



INTERNAL REGULATIONS OF THE CORPORATE GOVERNANCE COMMITTEE OF BANCO COMERCIAL AV VILLAS S.A.

1.PURPOSE.

The purpose of the Committee is to assist the Board of Directors of Banco Comercial AV Villas S.A. (hereinafter "Bank") in its functions of proposal and supervision of the Corporate Governance measures adopted.

It will also support the Board of Directors in the exercise of its decision-making or advisory functions, associated with appointments and remuneration of the members of Senior Management, following the guidelines established in the Bylaws, the Code of Good Governance or other documents of the Bank containing guidelines on the matter. For this purpose, Senior Management means the President and the Vice Presidents.

Likewise, it shall propose to the Board of Directors the modifications to the Appointment and Remuneration Policy of its members, so that they may be analyzed by the Board of Directors and, if found appropriate, submitted to the General Shareholders' Meeting for approval.

All of the above in accordance with the provisions of the law, the bylaws and the Code of Good Governance, in order to achieve greater transparency and control in the exercise of the functions of the Board of Directors.

2.COMPOSITION AND ELECTION

The Committee shall consist of four (4) members of the Board of Directors; at least one of them must be an independent director. It shall be chaired by one of the independent members, who shall be elected by the Committee itself.

The election of the members of the Committee shall be the responsibility of the Board of Directors, and their appointment shall consider that the nominees have knowledge and experience in matters related to their assigned functions, including strategy, human resources (recruitment and selection, hiring, training, personnel administration or management), salary policy, and related matters, with a sufficient level to understand the scope and complexity that these matters present in the Bank.

3.TERM

The election of the members of the Committee shall be for terms of one (1) year, so as to coincide with the statutory term of the members of the Board of Directors. Members may be re-elected successively.

4.PERIODICITY OF REGULAR MEETINGS

The Committee shall ordinarily meet twice a year, upon convocation by its Chairman, which may be made through the Secretary of the Committee with sufficient notice.

The constitution of the Committee without prior notice shall be valid if all its members are present and unanimously agree to hold the meeting.

5.EXTRAORDINARY MEETINGS

The Committee may meet at any time, extraordinarily, at the discretion of the Chairman of the Committee, any of its members, or the President of AV Villas, or whoever is acting in his or her stead.

6.QUORUM

Both the deliberating and deciding quorum of the Committee shall be formed with the presence and vote of three (3) of its members.

7.COMMITTEE ATTENDEES:

The meetings of the Committee shall be attended by the President of the Bank or whoever is acting in his or her stead and different officers of the Bank whose presence is deemed convenient, in order for them to provide the necessary and relevant information regarding matters within their competence and so that the Committee may provide the appropriate support to the Board of Directors.

8.MINUTES

The Secretary General of the Bank shall act as Secretary of the Committee, or in his absence the person designated by the Committee itself, who shall be responsible for preparing the minutes of each meeting, as well as for their custody and preservation once they have been reviewed and approved by its members. The minutes duly signed by the Chairman and the Secretary of the Committee shall be sufficient proof of what took place at the respective meeting.

The supporting documents of the proposals, evaluations, reports, follow-ups and any other activity carried out by this body, in the ordinary or extraordinary meetings held in the performance of its advisory and support functions, shall form an integral part of the minutes, and may be handled as annexes thereto.

9.FUNCTIONS.

The Corporate Governance Committee shall have the following functions:



- 1)To ensure that shareholders and the market have access to complete, truthful and timely information of the Bank that must be disclosed.
- 2)Review and evaluate the manner in which the Board of Directors complied with its duties during the period.
- 3)Supervise compliance with the requirements and procedures for the election of the members of the Board of Directors (competencies, disqualifications, limitations, among others).
- 4)Coordinate the induction process for new members of the Board of Directors and promote their training and updating on topics related to the competencies of the Board of Directors.
- 5)To review that the Bank's Corporate Governance practices, business and administrative conduct and behavior are in accordance with the provisions of the Code of Good Governance and other internal and regulatory rules.
- 6)To study the proposed amendments to the Bylaws and other corporate governance documents related to the Bank's good governance, as well as to submit the amendments, updates and repeals of their provisions.
- 7)Periodically follow up on the negotiations made by members of the Board of Directors and Administrators with shares issued by the Bank or its subsidiaries.
- 8)To attend within ten (10) common days following their presentation, the claims of shareholders and investors who consider that the Bank does not apply the adopted corporate governance policies.
- 9)To take cognizance of actions related to conducts of the members of the Bank's Board of Directors that may be contrary to the provisions of the Bylaws, the Rules of the Board of Directors and other internal regulations, which shall be reported to the Board of Directors when, in the opinion of the Committee, it is necessary.
- 10)When required, to report to the General Shareholders' Meeting on its actions, and to attend to questions raised by the shareholders on matters within its competence.
- 11)Verify compliance with the annual self-evaluation of the Board of Directors (competencies, knowledge and experience of the members of the Bank's Board of Directors).
- 12)Propose and review the criteria to be followed for the composition of the Board of Directors and the evaluation of the suitability of Board member candidates proposed by the shareholders.

13) To report, when appropriate, on the independent qualification of the candidates to the Board of Directors, to be proposed to the General Shareholders' Meeting by the Board of Directors or directly by the shareholders.

14) In cases of reelection or ratification of members of the Board of Directors, to formulate a proposal containing an evaluation of the work performed by the proposed member, and the effective dedication to the position during the last period.

15) If it has substantiated knowledge thereof, to inform the Board of Directors of those cases of members that may negatively affect the operation of the Board of Directors or the reputation of the Bank and, in particular, when they are involved in any of the cases of incompatibility, disqualification or legal prohibition.

16) Propose to the Board of Directors, the succession policy for the members of the Board of Directors and Senior Management and other key executives, in accordance with the provisions of the first paragraph of these regulations related to the Purpose of the Committee.

17) At the request of the Board of Directors, to support it in its function of appointing, removing and deciding on the resignation of the President of the Bank, without prejudice to the guidelines given by the parent company of the financial conglomerate to which the Bank belongs.

18) Propose, if so required, the objective criteria by which the Bank hires and remunerates its key executives, in accordance with the criteria given by the parent company of the financial conglomerate to which the Bank belongs.

19) Propose to the Board of Directors the remuneration policy for the members of the Board of Directors - to be approved by the General Assembly - and when required, support the Board in its role regarding the remuneration policy for Senior Management in accordance with the criteria provided by the parent company of the financial conglomerate to which the Bank belongs. All of the foregoing in accordance with what is expressed in the first paragraph of this regulation related to the Purpose of the Committee.

20) If contemplated in the remuneration policy of the members of the Board of Directors, to propose to the Board the individual amount of the remuneration of its members, including the Chairman of the Board of Directors and the Executive Members, if any, for the performance of duties other than those of a member of the Board of Directors and other conditions of their employment contracts.

21) Supervise the observance of the remuneration policy of the members of the Board of Directors and Senior Management, receiving the corresponding reports from the areas of the Bank in charge of its execution.

22) Review, when requested by the Board of Directors, the remuneration policies of the members of the Board of Directors and Senior Management and make the pertinent



recommendations to the Board of Directors, according to the Bank's recommendations to the Board of Directors, in accordance with the provisions set forth in the first paragraph of these regulations related to the purpose of the Committee.

23) To pronounce annually, within the Corporate Governance Report, on the Remuneration Policy of the members of the Board of Directors and the Remuneration Policy of Senior Management.

24) Support the annual evaluation of the Board of Directors, review the results of the process, and make suggestions for its better functioning, as the case may be.

25) Be familiar with the Bank's Human Resources policy and make the pertinent recommendations.

26) When required, to know about the performance evaluations of the Bank's Senior Management and make the recommendations it deems appropriate.

27) To review the management of the compliance function.

28) Submit to the President and the Board of Directors of the Bank, at least twice a year, a report on its management. It shall also be acquainted with the Corporate Governance Report prepared annually by the Bank in accordance with the recommendations of the Code of Best Corporate Practices of the Country Code.

PARAGRAPH: For the correct and timely exercise of its functions, the members of the Committee may obtain the support, on an occasional or permanent basis, of members of Senior Management and/or external experts.

10. APPROVAL AND MODIFICATION OF THE REGULATIONS.

The Bank's Board of Directors shall have the exclusive power to approve and amend these Rules and Regulations at the initiative of this body or any of its members, for which purpose the matter shall be discussed at a meeting of the Board itself.

11. INTERPRETATION OF THE REGULATIONS.

These Rules and Regulations are complementary and supplementary to the provisions of the Bylaws, legal provisions and the rules of the Bank's Code of Good Governance. It is the responsibility of the Bank's Board of Directors to resolve any doubts or divergences that may arise in the application or interpretation of these Rules, in accordance with the principles and recommendations adopted within the Bank in matters of corporate governance.

12. ACCEPTANCE OF THESE REGULATIONS.

The condition of member of the Committee implies the express acceptance of these Rules.



BANCO COMERCIAL AV VILLAS S.A.

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COMMERCIAL AV VILLAS S.A.*

Approved by Minutes of the Board of Directors No. 1062 dated December 13, 2021.

Modified by means of Board of Directors Act No. 1071 dated April 25, 2022. (Integration with the Regulatory Compliance Committee).

Modified by Board of Directors Meeting No. 1108 dated December 11, 2023. (Incorporates the functions and other aspects of appointments and remunerations).

Amended Board of Directors No. 1145 dated July 14, 2025. (The name of the committee is changed; the purpose is modified and functions are adjusted).

Amended by Board of Directors Resolution No. 1165 dated May 25, 2026 (Amending the composition of the committee, as well as the deliberating and deciding quorum)