POLICY ON APPOINTMENT AND REMUNERATION OF THE BOARD OF DIRECTORS

This document aims to establish the general guidelines and procedures to be considered in the composition and remuneration of the Board of Directors of Banco AV Villas (hereinafter "AV Villas" or "the Bank"), in such a way as to ensure decision-making through the proper selection of candidates, in the event of permanent, scheduled, or unexpected absences of any of the directors, establishing the parameters for the succession of the Board of Directors.

Applicable Criteria for the Composition of the Bank's Board of Directors:

In addition to legal requirements, and in order to ensure that the Bank's Board of Directors has ethical, knowledge-based, and competency-based components that allow for a balanced and diverse composition, the following criteria shall be considered by the Bank's shareholders for the nomination, election, re-election, or replacement of members of the Board of Directors of AV Villas:

- Possess professional education, competencies, knowledge, and experience related to the financial or securities sector and the activities and businesses carried out by the Bank and its subsidiaries. Especially, they should be able to guide relevant decision-making regarding the Bank's strategies, businesses, and products, as well as its relationships with investors, shareholders, clients, regulatory and supervisory entities, evaluating the financial and risk information presented to them.
- Enjoy recognition, reputation, honesty, integrity, leadership, prestige, managerial capacity, and teamwork skills.
- Have the availability of time and dedication necessary to fulfill the responsibilities required by their position and the Bank's strategic objectives.
- In the case of candidates for independent members of the Board, legal parameters on the matter shall be considered, as well as the absence of situations generating actual or potential conflicts of interest, such as: i) holding economic interests and operations with parties related to Banco AV Villas, ii) having personal or professional relationships with the majority shareholders of Banco AV Villas or with the parent company or its subsidiaries, including family relationships by blood, marriage, or civil kinship; iii) holding current and/or previous jobs related to Banco AV Villas; iv) having personal or professional relationships with external interested parties, such as suppliers, consultancies, or other companies that may provide any service to Banco AV Villas; and v) being

a shareholder, partner, or manager of a legal entity in conflict with Banco AV Villas; among others.

Procedure for Submission and Evaluation of Proposals and Candidates:

Shareholders who, based on their shareholding and in application of the electoral quotient system, wish to be part of or propose lists for the election of the Board of Directors, may, prior to the respective Meeting, nominate the name of one or more candidates through a written proposal to be filed with the Bank's General Secretariat, together with the résumé(s) of the respective candidate(s) and the additional documentation necessary to support compliance with the criteria required for their nomination.

The aforementioned proposal must be accompanied by a written communication from each candidate, in which they express their acceptance to be included in the corresponding list. In the case of lists of independent members, it must also be accompanied by a written communication from each candidate stating that they meet the independence requirements provided for in the applicable regulations.

The Chairperson of the Board of Directors, with the assistance of the President of the Bank and the Secretary of the Board of Directors, shall evaluate the proposals received within five calendar days following the respective call to the Shareholders' Meeting. In this evaluation, they shall verify the absence of legal incompatibilities and disqualifications and the suitability of the candidates to the needs of the Board of Directors through validation of the applicable professional and personal criteria.

The résumés of proposed candidates who meet the applicable election criteria shall be disclosed prior to the respective Meeting through the Bank's website, provided they have been received within the established deadline for such proposals.

If any of the proposed candidates for the Board of Directors does not meet the requirements established by law or in this policy, such situation shall be brought to the attention of the respective shareholder.

The procedure established in this policy is intended to centralize and coordinate, prior to the meetings of the General Shareholders' Meeting, the process of forming the Board of Directors. Notwithstanding the foregoing, it does not preclude the nomination and election of Board members at the respective Shareholders' Meeting dealing with such election, in accordance with the rights conferred by the Bank's ordinary shares.

Remuneration of the Board of Directors:

It is the responsibility of the General Shareholders' Meeting to set the amount of the fixed fees to be paid to directors as remuneration for their attendance at Board meetings or those of its Support Committees.

The amount of the fixed fees approved by the Meeting, applied to the total number of Board or Support Committee meetings attended by each member, shall constitute the maximum cost of the Board of Directors and the sole compensatory component approved for said body.