

CORPORACION FINANCIERA NACIONAL Y SURAMERICANA S A /FI
Form CB
August 05, 2005

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

Form CB

TENDER OFFER/RIGHTS OFFERING NOTIFICATION FORM

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to file this Form:

Securities Act Rule 801 (Rights Offering)	☐
Securities Act Rule 802 (Exchange Offer)	☒
Exchange Act Rule 13e-4(h) (8) (Issuer Tender Offer)	☐
Exchange Act Rule 14d-1(c) (Third Party Tender Offer)	☒
Exchange Act Rule 14e-2(d) (Subject Company Response)	☐
Filed or submitted in paper if permitted by Regulation S-T Rule 101(b) (8)	☐

Conavi Banco Comercial
y de Ahorros S.A.

Corporacion Financiera Nacional y
Suramericana S.A.

(Names of Subject Companies)

Conavi Commercial
and Savings Bank

National and South American
Financing Corporation

(Translation of Subject Companies' Names into English (if applicable))

Republic of Colombia

(Jurisdiction of Subject Companies Incorporation or Organization)

Bancolombia S.A.

(Names of Person Furnishing Form)

Common Shares

Common Shares

(Title of Class of Subject Securities)

N/A

(CUSIP Number of Class of Securities (if applicable))

Rodrigo Uribe
Conavi Banco Comerical
y de Ahorros S.A.
CR 43A #1 A Sur 143
Medellin, Republic of Colombia
(574) 266-0800

Margarita Maria Mesa Mesa
Corporacion Financiera Nacional y
Suramericana S.A.
Carrera 43A #3-101, Piso 1
Medellin, Republic of Colombia
(574) 319-6200

(Names, Addresses (including zip code) Telephone Numbers (including area code) of Person(s) Authorized to Receive Notices and Communications on Behalf of Subject Companies)

August 1, 2005

(Date Tender Offer/Rights Offering Commenced)

PART I -- INFORMATION SENT TO SECURITY HOLDERS

Item 1. Home Jurisdiction Documents

- (a) The following document is attached as Exhibit A to this Form CB: English translation of the Instructivo Proceso de Intercambio de Acciones relating to the Bancolombia S.A., Conavi Banco Comercial y de Ahorros S.A. and Corporacion Financiera Nacional y Suramericana S.A. merger.

Item 2. Informational Legends

A legend complying with Rule 802(b) under the Securities Act of 1933, as amended, is included in the Instructivo Proceso de Intercambio de Acciones attached to this Form CB.

PART II -- INFORMATION NOT REQUIRED TO BE SENT TO SECURITY HOLDERS

Not applicable.

PART III -- CONSENT TO SERVICE OF PROCESS

Bancolombia S.A. is filing with the Commission a written irrevocable consent and power of attorney on Form F-X concurrently with the furnishing of this Form CB.

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PART IV -- SIGNATURES

After due 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.

BANCOLOMBIA S.A.

By: /s/ Jaime Alberto Velasquez Botero

Name: Jaime Alberto Velasquez Botero
Title: Vice President of Finance
(Chief Financial Officer)

Date: August 5, 2005

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