



**Construcciones El Cóndor S.A.**  
**Board of Directors Succession Policy**

1. Objective: To establish the guidelines for the conformation of Construcciones El Condor S.A.'s Board of Directors, to guarantee its suitability to hold the position.
2. Shareholders' participation in the conformation of the Board of Directors: Shareholders who so wish may submit their candidates for consideration of the Shareholders General Meeting, bearing in mind the legal, bylaws, and other requirements contained herein, applicable to be members of the Board.

Notwithstanding the foregoing, shareholders may request that the suitability of the candidates they propose, is evaluated by the Company's Human Talent and Remunerations Committee.

3. Criteria for the selection of members of the Board of Directors:
  - 3.1. No incompatibilities and disqualifications to hold office;
  - 3.2. No conflicts of interest to hold office;
  - 3.3. Adequacy of the candidate's profile to the needs of the Board of Directors;
  - 3.4. Level of knowledge;
  - 3.5. Management skills;
  - 3.6. Good will, leadership, and physical and moral integrity;
  - 3.7. Certified experience in Boards of Directors of comparable companies at the national or international levels.

In the case of Independent Members, they shall comply with the requirements contained in Article 44 of Act 964/2005 as supplemented, replaced, and/or repealed, as well as the independence criteria defined by the Company. In addition, a double statement of independence must be made: (i) by the candidate to the company, its shareholders, and members of the Senior Management, formalized through its Letter of Acceptance and, (ii) by the Board of Directors, regarding the candidate's independence.

#### **4. Duties of the Corporate Governance and Strategy Committee**

**4.1.** Review the structure, size, and set-up of the Board of Directors, and assist the Human Talent and Remunerations Committee in identifying and selecting potential candidates to conform it, according to their professional training, integrity, skills, experience, commitment, and the diversity of possible successors.

**4.2.** Establish a procedure to evaluate incompatibilities and disqualifications of legal nature and the adequacy of each candidate to the needs of the Board of Directors;

**4.3.** Annually review the structure of the Board of Directors and submit succession plans proactively and continuously.

#### **5. Duties of the Human Talent and Remunerations Committee**

**5.1.** Evaluate the candidates and seek counsel from one or more firms of recognized experience for the definition and updating of profiles;

**5.2.** Recommend the re-election of members of the Board of Directors, according to the results of self-evaluation and external evaluation.

**6.** The policies in this document shall also be applicable by the Companies comprising the Conglomerate and will serve as guidelines in the definition of each of their remuneration policies; therefore, they are a basis for specific developments by the respective Shareholders General Meetings or Boards of Directors.