

## INTERNAL RULES OF PROCEDURE OF THE RISK COMMITTEE OF THE BOARD OF DIRECTORS - BANCO POPULAR S.A.

**ARTICLE 1. LEGAL ASPECTS.** - These Rules of Procedure are issued and adopted by the Board of Directors of Banco Popular S.A., to comply with the provisions governing the composition and operation of the Risk Committee of the Bank's Board of Directors pursuant to the instructions issued by the Financial Superintendence on the Integrated Risk Management System (IRMS), as well as the recommendations of the Code of Best Corporate Practices (Country Code).

**ARTICLE 2. DEFINITION OF THE RISK COMMITTEE.** - The Risk Committee is a specialized, technical and consultative body entrusted with assisting the Board of Directors in fulfilling its supervisory duties in relation to risk management for the identification, measurement, control and consolidated monitoring of the risks to which both the Bank and its Subsidiaries are exposed, within a holistic vision that promotes a prevention-oriented institutional culture.

**ARTICLE 3. RESPONSIBILITIES.** - The Board of Directors shall expressly delegate certain functions to the Risk Committee, without exempting the latter from its responsibility.

**ARTICLE 4. DUTIES.** - The main duties of the Risk Committee of the Board of Directors shall be as follows:

1. Follow up on the Bank's risk profile and appetite, as well as evaluate its consistency with the business plan, capital and liquidity levels and report the main results to the Board of Directors and issue any relevant recommendations, when necessary.
2. Evaluate the development of consolidated risk management and the Bank's Risk Appetite Framework, based on the business model and present for the consideration of the Board of Directors the changes and updates that it considers necessary.
3. Advise the Board of Directors on operations, events or activities, including the incursion into new markets, which may (i) affect the Bank's exposure and risk profile; (ii) deviate from the business plan, risk appetite and internal and regulatory limits; or (iii) jeopardize the viability of the business.
4. Review the policies of the Integrated Risk Management System (IRMS) at least once a year and propose any relevant adjustments to the Board of Directors for their approval.
5. Advise the Board of Directors on the status of the risk culture in the Bank.

6. Evaluate whether the business continuity plan and the contingency plans for the Bank's critical processes are fit for purpose.
7. Report the results of the reports received from the person(s) performing risk management functions to the Board of Directors, in accordance with the periodicity established by the regulations.
8. Validate the consolidated risk management models and ensure their implementation within the Bank's applicable regulations and the policies defined by the Board of Directors.
9. Evaluate the consolidated risk control board, follow up on the limits and proposed action plans when limits are exceeded.
10. Propose strategies, models and methodologies aimed at facilitating the consolidated risk measurement for the Bank and its Subsidiaries.
11. Follow up on the economic environment and its impact on the integrated risk management models.
12. Perform regular IRM and RAF evaluations to assess their effectiveness and suggest any necessary modifications and adjustments for approval by the Board of Directors.
13. Ensure proper updates and changes to the risk governance model.
14. Evaluate the Bank's risk management.
15. Follow up on relevant risk management.
16. Report to the General Shareholders' Meeting, when appropriate, on issues raised by shareholders on matters within its competence.
17. Review and evaluate the integrity and suitability of the Bank's risk management activities.
18. Review the suitability of the economic and regulatory capital, where applicable, of each company and its allocation to the different lines of business and/or products.
19. Review risk limits and reports, making appropriate recommendations to the Board of Directors and/or the Audit Committee.
20. Propose the Bank's risk policy to the Board of Directors.

21. Systematically assess the Bank's general risk strategy and policies, reflected in setting limits by type of risk and business with the level of disaggregation established by business, business or economic groups, customers and activity areas.
22. Review and assess the ordinary risk management in the Bank, in terms of limits, risk profile (expected loss), profitability and capital map (capital at risk).
23. Review and evaluate the Bank's risk control systems and tools.
24. Design any improvement initiatives it deems necessary on the infrastructure and internal risk control and management systems.
25. Submit the proposed rules of delegation to the Board of Directors for the approval of the different types of risk to be assumed by the Board of Directors or any other lower levels of the organization.
26. Inform the Board of Directors about the operations to be authorized by the latter, when such operations exceed the powers granted to other levels of the corporation.
27. Upon request of the Board of Directors, report on the operations that the Board of Directors shall authorize by law or internal/external regulations or provisions.
28. Evaluate and follow the indications made by the supervisory authorities in the exercise of their functions.
29. Promote the alignment of risk management in the Bank to an advanced model that sets up a risk profile consistent with the strategic objectives and a follow-up of the degree to which the risks undertaken are in line with this profile.
30. Any other duties established by the Board of Directors.

**ARTICLE 5. COMPOSITION AND DURATION.** - The Committee shall be composed of at least for three (3) Members of the Bank's Board of Directors, one (1) of whom shall be an independent member, in accordance with the requirements set forth in the applicable legislation and regulations to be considered as such.

Committee Members shall be appointed by the Bank's Board of Directors for a minimum of one year and shall be eligible for re-election indefinitely.

**PARAGRAPH:** The Bank's Board of Directors shall consider relevant professional profiles to ensure that elected members have proven knowledge and experience in risk management so as to make rigorous opinions on the matters within the Committee's competence.

**ARTICLE 6. CHAIRMAN AND SECRETARY.** - The Risk Committee shall have a Chairman and a Secretary appointed by the Committee. The Chairman of the Committee shall be independent and shall have the following duties:

1. Coordinate and jointly plan with the Committee's Secretary, the operation of the Committee through an annual work plan.
2. Promote that the Committee's meetings are convened.
3. Evaluate the agenda of the meetings.
4. Promote the provision of timely and sufficient information to Committee members through the Secretary.
5. Chair meetings and manage discussions.
6. Follow up on matters resolved by the Committee or entrusted by the Board of Directors when required.
7. Submit an annual report to the Board of Directors on the activities performed by the Committee.
8. Attend the General Shareholders' Meeting to respond to shareholders' concerns regarding Risk Committee management, if required.
9. Any other duties established by the Board of Directors and the Risk Committee.

The Secretary shall be responsible for:

1. Assist the Chairman of the Committee in preparing the meeting agenda.
2. Convene the meetings, previously indicating the time and venue of the meeting.
3. Make relevant material available to the Committee Members to be discussed at the respective meetings.
4. Verify that a deliberating and decision-making quorum is present at each meeting.
5. Arrange for the attendance of those Bank employees required to present the issues to be evaluated by the Committee.

6. Prepare the minutes of the Committee's meetings, which shall be submitted for consideration and approval by the Chairman of said body.
7. Attest to the agreements and decisions made by the Committee.
8. Ensure compliance with the formal legality of the Committee's actions by ensuring that they are performed in accordance with the provisions of the Bylaws, these Rules and other regulations governing the Risk Committee.
9. Keep all documents and duly reflect meeting proceedings in the Minutes.
10. Follow up on the commitments acquired at the Committee's meetings.
11. Submit the meeting minutes to the Secretary of the Board of Directors for their distribution to the other Directors.
12. Any other duties established by the Board of Directors and the Committee.

**ARTICLE 7. VENUE AND PERIODICITY OF MEETINGS.** - The Risk Committee shall meet at the Bank's registered office and, upon its determination, may also meet at any other place previously agreed upon by its members. The Committee will meet monthly. Meetings shall be called by the Chairman of the Bank or the Secretary of the Committee.

Extraordinary meetings shall be convened by the Chairman of the Board of Directors, the Chairman of the Bank, the Statutory Auditor, the Chairman of the Committee, any member of the Committee or the Risk Vice- Presidente in the face of circumstances that require urgent follow-up, evaluation and corrective measures in the Bank's risk management, significant changes in the Bank's policies or regulations that govern its operations, external or internal sector or business risks that may affect the structure or execution of the Bank's policies, or when so required by the results of the evaluations of the Integrated Risk Management System (IRMS).

**PARAGRAPH 1.** The Committee may also validly deliberate and decide on matters by means of the mechanisms set forth in Law 222 of 1995 and any amending, supplementing or regulating rules.

**ARTICLE 8. QUORUM AND MAJORITY DECISION.** - The Risk Committee shall validly deliberate with the presence of two Members, who shall have one vote each and their decisions shall be adopted with the favorable vote of the absolute majority of the Committee Members. In the absence of one (1) of the three (3) members and in case of two (2) tied votes on the same deliberation, the matter subject to a vote shall be deemed rejected.

**ARTICLE 9. SUMMONS.** - The Chairman of the Bank, the Vice President of corporate affairs and sustainability y Secretary General, the Vice Presidents of Credit and Risk, Financial Manager shall be permanent guests. Additionally, any employee of the Bank, as well as the Statutory Auditor, shall be summoned to the meetings as often as necessary and when deemed appropriate, to provide any information deemed pertinent on matters within their competence.

The Committee shall be entitled to receive support on an ad hoc or permanent basis from Senior Management with experience in the matters within its competence or external advisors when deemed necessary, by virtue of the corporate principle of Expert Advice and in accordance with the provisions of the Code of Good Governance, provided that this shall not be construed as a delegation of its responsibilities or those of its members. In such a case, the duties and scope of the external advisor to be hired shall be determined.

**ARTICLE 10. MINUTES.** - Decisions and actions of the Risk Committee shall be recorded in minutes complying with the provisions of Articles 189 and 431 of the Code of Commerce and shall be signed by those acting as Chairman and Secretary of the meeting.

Any documents reviewed by the Committee to support its decisions shall be an integral part of the minutes. Therefore, if not transcribed, they shall be filed as annexes to the minutes. Thus, whenever the minutes are delivered, both its main body and all annexes shall be provided to the interested party, which shall be properly identified and numbered and shall be kept under proper conservation and custody measures.

Minutes shall be approved at the following meeting. Therefore, the Committee members shall be informed of the minutes beforehand for their approval. Some minutes items or even the entire minutes may also be approved at the same meeting, in which case the Secretary shall be responsible for submitting the respective final text for consideration of the members present, requiring a separate time to prepare them.

Minutes shall be numbered successively indicating the day, month and year in which they are issued, shall be under the custody of the Bank's Secretary General and a copy thereof together with all its annexes shall be sent to the members of the Board of Directors.

Whenever the Committee detects significant matters, it shall submit a special report to the Board of Directors and the Chairman of the Bank.

**ARTICLE 11. INTERPRETATION OF THE REGULATIONS.** - These Rules of Procedure are supplementary to the provisions of the Bylaws and other legal

provisions governing matters related to the Risk Committee and the Integrated Risk Management System (IRMS) applicable to the Bank.

**ARTICLE 12. APPROVAL, EFFECTIVENESS AND DISCLOSURE OF THE RULES OF PROCEDURE.** - These Internal Rules of Procedure of the Risk Committee of the Board of Directors and any subsequent amendments shall be approved by the Board of Directors and shall come into effect as of their approval.

The disclosure of these Rules shall be made through the Bank's website so that Shareholders, Investors, Employees and, in general, the Bank's Stakeholders may obtain information about them.