

BANCOLOMBIA SA  
Form SC 13G/A  
February 21, 2018

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington D.C. 20549

SCHEDULE 13GA

Under the Securities Exchange Act 1934  
(Amendment No.2)

BANCOLOMBIA SA  
-----

(Name of Issuer)

ADR  
-----

(Title of Class of Securities)

05968L102  
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(CUSIP Number)

Calendar Year of 2017  
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(Date of Event Which Requires Filing of this Statement)

CHECK THE APPROPRIATE BOX TO DESIGNATE THE RULE PURSUANT  
TO WHICH THIS SCHEDULE IS FILED:

RULE 13D-1(b)

RULE 13D-1(c)

-----  
1. Names of Reporting Persons  
I.R.S. Identification No. of above person

NORTHERN CROSS LLC

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I.R.S. Identification No.: 20-0180752

- 
2. Check the Appropriate Box if a Member of a Group  
(a)   
(b)

- 
3. SEC Use Only

- 
4. Citizenship or Place of Organization

Massachusetts

- 
5. Sole Voting Power  
NUMBER OF  
SHARES 634229  
BENEFICIALLY  
OWNED BY 6. Shared Voting Power  
EACH  
REPORTING 12632194  
PERSON  
WITH 7. Sole Dispositive Power  
13266423  
8. Shared Dispositive Power  
0

- 
9. Aggregate Amount Beneficially Owned by Each  
Reporting Person

13266423

10. Check if the aggregate Amount in Row (9)  
Excludes Certain Shares

- 
11. Percent of Class Represented by Amount in Row (9)

5.52%

- 
12. Type of Reporting Person

IA

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Item 1(a). NAME OF ISSUER

BANCOLOMBIA SA

Item 1(b). ADDRESS OF PRINCIPAL OFFICES

AVENIDA LOS INDUSTRIALES  
CARRERA 48# 26-85  
MEDELLIN, COLOMBIA 00000

Item 2(a). NAME OF PERSON FILING

Northern Cross LLC

Item 2(b). ADDRESS OF PRINCIPAL OFFICES

125 Summer Street, 14th Floor, Boston, MA 02110

Item 2(c). Citizenship

MASSACHUSETTS

Item 2(d). TITLE OF CLASS OF SECURITIES

ADR

Item 2(e). CUSIP NUMBER

05968L102

Item 3. IF THIS STATEMENT IS BEING FILED PURSUANT TO  
RULE 13d-1(b), or 13d-2(b) OR (c), CHECK WHETHER THE  
PERSON FILING IS A:

- (a)  Broker or dealer registered under Section 15  
of the Act (15 U.S.C 780);
- (b)  Bank as defined in Section 3(a)(6) of the  
Act (15 U.S.C 78c);
- (c)  insurance company as defined in Section  
3(a)(19) of the Act (15 U.S.C 78c);
- (d)  Investment company registered under Section 8  
of the Investment Company Act of 1940 (15 U.S.C.  
80a-8);
- (e)  An investment adviser in accordance with  
section 240.13d-1(b)(I)(ii)(E)
- (f)  An employee benefit plan or endowment fund in

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- accordance with 13d-1(b) (1) (ii) (F);  
(g)  A parent holding company or control person in accordance with 13d-1(b) (1) (ii) (G);  
(h)  A savings association as defined in in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C 1813);  
(i)  A church plan that is excluded from the definition of an investment company under Section 3(c) (14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);  
(j)  Group, in accordance with 13d-1(b) (1) (ii) (J)

If this statement is filed pursuant to 13d-1(c), check this box.

Item 4. OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned: 13266423  
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(b) Percent of class: 5.52%  
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(c) Number of Shares as to which person has:

(i) Sole power to vote: 634229

(ii) Shared power to vote or to direct the vote: 12632194

(iii) Sole power to dispose or to direct the disposition of: 13266423  
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(iv) Shared power to dispose or to direct the disposition of: 0

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following

Not Applicable

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Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

HARBOR INTERNATIONAL FUND

Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH AQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not Applicable

Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF A GROUP.

Not Applicable

Item 9. NOTICE OF DISSOLUTION OF GROUP

Not Applicable

Item 10. CERTIFICATION

By signing below I certify that, to the best of my knowledge and belief, the securities referred above were not acquired or held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 13, 2018 Northern Cross LLC

By: /s/ Lucy Goreham

-----  
Lucy Goreham, Chief Compliance Officer

>(Check Applicable Line)

Form filed by One Reporting Person

Form filed by More than One Reporting Person

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V Amount (D) Price  |   |  |                                   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. De |
|--|---|--------------------------------------|--|--------------------------------|--|--|---|-------|
|--|---|--------------------------------------|--|--------------------------------|--|--|---|-------|

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| Security                   |         |            | Disposed of |       | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares |
|----------------------------|---------|------------|-------------|-------|------------------|-----------------|--------------|----------------------------|
|                            |         |            | (D)         | (A)   |                  |                 |              |                            |
| Option to buy common stock | \$ 8.75 | 02/17/2016 | A           | 9,600 | (1)              | 02/17/2024      | Common Stock | 9,600                      |

## Reporting Owners

| Reporting Owner Name / Address                   | Relationships |           |                                |       |
|--|---------------|-----------|--------------------------------|-------|
|  | Director      | 10% Owner | Officer                        | Other |
| North BJ<br>35 S. LINDAN AVE<br>QUINCY, CA 95971 |               |           | EVP and Manager Retail Banking |       |

## Signatures

/s/ BJ North                      02/18/2016  
 \*\*Signature of                      Date  
 Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Stock options will vest in four equal annual installments beginning on February 17, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.