

# Criteria for the selection of Members of the Board of Directors

#### Selection criteria for Directors: Code of Good Governance

- The Directors may not be older than 72 years, shall have experience in participation in boards of directors and provide a professional specialty that is relevant to the
  activity carried out by the company.
- At the time of joining the Board of Directors, efforts will be made to ensure the presence of Independent Directors with experience in corporate finance and/or internal control, who shall be appointed to the Audit Committee.
- Efforts shall be made to ensure that in the Board of Directors there is an adequate diversity of skills, professional experience, industries, gender, age, nationality, race and diversity of thoughts, with the necessary representativeness to understand and attend to the various businesses of the business group.
- All Directors shall have basic skills that allow them to exercise an adequate performance of their functions. Among these are analytical and managerial skills, a strategic
  vision of the business, objectivity and ability to present their point of view, and ability to evaluate senior management dashboards. Additionally, they will have the ability to
  understand and be able to question financial information and business proposals and to work in an international environment.
- In addition to the core competencies, each Board member shall have other specific abilities, which allow them to contribute in one or more dimensions, due to their special knowledge of the industry, financial and risk aspects, legal, environmental, social, commercial issues and crisis management.

### Selection criteria: Appointment, Remuneration and Succession Policy

- It is convenient that there are candidates who demonstrate experience in environmental, social and corporate governance issues.
- All candidates shall demonstrate experience in participation in boards of directors and in a professional specialty that is relevant to the activity carried out by the company, defined from time to time by the Appointments and Remuneration Committee (today a function of the Sustainability and Corporate Governance Committee).
- · All candidates shall prove that they have basic skills that allow them to exercise an adequate performance of their functions.

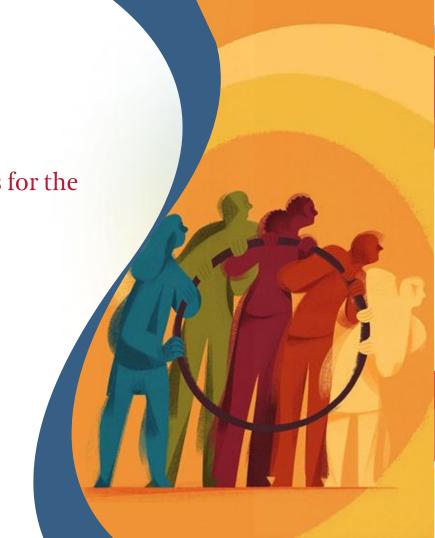
#### **Dedication: Code of Good Governance**

• The Directors must annually attend at least 80% of the meetings to which they are summoned.



Proposal of Personal and Functional Profiles for the composition of the Board of Directors **Executive Summary** 

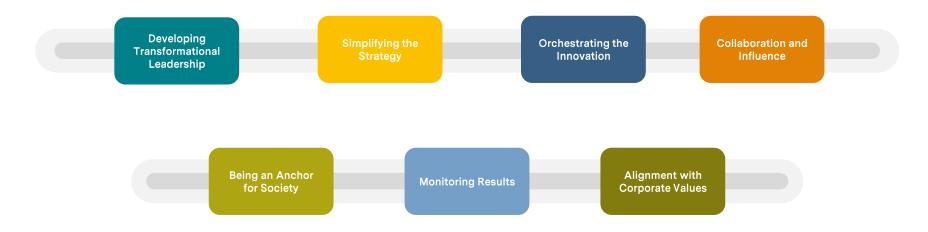
November, 2025



# The approach to Board members is based on a holistic perspective that includes competencies, leadership, experience, personal qualities, and values.

## **Personal Profiles** Leadership Competencies for Directors

Beyond the specific experience that each Director brings, they shall have developed certain leadership competencies required for organizations undergoing transitions. While some Directors may be more developed in certain areas than others, the Board as a team must achieve a well-balanced combination of all these competencies.



An effective Board of Directors is one that achieves a good dynamic that enables value creation, where the collective contribution exceeds the sum of individual efforts, and that is able to articulate in an appropriate and cohesive manner as a collegiate body.

# The approach to Board members is based on a holistic perspective that includes competencies, leadership, experience, personal qualities, and values.

**Functional Profiles** | **Archetypes** and **Experience** for the composition of the Board

**Specific** 

experience

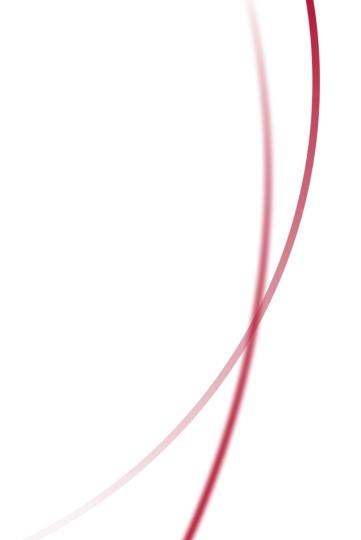
archetypes

An appropriate combination of archetypes and experience will bring diversity of thought and knowledge to the group.



4 archetypes with different types of experience

All candidates shall have prior experience on Boards of Directors.



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