

Odinsa and Macquarie come together to create a highway platform in the Andean region

September 2021

 GRUPO ARGOS
Inversiones que transforman

 ARGOS

 CELSIA

 ODINSA

 SUMMA

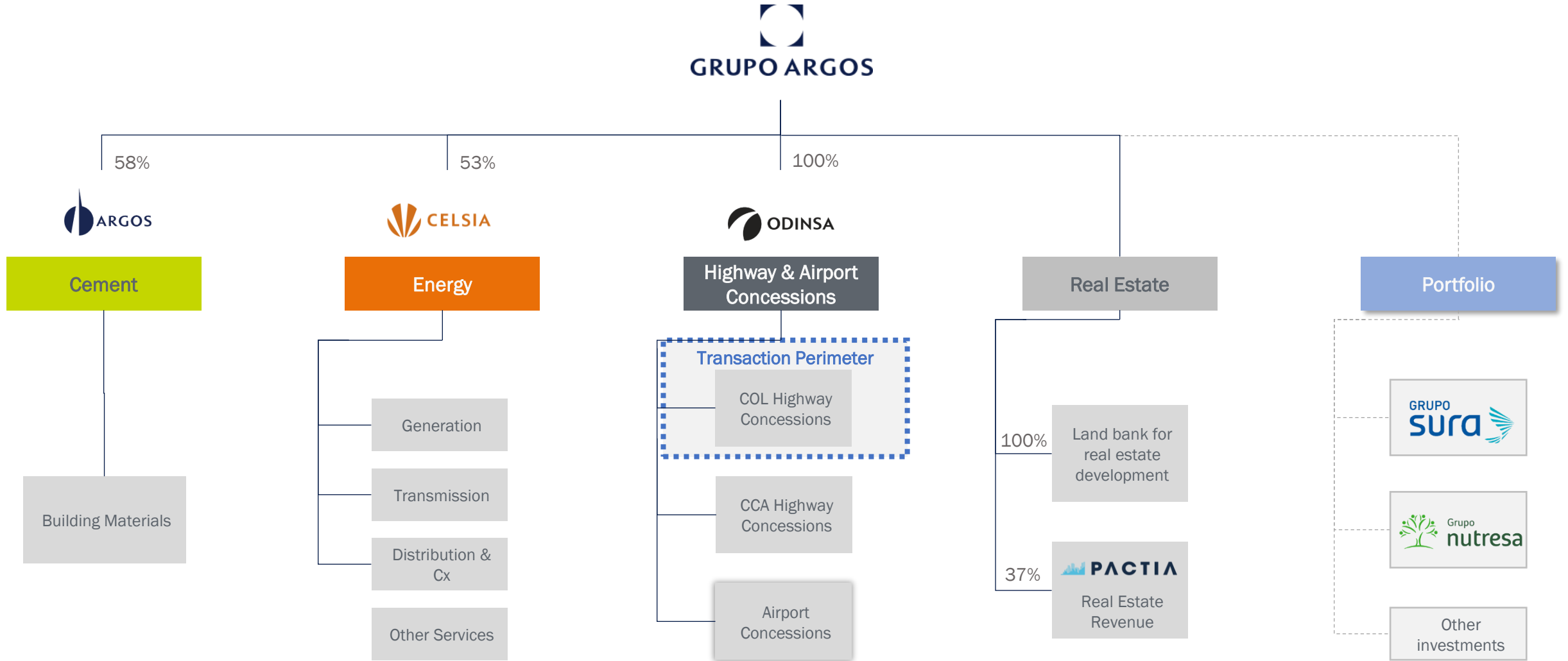


IMPORTANT NOTE

This presentation contains certain forward-looking representations and information related to Grupo Argos and its subsidiaries based on currently known facts, expectations and forecasts, circumstances and assumptions regarding future events. Many factors could cause the future results, performance or achievements of Grupo Argos and its subsidiaries to be different from those expressed or assumed herein.

If any unforeseen situation should arise, or the premises or estimates should prove to be incorrect, forward-looking results could vary significantly compared to those mentioned herein. Forward-looking representations are made on this date, and Grupo Argos and its subsidiaries do not intend or assume any obligation whatsoever from updating these forward-looking declarations as the result of new information, future events or any other factor.

Current Structure of Grupo Argos



Pillars of the Transaction

Consolidation of Grupo Argos as Infra Manager



COP 53tn in Asset Management

- Consolidation of Grupo Argos as one of the main infrastructure managers in the region
- Capacity to attract global institutional capital
- Returns on management via management fees and success commissions

Platform for Growth



Investment plan for over COP\$4.5tn

- Shared long-term vision with an ambition for growth and profitability
- Enables development of the current and potential project pipeline
- M&A activities in the region

Solid Return on Capital Costs



33% annual realized IRR from 2015 to 2021¹

- With this transaction, Grupo Argos realizes a 33% IRR on its highway assets in Colombia¹
- Grupo Argos maintains stake in the business to maximize future returns

First Class Global Partner

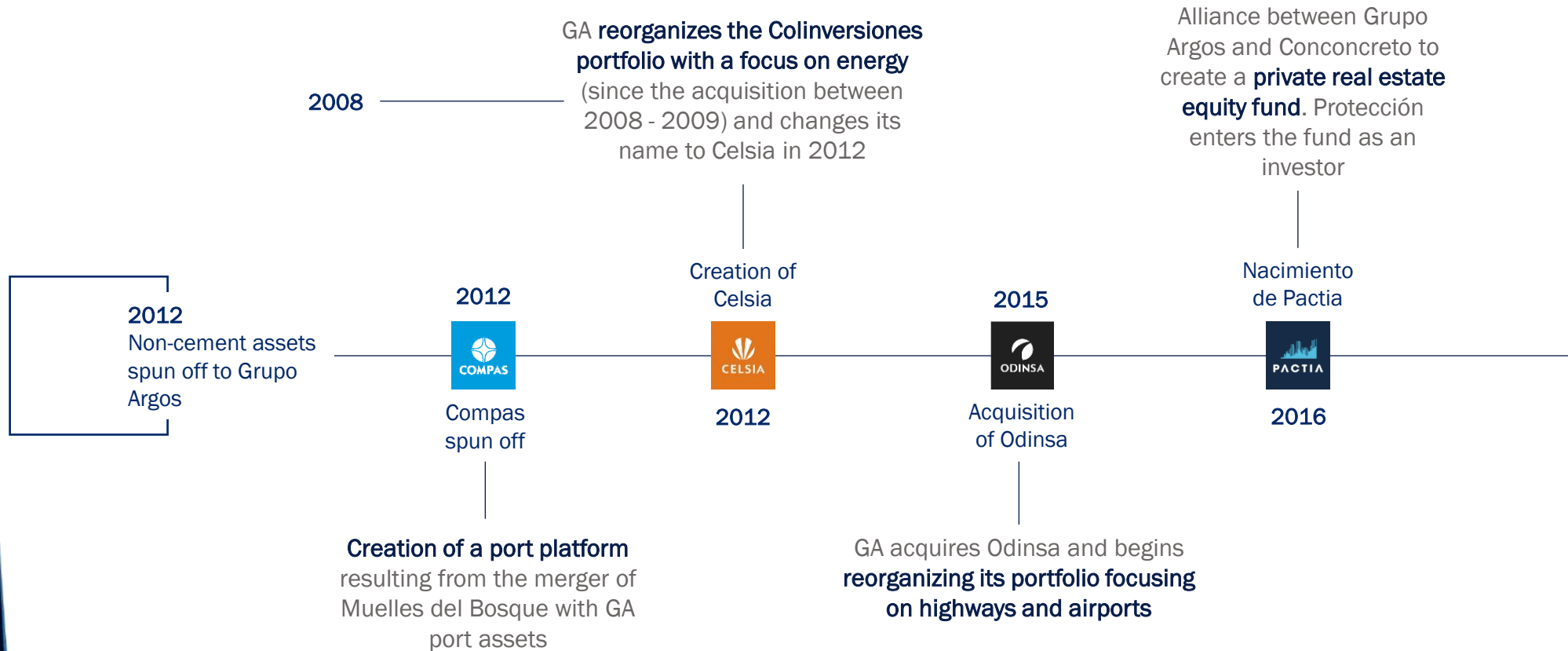


+USD 150 bn in Infra Assets

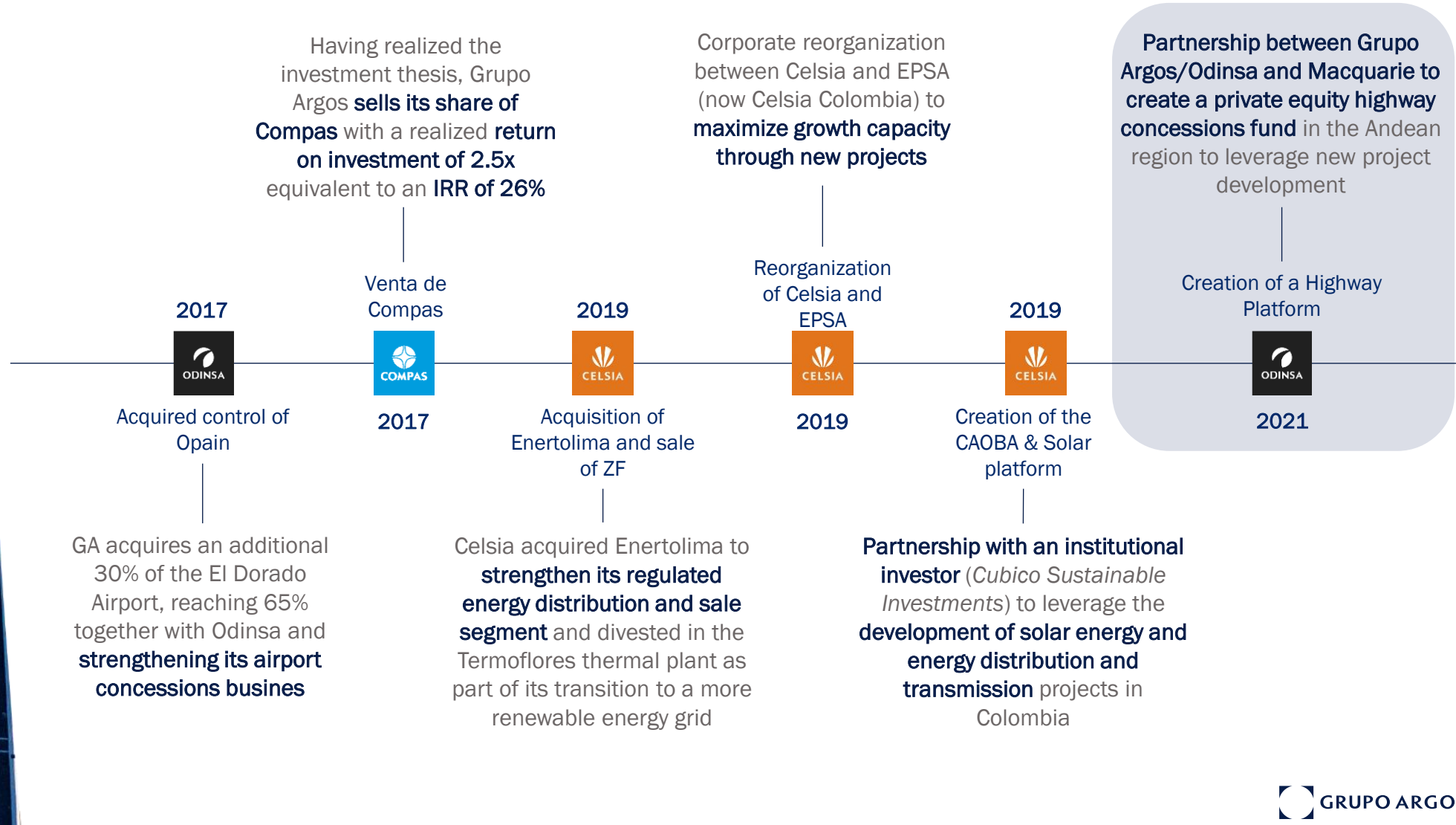
- Macquarie is the number one infrastructure asset manager around the world
- Ample experience with over 50 highways
- Shared sustainability vision

1. After including COGS and SG&A of Odinsa, the estimated IRR can be on a range between 15% - 19%







The most recent step in Grupo Argos's consolidation as an infrastructure asset manager



The most recent step in Grupo Argos's consolidation as an infrastructure asset manager



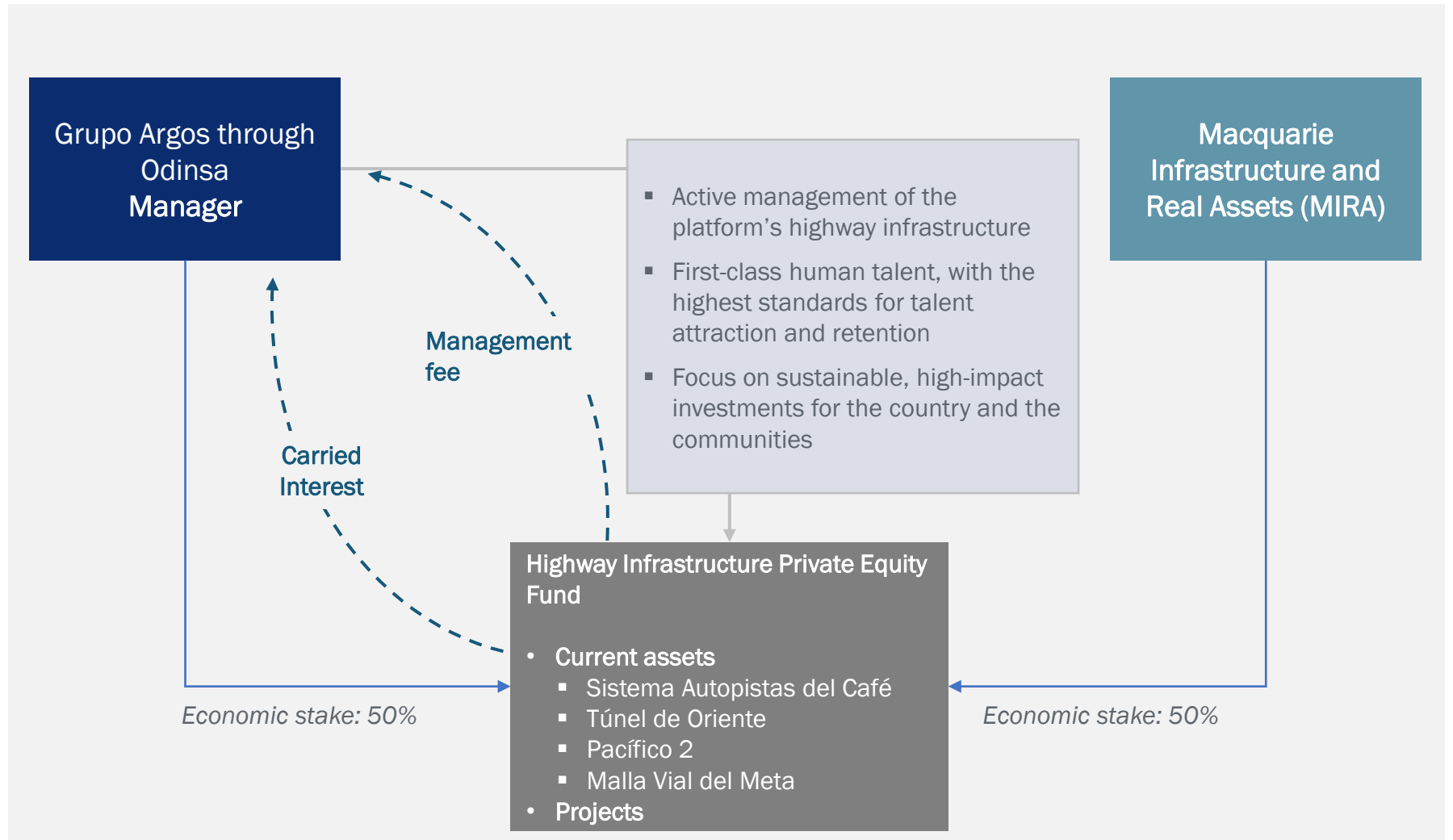
Grupo Argos becomes consolidated as an infrastructure asset manager

Proven strategy for platform consolidation		Transportation Infrastructure	Energy	Real Estate	Ports
01 .	 Business opportunity identification	Acquisition of Odinsa	Acquisition of Colinversiones	Land portfolio and real estate property	CemArgos port assets spun off
02 .	 Portfolio reorganization and focus	Focus on transportation infrastructure via M&A	Reorganization and divestment in non-energy assets	Contribute assets and equity to the returns platform (FCP Pactia)	Contribute assets to a port platform
03 .	 Consolidation of controlling shares	Acquisition of control in key assets (e.g., Opain)	<ul style="list-style-type: none"> ▪ EPSA Acquisition ▪ Enertolima Acquisition 	Legacy assets controlled	Legacy assets Controlled
04 .	 Asset management with Grupo Argos culture	_____◆			
05 .	 Operational consolidation	_____◆			
06 .	 Involvement of a partner to accelerate growth and profitability	<ul style="list-style-type: none"> ▪ Highway Vertical 	Involvement of a partner in CAOBA and Solar Platform	Partner involvement: Concreto (co-manager) and Protección (LP)	<ul style="list-style-type: none"> ▪ Involvement of a partner provided by Muelles el Bosque

Grupo Argos has maintained its strategic focus allowing it to become one of the most important alternative asset managers in the region. In recent years it has acquired a considerable set of assets that it has reorganized and structured to involve partners that will leverage profitable growth towards the future and reimburse Grupo Argos's operations.

With platform creation, Grupo Argos generates and captures value for all its stakeholders

- Grupo Argos will manage platform assets through Odinsa
- **Grupo Argos's intellectual capital will be compensated** through a **"Management Fee"** to be paid annually
- Odinsa will receive distributions above and beyond its economic share when assets under development surpass a given return ("**Carried interest**")
- Grupo Argos will manage the platform using **sustainable investment criteria**



This will be a growth platform with short, medium, and long-term opportunities

MIRA's initial equity commitment is USD 235 million, USD 120 million of which will be used to acquire 50% of Odinsa's current highway infrastructure portfolio in Colombia. **The platform will have ample access to capital to drive its growth**

The platform will grow its portfolio through the following sources of opportunity:



Increased share of current portfolio assets



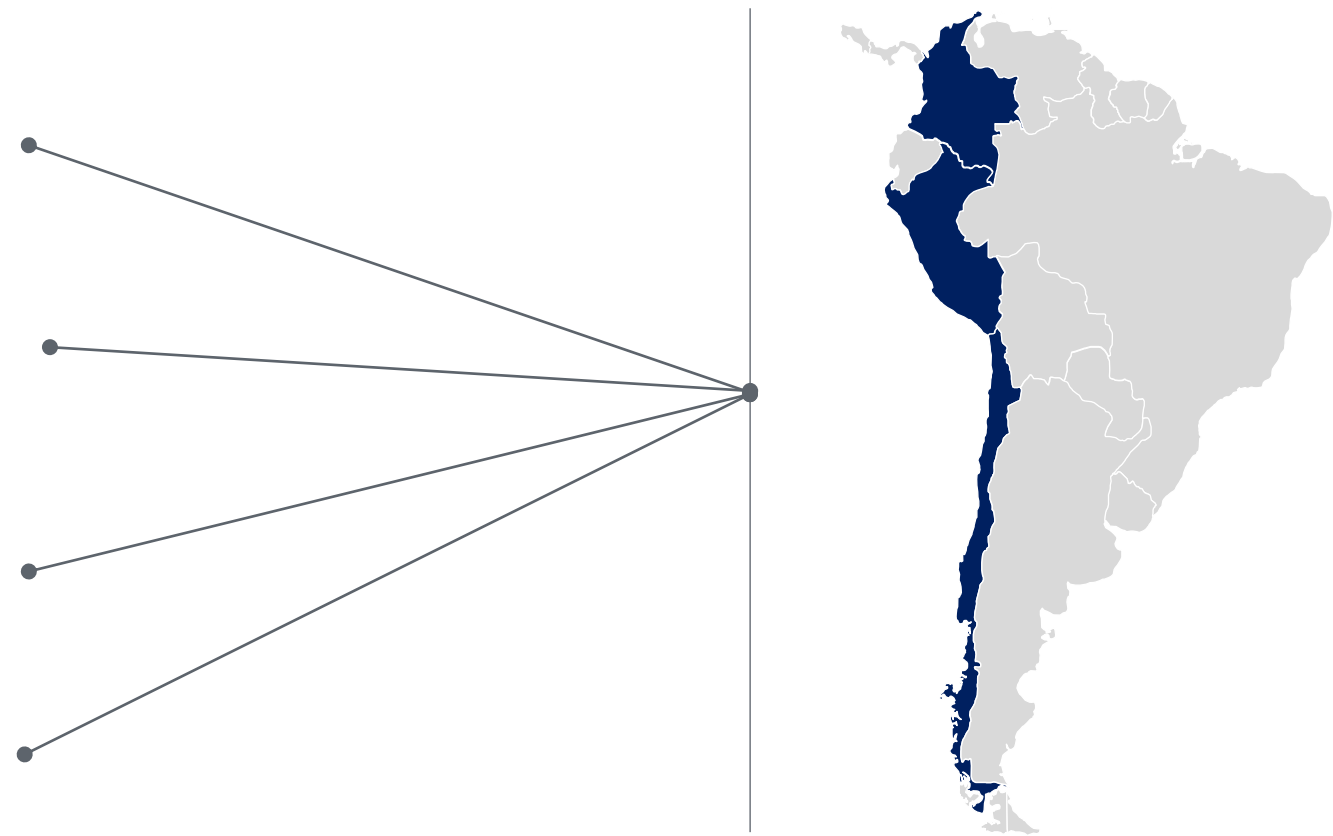
Creation and development of current and future private initiatives



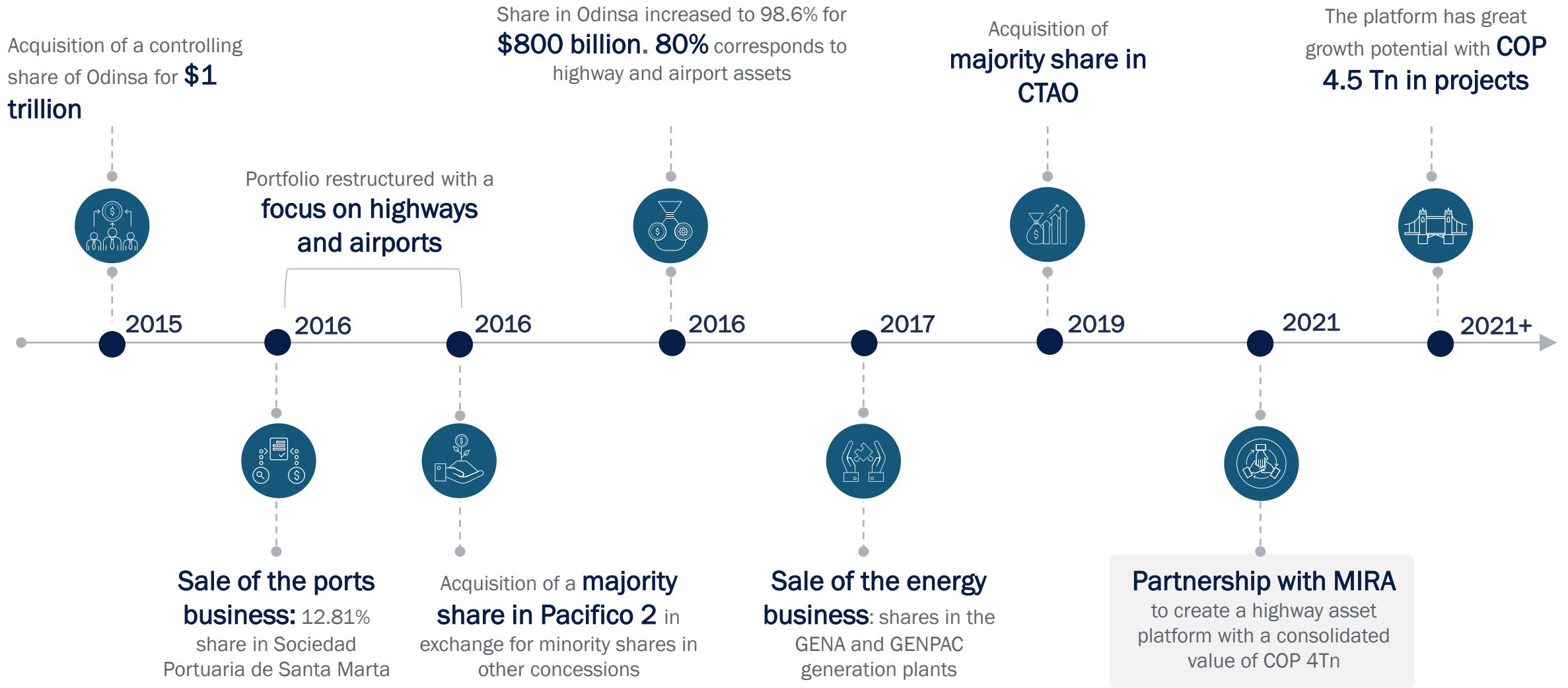
Participation in public-private initiatives including 5G



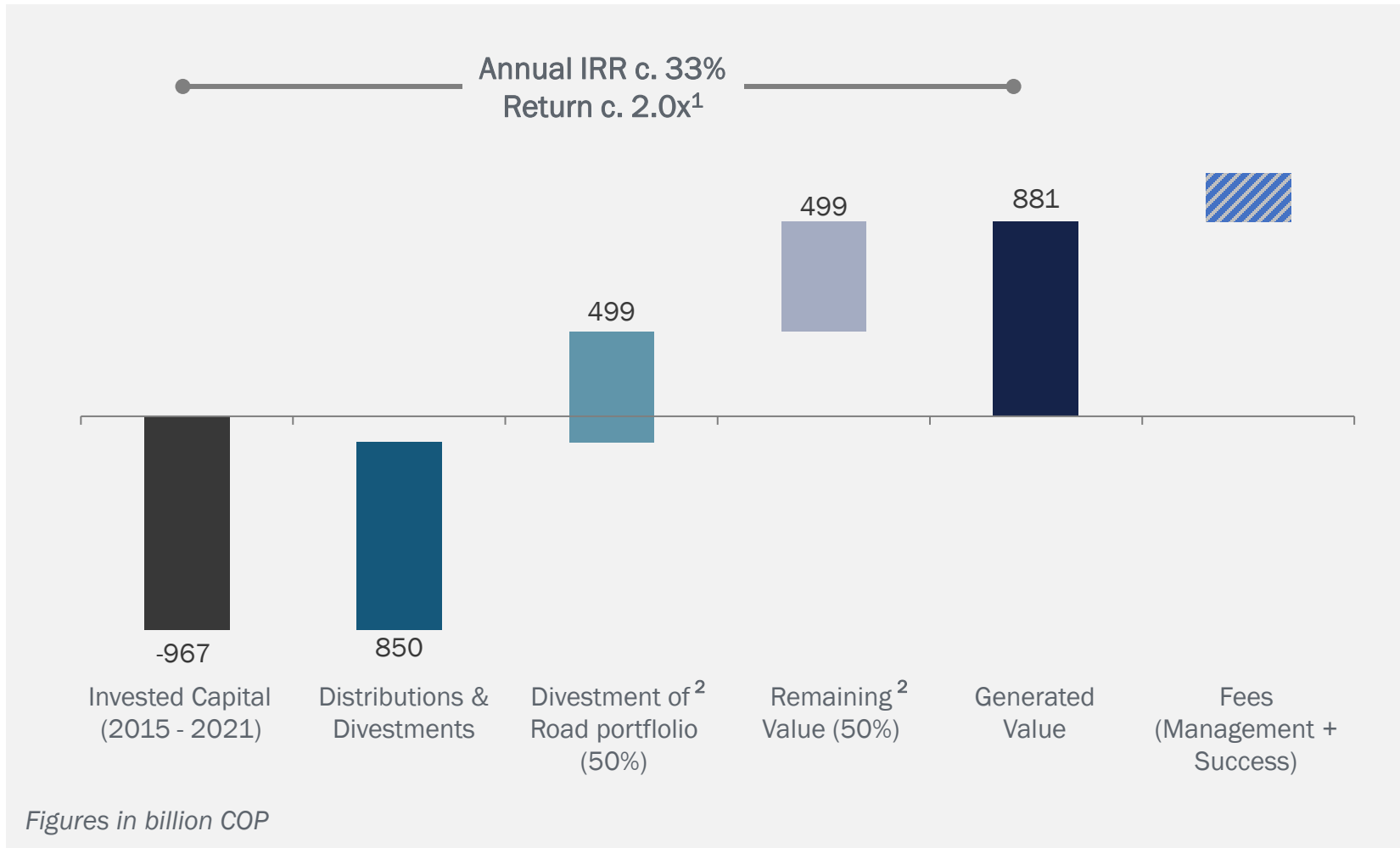
Acquisition of existing assets in Colombia, Chile and Peru



Partnership with MIRA, a strategic partner, will enable continued realization of Odinsa's strategy



The transaction has an IRR for Grupo Argos of c. 33%, while maintaining a 50% share



- With the sale of half of its participation in its highway portfolio in Colombia, **Grupo Argos realizes a 1.3x cash return on investment**
- Besides the cash return, **Grupo Argos maintains half of its current share of the assets**, allowing it to continue capturing future value generated
- As a result of the transaction, **Grupo Argos will receive COP 420 billion in cash** on the transaction closing date

1. Includes cash flow return and the remaining stake Odinsa has on the platform

2. El valor de los activos incluye el pago en caja y la cesión del 50% de la deuda de Odinsa con AKF y CTAO

Alliance with a first-class partner that shares Grupo Argos's investment philosophy

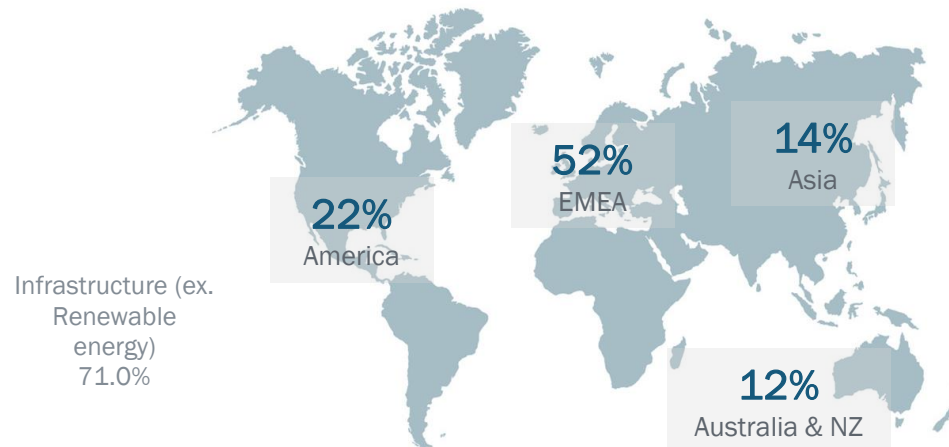
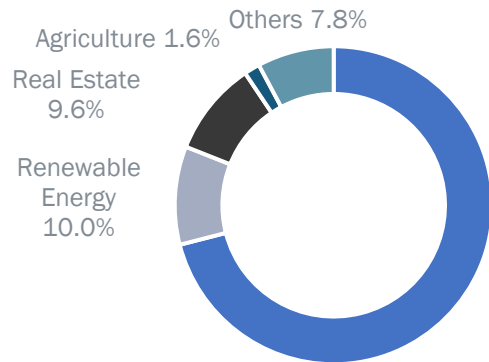


Macquarie Profile

Macquarie is an Australian financial services company with an asset management division that manages the number one infrastructure investment portfolio in the world.

- Assets under management to the tune of USD 415 billion
- Ample experience in the highway sector with over 50 highways/platforms around the world and in LatAm
- Sustainability and ensuring the highest labor standards are fundamental pillars of the investment process for MIRA, just as they are for Grupo Argos

AUM by asset type and geography (MAM)



Principales Cifras



1

Global infrastructure manager



+ USD 150,000 M

Exclusively in infrastructure assets (MIRA)



+ 280 thousand

Contractors employed by its assets



~1 million

Vehicles per day on its highways



~34 million

Passengers on its railroads per year



~44,000 GWh

Generated per year



~14 million

Homes attended with energy and gas



GRUPO ARGOS

“Asset manager that enables the investment of institutional capital in the infrastructure sector in Latin America.

Grupo Argos has demonstrated its ability to transform and grow businesses in this region, such as Cementos Argos, Celsia and Odinsa. We have the capacity and the trajectory, which allows us to take advantage of this unique knowledge to continue strengthening our articulated portfolio of assets in the region.”

Technical Annexes

Septiembre 2021

 **GRUPO ARGOS**
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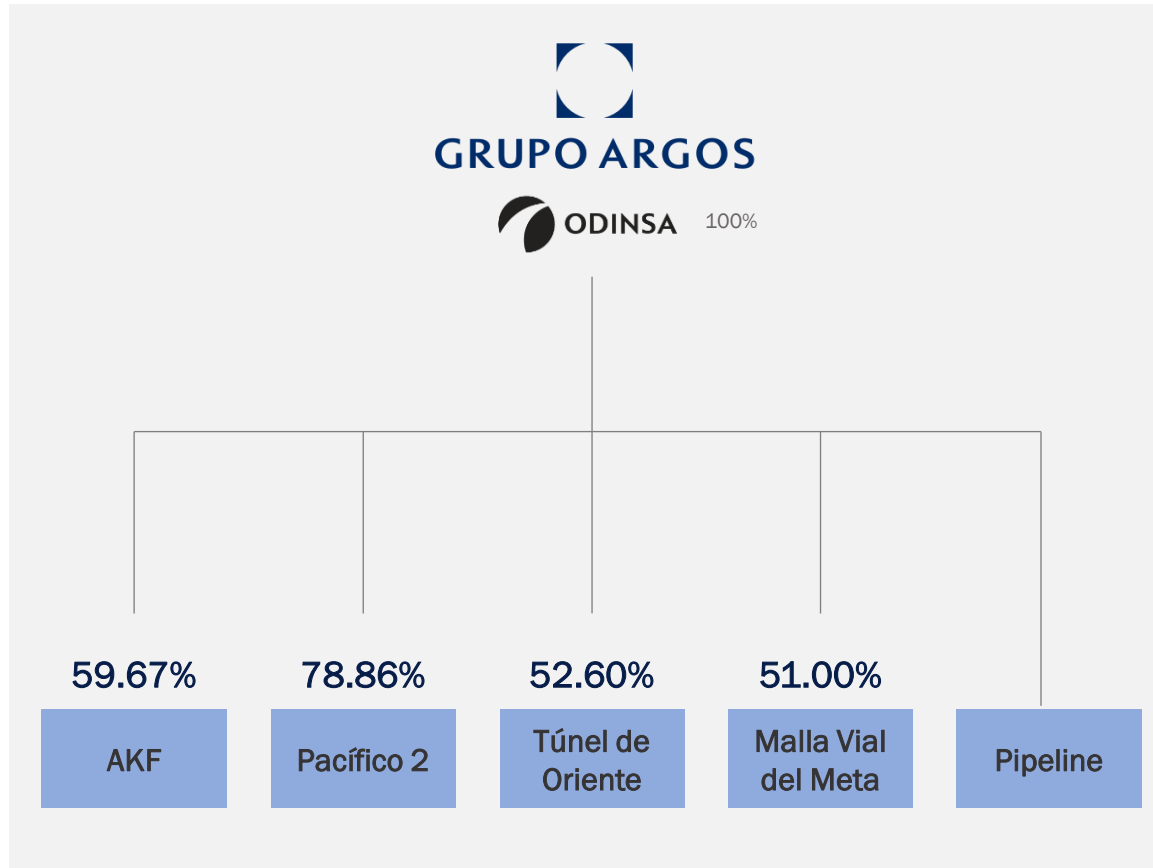
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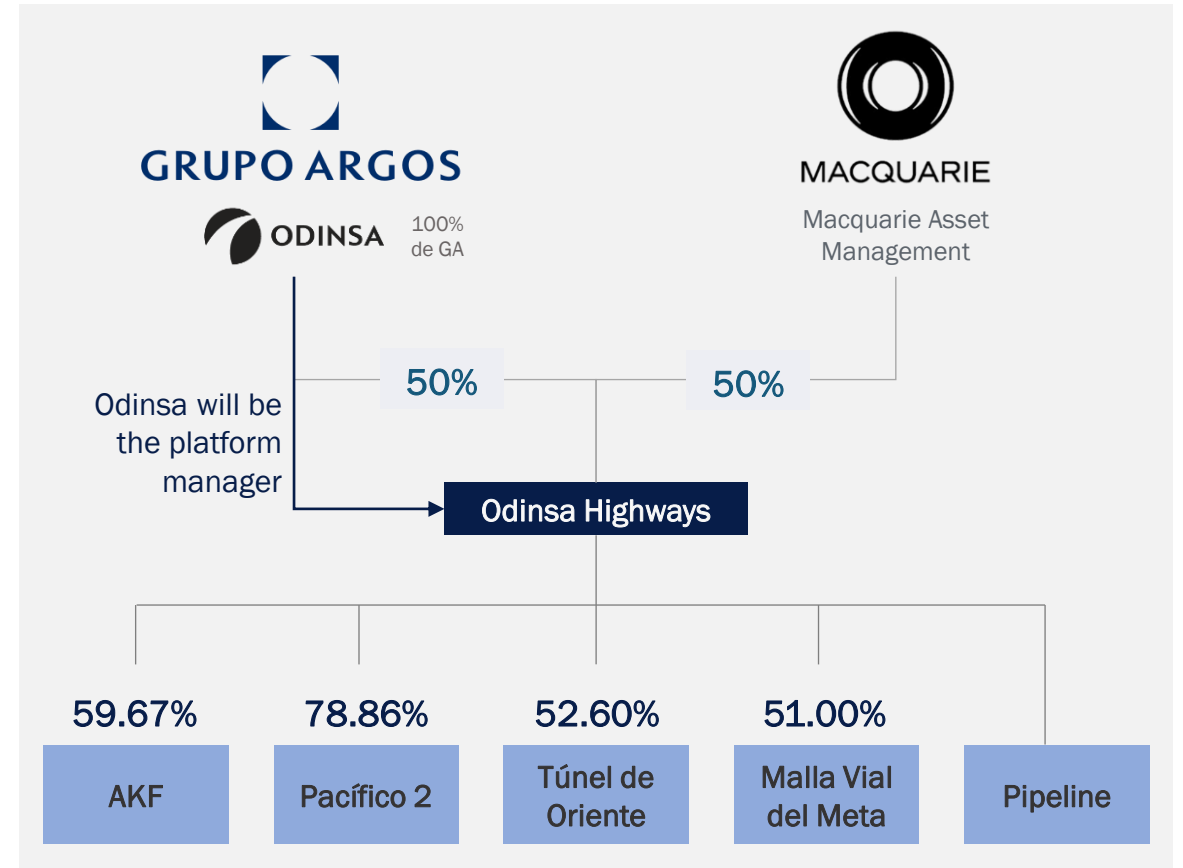
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Platform Structure

Pre – Transaction Structure



Post – Transaction Structure



Annex: Calculation of invested capital

Invested capital is composed of:

1. Value paid for each asset at the time Odinsa was acquired by Grupo Argos (2015 and 2016)	195,093
2. Equity contributions made for the development of Pacífico 2 and Malla Vial del Meta	424,262
3. Later acquisitions of the Concesión Túnel Aburrá Oriente assets and controlling share in Pacífico 2	347,367
Total invested capital	966,722

1. Value paid for each asset at the time Odinsa was acquired by Grupo Argos (2015 and 2016)

Proportional carrying value of assets on Odinsa's books

	2015	2016
AKF + GCAKF	3.7%	2.4%
PACÍFICO 2	1.0%	2.9%
MVM	5.8%	5.5%

Between 2015 and 2016 (the years over which Grupo Argos performed a staged acquisition of Odinsa) AKF and the construction group, Pacifico 2 and MVM represented approximately 11% of the value of Odinsa's assets.

Initial value paid by Grupo Argos for platform assets

	2015	2016
Odinsa Equity Value acquired by Grupo Argos	55%	45%
Value Paid	1,016,988	815,766

Value paid per asset according to its proportional carrying value

AKF + GCAKF	-37,703	-19,789
PACÍFICO 2	-10,024	-23,687
MVM	-59,461	-44,429

Total Value paid for each asset upon acquisition of Odinsa by Grupo Argos (2015 & 2016) = \$195,093

Figures in millions of pesos

Annex: Calculation of invested capital

2. Equity contributions

	2015	2016	2017	2018	2019	2020	2021
% of Odinsa acquired by GA	55%	55% ¹	99%	100%	100%	100%	100%
Pacífico 2							
Odinsa equity contributions	-8,279	-23,966	-101,810	-93,280	-97,222	-97,932	0

MVM

Odinsa equity contributions	-31,710
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Total equity contributions proportional to Grupo Argos's share in Odinsa: \$424,262

3. Later asset acquisitions

	2015	2016	2017	2018	2019	2020	2021
% Adquirido de Odinsa por parte de GA	55%	55% ¹	99%	100%	100%	100%	100%
Pacífico 2 (Exchange of shares)		37,927					
CTAO (Acquisition)					125,386	9,607	191,597

Total later asset acquisition: \$347,367

Figures in millions of pesos

1. Given that the acquisition of 45% of Odinsa by Grupo Argos took place in December 2016, equity contributions were made when it held a 55% share

Annex: Calculation of distributions and divestments

1. Received Distributions

	dec-15	dec-16	dec-17	dec-18	dec-19	dec-20	jun-21
% of Odinsa acquired by GA	55%	55% ¹	99%	100%	100%	100%	100%
Distributions for Odinsa	62,574	59,757	53,890	56,917	189,290	181,458	~287,069 ¹
Distributions corresponding to Grupo Argos for its stake	34,280	32,737	53,351	56,917	189,290	181,458	~287,069

Total distribuciones: \$835,103

2. Divestments

	dec-15	dec-16	dec-17	dec-18	dec-19	dec-20	jun-21
% of Odinsa acquired by GA	55%	55% ¹	99%	100%	100%	100%	100%
AKF (exchange of shares)		27,909					
Divestments corresponding to Grupo Argos due to its stake		15,290					

Total divestments: \$15,290

Total distributions + divestments: \$850,392

1. This amount includes an estimated value of the cash-out from the refinancing in COP of Pacifico 2. This process is expected to end in the first half of 2022. If the cash out is less than estimated, this difference will be reflected in a higher value paid for the assets of the toll road platform.