

RULES FOR THE NOMINATIONS AND RETRIBUTIONS COMMITTEE

GRUPO DE INVERSIONES SURAMERICANA S.A.

PREFACE

The Nominations and Retributions Committee is a body that supports the activities of the Board of Directors. It has responsibilities for advising on issues of nominations and remunerations of the members of the Board of Directors and Top Management. In addition, the committee focuses on the strategic management of human talent in terms of compensation and development. These approaches are approved by the Board of Directors and are strictly associated with the performance of the individuals and the Corporation.

The Nominations and Retributions Committee does not substitute the Board of Directors' and Managements' responsibility for the strategic direction of human talent and its remuneration. In this respect, the committee's responsibility is limited to providing support for the Board of Directors.

These Rules are intended to define the scope of the Nominations and Retributions Committee actions with respect to the Administration for adopting the best practices and policies for managing and retaining human talent, compensation and succession plans, including the members of the Board of Directors, so the Corporation can continue to properly pursue its corporate objective and achieve its objectives within the statutory and legal frameworks that govern its activities.

CHAPTER I

About the Nominations and Retributions Committee

Article 1° Makeup and Remuneration. The Nominations and Remunerations Committee consists of three (3) members of the Board of Directors. They will select a Chairman. The corporate CEO will attend as a guest, and the Secretary of the Corporation will act as secretary for the committee.

Committee members will be appointed by the Board of Directors for a period of two years and their remuneration shall be the equivalent to the remuneration they receive as members of the Board of Directors for each meeting attended.

Article 2° Meetings. The committee shall meet at least two (2) times a year or as required, at the corporation's main place of business or the place indicated in the invitation. The committee may hold virtual meetings or make decisions through virtual media, according to applicable regulations.

Two members shall constitute a quorum for discussion. Decisions shall be made by a simple majority. In the event of a tie, the issue will be brought to the Board of Directors for consideration.

Article 3° Minutes. The decisions of the committee shall be recorded in Minutes, consecutively numbered, and will be signed by the attending members, the Corporate CEO and the Secretary.

The documents used by the committee as support for its decisions will be an integral part of the Minutes and shall be held as attachments thereto.

CHAPTER II

Responsibilities of the Nominations and Retributions Committee

Article 4°. The Nominations and Retributions Committee shall have the following responsibilities:

1. Report to the General Shareholders Assembly on its activities, and answer the shareholders' questions about matters in their purview.
2. Perform regular evaluations of the competencies, knowledge and experience of the members of the Company's Board of Directors.
3. Propose and review the criteria to be followed for the composition of the Board of

- Directors and to evaluate the competency of the candidates to the Board of Directors nominated by the shareholders.
4. Report, as appropriate, the independent qualifications of the candidates to the Board of Directors, to be submitted to the General Shareholders Assembly by the Board of Directors or by the shareholders themselves.
 5. Ensure that the requirements and procedures for the election of members of the Board of the Corporation and other subordinated companies in the case of Conglomerates are met and followed (competencies, inabilities, limitations, etc.).
 6. In cases of reelection or ratification of members of the Board of Directors, prepare a proposal that shall contain an evaluation of the performance of the proposed member, and the actual time dedicated to the job during the latest period.
 7. Report to the Board of Directors cases with members that might have a negative impact on the operation of the Board of Directors or the Company's reputation, especially when they are subject to alleged incompatibilities, inabilities or legal prohibitions.
 10. Propose to the Board of Directors a policy for the succession of the members of the Board of Directors, Top Management and other key executives.
 11. Evaluate candidates and propose the appointment and removal of the corporate CEO and key executives.
 12. Submit a prior report on the proposed candidates for Secretary of the Board of Directors.
 13. Propose the objective criteria according to which the corporation hires and remunerates its key executives.
 14. Propose actions aimed at ensuring the availability, attraction and retention of critical talent, and the succession plan.
 15. Help the Chairman of the Board of Directors carry out the annual individual review of the Board, review the results of the process, and make suggestions to improve the operation of the Board of Directors.

16. Carry out a formal performance review of the top management, including the CEO of the corporation, taking into consideration their integrity, vision, leadership, goals achieved, succession plan, relations with stakeholders and with their direct reports, through occasional interactions with them.
17. Propose the company's Human Resources policy.
18. About the remuneration policy:
 - 16.1 Propose to the Board of Directors the policy for the remuneration of the members of the Board of Directors—which must be approved by the General Assembly—and the policy for the remuneration of Top Management.
 - 16.2 Propose to the Board of Directors, within the framework of the remuneration policy approved by the General Assembly, the individual amounts of retributions for the members of the Board of Directors, including the Chairman of the Board, ensuring that it is followed with full transparency and disclosure.
 - 16.3 Regularly review the remuneration programs for the members of the Board of Directors and Top Management, and make the appropriate recommendations to the Board of Directors.
 - 16.4 Prepare the annual report on the policy remuneration of the members of the Board of Directors and Top Management.