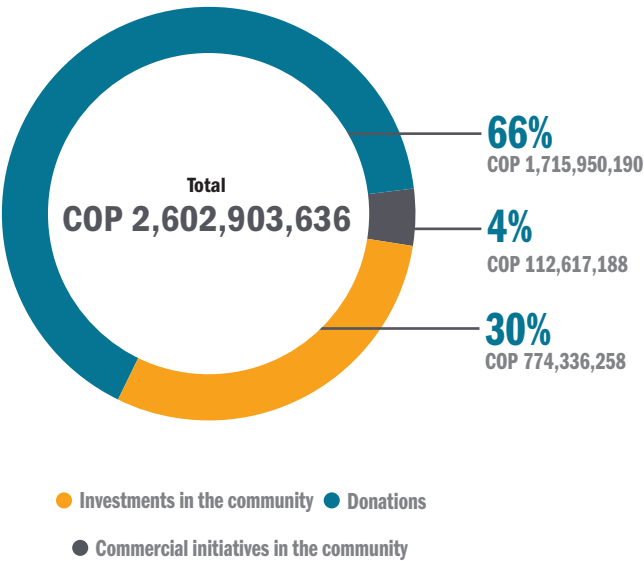


Scan the QR below to view the annual report of Fundación Grupo Argos.

(ODRC01) HOW WE MAKE SOCIAL INVESTMENTS



THE COMPANY'S SOCIAL INVESTMENT VEHICLES



Highway safety training, Autopistas del Café.



- Boulevard Turístico del Atlántico**
- ✓ Progress was made in building a park for the María Trinidad Sánchez community and bleachers were built and reinforced at the Cosón (Las Terrenas) basketball court.

- Conexión Pacífico 2**
- ✓ The *Suroeste compra Suroeste* (Southwest Buys Southwest) program created alternative job opportunities and income for the local economy, by working with 44 coffee farms, to benefit over 100 families, 11 rural businesses and 56 women from the region. Additionally, the second edition of *Mercados Campesinos* (Farmers Markets) was carried out, with participation by seven municipalities and two rural districts in the area of influence, represented by 20 local businesspeople.
  - ✓ Local employment was created through 787 direct and indirect jobs.

- Autopistas del Café**
- ✓ 95% of the workforce are residents of the region.
  - ✓ Support and sponsorship was provided to entities and social and cultural events, such as the SANAR bike path, the Theater Festival of Manizales and the Coffee Triangle Book Fair.

- Malla Vial del Meta**
- ✓ 86% of the workforce is from the area of influence of the project.



- Aeropuerto El Dorado**
- ✓ The Fourth *Encuentro Aeropuertos Sostenibles* (Sustainable Airports Meeting) was held, which is an academic event to share successful national and international experiences on sustainable activities in providing airport and flight services.
  - ✓ Eighty employees are from the townships of Fontibón and Engativá, 49 of whom work on the comprehensive waste management project.
  - ✓ Three farmers markets were held with Fundación Tierra Mía, which brought together small and medium-sized farmers from municipalities such as Fontibón.

Holder of scholarship from Fundación Argos and Odinsa.

TRAINING FOR STAKEHOLDERS



- Malla Vial del Meta**
- A total of 25 civic-environmental events were held with 1,993 participants, aimed at raising awareness among users and the community on the prevention of running over wild animals, environmental preservation and solid waste management.



- Aeropuerto El Dorado**
- ✓ Through the *Ensueño* (Daydream) program, 225 children, adolescents and youth from the area of influence received information on the opportunities created by the airport.

- Aeropuerto Mariscal Sucre**
- ✓ A total of 527 people received training on customer service in English at the Quiport Training Center, which was inaugurated in July.
  - ✓ Low-income children and youth who are in vulnerable conditions or suffer catastrophic diseases were awarded 130 scholarships as part of the Quiport Scholarships Program.







Business group volunteers planting trees.

## CONECTA: CORPORATE VOLUNTEER WORK



### ROAD CONCESSIONS

#### Autopistas del Café

- ✓ A total of 230 book trilogies were delivered
- ✓ The Escuela Risaralda Painting Session was held in the municipality of Santa Rosa de Cabal.
- ✓ A total of 150 trees were planted at the La Paz bypass in Chinchiná.

#### Conexión Pacífico 2

- ✓ A total of 493 book trilogies were delivered
- ✓ A tree planting drive was carried out.
- ✓ Four professional education scholarships were awarded to students in the project's area of influence.



### AIRPORT CONCESSIONS

#### Aeropuerto El Dorado

- ✓ A total of 400 book trilogies (1,200 books) were delivered to children from the Antonio Villavicencio and Atahualpa schools in the townships of Engativá and Fontibón.

- ✓ A paint the school event was held at the La Tebaida campus of Institución Educativa Municipal Técnico Agropecuaria San Ramón.
- ✓ A tree planting drive was carried out at the Gualí wetlands.
- ✓ Through the Garbage Challenge, 800 m<sup>2</sup> were cleaned up and decorated at Fontibón township, with mural-type graffiti of approximately 400 m<sup>2</sup>.

**We carried out 10 Conecta volunteer work events at our concessions of El Dorado, Autopistas del Café and Conexión Pacífico 2, with participation by 314 volunteers and their families.**



## IN THE FUTURE

### ODINSA

- ✓ Create the community relations policy and the engagement model.
- ✓ Define a social investment model aligned with the Social Development Goals.



### ROAD CONCESSIONS

#### Conexión Pacífico 2

- ✓ Become a national and international benchmark for 4G projects by promoting innovative practices and strategic partnerships that create shared value for stakeholders.

#### Autopistas del Café

- ✓ Begin the concession contract reversion process in the social management area, in order to establish an efficient close-out plan of the commitments made in this regard.

#### Malla Vial del Meta

- ✓ Complete the diagnosis of training needs and interest in production initiatives with the communities in the area of influence, in order to define the actions to be taken.
- ✓ Manage and promote inter-institutional cooperation to support production initiatives that address the positive and negative impacts produced by the project.



### AIRPORT CONCESSIONS

#### Aeropuerto El Dorado

- ✓ Develop a community relations strategy.
- ✓ Support job creation in neighboring communities through airport contractors and leaseholders.

#### Aeropuerto Mariscal Sucre

- ✓ Continue to operate and expand the three shared value projects: *Nuestra Huerta* (Our Orchard), Training Center and Waste Management Center
- ✓ Achieve autonomous operation of the three shared value projects of Corporación Quiport.
- ✓ Increase skilled labor hiring in the area of direct influence by 5%.



Business group volunteers preparing pedagogical materials.



# SUPPLIER SELECTION AND MANAGEMENT

(103-1) By supplying high-quality goods and services, each supplier becomes a strategic partner. For this reason, we assign top priority to environmental, social, transparency and good governance criteria in rating reliable suppliers with whom we can establish relationships that benefit the projects, the people and the environment.

### (103-2) HOW WE MANAGE IT

Our actions are framed by the Governance Code and the Code of Conduct. In our agreements, we establish mechanisms that enable us to audit compliance with labor, environmental, tax, customs and currency exchange laws.

**Process:** We review each supplier in aspects including its reputation, finances, quality, experience, post-sales service and warranties. In each contract, we require compliance with laws related to employment, social security, human rights, fraud, bribery, corruption, money laundering and terrorist financing. We also review critical suppliers before we register them through verification in restrictive lists, with the purpose of preventing money laundering and terrorist financing.

**Monitoring:** We incorporate clauses on environmental and social responsibility, covering matters such as social security, occupational health and safety and human rights compliance. We also carry out audits on compliance with internal policies and we implement improvement plans.

**Development:** We establish performance indicators including environmental and social criteria that enable us to obtain an overall understanding of our suppliers and their possible impacts on the environment.

### (103-3) PERFORMANCE

#### ODINSA

- ✓ We made progress in cross-cutting negotiations and contracts for goods and services through SUMMA (the Grupo Argos shared services center), in matters related to technology, administration, corporate services and professional services.
- ✓ We formalized the Contracting Manual, which includes labor, legal, financial, risk, sustainability and occupational health and safety criteria.



Active breaks led by a Comfama specialist.

294 new suppliers assessed



- Malla Vial del Meta**
- ✓ We included sustainability criteria in the supplier registration form.
  - We adjusted the reassessment to determine the suppliers' behavior after the service has ended.
  - We established task groups with suppliers that received low scores in the reassessments, and action plans were developed to strengthen weak points.

- Conexión Pacífico 2**
- We monitored contractors through ongoing meetings to improve supplier scores.
  - We included environmental criteria in supplier assessments.



- Aeropuerto El Dorado**
- ✓ We increased the number of supplier relations visits by 16%.
  - We implemented a new purchasing policy, in order to align the sourcing process with the corporate governance and sustainability policies.

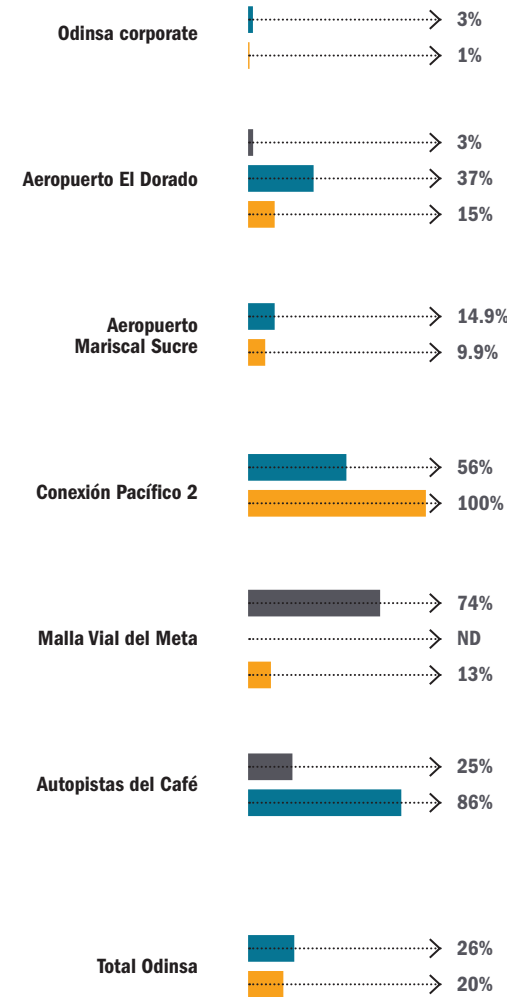
- Aeropuerto Mariscal Sucre**
- We formalized the Code of Conduct for suppliers following best international practices.

### (414-1)(308-1) NEW SUPPLIERS ASSESSED ACCORDING TO ENVIRONMENTAL AND SOCIAL CRITERIA AT ODINSA AND CONCESSIONS IN 2019

Odinsa and concessions in 2019	
New suppliers in 2019	578
Suppliers screened and assessed according to environmental criteria*	118
Suppliers screened and assessed according to social criteria *	176

Note: does not include data from Autopistas del Café, Green Corridor, Autopistas del Nordeste and Boulevard Turístico del Atlántico.

### (308-1) PERCENTAGE OF NEW SUPPLIERS THAT WERE SCREENED ACCORDING TO ENVIRONMENTAL ASSESSMENT AND SELECTION CRITERIA

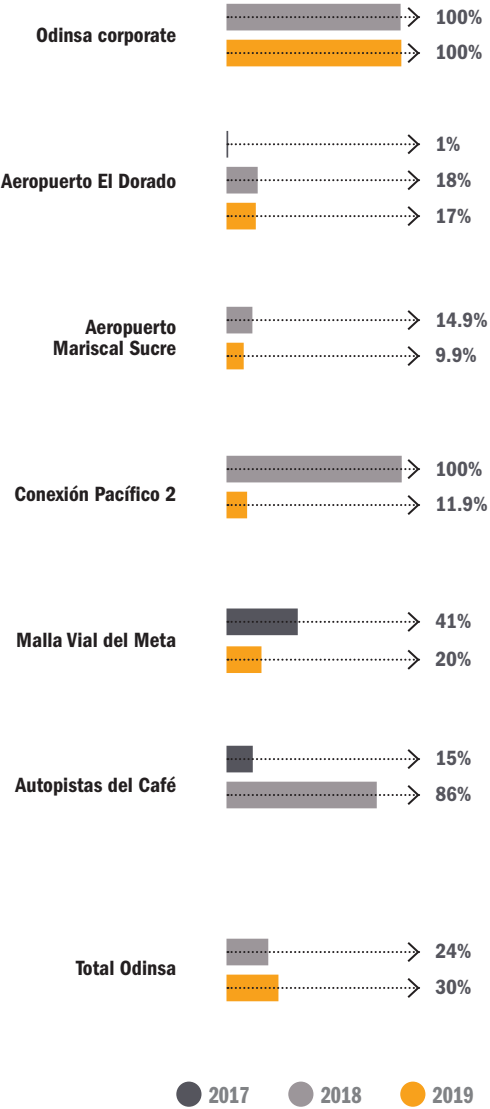


● 2017 ● 2018 ● 2019

All new suppliers selected at Conexión Pacífico 2 were screened using social and environmental criteria.

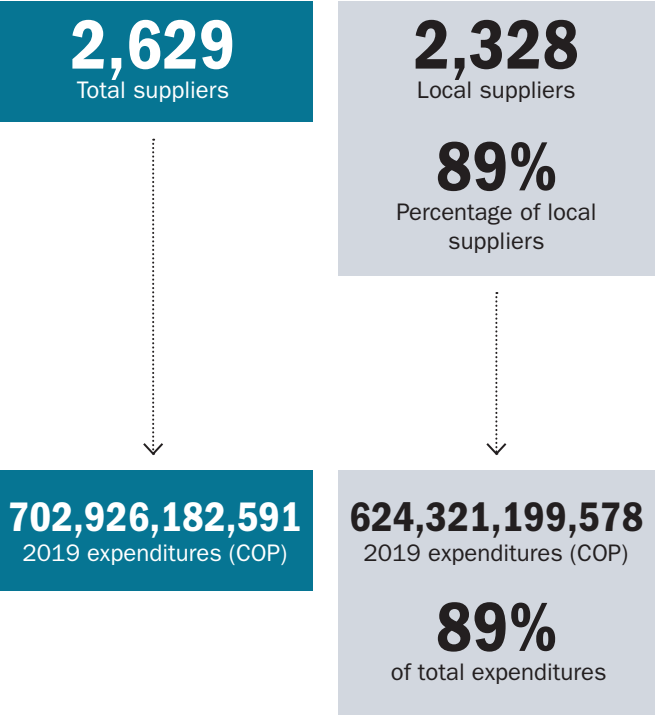


(414-1) NEW SUPPLIERS THAT WERE SCREENED ACCORDING TO SOCIAL ASSESSMENT AND SELECTION CRITERIA

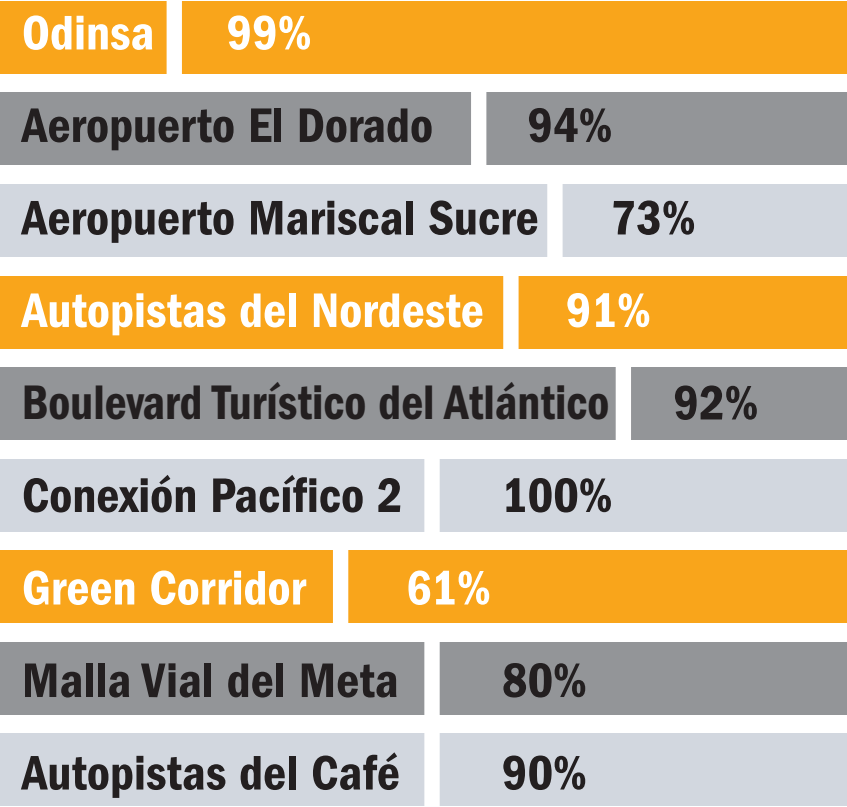


The assessment of environmental and social criteria enables us to obtain an overall understanding of our suppliers and their possible impacts on the environment.

(204-1) PROPORTION OF EXPENDITURE ON LOCAL SUPPLIERS



PROPORTION OF EXPENDITURE ON LOCAL SUPPLIERS



Employee of Sodexo, an Odinsa supplier.



IN THE FUTURE

ODINSA

- ✓ Reference good practices at concessions in methodologies such as the Kraljic matrix, to categorize critical suppliers.
- ✓ Reference good practices at concessions to develop the Code of Conduct for Suppliers.



ROAD CONCESSIONS

Autopistas del Café

- ✓ Implement supplier assessments.
- ✓ Develop a supplier management policy in order to standardize processes and assure transparency.

Malla Vial del Meta

- ✓ Implement a software to optimize resources and control purchases in accordance with an established budget (ERP).
- ✓ Publish supplier registration requirements and contracting manuals on the website.
- ✓ Implement an operations sourcing model that reflects the savings and cost reductions achieved and supply chain performance.



AIRPORT CONCESSIONS

Aeropuerto El Dorado

- ✓ Optimize purchasing management through the Kraljic model to classify processes under four categories (strategic, critical, routine and bottlenecks) and define sourcing strategies based on this classification.

Aeropuerto Mariscal Sucre

- ✓ Implement during the first quarter of 2020 the assessment of all suppliers according to sustainability factors.
- ✓ Complete the process of unifying purchasing policies and procedures.
- ✓ Define mandatory sustainability criteria for companies interested in being included in our supplier registry.



# CONTRIBUTION TO DEVELOPMENT

(103-1) By creating connections based on infrastructure, our company becomes a key player for development, especially in the areas of influence of our projects. We acknowledge this role and take it on fully aware that the purpose of our business is to search for ways to maximize the value we create.

We assess our performance and the mark we leave in our environment by identifying, communicating and managing both the positive and negative impacts of our operations on the economy, the environment and society.

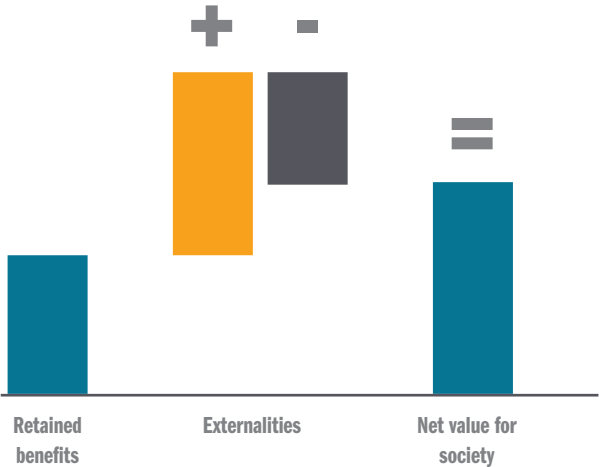
### (103-2) HOW WE MANAGE IT

In 2019, we performed a pilot run of the “Social Value Added Statement (VAS)” methodology at Aeropuerto El Dorado. This exercise involves the quantification of costs (negative externalities) and benefits (positive externalities) received by society from the airport’s operations.

#### VAS IS DESIGNED TO:

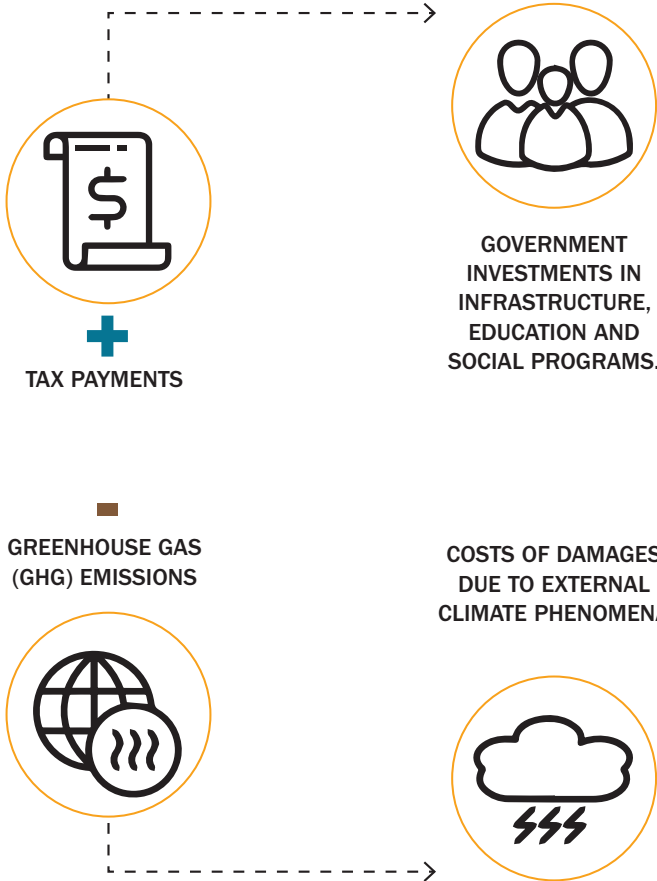
- ✓ Calculate the net value produced by a company for society during a fiscal year.
- ✓ Measure the externalities produced for society.

The results are expressed in monetary terms as a cascade or bridge graph, starting out with the benefits retained through profits:



### WHAT IS AN EXTERNALITY?

An externality is any impact a company has on third parties, which may produce either costs or benefits, that is not accounted for internally, i.e., it is not reflected in the financial statements.



The VAS methodology was conceived in 2016 by Cementos Argos, a Grupo Argos affiliate, as a tool to enable making more responsible and informed decisions, to manage risks, to contribute to the transparency of the cement industry in the countries where it operates, and to communicate the business’s impact to all stakeholders. Based on this experience, Grupo Argos as holding company has sought to irradiate the culture of measuring and managing the externalities of the businesses through the implementation of VAS in its due diligence processes and

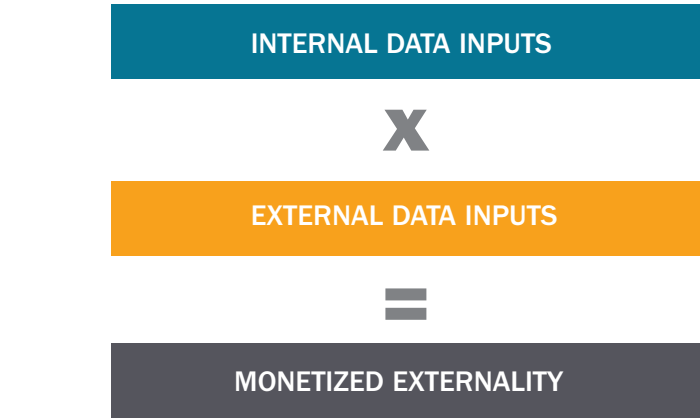


Nuestra Huerta (Our Orchard) program, Aeropuerto Mariscal Sucre.

at its affiliates. This pilot run is the first step towards incorporating VAS in our concessions, aimed at viewing the social impacts they produce along the value chain.

The Social Value Added Statement (VAS) for El Dorado was developed and implemented by a cross-disciplinary team including team members from Opain, the concession holder of Aeropuerto El Dorado, Odinsa and the EY consulting firm. The analysis included the social, economic and environmental costs and benefits generated by Opain (the concession) and the airport operations that are directly controlled by it. Eleven externalities that added or reduced value for our stakeholders during 2018 were assessed.

### HOW DO WE CALCULATE THE VALUE OF AN EXTERNALITY?



● Information provided by a company (such as emissions) ● Related academic studies

**The VAS methodology enables us to make responsible and informed decisions, manage risks, contribute to transparency in the infrastructure industry, and communicate the impacts of the business to stakeholders.**



The study included the following externalities:  
**Economic:** interest and dividends, salaries and benefits, payments to suppliers, taxes, connectivity.

**Social:** talent development, social investment, occupational health and safety, passenger safety, efficient airport processes.

**Environmental:** GHG emissions, other emissions, water, biodiversity, spills, waste, noise.



### (103-3)(203-2) 2019 ACHIEVEMENTS

The study's results indicate that the concession creates value for society. This development is driven by the economic value produced by connectivity for cargo and domestic and international passengers, as well as payment of taxes, salaries and expenses along the value chain. All these are factors that help drive the economy.

The main contribution of social externalities is the value created by the airport in terms of talent development and social investment. The social costs produced by the operation include occupational health and safety incidents, which had effects on the health of employees and contractors.

The most relevant costs found in the environmental area were GHG emissions, both of the operations controlled by the airport and by the aircraft and contractor equipment that support the operation. The main addition to environmental value is the contribution to biodiversity through initiatives such as BanCO2, aimed at offsetting greenhouse gases and benefiting local ecosystems.



### IN THE FUTURE

- ✓ Develop a pilot project to implement VAS for road project decision-making.
- ✓ Continue to refine the calculation of the externalities identified at Aeropuerto El Dorado and incorporate new specific externalities of the airport industry.
- ✓ Participate in the Grupo Argos externalities task group to share best practices of the measurement and assessment process.

Mercados Campesinos (Farmers markets), Conexión Pacífico 2.



# HUMAN RIGHTS

(103-1) We are committed to abidance and promotion of the human rights of all our stakeholders. As an affiliate of Grupo Argos, we adhere to its Human Rights Policy.

### (103-2) HOW WE MANAGE IT

**Human Rights Policy:** We adhere to the Human Rights Policy of Grupo Argos.

**Prior consultations:** We promote the rights to participation and ethnic diversity, and assure adequate and early identification of impacts and the formulation of management measures during the project structuring phase.

**Value chain:** In order to ensure that suppliers and contractors abide by human rights, we include contractual clauses to assure that their operations are aligned with our operating standards.



### (103-3) 2019 ACHIEVEMENTS

During the structuring phase of one of our airport projects, we carried out prior consultations with the Community Council of Black Communities of Bayunca (Cartagena, Colombia). We thereby abide by the principle of prior consultation established in the Colombian Constitution, aligned with Convention 169 of the International Labor Organization (ILO) on Indigenous and Tribal Peoples. This exercise enabled us to work for the protection of ethnic and cultural diversity, the right of ethnic groups to maintain and strengthen their own cultures, ways of life and institutions, and their right to effectively participate in decisions that affect them.



### IN THE FUTURE

- ✓ Adopt a human rights policy for Odinsa.
- ✓ Work in the short term on identifying and analyzing the negative risks and impacts that may arise in connection with human rights among our stakeholders during each phase of our operations.
- ✓ Establish mitigation or remediation plans when necessary.



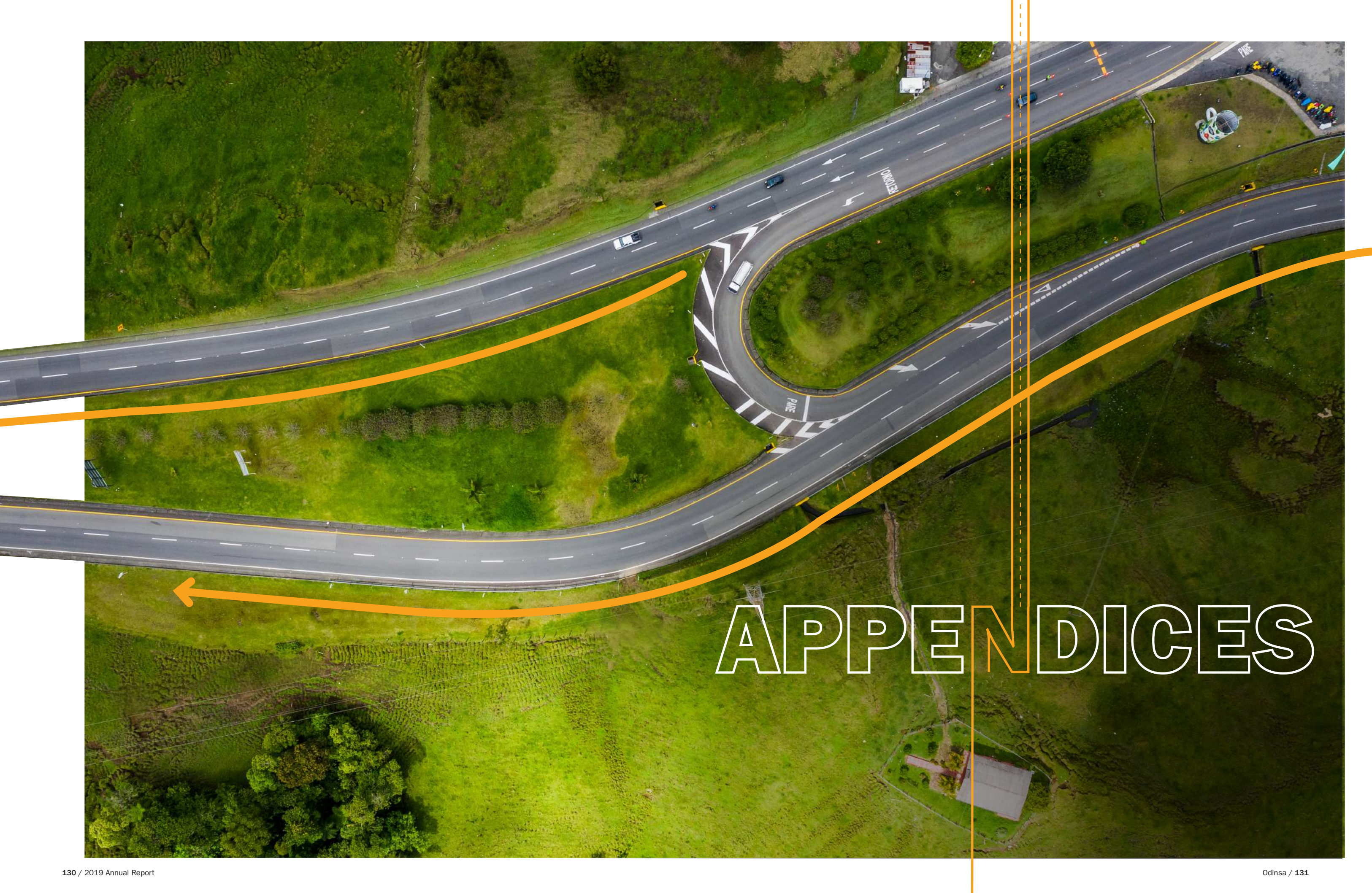
Prior consultations protocol, Bayunca.

**The prior consultations with the Community Council of Black Communities of Bayunca (Cartagena), enabled us to contribute to the protection of their ethnic and cultural diversity.**



Grupo Argos  
Human Rights  
Policy





# APPENDICES



CONSOLIDATED  
FINANCIAL  
STATEMENTS



KPMG S.A.S.  
Calle 2 No. 20 – 50, Piso 7, Edificio Q Office  
Medellín - Colombia

Telephone No. +57 (4) 355-6060  
home.kpmg/co

**STATUTORY AUDITOR’S SEPARATE REPORT ON COMPLIANCE WITH SECTIONS 1 AND 3  
OF ARTICLE 209 OF THE COMMERCIAL CODE**

To the shareholders of  
Odinsa S.A.

**Description of the Main Matter**

One of my duties as Statutory Auditor, and in compliance with articles 1.2.1.2 and 1.2.1.5 of Single Regulatory Decree 2420/2015, as amended by articles 4 and 5 of Decree 2496/2015, respectively, I must report on compliance with sections 1 and 3 of article 209 of the Code of Commerce, as described in detail below, by Odinsa S.A., hereinafter "the Company", at December 31, 2019, in the form of a conclusion of reasonable independent assurance, that the acts of management have complied with the provisions of the bylaws and the decisions of the General Meeting of Shareholders, and that adequate internal control measures are in place, in all material aspects, according to the criteria set out in the paragraph under the heading of Criteria in this report:

- 1) whether the acts of the Company's management are consistent with the bylaws and the orders or instructions of the General Meeting of Shareholders, and
- 3) whether adequate internal control measures are in place for the preservation and custody of the properties of the Company or of third parties in its power.

**Management’s responsibility**

The Company's management is responsible for complying with the bylaws and the decisions of the General Meeting of Shareholders and for designing, implementing and maintaining adequate internal control measures for the preservation and custody of the properties of the Company and of third parties in its power, in accordance with the requirements of the internal control system implemented by management.

**Statutory auditor’s responsibility**

My responsibility consists in examining whether the acts of the Company's management are consistent with the bylaws and the orders or instructions of the General Meeting of Shareholders, and whether adequate internal control measures are in place for the preservation and custody of the properties of the Company or of third parties in its power, and to issue a report in this regard in the form of a reasonable assurance conclusion based on the evidence obtained. I carried out my procedures in accordance with the International Standard on Assurance Engagements - ISAE 3000, accepted in Colombia in the Spanish version issued in April 2009 by the International Auditing and Assurance Standard Board (IAASB). Such standard requires me to plan and perform the procedures I consider necessary in order to obtain reasonable assurance on whether the acts of management are consistent with the bylaws and the decisions of the General Meeting of Shareholders and on whether adequate internal control measures are in place for the preservation and custody of the properties of the Company and of third parties in its power, in accordance with the requirements of the internal control system implemented by management, in all material aspects.





The accounting firm I belong to and which assigned me as statutory auditor of the Company applies International Quality Control Standard No. 1, and thereby maintains a comprehensive quality control system that includes documented policies and procedures on fulfillment of ethical requirements, and of legislation and regulations that apply to the profession.

I have fulfilled the independence and ethical requirements of the Ethics Code for Professional Accountants issued by the International Ethics Standards Board for Accountants (IESBA), which is based on fundamental principles of integrity, objectivity, professional competency and due care, confidentiality and professional behavior.

The selected procedures depend on my professional judgment, including my assessment of the risk that the acts of management are not consistent with the bylaws and the decisions of the General Meeting of Shareholders and that adequate internal control measures are not adequately designed or implemented for the preservation and custody of the properties of the Company and of third parties in its power, in accordance with the requirements of the internal control system implemented by management.

Such reasonable assurance engagement includes obtaining evidence as of December 31, 2019. The procedures include:

- Obtaining a written representation by Management on whether the acts of management are consistent with the bylaws and the decisions of the General Meeting of Shareholders and on whether adequate internal control measures are in place for the preservation and custody of the properties of the Company and of third parties in its power, according to the requirements of the internal control system implemented by management.
- Reviewing and verifying compliance with the Company's bylaws.
- Obtaining a certification from management of the minutes of the General Meeting of Shareholders.
- Reading of the minutes of the General Meeting of Shareholders and the bylaws and verifying whether the acts of management are consistent with them.
- Inquiring with management on amendments or planned amendments to the Company's bylaws during the covered period and validate their implementation.
- Assessing whether adequate internal control measures are in place for the preservation and custody of the properties of the Company and of third parties in its power, according to the requirements of the internal control system implemented by management, which includes:
- Performing tests on the design, implementation and effective operation of the relevant controls of the internal control system regarding financial reporting, and the elements established by the Company, such as: control environment, risk assessment performed by the entity, the information systems, control activities and monitoring of controls.
- Assessing the design, implementation and effectiveness of relevant internal controls, both manual and automatic, of the key business processes related to significant accounts of the financial statements.
- Issuing letters to management with my recommendations on internal control deficiencies that are not considered significant and which were identified during the statutory auditing



engagement.

- Following up on the on the matters included in the letters of recommendations I issued regarding internal control deficiencies that are not considered significant.

#### Inherent limitations

Due to limitations that are inherent to any internal control structure, it is possible that controls that are effectively in place at the time of my review will not fulfill such condition in future periods, because my report is based on selective tests and because the assessment of internal control has the risk of becoming inadequate due to changes in conditions or because the level of compliance with the policies and procedures may deteriorate. Additionally, the inherent limitations of internal control include human error, failures due to collusion by two or more persons, or inappropriate bypassing of controls by management.

#### Criteria

The criteria taken into consideration for the assessment of the matters mentioned in the paragraph under the heading Description of the Main Matter, include: a) the corporate bylaws and the minutes of the General Meeting of Shareholders, and b) the components of internal control implemented by the Company, such as the control environment, risk assessment procedures, information and communications systems and monitoring of controls by management and those in charge of corporate governance, which are based on the provisions of the internal control system implemented by management.

#### Conclusion

My conclusion is based on the evidence obtained on the matters described above and is subject to the limitations stated in this report. I believe the evidence I have obtained provides a reasonable basis of assurance to issue the conclusion I express below:

In my opinion, the acts of management are consistent with the bylaws and the decisions of the General Meeting of Shareholders, and the internal control measures for the preservation and custody of the properties of the Company or of third parties in its power are adequate, in all material aspects, in accordance with the requirements of the internal control system implemented by management.

February 26, 2020

Mario Alberto López Ocampo  
Statutory Auditor of Odinsa S.A.  
Professional License 110657 - T  
Member of KPMG S.A.S.





KPMG S.A.S.  
Calle 2 No. 20 – 50, Piso 7, Edificio Q Office  
Medellín - Colombia

Telephone No. +57 (4) 355-6060  
home.kpmg/co

STATUTORY AUDITOR'S REPORT

To the shareholders of  
Odinsa S.A.

Opinion

I have audited the financial statements of Odinsa S.A. and its subsidiaries (the Group), which include the consolidated statement of financial position at December 31, 2019 and the consolidated statements of income, of other comprehensive income, of changes in equity and of cash flow for the year then ended, and their respective notes, which include a summary of the main accounting policies and other explanatory information.

In my opinion, the aforementioned consolidated financial statements attached to this report, reasonably present, for all material effects, the consolidated financial position of the Group at December 31, 2019, the consolidated results of its operations and cash flow for the year then ended, in accordance with Colombia's Generally Accepted Accounting and Financial Reporting Standards, applied on a uniform basis with the previous year, except for the application of IFRS 16 - Leases, which became effective on January 1, 2019.

Basis for the opinion

I performed my audit in accordance with Colombia's generally accepted International Standards on Auditing (ISA). My responsibilities in accordance with such standards are described under the section of my report named "Responsibilities of the statutory auditor regarding the audit of the consolidated financial statements". I am independent from the Group, in the terms of the Ethics Code for Accounting Professionals issued by the International Ethics Standards Board for Accountants (IESBA), which has been incorporated into Colombia's Generally Accepted Information Assurance Standards, along with ethical requirements established in Colombia that are relevant for my audit, and I have fulfilled my other ethical responsibilities in accordance with such requirements and the aforementioned IESBA Code. I believe that the audit evidence I have obtained provides sufficient and appropriate grounds to issue my opinion.

Key audit matters

Key audit matters are those that, according to my professional judgment, were most important during my audit of the consolidated financial statements of the current period. Such matters were addressed in the context of my audit of the consolidated financial statements as a whole and to form my opinion in this regard, and I do not issue any separate opinion on such matters.



Assessment of the recognition of the effects of the business combination with Concesión Túnel Aburrá Oriente S.A. (See note 40 of the consolidated financial statements).

Key audit matter	How it was approached in the Audit
<p>On October 8, 2019, Odinsa S.A. entered into an agreement to acquire 52.6195% of the shares of Concesión Túnel Aburrá Oriente S.A. (the Concession Holder), for \$334,316 million. Following partial fulfillment of the preconditions specified in the contract, on December 16, 2019 Odinsa S.A. obtained control over said entity.</p> <p>According to IFRS 3 - Business Combinations, recognition of the identifiable assets and liabilities taken on as a result of acquiring a business must be recognized at fair value as of the date of the acquisition.</p> <p>I considered the assessment of the business combination a key audit matter because it involves significant assumptions for determining the fair values, which incorporate relevant judgments, particularly regarding the expected evolution of the businesses, the discount rates applied in the cash flow forecasts and the assignment of the price paid to the acquired assets and liabilities.</p>	<p>My audit procedures to assess the appropriate recognition of the effects of the combination included the following, among others:</p> <ul style="list-style-type: none"><li>- Evaluation of the qualifications, objectivity and capacity of the external specialist retained by the Group to determine the fair values of the identified assets and assumed liabilities as of the acquisition date</li><li>- Assessment, including the involvement of valuation professionals with experience and industry knowledge, of the methodology used by the Group to determine the fair values of the acquired assets and liabilities, the underlying assumptions of the respective valuations, the mathematical accuracy of the valuation models and the appropriateness of the assignment of the acquisition prices to the assets and liabilities identified as part of the acquisition</li><li>- Assessment, including the involvement of experience and knowledgeable legal professionals, of the legal validity of the agreements signed with certain shareholders of the Concession Holder that complement the control acquired over said entity</li><li>- Assessment of whether the disclosures of the consolidated financial statements take into consideration relevant information to reflect the effects of the business combination</li></ul>





Assessment of the concession service agreements (see note 42 of the consolidated financial statements)	
Key audit matter	How it was approached in the Audit
<p>The Group has signed concession agreements to build, operate and transfer infrastructure, which are within the scope of IFRIC 12 - Service Concession Agreements. The remuneration of these agreements depends on the terms and conditions of each contract: some of the contracts incorporate certain mechanisms that grant the Group the unconditional right to receive a guaranteed minimum amount of revenue (financial asset), whereas other agreements give rise to exposure of the investment in the underlying assets to the traffic risk inherent to the operation (intangible asset). At December 31, 2019, the Group's consolidated statement of financial position includes financial assets in the amount of COP 2,442,561 million, and intangible assets for COP 1,464,096 million, derived from the signed concession contracts.</p> <p>The above represents a key audit matter because of the materiality of the balances related to such agreements, and because their valuation requires significant judgments by the Group in determining the discount rates and selecting the key input data, such as forecasts of the capital expenditures and operating expenses included in the financial models used as the basis for valuation of the amounts derived from each concession contract.</p>	<p>My audit procedures for the assessment of the valuation of the concession service agreements included the involvement of professionals with relevant knowledge and industry experience, who assisted me in 1) the analysis of the methodology used for the valuation of the assets derived from the concession contracts, and whether it is consistent with IFRIC 12 and commonly used valuation practices in the market, 2) the identification of key hypotheses included in the financial models and assessment of the economic merits of each relevant hypothesis, 3) comparison of the key hypothesis to market data, when available, and 4) recalculation of the financial asset / intangible asset, as well as of the discount rates used, and comparison of the results with those obtained by the Group.</p>



Emphasis of matter

I call your attention to note 42 of the consolidated financial statements, which indicates that Concesión Vial de los Llanos S.A.S. (the Concession Holder), a subsidiary of the Group, on December 1, 2016, summoned an arbitration tribunal at the Arbitration and Conciliation Center of the Chamber of Commerce of Bogotá, in order to review and reestablish the financial conditions under which Concession Contract No. 004 of 2015 was structured, including the negative economic effects produced by changes made unilaterally by the National Infrastructure Agency (ANI, for the Spanish original) to the contractual rates scheme defined in Resolution 1130/2015, particularly the effects of the rates at the toll stations of Yucao and Casetabla. The above is because the Concession Holder claims that the changes were not previously agreed upon and that they directly affected the remuneration it was entitled to for having built the Concession project.

On February 28, 2019, the Arbitration Tribunal issued an arbitration award ending the existing arbitration proceedings against the National Infrastructure Agency (ANI), resolving that: i) the Construction Stage of the Project cannot begin until the Concession Holder has performed the financial closing of the Project, ii) the Concession Holder failed to fulfill the obligation of obtaining the financial closing and the obligation of making the third "Equity" payment under the terms of the Concession Contract, iii) the Concession Holder is compelled to pay the third "Equity" installment, and iv) in consideration of the tenets of good faith and preservation of the contract, and in compliance with the legal duties in connection with the objectives sought in government contracting, the Concession Holder and ANI may renegotiate the terms of the contract and search for a formula for settlement to enable fulfillment of the contract's purpose. Based on the above, on November 12, 2019, Concesión vial de los Llanos S.A.S. and the National Infrastructure Agency (ANI) signed Addendum No. 7 to Concession Contract No. 004 of 2015, under which they agreed on the following, among other matters: i) the parties will hold task group meetings during four months after signing Addendum No. 7, to assess the financial, technical, legal, property, risk, environmental and social alternatives under which they may renegotiate the terms of the aforementioned Concession Contract, and ii) payment of the third equity installment is suspended, as well as subsequent funding of the sub-accounts of the Stand-alone Trust Fund.

Additionally, it was agreed that once the four months had elapsed, i.e., on March 12, 2020, if no agreement had been reached that would enable contract performance, it would be grounds for early termination of the Concession Contract.

As of the date of my report, the end result of this process is unknown, and consequently no recognition has been made of the effect this may have on the consolidated financial statements. My opinion remains unchanged in connection with this matter.

Other matters

The consolidated financial statements at and for the year ended on December 31, 2018 are presented exclusively for the effects of comparison. They were audited by a different public accountant, who issued an unqualified opinion on said statements in his report dated February 22, 2019, with an emphasis of matter paragraph indicating that the subsidiary Concesión Vial de Los Llanos S.A.S. (the Concession Holder) was at the time in arbitration proceedings against the National Infrastructure Agency (ANI), which in turn had filed a counterclaim against the Concession Holder.





The evolution of this matter during 2019 is included in an emphasis of matter paragraph in my report.

**Responsibilities of the Group's management and of those in charge of corporate governance regarding the consolidated financial statements**

Management is responsible for the preparation and reasonable presentation of these consolidated financial statements, in accordance with Colombia's Generally Accepted Accounting and Financial Reporting Standards. Such responsibility includes: designing, implementing and maintaining the internal controls management deems necessary to enable the preparation of consolidated financial statements that are free from material misstatements, due to either fraud or error; selecting and applying appropriate accounting policies, as well as making accounting estimations that are reasonable under the circumstances.

In preparing the consolidated financial statements, management is responsible for evaluating the Group's capacity to continue operating as a going concern, for disclosing, as applicable, matters related to its continuity, and for using the going concern basis for accounting, unless management intends to liquidate the Group or wind up its operations, or unless there is no other realistic alternative than to proceed in one of the above manners. Those in charge of corporate governance are responsible for supervising the Group's financial reporting process.

**Responsibilities of the statutory auditor regarding the audit of the consolidated financial statements**

My objective is to obtain reasonable assurance on whether the consolidated financial statements, considered as a whole, are free from material misstatements, due to either fraud or error, and to issue an audit report including my opinion. Reasonable assurance means a high level of assurance, but it does not guarantee that an audit performed in accordance to ISA will always detect any existing material misstatements. Misstatements may arise due to fraud or error, and they are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions made by users on the basis of these financial statements.

As part of an audit in accordance with ISA, I exercise my professional judgment and maintain professional skepticism throughout the audit. Additionally,

- I identify and assess the risk of material misstatements in the separate financial statements, either by fraud or error; I design and perform audit procedures to address such risks, and I obtain sufficient and appropriate audit evidence to form my opinion. The risk of failing to detect a material misstatement arising from fraud is greater than misstatements arising from error, because fraud may involve collusion, forgery, intentional omissions, misleading representations or overriding or bypassing internal controls.
- I obtain an understanding of the relevant internal controls for the audit, with the purpose of designing audit procedures that are appropriate under the circumstances.
- I assess the appropriateness of the accounting policies used and the reasonableness of the accounting estimations made by management.



- I assess the appropriateness of management's use of the going concern hypothesis, and based on the audit evidence obtained, I assess whether or not material uncertainty exists in connection with events or conditions that may cast significant doubt on the Company's capacity to continue to operate as a going concern. In the event I conclude that material uncertainty exists, I must bring to your attention in my report the disclosure describing such situation in the separate financial statements, or if such disclosure is inadequate, I must change my opinion. My conclusions are based on the audit evidence I obtained up to the date of my report. However, future events or conditions may cause the Company to cease operating as a going concern.
- I assess the overall presentation, structure and contents of the separate financial statements, including the disclosures, and whether the separate financial statements present the underlying transactions and events in a manner that is reasonable.

I communicate to those in charge of the Company's governance, among other matters, the scope and timing of the planned audit, as well as any significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide those in charge of corporate governance confirmation that I have fulfilled the relevant ethical requirements of independence, and that I have communicated all relationships and other matters that may be reasonably considered to have an effect on my independence, and whenever appropriate, the related safeguards.

Based on the matters communicated to those in charge of corporate governance, I determine the matters that were most important for the audit of the separate financial statements of the current period, which are therefore the key audit matters. I describe such matters in my statutory auditor's report, unless public disclosure of the matter is forbidden by law or regulations or when, in extremely exceptional circumstances, I establish that a matter must not be communicated in my report because the adverse consequences of doing so would reasonably be greater than the benefits to the public interest of such communication.

February 26, 2020

Mario Alberto López Ocampo  
Statutory Auditor of Odinsa S.A.  
Professional License 110657 - T  
Member of KPMG S.A.S.



Certification by the Company's Registered Agent and Accounting Manager

TO ODINSA S.A. SHAREHOLDERS AND THE GENERAL PUBLIC:

The undersigned Registered Agent and Accounting Manager of Odinsa S.A. do hereby attest that pursuant to article 37 of Law 222/1995, the Company's consolidated financial statements at December 31, 2019 and 2018 have been faithfully taken from the books, and that before making them available to you and others, we have verified the following assertions contained therein:

- a. All the assets and liabilities included in the Company's financial statements at December 31, 2019 and 2018 exist, and all the transactions included therein were made during the years then ended.
- b. All economic activities performed by the Company during the years ended on December 31, 2019 and 2018, have been recognized.
- c. Assets represent likely future economic benefits (rights), and liabilities represent likely future economic outflows (obligations) acquired or assumed by the Company.
- d. All items have been recognized at their appropriate values according to the generally accepted accounting and financial reporting standards of Colombia.
- e. All the economic facts that affect the Company have been properly classified, described, and disclosed.

In faith of the above, we sign on February 24, 2020.



MAURICIO OSSA ECHEVERRI  
Registered Agent



MARIO ALONSO GARCÍA ROMERO  
Accountant  
Professional License 69852-T

Certification by the Company's Registered Agent

TO ODINSA S.A. SHAREHOLDERS AND THE GENERAL PUBLIC:

In my capacity of Registered Agent, I hereby attest that the published consolidated financial statements at December 31, 2019 contain no flaws, inaccuracies or material misstatements that would prevent knowing the true financial position or the transactions performed by Odinsa S.A. during said period.

In faith of the above, we sign on February 24, 2020.



MAURICIO OSSA ECHEVERRI  
Registered Agent



Odinsa S.A. and its subsidiaries

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

Notes			2019	2018
ASSETS				
Current assets				
Cash and cash equivalents	7		203,720,192	131,568,668
Restricted cash	7		883,480,602	796,915,433
Derivative financial instruments	8		5,430,657	5,888,825
Trade and other accounts receivable, net	9		285,813,430	400,024,256
Inventories, net	10		79,618	130,110
Contract assets	32		4,979,116	995,043
Current tax assets	11		13,364,083	18,023,699
Pre-paid expenses and other non-financial assets	12		20,389,393	16,211,122
Current assets		COP	1,417,257,092	1,369,757,156
Assets held for sale	13		-	24,243,264
Total current assets		COP	1,417,257,092	1,394,000,420
Non-current assets				
Trade and other accounts receivable, net	9		2,424,461,482	2,400,666,272
Intangible assets, net	14		1,504,238,668	167,428,314
Right-to-use assets on property, plant and equipment	15		11,906,876	-
Property, plant and equipment, net	16		22,898,846	26,665,855
Investment properties	17		7,308,977	7,608,393
Investments in associates and joint ventures	18		1,140,896,393	1,564,605,342
Other financial assets			7,056,243	194,911
Deferred tax assets	11		1,181,910	43,042,553
Pre-paid expenses and other non-financial assets	12		237,326	1,287,084
Total non-current assets			5,120,186,721	4,211,498,724
Total assets		COP	6,537,443,813	5,605,499,144

Odinsa S.A. and its subsidiaries

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

Notes			2019	2018
LIABILITIES				
Current liabilities				
Financial debt	21	COP	321,095,017	879,372,052
Lease liabilities	15		2,494,364	-
Employee benefits	22		14,733,919	12,580,370
Provisions	23		4,827,898	4,268,075
Trade and other accounts payable	24		297,377,091	147,310,813
Contract liabilities	43		-	1,006,392
Current tax liabilities	11		46,679,689	12,064,494
Bonds and compound financial instruments	25		359,239,682	75,735,337
Other non-financial liabilities	26		19,563,121	18,003,196
Total current liabilities		COP	1,066,010,781	1,150,340,729
Non-current liabilities				
Financial debt	21		1,542,102,294	917,795,861
Trade and other accounts payable	24		167,972,126	183,876,697
Lease liabilities	15		6,412,270	-
Deferred tax liabilities	11		284,432,820	104,472,267
Employee benefits	22		203,151	330,849
Contract liabilities			335,412,789	254,821,355
Provisions	23		58,706,647	86,966,594
Bonds and compound financial instruments	25		409,541,144	749,247,721
Other non-financial liabilities	26		28,289,813	33,537,728
Total non-current liabilities		COP	2,833,073,054	2,331,049,072
Total liabilities		COP	3,899,083,835	3,481,389,801



Odinsa S.A. and its subsidiaries

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

	Notes		2019	2018
Equity				
Subscribed and paid-in capital	27	COP	19,604,682	19,604,682
Share issue premium			354,528,587	354,528,587
Retained losses			(248,500,842)	(249,024,518)
Reserves	28		1,202,556,622	1,117,639,704
Current period net income			141,800,404	135,440,594
Other equity components	29		(7,144,958)	(7,144,958)
Other comprehensive income	28		178,731,465	225,391,049
Equity attributable to controlling shareholders			1,641,575,960	1,596,435,140
Minority shareholdings	31		996,784,018	527,674,203
Total equity		COP	2,638,359,978	2,124,109,343
Total liabilities and equity		COP	6,537,443,813	5,605,499,144

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

Odinsa S.A. and its subsidiaries

CONSOLIDATED STATEMENT OF INCOME

For the years ended on December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

			2019	2018
Revenue from ordinary activities	32	COP	762,086,391	788,025,457
Cost of ordinary activities	33		(128,618,748)	(94,606,462)
Gross profit			633,467,643	693,418,995
Administration expenses	34		(200,238,324)	(208,825,583)
Other revenues (expenses), net	35		36,611,113	(672,033)
Operating profit			469,840,432	483,921,379
Financial expenses, net	36		(178,864,276)	(219,274,311)
Pre-tax income			290,976,156	264,647,068
Income tax	11		(98,539,679)	(77,105,707)
Net profit			192,436,477	187,541,361
Attributable to:				
Controlling shareholders			141,800,404	135,440,594
Minority shareholdings		COP	50,636,073	52,100,767
Earnings per share (*)	37			
Attributable to common controlling shareholders:				
Earnings per share (*)			981.58	956.62

(\*) Amounts in Colombian pesos

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



**MAURICIO OSSA ECHEVERRI**  
CEO  
Registered Agent  
(See attached certificate)



**MARIO ALONSO GARCÍA ROMERO**  
Accountant, Professional License  
69852-T  
(See attached certificate)



**MARIO ALBERTO LÓPEZ OCAMPO**  
Statutory Auditor, Professional License 110657 - T  
Member of KPMG S.A.S.  
(See my report dated February 26, 2020)



**MAURICIO OSSA ECHEVERRI**  
CEO  
Registered Agent  
(See attached certificate)



**MARIO ALONSO GARCÍA ROMERO**  
Accountant, Professional License  
69852-T  
(See attached certificate)



**MARIO ALBERTO LÓPEZ OCAMPO**  
Statutory Auditor, Professional License 110657 - T  
Member of KPMG S.A.S.  
(See my report dated February 26, 2020)



Odinsa S.A. and its subsidiaries

CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

For the years ended on December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

	2019	2018
Net profit	192,436,477	187,541,361
Items that will not be subsequently reclassified to current period income	(1,202,125)	1,014,767
New measurements of employee defined benefits	(1,202,125)	1,014,767
Items that will be subsequently reclassified to current period income	(41,787,380)	176,321,363
Net gain in cash flow hedging instruments	(10,716,563)	(7,181,748)
Exchange difference from translation of businesses in foreign currency	(32,582,491)	152,199,244
Deferred taxes recorded through other comprehensive income	1,511,674	31,303,867
After-tax other comprehensive income	(42,989,505)	177,336,130
Total comprehensive income	149,446,972	364,877,491
Attributable to:		
Controlling shareholders	95,140,820	277,743,002
Minority shareholdings	54,306,152	87,134,489

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

Odinsa S.A. and its subsidiaries


CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the years ended on December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

	Capital and share issue premium	Legal reserve	Other reserves	Other comprehensive income	Retained earnings and current period net income	Other equity components	Attributable to controlling shareholders	Minority shareholdings	Total equity
Balance at January 1, 2019 (**)	374,133,269	78,498,174	1,039,141,530	225,391,049	(113,583,924)	(7,144,958)	1,596,435,140	527,674,203	2,124,109,343
Current period net income	COP	-	-	-	141,800,404	-	141,800,404	50,636,073	192,436,477
After-tax other comprehensive income	-	-	-	(46,659,584)	-	-	(49,659,584)	3,670,079	(42,989,505)
Current period comprehensive income	-	-	-	(46,659,584)	141,800,404	-	95,140,820	54,306,152	149,446,972
Cash dividend distributions	-	-	(50,000,000)	-	-	-	(50,000,000)	(31,416,230)	(81,416,230)
Appropriation of reserves	-	-	134,916,918	-	(134,916,918)	-	-	-	-
Business combinations	-	-	-	-	-	-	-	446,219,893	446,219,893
Balance at December 31, 2019	COP	374,133,269	78,498,174	1,124,058,448	178,731,465	(7,144,958)	1,641,575,960	996,784,018	2,638,359,978

  
MAURICIO OSSA ECHEVERRI  
CEO  
Registered Agent  
(See attached certificate)

  
MARIO ALONSO GARCÍA ROMERO  
Accountant, Professional License 69852-T  
(See attached certificate)

  
MARIO ALBERTO LÓPEZ OCAMPO  
Statutory Auditor, Professional License 110657 - T  
Member of KPMG S.A.S.  
(See my report dated February 26, 2020)




Odinsa S.A. and its subsidiaries

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY


For the years ended on December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

	Capital and share premium	Legal reserve	Other reserves	Other comprehensive Income	Retained earnings and current period net income	Other equity components	Attributable to controlling shareholders	Minority shareholdings	Total equity
Balance at December 31, 2017	374,133,269	78,498,174	994,135,452	83,088,641	(99,022,193)	(7,154,634)	1,417,682,462	482,438,257	1,906,116,966
Adjustments due to adoption of IFRS 9 and IFRS 15	-	-	-	-	(5,996,247)	-	(5,996,247)	-	(5,996,247)
Balance at January 1, 2018	COP 374,133,269	78,498,174	994,135,452	83,088,641	(105,018,440)	(7,154,634)	1,417,682,462	482,438,257	1,900,120,719
Current period net income	-	-	-	-	135,440,594	-	135,440,594	52,100,767	187,541,361
After-tax other comprehensive income	-	-	-	-	142,302,408	-	142,302,408	35,033,722	177,336,130
Current period comprehensive income	-	-	-	-	142,302,408	-	277,743,002	87,134,489	364,877,491
Cash distribution of common dividends	-	-	-	(99,000,000)	-	-	(99,000,000)	(41,898,543)	(140,898,543)
Appropriation of reserves	-	-	-	144,006,078	-	-	-	-	-
Other transactions	-	-	-	-	-	9,676	9,676	-	9,676
Balance at December 31, 2018	COP 374,133,269	78,498,174	1,039,141,530	225,391,049	(113,583,924)	(7,144,958)	1,596,435,140	527,674,203	2,124,109,343


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



**MAURICIO OSSA ECHEVERRI**  
CEO  
Registered Agent  
(See attached certificate)



**MARIO ALONSO GARCÍA ROMERO**  
Accountant, Professional License 69852-T  
(See attached certificate)



**MARIO ALBERTO LÓPEZ OCAMPO**  
Statutory Auditor, Professional License 110657 - T  
Member of KPMG S.A.S.  
(See my report dated February 26, 2020)

Odinsa S.A. and its subsidiaries

CONSOLIDATED STATEMENT OF CASH FLOWS

For the years ended on December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

		2019	2018
CASH FLOW FROM OPERATIONS			
Net profit	COP	192,436,477	187,541,361
Adjustments for:			
Tax expense recognized in current period income	COP	98,539,679	77,105,707
Share of net income of associates and joint ventures		(131,730,363)	(228,393,962)
Net financial revenues recognized through current period income		(12,832,267)	(3,099,252)
Expenses recognized for employee benefits and provisions		8,561,425	10,996,213
Net profit (loss) from the sale of property, plant and equipment		953,413	735,274
Net profit (loss) from the sale of investment properties		721,901	-
Net gain (loss) in fair value assessment of investment properties		312,872	(225,590)
Net loss from the sale of non-current assets held for sale and other assets		820,330	1,827,931
Net loss (gain) from valuation of financial instruments measured at fair value		(8,721,196)	5,752,096
Gain from acquisition in advantageous terms		(40,410,686)	-
Net impairment of financial assets		6,303,839	(4,074,986)
Net impairment of non-current assets and inventories		-	35,402
Depreciation and amortization of non-current assets		72,795,077	47,233,940
Exchange difference on financial instruments recognized through income		(40,223,301)	4,404,367
Other adjustments to reconcile with current period net income		(2,806,296)	(12,977,440)
	COP	144,720,904	75,356,869
Changes in working capital of:			
Trade and other accounts receivable		385,682,818	270,988,271
Inventories		51,298	5,327
Other assets		(3,036,133)	(7,362,387)
Trade and other accounts payable		16,260,492	31,500,688
Provisions		(43,440,489)	(28,821,760)
Other liabilities		2,895,150	(35,930,889)
Cash flow from operations	COP	503,134,040	305,736,119
Income tax paid		(64,871,000)	(35,192,200)
Dividends received		498,938,340	32,675,496
Net cash provided by operating activities	COP	937,201,380	303,219,415



Odinsa S.A. and its subsidiaries

CONSOLIDATED STATEMENT OF CASH FLOWS

For the years ended on December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)


		2019	2018
CASH FLOW FROM INVESTMENTS			
Financial interest received		5,557,178	-
Acquisition of property, plant and equipment	COP	(5,748,431)	(9,294,523)
Product of sales of property, plant and equipment		13,445,662	44,194
Product of sales of investment properties		9,317,445	16,100,000
Acquisition of intangible assets		(35,018,795)	(24,114,485)
Acquisition of control over subsidiaries		(104,929,151)	-
Acquisition of interests in associates and joint ventures		(97,390,655)	(93,279,551)
Product of sales of shares in associates and joint ventures		78,925,202	-
Acquisition of financial assets		(7,714,064)	-
Restitution of subordinated debt		82,907,514	66,500,000
Loans granted to third parties		(85,355,136)	0
Other cash inflows / outflows		1,462,315	(3,037,145)
Net cash provided by (used in) investment activities	COP	(144,540,916)	(47,081,510)
Cash flow in financing activities			
Repayment of bonds and commercial papers		(59,728,734)	(120,395,639)
Increase in other financing instruments		1,322,265,145	723,642,970
Reduction in other financing instruments		(1,630,682,990)	(492,601,146)
Payment of lease liabilities		(16,129,462)	-
Collections from financial derivative contracts for hedging of financial liabilities		9,211,200	-
Dividends paid on common shares		(81,389,310)	(139,428,959)
Interest paid		(181,158,549)	(171,197,323)
Other cash inflows / outflows		-	1,100,719
Net cash provided by financing activities	COP	(637,612,699)	(198,879,378)
Net increase in cash and cash equivalents		155,047,764	57,258,528
Opening balance of cash and cash equivalents		928,484,101	839,137,928
Effect of exchange rate fluctuations on cash and cash equivalents held in foreign currency		3,668,929	32,087,645
Closing balance of cash and cash equivalents (note 6)	COP	1,087,200,794	928,484,101

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

SEPARATE  
FINANCIAL  
STATEMENTS

  
MAURICIO OSSA ECHEVERRI  
CEO  
Registered Agent  
(See attached certificate)

  
MARIO ALONSO GARCÍA ROMERO  
Accountant, Professional License  
69852-T  
(See attached certificate)

  
MARIO ALBERTO LÓPEZ OCAMPO  
Statutory Auditor, Professional License 110657 - T  
Member of KPMG S.A.S.  
(See my report dated February 26, 2020)





**KPMG S.A.S.**  
Calle 2 No. 20 – 50, Piso 7, Edificio Q Office  
Medellín - Colombia

Telephone No. +57 (4) 355-6060  
home.kpmg/co

**STATUTORY AUDITOR’S REPORT**

To the shareholders of

Odinsa S.A.

**Report on the audit of the financial statements**

**Opinion**

I have audited the financial statements of Odinsa S.A. (the Company), which include the separate statement of financial position at December 31, 2019 and the separate statements of income, of other comprehensive income, of changes in equity and of cash flow for the year then ended, and their respective notes, which include a summary of the main accounting policies and other explanatory information.

In my opinion, the aforementioned separate financial statements, taken faithfully from the books and attached to this report, reasonably present, for all material effects, the separate financial position of the Company at December 31, 2019, the separate results of its operations and cash flow for the year then ended, in accordance with Colombia's Generally Accepted Accounting and Financial Reporting Standards, applied on a uniform basis with the previous year, except for the application of IFRS 16 - Leases, which became effective on January 1, 2019.

**Basis for the opinion**

I performed my audit in accordance with Colombia’s generally accepted International Standards on Auditing (ISA). My responsibilities in accordance with such standards are described under the section of my report named "Responsibilities of the statutory auditor regarding the audit of the separate financial statements". I am independent from the Company, in the terms of the Ethics Code for Accounting Professionals issued by the International Ethics Standards Board for Accountants (IESBA), which has been incorporated into Colombia’s Generally Accepted Information Assurance Standards, along with ethical requirements established in Colombia that are relevant for my audit, and I have fulfilled my other ethical responsibilities in accordance with such requirements and the aforementioned IESBA Code. I believe that the audit evidence I have obtained provides sufficient and appropriate grounds to issue my opinion.

**Key audit matters**

Key audit matters are those that, according to my professional judgment, were most important during my audit of the separate financial statements of the current period. Such matters were addressed in the context of my audit of the separate financial statements as a whole and to form my opinion in this regard, and I do not issue any separate opinion on such matters.



Assessment of the recoverability of projects in the development stage (see note 12 of the separate financial statements)	
Key audit matter	How it was approached in the audit
<p>The separate statement of financial position of the Company at December 31, 2019 includes substantial intangible assets associated with projects under development, in the amount of COP 39,057 million, which represent the Company’s investments for the development of infrastructure projects under the Public-Private Partnership modality (APP, for the Spanish original).</p> <p>I considered the assessment of recoverability of the projects in the development stage a key audit matter, because it involves significant assumptions regarding the determination of expectations on the generation of future benefits derived from these projects, which generally depend on approvals granted by government entities.</p>	<p>My audit procedures to assess the recoverability of the projects in the development stage included the following, among others:</p> <ul style="list-style-type: none"><li>- Assessment of the appropriateness of the established accounting policy, in connection with the parameters set forth in IAS 38 - Intangible Assets, as well as of the consistency of application of said policy to the capitalized disbursements, and of whether capitalization of such items is allowable.</li><li>- Assessment of the annual impairment testing of a selected sample of projects, taking into consideration the provisions of IAS 38, which included verification of: 1) management’s capacity to complete the project, 2) communications with government entities formalizing approvals of the projects’ pre-feasibility or feasibility. 3) documentation on which management has based its judgments on the probability of structuring the projects, or their possible future sale.</li></ul>

**Emphasis of matter**

I call your attention to note 15 of the separate financial statements, which indicates that Concesión Vial de los Llanos S.A.S. (the Concession Holder), a subsidiary of the Company, on December 1, 2016, summoned an arbitration tribunal at the Arbitration and Conciliation Center of the Chamber of Commerce of Bogotá, in order to review and reestablish the financial conditions under which Concession Contract No. 004 of 2015 was structured, including the negative economic effects produced by changes made unilaterally by the National Infrastructure Agency (ANI, for the Spanish original) to the contractual rates scheme defined in Resolution 1130/2015, particularly the effects of the rates at the toll stations of Yucao and Casetabla. The above is because the Concession Holder claims that the changes were not previously agreed upon and that they directly affected the remuneration it is entitled to for having built the Concession project.

On February 28, 2019, the arbitration tribunal issued an arbitration award ending the existing arbitration proceedings against the National Infrastructure Agency (ANI), resolving that: i) the Construction Stage of the Project cannot begin until the Concession Holder has performed the financial closing of the Project, ii) the Concession Holder failed to fulfill the obligation of obtaining the financial closing and the obligation of making the third “Equity” payment under





the terms of the Concession Contract, iii) the Concession Holder is compelled to pay the third "Equity" installment, and iv) in consideration of the tenets of good faith and preservation of the contract, and in compliance with the legal duties in connection with the objectives sought in government contracting, the Concession Holder and ANI may renegotiate the terms of the contract and search for a formula for settlement to enable fulfillment of the contract's purpose. Based on the above, on November 12, 2019, Concesión Vial de los Llanos S.A.S. and the National Infrastructure Agency (ANI) signed Addendum No. 7 to Concession Contract No. 004 of 2015, under which they agreed on the following, among other matters: i) the parties will hold task group meetings during four months after signing Addendum No. 7, to assess the financial, technical, legal, property, risk, environmental and social alternatives under which they may renegotiate the terms of the aforementioned Concession Contract, and ii) payment of the third equity installment is suspended, as well as subsequent funding of the sub-accounts of the Stand-alone Trust Fund.

Additionally, it was agreed that once the four months had elapsed, i.e., on March 12, 2020, if no agreement had been reached that would enable contract performance, it would be grounds for early termination of the Concession Contract.

As of the date of my report, the end result of this process is unknown, and consequently no recognition has been made for the effect this may have on the financial statements. My opinion remains unchanged in connection with this matter.

#### Other matters

The separate financial statements at and for the year ended on December 31, 2018 are presented exclusively for the effects of comparison. They were audited by a different public accountant, who issued an unqualified opinion on said statements in his report dated February 22, 2019, with an emphasis of matter paragraph indicating that the subsidiary Concesión Vial de Los Llanos S.A.S. (the Concession Holder) was at the time in arbitration proceedings against the National Infrastructure Agency (ANI), which in turn had filed a counterclaim against the Concession Holder.

The evolution of this matter during 2019 is included in an emphasis of matter paragraph in my report.

#### Responsibilities of the Company's management and of those in charge of corporate governance regarding the separate financial statements

Management is responsible for the preparation and reasonable presentation of these separate financial statements, in accordance with Colombia's Generally Accepted Accounting and Financial Reporting Standards. Such responsibility includes: designing, implementing and maintaining the internal controls management deems necessary to enable the preparation of separate financial statements that are free from material misstatements, due to either fraud or error; selecting and applying appropriate accounting policies, as well as making accounting estimations that are reasonable under the circumstances.

In preparing the separate financial statements, management is responsible for evaluating the Company's capacity to continue operating as a going concern, for disclosing, as applicable, matters related to its continuity, and for using the going concern basis for accounting, unless management intends to liquidate the Company or wind up its operations, or unless there is no other realistic alternative than to proceed in one of the above manners.



Those in charge of corporate governance are responsible for supervising the Company's financial reporting process.

#### Responsibilities of the statutory auditor regarding the audit of the separate financial statements

My objective is to obtain reasonable assurance on whether the separate financial statements, considered as a whole, are free from material misstatements, due to either fraud or error, and to issue an audit report including my opinion. Reasonable assurance means a high level of assurance, but it does not guarantee that an audit performed in accordance to ISA will always detect any existing material misstatements. Misstatements may arise due to fraud or error, and they are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions made by users on the basis of these financial statements.

As part of an audit in accordance with ISA, I exercise my professional judgment and maintain professional skepticism throughout the audit. Additionally,

- I identify and assess the risk of material misstatements in the separate financial statements, due to either fraud or error; I design and perform audit procedures to address such risks, and I obtain sufficient and appropriate audit evidence to form my opinion. The risk of failing to detect a material misstatement arising from fraud is greater than misstatements arising from error, because fraud may involve collusion, forgery, intentional omissions, misleading representations or overriding or bypassing internal controls.
- I obtain an understanding of the relevant internal controls for the audit, with the purpose of designing audit procedures that are appropriate under the circumstances.
- I assess the appropriateness of the accounting policies used and the reasonableness of the accounting estimations made by management.
- I assess the appropriateness of management's use of the going concern hypothesis, and based on the audit evidence obtained, I assess whether or not material uncertainty exists in connection with events or conditions that may cast significant doubt on the Company's capacity to continue to operate as a going concern. In the event I conclude that material uncertainty exists, I must bring to your attention in my report the disclosure describing such situation in the separate financial statements, or if such disclosure is inadequate, I must change my opinion. My conclusions are based on the audit evidence I obtained up to the date of my report. However, future events or conditions may cause the Company to cease operating as a going concern.
- I assess the overall presentation, structure and contents of the separate financial statements, including the disclosures, and whether the separate financial statements present the underlying transactions and events in a manner that is reasonable.





I communicate to those in charge of the Company's governance, among other matters, the scope and timing of the planned audit, as well as any significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide those in charge of corporate governance confirmation that I have fulfilled the relevant ethical requirements of independence, and that I have communicated all relationships and other matters that may be reasonably considered to have an effect on my independence, and whenever appropriate, the related safeguards.

Based on the matters communicated to those in charge of corporate governance, I determine the matters that were most important for the audit of the separate financial statements of the current period, which are therefore the key audit matters. I describe such matters in my statutory auditor's report, unless public disclosure of the matter is forbidden by law or regulations or when, in extremely exceptional circumstances, I establish that a matter must not be communicated in my report because the adverse consequences of doing so would reasonably be greater than the benefits to the public interest of such communication.

#### Report on other legal and regulatory requirements

Based on the results of my review, in my opinion, during 2019:

- a) The Company's accounting has been carried in accordance with legal standards and accounting technique.
- b) The transactions recorded in the books are consistent with the bylaws and the decisions of the General Meeting of Shareholders.
- c) Correspondence, accounting vouchers and the books of minutes and shareholder registry are adequately carried and preserved.
- d) The attached financial statements are consistent with the management report prepared by management, which includes certification by management on the free circulation of invoices issued by vendors or suppliers.
- e) The information contained in the self-prepared returns of payments into the comprehensive social security system, particularly the information on affiliations and income used as basis to calculate payments, has been taken from the accounting records and supporting documents. The Company is not overdue in its payments into the comprehensive social security system.



In compliance with the requirements of articles 1.2.1.2 and 1.2.1.5 of Single Regulatory Decree 2420/2015, and regarding the Statutory Auditor's duties pursuant to sections 1 and 3 of article 209 of the Commercial Code, related to an assessment of whether the acts of the Company's management are consistent with the bylaws and the orders and instructions of the General Meeting of Shareholders, and on whether adequate measures are in place regarding internal control, conservation and custody of properties of the Company or of third parties in its power, I have issued a separate report dated February 26, 2020.

February 26, 2020

Alberto I  
Mario Alberto López Ocampo  
Statutory Auditor of Odinsa S.A.  
Professional License 110657 - T  
Member of KPMG S.A.S.



Certification by the Company's Registered Agent and Accounting Manager

TO ODINSA S.A. SHAREHOLDERS AND THE GENERAL PUBLIC:

The undersigned Registered Agent and Accounting Manager of Odinsa S.A. do hereby attest that pursuant to article 37 of Law 222/1995, the Company's separate financial statements at December 31, 2019 and 2018 have been faithfully taken from the books, and that before making them available to you and others, we have verified the following assertions contained therein:

- a. All the assets and liabilities included in the Company's financial statements at December 31, 2019 and 2018 exist, and all the transactions included therein were made during the years then ended.
- b. All economic activities performed by the Company during the years ended on December 31, 2019 and 2018, have been recognized.
- c. Assets represent likely future economic benefits (rights), and liabilities represent likely future economic outflows (obligations) acquired or assumed by the Company.
- d. All items have been recognized at their appropriate values according to the generally accepted accounting and financial reporting standards of Colombia.
- e. All the economic facts that affect the Company have been properly classified, described, and disclosed.

In faith of the above, we sign on February 24, 2020.

  
MAURICIO OSSA ECHEVERRI  
Registered Agent

  
MARIO ALONSO GARCÍA ROMERO  
Accountant  
Professional License 69852-T

Certification by the Company's Registered Agent

TO ODINSA S.A. SHAREHOLDERS AND THE GENERAL PUBLIC:

In my capacity as Registered Agent, I hereby attest that the published separate financial statements at December 31, 2019 contain no flaws, inaccuracies or material misstatements that would prevent knowing the true financial position or the transactions performed by Odinsa S.A. during said period.

In faith of the above, we sign on February 24, 2020.

  
MAURICIO OSSA ECHEVERRI  
Registered Agent



## Odinsa S.A.

### SEPARATE STATEMENT OF FINANCIAL POSITION

At December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

	Notes	2019	2018
<b>ASSETS</b>			
<b>Current assets</b>			
Cash and cash equivalents	6	83,183,908	16,668,426
Derivative financial instruments	7	5,430,657	5,888,825
Trade and other accounts receivable, net	8	72,360,704	77,188,868
Current tax assets, net	9	-	2,925,293
Other non-financial assets	10	7,873,874	576,319
Assets held for sale	11	-	24,243,264
<b>Total current assets</b>		<b>168,849,143</b>	<b>127,490,995</b>
<b>Non-current assets</b>			
Trade and other accounts receivable, net	8	15,568,961	-
Right-to-use assets on property, plant and equipment	17	10,680,670	-
Intangible assets, net	12	39,661,588	15,947,814
Property, plant and equipment, net	13	1,774,761	6,689,464
Investments in associates and joint ventures	14	1,074,711,496	556,366,301
Investments in subsidiaries	15	1,931,680,277	1,613,863,832
Other financial assets	7	7,055,337	192,947
Other non-financial assets	10	-	307,491
<b>Total non-current assets</b>		<b>3,081,133,090</b>	<b>2,193,367,849</b>
<b>Total assets</b>		<b>3,249,982,233</b>	<b>2,320,858,844</b>

## Odinsa S.A.

### SEPARATE STATEMENT OF FINANCIAL POSITION


At December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

	Notes	2019	2018
<b>LIABILITIES</b>			
<b>Current liabilities</b>			
Financial debt	16	65,223,990	236,449,261
Lease liabilities	17	1,689,112	-
Employee benefits	18	9,928,368	8,986,172
Trade and other accounts payable	19	1,082,460,218	53,588,418
Current tax liabilities, net	9	3,057,756	-
Other non-financial liabilities		5,621,087	2,795,232
Securities issued	20	285,175,167	7,030,777
<b>Total current liabilities</b>		<b>1,453,155,698</b>	<b>308,849,860</b>
<b>Non-current liabilities</b>			
Financial debt	16	30,156,822	14,437,336
Lease liabilities	17	6,085,768	-
Employee benefits	18	89,957	-
Deferred tax liabilities, net	9	3,820,561	11,436,118
Securities issued	20	119,521,297	395,314,787
<b>Total non-current liabilities</b>		<b>159,674,405</b>	<b>421,188,241</b>
<b>Total liabilities</b>		<b>1,612,830,103</b>	<b>730,038,101</b>
<b>Equity</b>			
Corporate capital	21	19,604,682	19,604,682
Share issue premium	21	354,528,587	354,528,587
Reserves	22	1,202,556,622	1,117,639,704
Current period net income		142,476,012	134,916,918
Retained losses		(253,761,263)	(253,761,263)
Other comprehensive income	22	178,892,448	225,037,073
Other equity components	23	(7,144,958)	(7,144,958)
<b>Total equity</b>		<b>1,637,152,130</b>	<b>1,590,820,743</b>
<b>Total liabilities and equity</b>		<b>3,249,982,233</b>	<b>2,320,858,844</b>

The accompanying notes are an integral part of the separate financial statements.

  
**GUSTAVO MAURICIO OSSA ECHEVERRI**  
Registered Agent (\*)

  
**MARIO ALONSO GARCÍA ROMERO**  
Accountant (\*)  
Professional License 69852-T

  
**MARIO ALBERTO LÓPEZ OCAMPO**  
Statutory Auditor, Professional License 110657 - T  
Member of KPMG S.A.S.  
(See my report dated February 26, 2020)

(\*) The undersigned Registered Agent and Public Accountant certify that we have previously verified the assertions contained in these financial statements and that they have been faithfully taken from the Company's accounting books.



Odinsa S.A.

SEPARATE STATEMENT OF INCOME

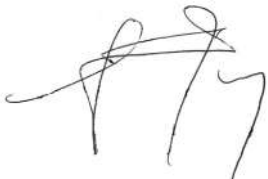
For the years ended on December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

	Notes	2019	2018
Revenue from ordinary activities	25	233,390,575	317,977,876
Cost of ordinary activities	26	(190,053)	(762,840)
Gross profit		233,200,522	317,215,036
Administration expenses	27	(76,954,695)	(75,830,898)
Other revenues (expenses), net	28	42,464,664	(2,459,425)
Operating profit		198,710,491	238,924,713
Financial expenses, net	29	(18,616,702)	(56,680,623)
Pre-tax income		180,093,789	182,244,090
Income tax	9	(37,617,777)	(47,327,172)
Net profit		142,476,012	134,916,918
EARNINGS PER SHARE FROM CONTINUING OPERATIONS			
Attributable to common shareholders			
Basic**	30	727	688
Diluted **	30	727	688

The accompanying notes are an integral part of the separate financial statements.  
(\*\*) Amounts in Colombian pesos

  
GUSTAVO MAURICIO OSSA ECHEVERRI  
Registered Agent (\*)

  
MARIO ALONSO GARCÍA ROMERO  
Accountant (\*)  
Professional License 69852-T

  
MARIO ALBERTO LÓPEZ OCAMPO  
Statutory Auditor, Professional License 110657 - T  
Member of KPMG S.A.S.  
(See my report dated February 26, 2020)

Odinsa S.A.

SEPARATE STATEMENT OF OTHER COMPREHENSIVE INCOME

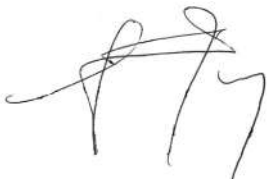
For the years ended on December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

	Note	2019	2018
Net income		142,476,012	134,916,918
Items that will not be subsequently reclassified to current period income	22	(1,202,125)	1,014,767
New measurements of defined benefit obligations		(1,202,125)	1,014,767
Items that will be subsequently reclassified to current period income	22	(44,942,500)	140,933,665
Net gain in cash flow hedging instruments		(10,716,563)	(7,181,748)
Deferred taxes from cash flow hedges		2,299,845	31,303,869
Exchange difference from translation of businesses in foreign currency		(35,737,611)	116,811,545
Deferred taxes on exchange differences		(788,171)	-
After-tax other comprehensive income	22	(46,144,625)	141,948,432
Total comprehensive income		96,331,387	276,865,350

The accompanying notes are an integral part of the separate financial statements.

  
GUSTAVO MAURICIO OSSA ECHEVERRI  
Registered Agent (\*)

  
MARIO ALONSO GARCÍA ROMERO  
Accountant (\*)  
Professional License 69852-T

  
MARIO ALBERTO LÓPEZ OCAMPO  
Statutory Auditor, Professional License 110657 - T  
Member of KPMG S.A.S.  
(See my report dated February 26, 2020)



Odinsa S.A.

SEPARATE STATEMENT OF CHANGES IN EQUITY

For the years ended on December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

	Capital and share issue premium	Legal reserve	Other reserves	Other comprehensive income	Retained earnings	Current period net income	Other equity components	Total equity
Balance at January 1, 2019	374,133,269	78,498,174	1,039,141,530	225,037,073	(118,844,345)	-	(7,144,958)	1,590,820,743
Current period net income	-	-	-	-	-	142,476,012	-	142,476,012
After-tax other comprehensive income	-	-	-	(46,144,625)	-	-	-	(46,144,625)
Current period comprehensive income	-	-	-	(46,144,625)	-	142,476,012	-	96,331,387
Cash distribution of common dividends	-	-	(50,000,000)	-	-	-	-	(50,000,000)
Appropriation of reserves	-	-	134,916,918	-	(134,916,918)	-	-	-
Balance at December 31, 2019	374,133,269	78,498,174	1,124,058,448	178,892,448	(253,761,263)	142,476,012	(7,144,958)	1,637,152,130

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

Odinsa S.A.

SEPARATE STATEMENT OF CHANGES IN EQUITY

For the years ended on December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

	Capital and share issue premium	Legal reserve	Other reserves	Other comprehensive income	Retained earnings	Current period net income	Other equity components	Total equity
Balance at January 1, 2018	374,133,269	78,498,174	994,135,452	83,088,641	(109,755,185)	-	(7,154,634)	1,412,945,717
Current period net income	-	-	-	-	-	134,916,918	-	134,916,918
After-tax other comprehensive income	-	-	-	141,948,432	-	-	-	141,948,432
Current period comprehensive income	-	-	-	141,948,432	-	134,916,918	-	276,865,350
Cash dividend distributions	-	-	(99,000,000)	-	-	-	-	(99,000,000)
Appropriation of reserves	-	-	144,006,078	-	(144,006,078)	-	-	-
Other changes	-	-	-	-	-	-	9,676	9,676
Balance at December 31, 2018	374,133,269	78,498,174	1,039,141,530	225,037,073	(253,761,263)	134,916,918	(7,144,958)	1,590,820,743

*Gustavo Mauricio Ossa Echeverri*

GUSTAVO MAURICIO OSSA ECHEVERRI  
Registered Agent

*Mario Alonso García Romero*

MARIO ALONSO GARCÍA ROMERO  
Accountant  
Professional License 69852-T

*Mario Alberto López Ocampo*

MARIO ALBERTO LÓPEZ OCAMPO  
Statutory Auditor, Professional License 110657 - T  
Member of KPMG S.A.S.  
(See my report dated February 26, 2020)



## Odinsa S.A.

### SEPARATE STATEMENT OF CASH FLOW

For the years ended on December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

	2019	2018
<b>CASH FLOW FROM OPERATIONS</b>		
<b>Net profit</b>	<b>142,476,012</b>	<b>134,916,918</b>
<b>Adjustments for:</b>		
Tax expense recognized in current period income	37,617,777	47,327,172
Share of net income of affiliates and joint ventures	(198,481,776)	(288,908,673)
Net financial expense recognized through current period income	25,410,400	23,558,032
Net loss from the sale of non-current assets held for sale and other assets	721,901	1,667,307
Net gain from valuation of financial instruments measured at fair value through income	(8,721,196)	(5,748,295)
Losses from the sale of property, plant and equipment	1,109,059	776,789
Loss from removal of other assets	819,834	-
Depreciation and amortization of non-current assets	20,366,031	1,717,046
Net impairment of financial assets	(1,401,154)	(4,417,921)
Unrealized exchange differences on financial instruments recognized through income	(40,105,524)	574,198
Gain from acquisition in advantageous terms	(40,410,686)	-
Other adjustments to reconcile (net income) losses	-	(323,536)
	<b>(60,599,322)</b>	<b>(88,860,963)</b>
<b>Changes in working capital of:</b>		
Trade and other accounts receivable	21,681,131	54,450,046
Other assets	(128,732)	17,588,789
Trade and other accounts payable	98,066,597	32,329,313
Other liabilities	453,986	(250,347)
<b>Net cash used in operating activities</b>	<b>58,565,688</b>	<b>15,741,620</b>
Income tax paid	(34,938,291)	(30,998,458)
Dividends received	537,674,051	111,884,244
<b>Cash flow generated by operating activities</b>	<b>561,301,448</b>	<b>96,627,406</b>

## Odinsa S.A.

### SEPARATE STATEMENT OF CASH FLOW


For the years ended on December 31, 2019 and 2018  
(amounts in thousands of Colombian pesos)

	2019	2018
<b>CASH FLOW FROM INVESTMENTS</b>		
Financial interest received	1,419,192	-
Acquisition of property, plant and equipment	(41,747)	(4,065,093)
Product of sales of property, plant and equipment	13,182,555	-
Acquisition of intangible assets	(23,961,090)	(14,195,095)
Product from the sale of non-current assets held for sale	9,317,445	-
Acquisition of interest in subsidiaries, associates and joint ventures	(370,974,989)	(37,402,157)
Acquisition of other financial assets	(7,681,166)	-
Reimbursement of the share issue premium	41,487,361	7,224,934
(Delivery) restitution of subordinated debt	82,907,514	-
<b>Net cash flow used in investment activities</b>	<b>(254,344,925)</b>	<b>(47,425,376)</b>
<b>Cash flow in financing activities</b>		
Repayment of bonds and commercial papers	-	(79,000,000)
Acquisition of other financing instruments	221,122,983	180,068,777
Payments on other financing instruments	(361,763,027)	(35,524,225)
Lease payments	(15,784,927)	-
Collections from financial derivative contracts for hedging of financial liabilities	9,211,200	-
Interest paid	(43,254,190)	(5,289,365)
Dividends paid to shareholders	(49,973,080)	(98,959,486)
<b>Net cash flow used in financing activities</b>	<b>(240,441,041)</b>	<b>(38,704,299)</b>
<b>Net increase in cash and cash equivalents</b>	<b>66,515,483</b>	<b>9,000,914</b>
Opening balance of cash and cash equivalents	16,668,426	7,667,512
<b>Closing balance of cash and cash equivalents</b>	<b>83,183,909</b>	<b>16,668,426</b>

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

  
**GUSTAVO MAURICIO OSSA ECHEVERRI**  
Registered Agent

  
**MARIO ALONSO GARCÍA ROMERO**  
Accountant  
Professional License 69852-T

  
**MARIO ALBERTO LÓPEZ OCAMPO**  
Statutory Auditor, Professional License 110657 - T  
Member of KPMG S.A.S.  
(See my report dated February 26, 2020)



GRI Basic Content Index

ODINSA 2019 ANNUAL REPORT

GRI Standard	Contents	Location	External assurance
COMPANY PROFILE			
GRI 102: General Disclosures 2016			
102-1	Name of the organization	Odinsa S.A.	
102-2	Activities, brands, products and services	About Odinsa	
102-3	Location of headquarters	Medellín, Antioquia	
102-4	Names of the countries where the organization operates or has significant operations	About Odinsa	
102-5	Ownership and legal form	Corporate Governance	
102-6	Markets served (including geographic breakdown, sectors served and types of customers and beneficiaries)	About Odinsa	
102-7	Scale of the organization (employees, operations, sales, capital-ization, products and services provided)	About Odinsa	
102-8	Information on employees	Our talent	
102-9	The organization's supply chain	About Odinsa	
102-10	Significant changes during the reporting period	Corporate Governance	
102-11	Precautionary principle or approach	Risk management	
102-12	External initiatives	Contribution to development	
102-13	Associations	Contribution to development	
STRATEGIC FRAMEWORK			
102-14	Statement from the most senior decision-maker of the organiza-tion about the relevance of sustainability	Management Report	
102-15	Key impacts, risks and opportunities	Risk management	
CORPORATE GOVERNANCE			
102-18	Organization's governance structure	Corporate Governance	
102-19	Delegating authority	Corporate Governance	
102-20	Executive-level responsibility for economic, environmental, and social topics	Corporate Governance	
102-22	Composition of the highest governance body and its committees	Corporate Governance	
102-23	Chair of the highest governance body	Corporate Governance	
102-24	Nominating and selecting the members of the highest governance body	Corporate Governance	
102-26	Role of highest governance body in setting purpose, values, and strategy	Corporate Governance	
102-28	Evaluating the highest governance body's performance	Corporate Governance	
102-31	Review of economic, environmental, and social topics	Corporate Governance	
102-35	Remuneration policies	Corporate Governance	
102-36	Process for determining remuneration	Corporate Governance	
102-36	Process for determining remuneration	Corporate Governance	
ETHICS, TRANSPARENCY AND COMPLIANCE			
GRI 205: Fight against corruption			
GRI 419: Socioeconomic compliance			
103-1	Explanation of the material topic and its boundaries	Ethics, transparency and compliance	
103-2	The management approach and its components	Ethics, transparency and compliance	
103-3	Assessment of the management approach	Ethics, transparency and compliance	
102-16	Values, principles, standards, and norms of behavior of the organization	Ethics, transparency and compliance	
102-17	Mechanisms for advice and concerns about ethics	Ethics, transparency and compliance	

GRI Standard	Contents	Location	External assurance
205-1	Operations assessed for risks related to corruption	Ethics, transparency and compliance	
205-2	Communication and training about anti-corruption policies and procedures	Ethics, transparency and compliance	
205-3	Confirmed incidents of corruption and actions taken	Ethics, transparency and compliance	
206-1	Legal proceedings related to anti-competitive behavior	Ethics, transparency and compliance	
307-1	Non-compliance with environmental laws and regulations	Ethics, transparency and compliance	
419-1	Non-compliance with laws and regulations in the social and economic area	Ethics, transparency and compliance	
STAKEHOLDERS			
102-40	List of the organization's stakeholder groups	Strategic relations	
102-41	Employees covered by collective bargaining agreements	4% of direct employees are covered by collective bargaining agreements	
102-42	Identifying and selecting stakeholders	Strategic relations	
102-43	Approach to stakeholder engagement	Materiality; strategic relations	
102-44	Key topics and concerns raised through stakeholder engagement	Strategic relations	
ABOUT THIS REPORT			
102-45	Entities included in the organization's consolidated financial statements	Financial statements	
102-46	Process for defining the report content and the topic boundaries	Materiality	
102-47	Material topics of the organization	Materiality	
102-48	Restatements of information given in previous reports, and the reasons for such restatements	Financial statements	
102-49	Significant changes from previous reporting periods in the list of material topics and topic boundaries	About this report	
102-50	Reporting period	About this report	
102-51	Date of most recent report	About this report	
102-52	Reporting cycle	About this report	
102-53	The contact point for questions regarding the report or its contents	About this report	
102-54	Claims of reporting in accordance with the GRI Standards	About this report	
102-55	GRI Content Index	GRI Index	
102-56	External assurance	Letter of verification	



GRI Specific Content Index

ODINSA 2019 ANNUAL REPORT

MATERIAL TOPICS

GRI Standard	Contents	Location	Omissions	External assurance
OUR TALENT				
GRI 103: Management approach				
GRI 401: Employment				
GRI 404: Training and education				
103-1	Explanation of the material topic and its boundaries	Our talent		
103-2	The management approach and its components	Our talent		
103-3	Assessment of the management approach	Our talent		
401-1	New employee hires and employee turnover	Our talent	New hire rate is not reported	x
404-1	Average hours of training per employee per year	Our talent; Appendix on Training		x
404-3	Percentage of employees receiving performance and professional development reviews	Our talent		
OCCUPATIONAL HEALTH AND SAFETY				
GRI 103: Management approach				
GRI 403: Occupational health and safety				
103-1	Explanation of the material topic and its boundaries	Occupational health and safety		
103-2	The management approach and its components	Occupational health and safety		
103-3	Assessment of the management approach	Occupational health and safety		
403-1	Occupational Health and Safety Management System	Occupational health and safety		
403-2	Hazard identification, risk assessment and incident investigation	Occupational health and safety		
403-7	Strategies to prevent and mitigate OHS risks	Occupational health and safety		
403-9	Work-related injuries	Occupational health and safety		x
403-10	Work-related ill health	Occupational health and safety		x
ECOSYSTEMS				
GRI 103: Management approach				
GRI 303: Water				
GRI 304: Biodiversity				
103-1	Explanation of the material topic and its boundaries	Ecosystems		
103-2	The management approach and its components	Ecosystems		
103-3	Assessment of the management approach	Ecosystems		
303-3	Water extraction	Ecosystems; Appendix on Water extraction		
303-4	Water discharge	Ecosystems		
303-5	Water consumption	Ecosystems		x
OD-EC1	Water footprint measurement	Ecosystems		
304-1	Operational sites located in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	Ecosystems		
304-2	Significant impacts of activities, products, and services on biodiversity	Appendix on Ecosystems		
304-3	Habitats protected or restored	Ecosystems		x
304-4	Species on the UICN Red List and national conservation lists with habitats in the areas of influence	Ecosystems		

GRI Standard	Contents	Location	Omissions	External assurance
CLIMATE CHANGE AND AIR QUALITY				
GRI 103: Management approach				
GRI 302: Energy				
GRI 305: Emissions				
103-1	Explanation of the material topic and its boundaries	Climate change and air quality		
103-2	The management approach and its components	Climate change and air quality		
103-3	Assessment of the management approach	Climate change and air quality		
302-1	Energy consumption within the organization	Appendix on Climate change		x
305-1	Direct GHG emissions	Climate change and air quality; Appendix on Climate change		x
305-2	Indirect GHG emissions	Climate change and air quality		x
305-3	Other indirect GHG emissions (Scope 3)	Climate change and air quality		
305-7	Nitrogen oxides (NOX), sulfur oxides (SOX) and other significant air emissions	Nitrogen oxides (NOX), sulfur oxides (SOX) and other significant air emissions		
CUTTING-EDGE INFRASTRUCTURE				
GRI 103: Management approach				
GRI 301: Materials				
GRI 306: Waste				
103-1	Explanation of the material topic and its boundaries	Cutting-edge infrastructure		
103-2	The management approach and its components	Cutting-edge infrastructure		
103-3	Assessment of the management approach	Cutting-edge infrastructure		
306-2	Total weight of waste by type and disposal method	Cutting-edge infrastructure; Appendix		x
SAFE CONNECTIONS				
GRI 103: Management approach 2018				
103-1	Explanation of the material topic and its boundaries	Safe connections		
103-2	The management approach and its components	Safe connections		
103-3	Assessment of the management approach	Safe connections		
OD-SV01	Total number of highway culture awareness-raising campaigns	Safe connections		
OD-SV02	Highway culture training hours	Safe connections		x
USER EXPERIENCE				
GRI 103: Management approach 2018				
103-1	Explanation of the material topic and its boundaries	User experience		
103-2	The management approach and its components	User experience		
103-3	Assessment of the management approach	User experience		
OD-SU01	Customer satisfaction	User experience		x
STRATEGIC RELATIONS				
GRI 103: Management approach				
GRI 413: Local communities				
103-1	Explanation of the material topic and its boundaries	Strategic relations		
103-2	The management approach and its components	Strategic relations		
103-3	Assessment of the management approach	Strategic relations		
413-2	Operations with significant actual and potential negative impacts on local communities	Strategic relations		
413-1	Operations with local community engagement, impact assessments, and development programs	Strategic relations	Green Corridor	x
(ODRC01)	Social investment	Strategic relations		x



GRI Standard	Contents	Location	Omissions	External assurance
SUPPLIER SELECTION AND MANAGEMENT				
GRI 103: Management approach				
GRI 308: Environmental assessment of suppliers				
GRI 204: Procurement practices				
GRI 414: Social assessment of suppliers				
103-1	Explanation of the material topic and its boundaries	Supplier selection and management		
103-2	The management approach and its components	Supplier selection and management		
103-3	Assessment of the management approach	Supplier selection and management		
308-1	New suppliers that were screened using environmental criteria	Supplier selection and management		
414-1	New suppliers that were screened using social criteria	Supplier selection and management		x
204-1	Proportion of expenditure on local suppliers	Supplier selection and management		
CONTRIBUTION TO DEVELOPMENT				
GRI 103: Management approach				
103-1	Explanation of the material topic and its boundaries	Contribution to development		
103-2	The management approach and its components	Contribution to development		
103-3	Assessment of the management approach	Contribution to development		
203-2	Significant indirect economic impacts	Contribution to development		



## Independent Review Memorandum

### Independent Review of the 2019 Annual Report

#### Responsibilities of Deloitte and Odinsa Management

The preparation of the Odinsa 2019 Annual Report for the period from January 1 to December 31, as well as its content, is the Organization’s responsibility, which is also responsible for defining, adapting and maintaining the management and internal control systems used to collect information.

Our responsibility is to submit an independent report based on procedures applied in and previously agreed upon for our review.

This report has been prepared exclusively in the interest of the organization as agreed in the terms of our service proposal. We will not be held in any way liable by any third parties other than the company's management.

Our work was performed in accordance with the rules on independence established by the Code of Ethics of the International Federation of Accountants (IFAC).

The scope of an independent review is substantially narrower than that of an audit. Consequently, we provide no audit opinion about the Annual Report.

#### Scope of our Work

We have reviewed the adaptation of the contents of the Odinsa 2019 Annual Report to the Consolidated Set of GRI Standards for the preparation of sustainability reports, hereinafter the “GRI Standards”.

#### Review Standards and Processes

We have performed our work in accordance with ISAE 3000, International Standard on Assurance Engagements Other than Audits or Reviews of Historical Financial Information, issued by the International Auditing and Assurance Standard Board (IAASB) of the International Federation of Accountants (IFAC). Our review consisted in inquiries with Management, as well as other areas within Odinsa that have participated in preparing the 2019 Annual Report, and applying certain analytical procedures and assessment tests on samples as described below:

- We interviewed Odinsa employees from the corporate office and the road and airport concession areas to understand the management principles, systems and approaches applied in preparing the Report.
- We analyzed how, based on the materiality exercise, the report's content, structure and indicators were defined in line with the guidelines of the GRI Standards.
- We evaluated the processes used to compile and validate the data presented in the report.
- We verified the information by testing samples of quantitative and qualitative information on the GRI and the company's own contents included in the Annual Report, and its adequate compilation based on the data supplied by Odinsa’s sources of information.

#### Confirmation that Odinsa’s 2019 Annual Report has been prepared in accordance with the Core option of the GRI Standards.

##### Basic general contents:

We confirmed that the report is consistent with the requirements of the Core option, “in accordance” with GRI Standards, in terms of the basic general contents.

##### Basic specific contents:

We reviewed the management approach and GRI contents of the following material matters of Odinsa and of its road and airport concessions<sup>123</sup>:

<sup>1</sup> The scope of the independent review for the 306-2 content was limited to reviewing general information reported and to samples drawn to compare the reported values; however, no detailed review was included of each type of waste produced by each concession.  
<sup>2</sup> The scope of the independent review of the 403-9 content was limited to the review of information on direct employees’ accidents and lost days. Because the Odinsa report is aligned with other sustainability frameworks and performance indicators such as DJSI, the constants used by the concessions and reviewed by Deloitte to calculate rates and indicators do not coincide with those reported; therefore, said information is also not included within the scope of Deloitte's review.



Odinsa	Conexión Pacífico 2	Malla Vial del Meta	Autopistas del Café	Autopistas del Nordeste	Boulevard Turístico del Atlántico	Green Corridor	Quiport	OPAIN
401-1	401-1	401-1	401-1	401-1	401-1	401-1	401-1	401-1
404-1	404-1	404-1		404-1	404-1	404-1	404-1	404-1
404-3							404-3	404-3
403-9	403-9	403-9	403-9	403-9	403-9	403-9	403-9	403-9
	303-4	303-4	303-4				303-4	303-4
	303-5	303-5	303-5			303-5	303-5	303-5
	302-1	302-1	302-1			302-1	302-1	302-1
	305-1	305-1	305-1	305-1	305-1	305-1		
	305-2	305-2	305-2	305-2	305-2	305-2		
	306-2	306-2	306-2				306-2	306-2
OD-RC01	OD-RC01	OD-RC01	OD-RC01	OD-RC01		OD-RC01	OD-RC01	OD-RC01
	413-1	413-1	413-1	413-1	413-1		413-1	413-1

## Conclusions

Based on the work performed, which is described in this report, the procedures carried out and the evidence obtained, no matters have come to our attention that would lead us to believe that the indicators within the scope of the review and included in Odinsa's 2019 Annual Report for the period from January 1 to December 31, have not met all requirements in accordance with the Core option of the Global Reporting Initiative (GRI) Standards. For those GRI Standard indicators in which Odinsa did not report the quantities (figures), only the qualitative information was reviewed, which included procedures, policies, and evidence of activities performed, among others.

## Action Alternatives

Deloitte has provided Odinsa a report with the most significant action alternatives for preparing future reports, which do not change the conclusions expressed in this report. Deloitte also provided a series of comments aimed at strengthening the consolidation, management, measurement and communication processes regarding the organization's sustainability performance.

## Statement of Independence

We confirm our independence from Odinsa. In accordance with our Ethics Policy, all our employees must make annual updated statements specifically indicating that we have no conflicts of interest with Odinsa, its subsidiaries and stakeholders.

**Deloitte advisors and consultants**

**Jorge Enrique Múnera D.**  
Partner

Medellín, March 2020

Deloitte refers to one or more firms of Deloitte Touche Tohmatsu Limited ("DTTL"), and its global network of member firms and related entities. DTTL (also referred to as "Deloitte Global") and each of its member firms are legally separate and independent companies. DTTL does not provide services to clients. Please visit [www.deloitte.com/about](http://www.deloitte.com/about) to obtain more information. Deloitte is a global leader in auditing and assurance services, consulting, financial advisory, risk consulting, taxes and related services. Our network of member firms with presence in over 150 countries and territories assists four out of five companies listed in Fortune Global 500®. See how approximately 310,000 Deloitte professionals have an impact that transcends at [www.deloitte.com](http://www.deloitte.com). This communication only contains general information. Neither Deloitte Touche Tohmatsu Limited, nor its member firms or related entities (collectively, the "Deloitte Network") are, by means of this communication, providing any advisory or professional services. Before making any decision or carrying out actions that may affect your finances or business, you should ask a qualified professional consultant. No entity of the Deloitte Network shall be held responsible for any losses that any person may incur on the basis of the contents of this communication. ©2020 Deloitte Touche Tohmatsu Limited