

TRANSLATION

Republic of Panama Superintendency of Banks

RESOLUTION SBP-0168-2014
(dated 23 December 2014)

THE SUPERINTENDENT OF BANKS
in use of his legal powers, and

CONSIDERING:

That **HELM BANK (PANAMÁ), S.A.** is a bank authorized to engage in the Banking Business in the Republic of Panama under an International License granted by the Superintendency by means of Resolution SBP 22-97 dated 17 October 1997 and is a wholly-owned subsidiary of **BANCO CORPBANCA COLOMBIA, S.A.**;

That **BANCO CORPBANCA COLOMBIA, S.A.** is a bank established according to the Laws of the Republic of Colombia and a subsidiary of **CORPBANCA COLOMBIA**;

That through their Resident Agents, **ITAÚ UNIBANCO HOLDING, S.A.**, **CORPBANCA**, **BANCO ITAÚ CHILE** and **HELM BANK (PANAMÁ), S.A.** jointly requested the Superintendency authorize them to change the indirect control of **HELM BANK (PANAMÁ), S.A.** due to the merger abroad by and between **CORPBANCA** and **BANCO ITAÚ CHILE**;

That the result of the merger abroad by and between **CORPBANCA** and **BANCO ITAÚ CHILE** is the change of indirect control of **HELM BANK (PANAMÁ), S.A.** in the Republic of Panama;

That the request submitted to the Superintendency by **ITAÚ UNIBANCO HOLDING, S.A.**, **CORPBANCA**, **BANCO ITAÚ CHILE** and **HELM BANK (PANAMÁ), S.A.** was analyzed pursuant to the criteria in Rule 1-2004 for the acquisition and transfer of shares and the merger by and between Banks and/or Economic Groups;

That after the relevant analysis, the aforementioned request raises no objections, and;

That pursuant to the provisions of Subparagraph 6, Paragraph I of Article 16 of the Banking Law, the Superintendent is the approving authority for the above request.

RESOLVES:

FIRST: To recognize the effects, for all matters, of the merger abroad by and between **CORPBANCA** and **BANCO ITAÚ CHILE**, which resulted in the change of indirect control of **HELM BANK (PANAMÁ), S.A.** in the Republic of Panama.

SECOND: The recognition hereby granted is without prejudice to the requirement to comply with the current legal and regulatory frameworks established by the Republic of Colombia and the Republic of Chile.

LEGAL GROUNDS: Article 16, Paragraph I, Subparagraph 6 of the Banking Law and Rule 1-2004.

Given in the city of Panama on the twenty-third (23rd) day of December, two thousand fourteen (2014).

FOR COMMUNICATION, PUBLICATION AND ENFORCEMENT,

THE SUPERINTENDENT OF BANKS,

Alberto Diamond R.

/mec