

BOARD OF DIRECTORS AND COMMITTEES PERFORMANCE ASSESSMENT PROCESS

OBJECTIVE

To evaluate the effectiveness of the work of the Board of Directors, and of its Committees, as well as a registered body, and individually considered members.

SCOPE

This process applies to the Board of Directors and the SURA Group Committees.

CONTENT

This process describes internal and external assessment modalities, which measure management of the Board and each Director.

1. Internal Assessment

The Chairman of the Board of Directors shall lead the self-assessment of this organ that will be conducted on an annual basis, by means of the survey modality to each of the Directors, which the following aspects shall be considered :

- Follow up to the main aspects of the Company.
- Assessment of your tasks and contribution to define Company strategies and projections.
- Retaining your actions to corporate principles.
- Compliance with the Code of Good Government.
- Participation in scheduled training spaces.
- Knowledge about the Company.
- Attendance at meetings, and active participation in decision making.
- Relevance of the Committees, the topics it analyzes and its constituents.

This survey proposed by the Chairman of the Board of Directors will be reviewed by the Corporate Governance Committee in its first session in January, where it will raise its recommendations, and by the intermediate Secretary General the self-assessment will be presented to the Directors at the January or February meeting for diligence.

Once answered, the Directors must make it to the Secretary General within 10 business days of the session they were given.

When the self-assessments are received, the Chairman of the Board, supported by the Corporate Governance Committee, will review its results and formulate suggestions for the best functioning of the Board of Directors.

The report therein and the recommendations noted will be submitted to the Board of Directors in the April session. The President will be responsible for expressing the positive aspects and implementation of those that the Board should improve. This practice comes to the attention of achieving objectives, not only immediate for the current composition of the Board, but also for the Directors, in the sense of:

- Identifying the tentative composition of functional profiles (associated with aspects such as knowledge and professional experience) that are required in the Board of Directors.
- Identify personal profiles (linked to trajectory, recognition, prestige, availability, leadership, group dynamics, etc.) more convenient to the Board of Directors.
- Assess the time and dedication required to properly perform their duties.

The internal assessment report will be posted on the Company's website and will be part of the annual Corporate Governance report, submitted to the General Assembly of Shareholders and other stakeholders.

2. External Assessment

On a two-year basis, the Chairman of the Board of Directors and the Corporate Governance Committee, by the General Secretary, will undertake the search for an external firm, which is not immersed in conflicts of interest, and that its journey, field experience and knowledge of the Corporate Governance standards are ideal for the function of evaluating the Board of Directors.

The signature, once chosen will be proposed to the Chairman of the Board the evaluation methodology who will discuss if appropriate.

The officials of such firm may address the Directors through interviews that have previously scheduled and will be accredited to advance the documentary review that allows them to enrich their assessment. The Secretariat General will be aware of such work and will have the information and contact resources provided by the supplier.

Within the terms of the contract, the external signature will present a detailed report, containing the findings, advances and recommendations, which will be first disclosed to the Chairman of the Board and the General Secretary. It will then be taken to a Board of Directors session where an action plan will be implemented to abide by the recommendations of the external signature.

The Executive Summary of the External Assessment Report will be posted on the Company's website and will be part of the annual Corporate Governance report submitted to the General Assembly of Shareholders and other stakeholders.

Governance and Decision Instances

The approval and modifications to this Process shall be implemented and approved by the Company's Board of Directors.