

BANCOLOMBIA SA  
Form 6-K  
May 29, 2012

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington D.C. 20549**

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 OF  
THE SECURITIES EXCHANGE ACT OF 1934**

For the month of May, 2012.

Commission File Number 001-32535

**Bancolombia S.A.**

(Translation of registrant's name into English)

Cra. 48 # 26-85  
Medellín, Colombia  
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F

Form 40-F

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Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(2):\_\_\_

Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):  
82-\_\_\_\_\_.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**BANCOLOMBIA S.A.**  
(Registrant)

Date: May 28, 2012

By: /s/ JAIME ALBERTO VELÁSQUEZ B.

Name: Jaime Alberto Velásquez B.

Title: Vice President of Strategy and Finance

**BANCOLOMBIA S.A. ANNOUNCES AUTHORIZATION OF THE ISSUANCE OF A PROGRAM OF ORDINARY NOTES AND SUBORDINATED NOTES**

Medellín, Colombia, May 28, 2012

Today, the Board of Directors of Bancolombia S.A. (“Bancolombia”) approved the issuance of up to COP 3,000,000,000,000.00 (approximately USD 1.6 billion) in aggregate principal amount of Ordinary Notes and Subordinated Notes denominated in Colombian Pesos (COP), and authorized its legal representatives to commence with obtaining all necessary approvals for the program..

The Ordinary Notes and Subordinated Notes may be offered in Colombia in one or more issuances up to the aggregate principal amount according to the “Terms of the Ordinary Notes and Subordinated Notes”.

Banca de Inversión Bancolombia S.A. Corporación Financiera will act as structuring agent and lead manager for all the issuances, and will act jointly with the other entities designated by the Bank as book-running managers. Alianza Fiduciaria S.A. will act as the representative for the holders of the notes.

The timing and amounts of future issuances of notes will depend on market conditions, Bancolombia’s funding needs and the management of its balance sheet.

Exchange Rate May 28, 2012 COP 1,840.69= USD 1

Contacts

|                     |                         |                      |                        |
|---------------------|-------------------------|----------------------|------------------------|
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