



August 28, 2013

To
Luz Stella Díaz Silva
Director -Access to Exchange Market
Finance Superintendent's Office
Bogotá, D.C.

Re. 600-001 Titularizadora Colombiana S.A.
058 Relevant Information
50 Request/Submission
No attachments

Dear Ms. Diaz,

Pursuant to subsection 5.2.4.1.5 of Decree 2555/2010 we hereby inform your Office of the amendments to the rules of issue (*reglamentos de emisión*) and to the information prospectus (*prospectos de información*) corresponding to the issues of TIPS Pesos N-3, TIPS Pesos N-4, and TIPS Pesos N-7 mortgage-backed securities carried out by Titularizadora Colombiana S.A., which are formal amendments and aim to specify the wording of the calculation formula for the Structuring Fee Rate defined in such documents. Below is the description of the amendments made and the legal grounds for making them:

1. Purpose of the amendment

Amendments to the rules of issue and to the information prospectus corresponding to the issues of TIPS Pesos N-3, TIPS Pesos N-4, and TIPS Pesos N-7 mortgage-backed securities carried out by Titularizadora Colombiana S.A. are aimed at specifying the wording of the formula for Structuring Fee Rate calculation by setting out that the result of the subtraction of the defined constant minus the TIPS-Pesos A Final Coupon Rate in no case will be less than zero.

2. Adjustments

a. Rules of Issue:

TIPS Pesos N-3 current wording	TIPS Pesos N-3 new wording
Schedule 1 - Schedule of Definitions	Schedule 1 - Schedule of Definitions
190. Structuring Fees Rate	190. Structuring Fees Rate
It is defined in function of the Maximum Coupon Rate as follows: (a) 0.5625% if the Maximum	It is defined in function of the Maximum Coupon Rate as follows: (a) 0.5625% if the Maximum

<p>Coupon Rate is equal to or smaller than 6.80%; otherwise (b) the lower between (a) 0.5625% and (b) the multiplication of (i) the Structuring Constant by (ii) the result of subtracting the TIPS-Pesos A Final Coupon Rate from 7.20% if the Maximum Coupon Rate is greater than 6.80%.</p>	<p>Coupon Rate is equal to or smaller than 6.80%; otherwise (b) the lower between (a) 0.5625% and (b) the multiplication of (i) the Structuring Constant by (ii) the result of subtracting the TIPS-Pesos A Final Coupon Rate from 7.20% if the Maximum Coupon Rate is greater than 6.80% <u>provided, however that the result of the subtraction shall not in any case be less than zero.</u></p>
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TIPS Pesos N-4 current wording	TIPS Pesos N-4 new wording
<p>Schedule 1 - Schedule of Definitions</p> <p>190. Structuring Fees Rate</p> <p>It is defined in function of the Maximum Coupon Rate as follows: (a) 0.5625% if the Maximum Coupon Rate is equal to or smaller than 6.80%; otherwise (b) the lower between (a) 0.5625% and (b) the multiplication of (i) the Structuring Constant by (ii) the result of subtracting the TIPS-Pesos A Final Coupon Rate from 7.20% if the Maximum Coupon Rate is greater than 6.80%.</p>	<p>Schedule 1 - Schedule of Definitions</p> <p>190. Structuring Fees Rate</p> <p>It is defined in function of the Maximum Coupon Rate as follows: (a) 0.5625% if the Maximum Coupon Rate is equal to or smaller than 6.80%; otherwise (b) the lower between (a) 0.5625% and (b) the multiplication of (i) the Structuring Constant by (ii) the result of subtracting the TIPS-Pesos A Final Coupon Rate from 7.20% if the Maximum Coupon Rate is greater than 6.80% <u>provided, however that the result of the subtraction shall not in any case be less than zero.</u></p>

TIPS Pesos N-7 current wording	TIPS Pesos N-7 new wording
<p>Schedule 1 - Schedule of Definitions</p> <p>190. Structuring Fees Rate</p> <p>It is defined in function of the Maximum Coupon Rate as follows: (a) 0.5625% if the Maximum Coupon Rate is equal to or smaller than 4.90%; otherwise (b) the lower between (y) 0.3625% and (z) the multiplication of (i) the Structuring Constant by (ii) the result of subtracting the TIPS-Pesos A 2023 Final Coupon Rate from 5.30%, in both cases added with 0.20%, if the Maximum Coupon Rate is greater than 4.90%.</p>	<p>Schedule 1 - Schedule of Definitions</p> <p>190. Structuring Fees Rate</p> <p>It is defined in function of the Maximum Coupon Rate as follows: (a) 0.5625% if the Maximum Coupon Rate is equal to or smaller than 4.90%; otherwise (b) the lower between (y) 0.3625% and (z) the multiplication of (i) the Structuring Constant by (ii) the result of subtracting the TIPS-Pesos A 2023 Final Coupon Rate from 5.30%, in both cases added with 0.20%, if the Maximum Coupon Rate is greater than 4.90% <u>provided, however that the result of the subtraction shall not in any case be less than zero.</u></p>

b. Information Prospectus:

TIPS Pesos N-3 current wording	TIPS Pesos N-3 new wording
<p>Section 11 Schedule of Definitions</p> <p>201. Structuring Fees Rate</p> <p>It is defined in function of the Maximum Coupon Rate as follows: (a) 0.5625% if the Maximum Coupon Rate is equal to or smaller than 6.80%; otherwise (b) the lower between (a) 0.5625% and (b) the multiplication of (i) the Structuring Constant by (ii) the result of subtracting the TIPS-Pesos A Final Coupon Rate from 7.20% if the Maximum Coupon Rate is greater than 6.80%.</p>	<p>Section 11 Schedule of Definitions</p> <p>201. Structuring Fees Rate</p> <p>It is defined in function of the Maximum Coupon Rate as follows: (a) 0.5625% if the Maximum Coupon Rate is equal to or smaller than 6.80%; otherwise (b) the lower between (a) 0.5625% and (b) the multiplication of (i) the Structuring Constant by (ii) the result of subtracting the TIPS-Pesos A Final Coupon Rate from 7.20% if the Maximum Coupon Rate is greater than 6.80% <u>provided, however that the result of the subtraction shall not in any case be less than zero.</u></p>

TIPS Pesos N-4 current wording	TIPS Pesos N-4 new wording
<p>Section 11 Schedule of Definitions</p> <p>198. Structuring Fees Rate</p> <p>It is defined in function of the Maximum Coupon Rate as follows: (a) 0.5625% if the Maximum Coupon Rate is equal to or smaller than 6.80%; otherwise (b) the lower between (a) 0.5625% and (b) the multiplication of (i) the Structuring Constant by (ii) the result of subtracting the TIPS-Pesos A Final Coupon Rate from 7.20% if the Maximum Coupon Rate is greater than 6.80%.</p>	<p>Section 11 Schedule of Definitions</p> <p>198. Structuring Fees Rate</p> <p>It is defined in function of the Maximum Coupon Rate as follows: (a) 0.5625% if the Maximum Coupon Rate is equal to or smaller than 6.80%; otherwise (b) the lower between (a) 0.5625% and (b) the multiplication of (i) the Structuring Constant by (ii) the result of subtracting the TIPS-Pesos A Final Coupon Rate from 7.20% if the Maximum Coupon Rate is greater than 6.80% <u>provided, however that the result of the subtraction shall not in any case be less than zero.</u></p>

TIPS Pesos N-7 current wording	TIPS Pesos N-7 new wording
<p>Section 11 Schedule of Definitions</p> <p>198. Structuring Fees Rate</p> <p>It is defined in function of the Maximum Coupon Rate as follows: (a) 0.5625% if the Maximum Coupon Rate is equal to or smaller than 4.90%; otherwise (b) the lower between (y) 0.3625% and (z) the multiplication of (i) the Structuring Constant by (ii) the result of subtracting the TIPS-Pesos A</p>	<p>Section 11 Schedule of Definitions</p> <p>198. Structuring Fees Rate</p> <p>It is defined in function of the Maximum Coupon Rate as follows: (a) 0.5625% if the Maximum Coupon Rate is equal to or smaller than 4.90%; otherwise (b) the lower between (y) 0.3625% and (z) the multiplication of (i) the Structuring Constant by (ii) the result of subtracting the TIPS-Pesos A</p>

2023 Final Coupon Rate from 5.30%, in both cases added with 0.20%, if the Maximum Coupon Rate is greater than 4.90%.	2023 Final Coupon Rate from 5.30%, in both cases added with 0.20%, if the Maximum Coupon Rate is greater than 4.90% <u>provided, however that the result of the subtraction shall not in any case be less than zero.</u>
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The amendments made to the rules of the issues and to the information prospectus of the TIPS Pesos N-3, TIPS Pesos N-4, and TIPS Pesos N-7 issues are available on the Titularizadora Colombiana S.A.'s webpage at www.titularizadora.com including (i) adjusted rules and prospectus of the issues and (ii) addenda with the detailed amendments.

3. Legal grounds for the amendment

The grounds for the amendment procedure is based on the approval of July 31, 2013 issued by Helm Fiduciaria S.A. in its capacity as Bondholders' Legal Representative without resorting to the Bondholders Meeting as provided in Chapter 13 subsection 13.1 of the Rules of Issue of the TIPS Pesos N-3, TIPS Pesos N-4, and TIPS Pesos N-7 issues and in Section 6 subsection 6.5 of the information Prospectus of those issues.

Said subsections state that amendments to the rules and to the prospectus may be approved by the Bondholders' Legal Representative if the amendment to be made (i) is simply formal, or (ii) seeks the clarification, regulation or supplementing of procedural aspects, or (iii) [seeks] the clarification, regulation or supplementing of any topic not contemplated in the rules or prospectus but which, by its nature, affects or may affect the securitization process, provided the amendment in question does not imply (x) a change in the structure of the securitization process or the *Universalidades*, or (y) the alteration of the rights of the Bondholders, of the Parties or of those who may have enforceable rights against the *Universalidades* in connection with the securitization processes.

The amendment complies with the criteria stated above insofar as the proposed adjustment does not affect or alter the structure of the TIPS Pesos N-3, TIPS Pesos N-4, and TIPS Pesos N-7 issues nor does it affect the rights of TIPS bondholders according to the rules and prospectuses. In that regard, the amendment is formal and clarifies procedural aspects as set forth above.

We are available for any additional information that you may require.

Sincerely,

Oscar Eduardo Gomez Colmenares
Alternate Legal Representative