

## Davivienda Group announces its first offerings of common and preferred shares as part of the process to become the holding company of Banco Davivienda.

- The public offerings consist of 116,601,012 preferred shares and 437,142 common shares.
- The subscription of the Davivienda Group shares will be paid in-kind with shares of Banco Davivienda on a one-to-one basis.
- > Davivienda Group issuance represents a key step in the process to become the holding company for up to 100% of Banco Davivienda's shares.

**Bogota, D.C., October 30, 2025**. Davivienda Group S.A. announces the launch of simultaneous public offerings of common and preferred shares, authorized by the Colombian Financial Superintendence (SFC). The offerings are directed to holders of Banco Davivienda's common or preferred shares as of the date of acceptance of the offering. The process will be conducted through in-kind payments, allowing Banco Davivienda S.A. shareholders to deliver their existing shares in exchange for shares of Davivienda Group S.A. on a one-to-one basis.

These simultaneous offerings consist of:

**Preferred Shares Offering:** A total of 116,601,012 preferred shares are being offered. Payment for these shares will be exclusively in-kind with Preferred Shares of Banco Davivienda.

Preferred shares grant equivalent rights to those currently granted by Banco Davivienda preferred shares, including:

- > A minimum preferential dividend, payable annually and with priority over the dividend corresponding to common shares, from distributable profits.
- Voting rights under specific circumstances, such as the approval of modifications that could substantially affect their conditions or rights, or when a competent authority determines.

Preferred shares have been registered in the Colombian Stock Exchange (bvc).

**Common Shares Offering:** A total of 437,142, are being offered. Payment will be made inkind with Common Shares of Banco Davivienda.



Davivienda Group's common shares grant equivalent rights to those currently granted by Banco Davivienda common shares, including:

- > Full voting rights in the General Shareholders' Meeting.
- > Entitlement to a proportional share of the company's distributable profits after payment of the preferred dividend.

Common shares will not be listed on any stock exchange.

The subscription period will be open for fifteen (15) business days following the publication of the public offer notice (October 28, 2025) and will close once such period has ended (November 19, 2025). Corredores Davivienda S.A. Comisionista de Bolsa is acting as the structuring and lead placement agent.

By accepting the offer, shareholders will have access to the following benefits related to the new corporate structure:

- > To participate in a new corporate structure that provides greater flexibility to execute Davivienda's strategy, and enables adjustments amidst future needs in a highly competitive and regulated market.
- > To be part of a more efficient and agile capital management framework, enabling the movement of resources among subsidiaries, direct access to debt and capital markets, and the possibility of future share repurchases. This corporate model also supports the incorporation of new partners and strategic alliances.

Additionally, shareholders who participate in the offer will also have access to the following benefits related to Scotiabank integration, which is subject to receiving the final regulatory authorizations:

- > To participate in a structure that allows to anticipate the integration of BNS's operations in Colombia and Central America, ensuring early alignment, the adoption of best practices, and the materialization of synergies under Davivienda Group's centralized control.
- > To participate in the one-time benefit related to the exchange terms of the BNS transaction, which implies an 11% increase in the book value of their current shares<sup>1</sup>.
- > To perceive an increased float of the listed shares, as a result of a higher share base related to the issuance of newly issued shares to Scotiabank (representing around

<sup>&</sup>lt;sup>1</sup> Under pro-forma figures, Davivienda Group's equity is expected to increase by 39% compared to Banco Davivienda's current equity, resulting in an 11% increase in book value, despite the dilution when BNS becomes shareholder.



- 20.15% of the total shares). The number of preferred shares is expected to increase by around 49%<sup>2</sup>.
- > To be part of a larger, more diversified operation, with strengthened presence in Colombia, Costa Rica and Panama, and an enhanced value offering.
- > To participate in a structure backed by Grupo Bolívar S.A. and BNS, two recognized and experienced financial groups.

Information on Davivienda Group, the Public Offering Notice, Prospectus, Marketing Presentation, among other details are publicly available at daviviendagroup.com.

## About Davivienda Group

Davivienda Group is the new holding company established as part of Davivienda's transformation and long-term strategic evolution, created to strengthen its corporate structure, consolidate all of Davivienda's businesses, and support the organization's growth and regional expansion. The Group integrates operations across Colombia, Costa Rica, Panama, Honduras and El Salvador, encompassing banking, trust, brokerage and insurance services, among others. Davivienda Group is a company of Grupo Bolívar S.A.

## **About Davivienda**

Davivienda is a Colombian bank that started operations in 1972 as a Savings and Loans Corporation. Today, after 53 years of experience in the market, the Bank continues working towards building a financial world that makes life easier for people, communities, businesses, and cities. The Bank currently relies on a team of more than 17 thousand people across Colombia, Panama, Costa Rica, Honduras, El Salvador and Miami, who strive to deliver everyday solutions and exclusive offerings to 25.6 million customers, enabling greater financial inclusion and sustainable development. Davivienda is currently the second-largest bank by assets, loan portfolio and deposits in Colombia\*, equipped with a network over 653 branches and more than 2,800 ATMs. Davivienda is a company of Grupo Bolívar.

\*Financial Superintendence of Colombia.

<sup>&</sup>lt;sup>2</sup> Assuming all current Banco Davivienda Shareholders participate in the offer.