INTERNAL REGULATION OF THE MEETING OF SHAREHOLDERS OF FERREYCORP S.A.A.

(APPROVED BY THE NOMINATIONS, REMUNERATION, CORPORATE GOVERNANCE AND SUSTAINABILITY COMMITTEE ON JULY 20, 2026, AND BY THE BOARD OF DIRECTORS ON JULY 22, 2026)

The governance regime of the Company is entrusted to the General Shareholders' Meeting, the Board of Directors and the Management. The aspects relating to the Shareholders' Meeting are regulated firstly by the General Corporations Law, the Company's Bylaws, and in greater detail, by these Regulations or other specific provisions approved by the competent corporate bodies. These are of mandatory application for the respective instances and therefore are binding, and non-compliance with them entails liability.

1.- Definition of the Meeting

The General Shareholders' Meeting (hereinafter the "Meeting") is the supreme body of the company. The shareholders constituted in a duly called General Meeting, and with the corresponding quorum, decide with the majority established by law and the Company's Bylaws, on the matters within their competence. All shareholders, including dissenting shareholders and those who did not participate in the meeting, are subject to the resolutions adopted by the General Meeting.

2.- Matters to be discussed at the Meeting

The Meeting may only deal with the issues envisioned in the notice of call, unless all the shareholders are present and unanimously decide to discuss an issue not considered in the notice of call (Universal Meeting).

The shareholders may send to the Chairman of the Board of Directors of Ferreycorp S.A.A., at any time, a written communication by letter or e-mail requesting the inclusion of an issue of their interest. In the case of the Annual Mandatory General Meeting, it must be considered that the session must be held no later than March 31st and that it must be called with at least 25 calendar days in advance, therefore, if a shareholder wishes to submit any item for consideration, they must communicate it with due anticipation. If the Meeting were to be held in the last days of the month, this communication should be received around February 15th but given that the Meeting could be held even earlier, it is recommended that any shareholder who wishes to send a request do so with even greater anticipation.

The Chairman will submit it to the consideration of the directors in the session where the call to the General Meeting will be approved and which will establish the agenda items. The Board of Directors of Ferreycorp S.A.A. (hereinafter the “Board”) will evaluate the shareholders' requests and, if it considers them to be in accordance with the corporate interest, and not to have the character of reserved facts or that do not cause damage to the company, will proceed to include them as agenda items. In the event that the Board dismisses any of these requests, it shall inform the requesting shareholder in writing, through its Chairman, of the decision with the corresponding justification.

3.- Meeting dates

The Annual Mandatory General Meeting shall be held obligatorily within three months following the end of the annual fiscal year, to approve the annual management, the annual report, the financial statements, among other aspects. In addition, the Board of Directors shall call a General Shareholders' Meeting whenever it is required to resolve any matter within the competence of the Meeting; when it deems it convenient to the Company's interests; or, when requested through a notary by one or more shareholders representing at least five percent of the subscribed capital stock with voting rights, expressing in the request the matters to be discussed.

The meeting may be held (i) face-to-face, (ii) non-face-to-face, or (iii) dual or mixed. Under this last modality, the attendance of the shareholders at the session may be carried out face-to-face and non-face-to-face simultaneously. In the event that multiple representatives are registered for the same shareholder, all of them shall be considered valid, unless the most recent accreditation invalidates any previous representation.

When the session is held in a non-face-to-face or mixed modality, electronic or other means of a similar nature shall be used, allowing the use of audio, video or text messaging in real time, guaranteeing the identification, communication, participation, the exercise of the shareholders' voice and voting rights, and the correct development of the session. The Board of Directors will oversee that the General Management is responsible for the implementation, the follow-up of the established procedures and the other security measures necessary to guarantee the rights of the shareholders.

4.- Call of Meeting

The Meeting shall be called by the Board of Directors by means of a notice published in the Official Gazette El Peruano and in one of the newspapers with the largest circulation in Lima, indicating the place, day, time and the matters to be discussed. The call may additionally use other mechanisms, such as electronic means or others of a similar nature. Additionally, adopting the best corporate governance practices, the Company will inform in a detailed and specific manner each item of the agenda to be developed, and may use electronic or physical means to reach the largest number of shareholders, seeking not only a majority participation but also a unanimous vote on the motions, providing as much information as possible to the shareholders, such as: (i) notice on the Company's website, (ii) letter sent by simple mail to the shareholders who have sent the Company updated and complete information of their mailing addresses and (iii) email to shareholders who appear in its updated database. Additionally, to the use of the SMV's portal, through a significant event with the agenda and detailed motions.

The notice of call must be published not less than 25 calendar days prior to the date on which the Meeting is to be held. The notice of call may state the date on which the Meeting will meet on second or third call, if the quorum necessary for the Meeting to validly meet is not obtained. No less than 3 nor more than 10 calendar days must elapse between one summons and the other. If the Meeting was not held on the first call, nor had the notice provided for two or more calls, the Meeting on second call must be held within 30 calendar days after the first call and the third call within the same period of time from the date set for the second call. In both cases, the Meeting must be called with the same publicity requirements as the first call and with the express indication that it is the second or third call, as the case may be, and at least 3 days prior to the date on which the meeting is to be held.

When the Meeting is to be held at the request of 5% or more of the subscribed shares with voting rights and whose political rights have not been suspended pursuant to article 105 of the General Corporations Law, it must obligatorily be called within 15 days following receipt of the request.

The SMV shall be the one to call a General Meeting, if the Board of Directors:

a) Does not make the call within the opportunities established by the General Corporations Law or the Corporate Bylaws.
b) Expressly or tacitly denies the request for call made by shareholders representing at least five percent of the subscribed capital stock with voting rights. A tacit refusal shall be considered when (i) the 15-calendar day term for convening it is exceeded, (ii) the terms of the request for call are rendered void, suspended or in any way altered or modified, or (iii) the Meeting is convened in a term exceeding 40 calendar days after the publication of the notice of call.

In the case of paragraph a), the SMV will act ex officio or at the request of the holder of a subscribed share with voting rights, while in the case of paragraph b), it will do so at the request of shareholders representing at least five percent of the subscribed capital stock with voting rights.

The SMV will make the call in compliance with the specific rules that regulate the matter.

5.- Shareholders' right to information

From the day of publication of the call, a detailed explanation of each of the proposals submitted by the Board of Directors to the Meeting regarding the agenda items will be published as a Material Event before the Superintendency of the Securities Market, the Lima Stock Exchange and on the Company's website. In the case of the Annual General Meeting, the financial statements and the annual report will be made known to the shareholders.

Additionally, the documents, motions and projects related to the agenda items of the Meeting will be available to the shareholders, who may request them from the Corporate Finance Management during the company's office hours. Shareholders may request this information through the means available to the company, such as the web page for investors, dedicated telephone line or postal or electronic mail, to request the information they deem necessary regarding the matters included in the agenda of the call or, in general, other matters related to the development of the Company's activities. The company is obliged to make such information available to the requesting shareholder at the Company's offices or at the place where the Meeting is held, except in those cases in which the dissemination of the requested data would be detrimental to the corporate interest, or in the case of reserved or confidential facts.

6.- Place, date and time of the Meeting

The session shall preferably be held at the Company's registered office, as it is considered appropriate and easily accessible. However, the session may also be held outside the registered office. In case the Board of Directors decides to hold it outside the corporate headquarters, a place shall be designated for such purpose that facilitates the attendance of all shareholders. Even if the session is held in a non-face-to-face or mixed modality, a physical location shall be established for legal purposes. The session shall be held on the day and at the time indicated in the notice of call.

7.- Powers of the Meeting

According to the law and the Company's Bylaws, the Annual Mandatory General Meeting has the following powers:

a) To approve or disapprove the corporate management and the economic results of the previous year, as expressed in the annual report and in the respective audited financial statements.
b) To approve the dividend policy and decide on the application of any profits, and may delegate to the Board of Directors the distribution of dividends on account

of the results of the fiscal year and accumulated results.

c) Regularly elect the members of the Board of Directors in the manner provided for in the Corporate Bylaws;
d) Appoint or delegate to the Board of Directors the appointment of external auditors when it is required by law or when it is decided to do so; and
e) To deal with other matters within the competence of the Meeting and any other matters set forth in the call of meeting.

8.- Other powers of the Meeting

The General Shareholders' Meeting shall also have the following powers in accordance with the law and the Company's Bylaws:

a) To remove the members of the Board of Directors and elect their replacements, as the case may be;
b) To amend the Company's Bylaws;
c) To increase or reduce the capital and amend the Company's Bylaws;
d) To approve the issuance of debt instruments and other obligations, being able to delegate to the Board of Directors the approval of the characteristics of such issuance, as well as its execution;
e) To order special investigations and audits;
f) To agree on the alienation, in a single act, of assets whose book value exceeds 50% of the capital of the company;
g) To agree upon the transformation, merger, division, reorganization, dissolution and liquidation of the company;
h) To resolve in other cases in which the law or the Company's Bylaws provide for its intervention and in any other matter required by the Company's interest, including those matters that may be resolved by the Board of Directors, except in the case of powers that correspond solely to the Board of Directors by legal mandate or the Company's Bylaws.

9.- Attendees at the Meeting

The holders of shares registered in the Stock record up to 10 calendar days prior to the Meeting, or their designated representatives, are entitled to attend the Meeting. Directors and the General Manager who are not shareholders may attend the Meeting with voice but without vote. The Meeting itself and the Board of Directors may provide for the attendance, with voice but without vote of officials, professionals and technicians in the service of the Company or of other persons who have an interest in the proper conduct of the Company's business.

10.- Representation at the Meeting

Shareholders entitled to attend the Meeting may be represented by another shareholder, by the custodian bank of their shares or by any other person. The representation must be conferred in writing, by means of a simple letter addressed to the Company specifically for each Meeting, except in the case of powers of attorney granted by public deed, for which the Company may provide a format that allows indicating the sense of the vote for the shareholders who wish to state it. The general management is responsible for verifying the validity of the powers of attorney received, establishing the necessary procedures for this.

The powers of attorney must be registered with the Company no less than 24 hours prior to the time set for the holding of the Meeting. The powers of attorney must contain the name and identity document of the designated representative, being able to reflect the sense of the vote with reference to each of the agenda items or leaving the sense of their vote to the latter's discretion as permitted by the Corporations Law.

When the proxy and delegation of votes is granted to the Chairman of the Board of Directors, a director or the General Management of the company, a number of shares representing 20% of the capital stock will be accepted as the maximum delegable limit. The assignment of proxies shall be made according to the date and time of receipt of the proxy letters sent to the company. In case it exceeds 20%, the company will establish a secondary representative to represent such votes, in case the same shareholder has not appointed another person as such, as specified or not in the proxy form (according to the Annex to this regulation).

11.- Calculation of the quorum and list of attendees

In order to draw up the list of those attending the Meeting on the day it is held, the registration of participants shall be carried out sufficiently in advance, so that the shareholders, or those validly representing them, have sufficient time to present the documents accrediting their identity or their representation.

The quorum is calculated and established at the beginning of the Meeting. In the case of a face-to-face session, the shareholders or their representatives must go to the meeting place indicated in the notice of call and upon their arrival must announce themselves at a registration table that will be set up for such purpose, identifying themselves with the original of their identity document and signing the list of attendees. In the case of a virtual or mixed session, the attendees' documents required to allow remote connection will be reviewed prior to the event, and if it is in accordance, access to the virtual platform used to conduct the meeting will be sent to the attendees.

In case the secretary finds at the time the session is installed that the required quorum is not present, the person shall inform the shareholders who are present at the session of such fact, and minutes shall be taken recording the percentage of shares represented, which shall be signed by the Chairman of the Board of Directors as chairman of the Meeting and by the General Manager as secretary, or whoever has been appointed to perform such functions, as well as by two shareholders present at the session certifying the lack of a quorum.

The shareholders who have, for their own account or for the account of third parties, an interest in conflict with that of the company, shall expressly so state and shall be recorded at the time the list of attendees is drawn up, so that their shares are not calculated at the time of establishing the voting quorum, regarding such aspects. The shares of the shareholders who enter the Meeting after it has been installed are not counted to establish the installation quorum; however, they may exercise their right to vote and will be considered for the voting quorum of each of the agenda items. The attendance quorum shall be updated prior to the vote on each agenda item, in order to determine the quorum required for each item submitted for approval, which shall then be recorded in the minutes of the meeting.

12.- Quorum required

Except in the case of the matters that are mentioned in the fourth paragraph of this numeral and those in which the law or the Company's Bylaws require different quorums, in order to hold the Meeting on first call, it is required the participation of shareholders representing 50% of the subscribed shares with the right to vote. On second call, the participation of any number of subscribed shares with voting rights will be sufficient.

When the session is held in a non-face-to-face or mixed modality, the quorum shall be determined electronically and must have the necessary technological safeguards to ensure the reliability of the record, taking into consideration the proxies sent by postal or electronic form. The attendance quorum shall be communicated to the attendees for the installation of the session and may be announced for each of the agenda items.

Agreements are adopted by absolute majority of the subscribed shares with voting rights represented at the Meeting. In the case of capital increase or reduction, amendment of the Company's Bylaws, issuance of obligations, the alienation, in a single act, of assets whose book value exceeds 50% of the capital of the company, the transformation, merger, division, reorganization, dissolution and liquidation of the company, it is required on first call the participation of not less than 50% of the subscribed shares with voting rights. On second call, the participation of at least 25% of the subscribed shares with voting rights is sufficient, while on third call the participation of any number of subscribed shares with voting rights is sufficient.

In the cases indicated in the preceding paragraph, the agreements must be adopted with the favorable vote of shareholders that represent the absolute majority of the subscribed shares with voting rights represented at the Meeting. However, when the resolutions related to the matters mentioned in the fourth paragraph of this numeral must be adopted in compliance with a legal mandate, the quorum and majority indicated above shall not be required.

13.- Voting rights at the Meetings

Each share with voting rights entitles its holder to cast one vote. When the Meeting is held in a non-face-to-face form, the vote shall be exercised digitally, by electronic or postal means, or others of a similar nature, or by proxy, and must have the necessary technological safeguards to ensure its reliability. When electronic or postal voting is used, the necessary measures shall be taken in order to ensure that each shareholder's right to intervene is respected.

14.- Conflict of interest

The right to vote may not be exercised by the shareholder in those cases in which they have, on their own account or that of third parties, an interest in conflict with that of the company. The directors, managers and agents of the company may not vote as shareholders when the matter to be discussed is related to their responsibility in any matter pertaining to their management. However, shares in respect of which voting rights may not be exercised are calculated to form the installation quorum of the Meeting, but will not be calculated to establish the majority in the voting.

15.- Operations of the Meeting

The Meeting shall be chaired by the Chairman of the Board of Directors. In case of absence, the Vice Chairman of the Board of Directors shall preside over the Meeting. In the absence of both, the Meeting shall be chaired by whomever it may designate.

In all cases, the General Manager shall act as secretary and, in his absence, the person designated by the Meeting.

After verifying the quorum and installing the Meeting, the Chairman shall proceed with the development of the same, addressing the items on the agenda in the order in which they have been proposed, unless otherwise agreed with the vote in favor of the majority of the subscribed shares with voting rights present. At the conclusion of the discussion of each item on the agenda, the Chairman shall submit the approval of such motion to a vote of the shareholders, and a summary of the interventions as well as the votes cast by the attending shareholders shall be recorded in the minutes. The shareholders shall vote separately on those matters that are substantially independent, in such a way that they may exercise their voting preferences separately, as in the case of the determination of the number of directors for the election period, the appointment or ratification of the Directors by means of an individual vote for each one of them, and the amendment of the Bylaws for each article or group of articles that are substantially independent.

In the event that the item or items on the agenda are merely informative, only the interventions and suggestions of the shareholders shall be recorded in the minutes to the extent that they are relevant to the interests of the company.

16.- Minutes of the Meeting

The sessions of the Meeting and the resolutions adopted thereat shall be recorded in a Minutes Book legalized in accordance with the law or, alternatively, shall be kept on loose sheets of paper using mechanical writing and following the procedures established by the regulations in force.

Each minute shall state the day, place and time when the Meeting was held as well as the modality thereof. Independently if the session is face-to-face, non-face-to-face, or mixed, the place of the meeting shall be the registered office of the Company. It shall be indicated in the minutes whether it is held on first, second or third call; the names of the persons who acted as chairman and secretary; the form and result of the voting; the resolutions adopted and the list of attendees with their addresses -detailing in the case of mixed sessions who attended face-to-face and non-face-to-face simultaneously-, the number and class of shares that participate in the Meeting and the specification of whether they attend in their own right or in representation of a shareholder, and if applicable, the proof of having made the publications in accordance with the law and the Company's Bylaws, indicating the dates and the newspapers or media in which they were made.

The drafting and approval of the minutes may take place at the Meeting itself or after the Meeting has been held. When the minutes are approved at the same Meeting, this must be expressly recorded, and at least must be signed by the chairman, the secretary and the shareholders designated for this purpose.

The minutes shall be drafted and signed within 10 days following the date of the Meeting. The minutes shall be made available to the attending shareholders or their representatives, who may record their observations or disagreements by means of a notarized letter, without prejudice to their right to initiate arbitration in accordance with the provisions of the Company's Bylaws. The minutes of the non-face-to-face or mixed sessions shall be signed in writing or digitally by those who are required by law, and inserted in the corresponding minute book. In addition, virtual sessions may be recorded, whose material will serve as a support tool for the fulfillment of internal tasks.

When for any reason the minutes of a Meeting cannot be recorded in the respective book, they shall be drawn up in a special document, which shall be transcribed into the book at the appropriate time. The minutes shall be signed by the chairman, the secretary and one or more shareholders as designated in the same Meeting.

The minutes shall have legal force as soon as they have been approved."

17.- Certified copy of the minutes

Any shareholder, even if not attending the Meeting, has the right to obtain, at their own expense, a certified copy of the corresponding minutes or of the specific part they may indicate. The General Manager of the company is obliged to issue it, under their signature and responsibility, within a term not exceeding 5 calendar days from the date of receipt of the request, and must ensure the protection of the shareholder's rights regarding stock market confidentiality and reserved information with respect to their shareholdings in the Company's capital. The request must be sent to the Corporate Finance Management, with a copy to the General Management.

18.- Follow-up of General Shareholders' Meeting Resolutions

The Company, through its General Management, follows up on the resolutions adopted by the General Shareholders' Meeting, submitting a report to the Nominations, Remuneration, Corporate Governance and Sustainability Committee of the Board of Directors to be published on the Company's website. Likewise, on the day of the Annual Mandatory General Shareholders' Meeting, the report on compliance with the resolutions of the previous meeting shall be presented.

19.- Modification of the Regulations

For any modification of the Regulations, the approval of the Board of Directors is required.

20.- Applicable legal framework

In all matters not provided for in these regulations, the company shall be governed by the provisions of the General Corporations Law, the Bylaws, the Securities Market Law and the Principles of Corporate Governance for Peruvian Companies.

INTERNAL REGULATIONS OF THE BOARD OF DIRECTORS AND BOARD COMMITTEES OF FERREYCORP S.A.A.

(APPROVED BY THE NOMINATIONS, REMUNERATION, CORPORATE GOVERNANCE AND SUSTAINABILITY COMMITTEE ON JULY 20, 2026, AND BY THE BOARD OF DIRECTORS ON JULY 22, 2026)

The governance regime of the company is entrusted to the General Shareholders' Meeting, the Board of Directors and the Management. Aspects relating to the Board of Directors are regulated firstly by the General Corporations Law, the Company's Bylaws, and in greater detail, by these Regulations or other specific provisions approved by the competent corporate bodies.

Both the Bylaws and these Internal Regulations of the Board of Directors and its Committees are of mandatory application for the respective instances and are therefore binding, and non-compliance with them entails liability.

1.- Definition and composition of the Board of Directors

The Board of Directors is the collegiate body elected by the General Shareholders' Meeting (hereinafter the "Meeting"), in charge of the administration of the company. The number of members of the Board of Directors (hereinafter the "Board") must ensure a plurality of opinions within it, so that the decisions adopted therein are the result of appropriate deliberation, always observing the best interests of the company and the shareholders.

Likewise, the Meeting should encourage the appointment and participation of independent directors in the composition of the Board, under the principles of good corporate governance.

All directors must have professional experience, and moral and economic solvency.

In order to corroborate their status as independent directors, independent directors are required to sign, once a year, an affidavit of independence.

In the case of independent directors, we seek to determine their dissociation with the company, shareholders, and directors, through the following criteria published in Resolution SMV N° 016-2019-SMV/01 ("Guidelines for the qualification of independent directors"), which are mentioned below:

- Not being a shareholder in a percentage greater than 1% of Ferreycorp's capital stock, not having the ability to exercise voting rights in such percentage or having agreements that allow them to exercise the right to acquire Ferreycorp shares in such percentage.

- Not be a director, member of senior management or employee of Ferreycorp, of a company in its economic group or of any company that is a shareholder of Ferreycorp with a stake equal to or greater than 5% of its capital stock.
- This restriction does not apply in the case of an independent director who is reelected in Ferreycorp or appointed as an independent director in any group company.
- Not having been a director, member of senior management, employee of Ferreycorp, of a group company or in any shareholder company of Ferreycorp with a shareholding equal to or greater than 5% of its capital stock, unless 3 years have elapsed since the end of that relationship.
- This restriction does not apply in the case of a director who has had independent status in the last 3 years.
- Not having or having had in the last 3 years a commercial or contractual business relationship, direct or indirect, of a significant nature with Ferreycorp or any other company of the group.
- Not be a spouse, or maintain a common law relationship, in accordance with article 326 of the Civil Code or any rule that replaces it, or maintain an analogous relationship of affectivity, or have a relationship by blood or affinity up to the second degree, with shareholders with an interest equal to or greater than 5% of its capital stock, members of the Board of Directors or senior management of Ferreycorp.
- Not to be a director or member of the senior management of another company in which a director or member of the senior management of Ferreycorp is a member of the Board of Directors, unless the latter is an independent director of the company.
- Not be or have been during the last 3 years a partner or employee of the company that provides external auditing services to Ferreycorp or any other company of the group.
- The director must not participate simultaneously as an independent director in more than 5 companies that have at least one security listed in the RPMV. Exceptionally, the independent director may maintain such status in more than 5 companies with securities registered in the RPMV, if all of them belong to the same economic group.
- The director must not have more than 10 continuous or alternating years during the last 15 years as an independent director of Ferreycorp or of any company of its economic group.

The Board of Directors shall be composed of not less than 8 nor more than 12 members. The Meeting shall determine the number of directors to be elected prior to the election.

No alternate or substitute directors shall be appointed.

2.- Personal position and representation

The position of director is personal and is held only by natural persons. It is not necessary to be a shareholder to be a director.

3.- Exercise of the position and reserve

Directors must perform their duties with due diligence, responsibility and reserve, always looking after the best interests of the company and its shareholders as a whole. During their tenure, they must adhere to the Corporation's Compliance System and act in accordance with the principles, rules, and procedures outlined therein, within the scope of their duties and the scope of their role as director, distinct from those established for management; being obligated to report any irregularity, or incident, that comes to their knowledge in the exercise of their function, which involves or may involve a breach of the implemented prevention system. They are obliged to maintain confidentiality with respect to the company's business and the privileged and reserved information to which they have access even after leaving their positions, complying with the provisions that regulate the matter. They must not provide information of the Company that has not been publicly disclosed through the official channels established for communication with the different stakeholders.

4.- Period

Directors shall be elected for a term of 3 years and may be reelected. They shall continue in their positions even if their term has expired until a new election is held and those elected accept the position. The Board of Directors is completely renewed at the end of its term, including those directors who were appointed to complete a given term.

5.- Vacancy

The vacancy of the position of director is caused by death, resignation, removal by the Meeting, absence not authorized by the Board of Directors for a period of more than 6 months or any other impediment so qualified by the General Corporations Law or by the Company's Bylaws.

Except in the case of removal by the Meeting in which case the Meeting itself shall fill the vacancy, the Board of Directors shall resolve on the other causes of vacancy and may fill the vacancy produced by appointing, within the next 90 days, an interim director, who shall hold the position until the vacated director's term of office is completed.

6.- Procedure for the nomination of candidates

The Nominating, Remuneration, Corporate Governance and Sustainability Committee of the Board of Directors shall recommend to the Board of Directors, sufficiently in advance of the date of the call to the Meeting, taking into consideration that the session must be held no later than March 31st of each year in the case of the Annual Mandatory General Meeting, and that it must be called with at least 25 calendar days in advance, the list of candidates to be proposed to the Meeting. Such recommendation shall include relevant information about each candidate, such as their professional background, moral and economic solvency, time availability to perform the work with due diligence and the absence of conflicts of interest with the company, the non-existence of legal or statutory impediments to hold office, as well as other aspects that ensure diversity and inclusion within the Board of Directors itself, such as gender, nationality, diversity of thought, skills, decision-making capacity, previous experience in various sectors, regional and industry experience, among other factors.

Additionally, in the case of independent directors, such condition shall be verified.

Directors who are subject to any of the legal or statutory impediments may not accept the position or must resign immediately if it should occur after their appointment. Otherwise, they shall be liable for damages suffered by the Company, being immediately removed by the Meeting at the request of any director or shareholder. Pending the Meeting, the Board of Directors may suspend them from their duties.

7.- Election of the Board of Directors and acceptance of the position

The Board of Directors shall be elected in accordance with the mechanism established in the General Corporations Law, with the vote of the shareholders. The candidates to be elected will be those proposed by the Board of Directors with the recommendation of the Nominating, Remuneration, Corporate Governance and Sustainability Committee of the Board of Directors according to the nomination procedure mentioned in the preceding numeral, without prejudice to the shareholders themselves nominating any other candidate at the time of the Meeting itself, who must comply with professional experience, moral and economic solvency, and not have legal or statutory impediments to hold office.

The shareholders will vote for the appointment or ratification of the Directors by means of their expression of vote.

Each share will entitle to as many votes as there are directors to be elected, and each voter may accumulate their vote in favor of a single person or distribute them among several. Those who obtain the highest number of votes shall be proclaimed directors following the order of the votes.

If two or more persons obtain an equal number of votes and cannot all form part of the Board of Directors because the number of directors fixed in the bylaws does not allow it, it shall be decided by drawing lots which of them shall be appointed directors.

The directors shall expressly accept the position, complying with the formality established by law.

8.- Chairmanship of the Board of Directors and General Management

8.1. Chairmanship

The Board of Directors shall elect a Chairman from among its members, who shall preside over its sessions and the Meetings. It shall also elect a Vice Chairman, who shall perform the duties of the chairman in the absence or impediment of the latter. In the absence of the chairman and Vice Chairman, the director with the longest accumulated terms of office shall assume such duties, which shall be calculated as of the first appointment, even if the terms are not continuous.

The chairman oversees the execution of the resolutions of the General Shareholders' Meeting and of the Board of Directors, as well as the proper attention to the shareholders' requests. The Chairman of the Board of Directors may perform executive functions of the company if so decided by the Board of Directors. In such a case, the Board of Directors shall determine the powers to be delegated to the executive chairmanship and his functions, which shall be complementary to those of the chairman.

The functions of the chairman are the following, referring to the functioning of the Board of Directors, the relationship with shareholders, the representation of the company and interactions with management:

In relation to the functioning of the Board of Directors: chairing the sessions and ensuring that its management is effective, efficient and harmonious, formulating the agenda of the sessions gathering proposals from the General Manager and the other directors, ensuring that the directors have timely and appropriate information for the discussion and decision making, approving the draft minutes of the sessions and ensuring compliance with the agreements.

In relation to his representation responsibilities: Represent the Board of Directors and the company in protocol acts and when the position of the Board of Directors must be expressed to any interest group, in coordination with the general management as in the case of clients or represented companies to express the support of the shareholders and the Board of Directors, and in general, with authorities, guilds and the press when necessary.

In relation to interactions with shareholders: Preside over the Shareholders' Meeting and maintain relations with major shareholders, in addition to the functions that management performs toward investors.

In relation to the Business and Management: Convey to the General Manager the position of the Board of Directors and support him by giving advice and together with the Board of Directors, evaluate and promote the development of the General Manager and define his compensation. Ensure alignment and coordination with management through periodic and/or occasional meetings with the General Management and whomever the General Management designates, to evaluate the general progress of Ferreycorp S.A.A. and its subsidiary companies (hereinafter the "Corporation") and especially to review the topics to be discussed at the Board of Directors, as well as those required for the preparation of the Annual Shareholders' Meeting, the determination of strategic guidelines to be reviewed at the Board of Directors and the preparation of the annual plan and budgets. In addition, they will coordinate important protocol events that require their participation, among others.

These functions may be modified when the position of chairman is conferred with executive functions.

8.2. General Management

The General Manager is the chief executive officer of the Corporation; while holding this position in the holding company Ferreycorp S.A.A., is also the legal representative of its companies, the highest representative before Caterpillar and the other companies represented by the Company, and the interlocutor between the Board of Directors and management. His duties are those set forth in Article 44 of the Bylaws and, particularly, the following:

- Provide timely and relevant information to the Board of Directors, as well as channel the Board of Directors' communication with its executives.
- Make the necessary decisions to ensure compliance with the company's objectives, within the framework established by the Board of Directors.
- Formulate the strategy based on the vision, mission and values defined by the Board of Directors and execute it, reporting to the Board of Directors on its progress.
- Develop and implement the portfolio of current and future businesses.
- Propose the organizational design and management systems and processes to the Board of Directors and implement them.
- Propose the annual objectives, plan and budget to the Board of Directors and execute them, reporting their progress to the Board of Directors.
- Propose the distribution of the value generated to the Board of Directors.
- Ensure alignment of interests, adherence to the company's mission and equitable treatment of the various interested parties (stakeholders). Promote its own development and that of its relations with the Board of Directors.

- Elaborate the succession plan for key positions.
- Establish good talent management practices.

9.- Induction

The new directors will be duly trained by the Company through the induction process, which has been designed to instruct them on their functions and responsibilities, as well as to provide them with a comprehensive understanding of the characteristics of corporate businesses and the market, and of the economic sectors in which the companies of the corporation operate, along with familiarization with the regulations governing the functioning of their corporate structure. The induction process aims to ensure that new directors are adequately prepared to fully assume their responsibilities and contribute to the ongoing success of the company.

This process will be carried out by the General Manager, under the supervision of the Chairman of the Board of Directors, and may include the participation of other managers of the Company. The induction will preferably be conducted, according to the availability of the new directors, within 30 days following their appointment and must primarily cover the following aspects:

1. Corporate and governance information, such as the Corporate Bylaws, internal policies and regulations, especially those related to the functioning of the Board of Directors and its committees, contained in the 'Regulations of the Shareholders' Meeting, the Board of Directors and Board Committees,' the rule on proper handling of privileged and confidential information, among others.
2. Information on Ferreycorp S.A.A.'s participation as a holding company listed on the Stock Exchange and regulated by the securities market.
3. Explanation of the governance principles and good corporate governance that regulate the internal functioning of the corporation as a whole (Ferreycorp and its subsidiary companies) and externally in its relationship with its stakeholders.
4. Presentation on general aspects of the corporation, its structure, the purpose and main activity of each of its companies, commercial activity, markets in which it operates, customers, competitive environment, among others.
5. Financial information, including audited financial statements and the annual report, among others.
6. Guided tour of some of the Company's facilities, in order to familiarize them with operations.
7. Scheduled individual meetings with the Chairman of the Board of Directors, other directors, and, if applicable, some managers may also be included to address specific topics and answer any questions or concerns that may arise.

10.- Remuneration of the Board of Directors

The position of director is remunerated, and its revenue is variable. The Corporate Bylaws include the maximum limit of remuneration in accordance with the General Corporations Law. The Board of Directors may, whenever it deems it necessary or convenient, reduce the revenue based on the profit for the corresponding fiscal year and the responsibilities and functions entrusted to the directors.

During the term of office, payments on account of this remuneration may be agreed upon. If payments on account exceed the amount of the annual per diem or are granted for a term that exceeds the next payment of the Board of Directors per diem, they will become a loan, for which the Nominating and Remuneration Committee's authorization must be obtained.

11.- Board sessions

Members of the Board of Directors must dedicate sufficient time to the performance of their duties in order to fulfill the responsibilities that the position entails. The Board of Directors shall meet in ordinary session once a month and in extraordinary session whenever called by the chairman or whoever acts in his stead, or when requested by any of its members or the General Manager. If the chairman does not make the call within 10 calendar days following or at the time provided in the request, the call may be made by any of the directors.

Virtual sessions may be called by electronic means or others of a similar nature that allow receipt confirmation to be obtained. Each director is obliged to inform the General Manager of the authorized email address to which the relevant call notices may be sent. Any change to said email address must be reported to the General Manager.

The call made by the chairman to the monthly session shall be made by letter or email not less than 5 calendar days in advance of its holding. Additionally, the General Management shall send the directors the agenda for the next session duly coordinated with the Chairmanship, along with an explanation of the topics and proposals to be submitted for approval.

The Board of Directors shall meet during the last week of each month, although a different or additional date may be set if applicable. At the beginning of each year, the schedule of monthly meetings will be agreed upon.

Notwithstanding the above, the Board of Directors shall be understood to be validly constituted provided that all directors are present and unanimously accept the holding of the session and the matters intended to be addressed therein.

Likewise, the Board of Directors may hold non-face-to-face sessions, with the same validity as face-to-face sessions, using electronic or other similar means that allow the use of audio, video, or real-time text messaging, guaranteeing identification, communication, participation, the exercise of speaking and voting rights of its members, and the proper development of the session. The Board of Directors may also hold dual or mixed sessions, which will have face-to-face and non-face-to-face attendance simultaneously.

Any director may submit to the consideration of the Board of Directors matters that are of interest to the company.

The General Manager, or whomever the Board of Directors designates, shall act as secretary of the Board of Directors' sessions.

12.- Quorum

The quorum of the Board of Directors is half plus one of its members. If the number of directors is odd, the quorum is the whole number immediately above half the number of directors. Each Director has the right to one vote. Resolutions must be adopted by an absolute majority of the votes of the attending directors. In the event of a tie, whoever acts as chairman shall have the casting vote.

Directors must participate in person or virtually in all ordinary sessions of the year, except for duly justified causes.

13.- Minutes

The resolutions adopted by the Board of Directors shall be recorded in minutes entered in a special book legalized in accordance with the law or on loose sheets.

Board of Directors' resolutions that constitute 'Material Events' must be communicated to the stock market representative in a timely manner, so that the latter may inform the supervisory entity and the centralized trading mechanism within the deadlines and through the means established by current regulations.

Board Resolutions that are confidential in nature or qualified as 'Confidential Material Events' by the Board of Directors in accordance with current regulations must be reported to the supervisory entity as confidential, attaching the information legally required for this purpose and in accordance with the special mechanism and procedure provided by law, in compliance with internal rules governing these matters.

When for any reason the minutes of a session cannot be entered in the respective book or loose sheet, they shall be drawn up in a special document, which shall be transcribed at the appropriate time.

The minutes shall be signed by the chairman, the secretary, and if possible, by all attending directors, within 10 business days following the date the session was held. The minutes must express: the date, time and place of the meeting and the names of those present, the matters discussed, and the resolutions adopted, whether by unanimous or majority vote.

Additionally, the sessions may be recorded and stored on electronic media or other similar means that guarantee their conservation, as well as the authenticity and legitimacy of the adopted resolutions, as a support tool for the performance of internal duties.

14.- Powers

The Board of Directors has all the powers of legal representation and management necessary for the administration of the company within its corporate purpose, with the sole exception of matters assigned by law or the Corporate Bylaws to the Meeting.

Therefore, the Board of Directors has, among others, the following powers:

a) Call the general shareholders' meeting;
b) Regulate its own functioning;
c) Evaluate, approve, and direct the corporate strategy, the business plan, and the annual budgets of the company and its subsidiaries, given that the main activity of the company is to invest in the businesses of its subsidiary companies, in many of which it holds a 99% stake;
d) Establish the Board committees, the functions they will be in charge of, and appoint their members, among whom it shall encourage the inclusion of independent directors, ensuring that they are chaired by them;
e) Present annually to the shareholders the annual report, the balance sheet, and the profit and loss account, recommending the application to be given to profits;
f) Ensure the integrity of the financial statements and accounting systems, and the existence of risk control systems, directly or by delegating this function to the Audit and Risk Committee;
g) Accept the resignation of its members and fill vacancies in the cases provided for by law and the bylaws;
h) Appoint, evaluate, and remove the general manager and, if deemed convenient or necessary, other officers of the company, determining their obligations and granting and revoking powers with the attributions it deems appropriate. As well as appoint, evaluate, and remove the Internal Auditor, as recommended by the Audit and Risk Committee;
i) Supervise directly, or delegate to the Nominating and Remuneration Committee, the human resources policy including the remuneration and benefits policy, as

well as loans to directors and management. Grant in general the powers it deems convenient;

j) Exercise high surveillance of all company businesses, having the authority to inspect the accounting books of the company and especially of its subsidiary companies;
k) Agree on the distribution of interim dividends on account of the results of the fiscal year, when the meeting delegates such powers to it;
l) Decide on all commercial, financial, and administrative matters that are convenient for the achievement of corporate purposes without limitation as to the amount;
m) Alienate and/or dispose of company assets whose book value at the time of alienation does not exceed 50% of the company's capital;
n) Constitute guarantees in general, such as pledge guarantees, mortgages, bonds, warrants, guarantees, among others, on personal and real property of the company, to guarantee the different operations of the company and its subsidiary or affiliated companies, as well as modify the terms of the guarantees granted and agree on the execution by the company of the necessary documents for the creation, modification, and discharge of said guarantees;
o) Supervise compliance with the established policy for the management of confidential information, whether reserved or privileged, according to the rules issued by the company and regulatory entities and bodies;
p) Ensure compliance with the company's Code of Ethics and approve its changes and modifications;
q) Delegate to directors and/or officers of the company the authority to execute the resolutions adopted by the Board of Directors, these being expressly authorized to sign the public and private documents required in the exercise of such legal representation and to carry out the actions and formalities necessary to implement said resolutions;
r) Periodically evaluate its own performance; and,
s) Exercise other powers that derive expressly or implicitly from the Bylaws.

15.- Access to Information and Consulting

Members of the Board of Directors must have access to all accurate and relevant information of the company on a regular basis, in order to efficiently fulfill their duties and responsibilities. They have the right to be informed by management about everything related to the progress of the company. This right must be exercised within the Board of Directors, without it in any way affecting corporate management.

Whether on the initiative of a director or the general management, specialized advisory services shall be hired for decision-making. Should it be requested by any director, general management shall be responsible for carrying out the hiring and coordination within a period not exceeding 30 days or according to any other indication given by the Board of Directors.

The Board of Directors must provide shareholders and the general public (potential investors) with sufficient, reliable, and timely information required by law regarding the legal, economic, and financial status of the company through reports presented at the Meeting, in the annual report, in the publication of audited annual and non-audited quarterly financial statements, and other material events.

Proposals of the Board of Directors regarding corporate operations that may affect the 'non-dilution right' of shareholders (i.e., mergers, spin-offs, capital increases, among others) must be previously explained by said body with the corresponding supporting evidence. Said report shall be made available to the shareholders and disseminated as a Material Event to the supervisory entity (SMV) and the centralized trading mechanism within the deadlines and through the means established by current regulations.

Likewise, the Board of Directors may rely on the advice of the Council of Former Chairmen, an advisory body whose objective is to assist top management of the Corporation with its advice on occasions deemed convenient, as well as attend congresses, events, or meetings where their participation as counselors is appropriate. The Council shall be made up of those who have previously held the office of Chairman of the Board of Directors. The Council of Former Chairmen, as a consultative body to the presidency and General Management of the Corporation, shall meet at the call of the presidency and/or general management, individually or collectively, to issue the requested recommendations. Agreements shall not be binding.

Management shall grant the necessary facilities to members of the Council for the fulfillment of their duties

16.- Liability

Directors are unlimitedly and jointly and severally liable to the company, shareholders, and affected third parties for damages caused by resolutions or acts of the Board of Directors that are contrary to the law or the Corporate Bylaws, or by resolutions or acts carried out with willful misconduct, abuse of powers, or gross negligence. It is the responsibility of the Board of Directors to ensure compliance with the resolutions of the Meeting, unless the Meeting provides otherwise.

A director who, having participated in the resolution or having gained knowledge of it, has expressed their disagreement, shall not be held liable, provided that it is recorded in the minutes or that they have recorded their disagreement by notarized letter.

17.- Conflict of interest

"Directors shall act with loyalty, independence, transparency, impartiality, and high ethical standards in the performance of their activities, avoiding real or apparent conflicts between their own interests and those of the company that could influence the independence of their decisions, lead them to show unjustified preferences, or act in a biased and non-objective manner to the detriment of the company. Directors shall not use commercial or business opportunities that come to their knowledge by virtue of their position for their own benefit or for that of related third parties. They may not participate for their own account or that of third parties in activities that compete with those carried out by the company, without the express consent of the latter.

From the moment of appointment, a director owes allegiance to the company, maintaining absolute independence in the exercise of their office, without responding to instructions, directives, or guidelines from whomever nominated or proposed them for appointment, even if they belong to a group of directors nominated by the same shareholder.

The behavior of the independent director, in particular, must be characterized by showing an absence of mandate at all times, a commitment to knowing how to manage potential conflicts, and total transparency in their actions. Any meeting between independent directors and the shareholder who nominated them must be coordinated with the chairmanship, in order to validate that all topics to be addressed are public, safeguarding the disclosure of privileged or reserved information at all times.

In the same way, the Board of Directors must be informed of any meeting between a group of directors and a group of shareholders, in order to confirm that the topics to be addressed are independent of the Company, or involve public information of the Company, and to avoid other topics that could be interpreted as potential spaces for agreements affecting the economic rights or control of the company, given that according to corporate governance principles, the company must report agreements or pacts between shareholders, especially those that allow for control superior to share ownership. Conduct contrary to the above could lead the market and/or regulators to interpret that they form a decision-making unit or a collegiate group, responding to centralized coordination and to instructions and mandates reflected in a 'block vote' attributable to directives from third parties.

A director who, in any matter, has an interest contrary to that of the company or benefits directly or indirectly from such decision, must declare it and abstain from participating in the deliberation and resolution regarding said matter.

Transactions between the company and its subsidiaries and any entity or person related to a director shall be carried out under usual market conditions, and are subject to transfer pricing controls in accordance with current regulations, which are also reported to the Board of Directors either directly or through the Audit and Risk Committee.

18.- Delegation

The Board of Directors may appoint one or more directors to resolve or execute specific acts. The delegation may be made for them to act individually or, if there are two or more, also to act as a committee. The permanent delegation of any power or powers of the Board of Directors, as well as the appointment of the Directors who are to exercise such delegation, shall require for its validity the favorable vote of two thirds of the members of the Board of Directors and its registration in the Public Registry.

The rendering of accounts and the presentation of the balance sheet to the Meeting may not be subject to delegation, nor may the powers granted by the Meeting to the Board of Directors, unless expressly authorized by it.

19.- Restrictions

The following may not be directors:

a) Those who have pending litigation with the company as plaintiffs or are subject to a corporate action for liability.
b) Those who manage interests in opposition to those of the company, engage in acts detrimental to it, or cause or have caused economic harm to it.
c) Those who, due to their financial situation or damaged public image in the opinion of the Board of Directors, could affect the relations of the company or its subsidiaries with their various stakeholders.
d) Those who hold a position in or have a connection with competing companies, at the discretion of the Board of Directors.
e) Incapacitated or bankrupt individuals, and
f) Others specified by law.

Persons subject to any of the grounds for disqualification mentioned above may not accept the position, and if they have already been elected and the disqualification exists or arises subsequently, they must resign immediately; otherwise, the Board of Directors has the authority to remove them.

20.- Evaluation of the Board of Directors

The Board of Directors has a formal process to annually evaluate its collective and individual management. Based on said self-evaluation, the directors will propose improvements in the practices and procedures established for the proper functioning and performance of the Board of Directors. Additionally, an evaluation of the Board of

Directors with the accompaniment of external advisors must be conducted at least every 2 years.

21.- Committees of the Board of Directors

The Board of Directors may set up special bodies according to the needs and requirements of the company. These special bodies shall be established within the Board of Directors as support mechanisms and must include independent directors among their members, in order to make impartial decisions on issues where conflicts of interest may arise, as well as ensure that they are chaired by independent directors, especially the Audit and Risk Committee and the Nominating, Remuneration, Corporate Governance and Sustainability Committee.

The company's Board of Directors has the following committees:

- Investments Committee
- Audit and Risk Committee
- Nominating, Remuneration, Corporate Governance and Sustainability Committee
- Innovation and Systems Committee

21.1. Investments Committee

The committee shall be responsible for supervising the Corporation's investments. Among its functions are:

a. Reviewing the portfolio and ideas for new businesses, and validating the alignment between these initiatives and the Corporation's growth strategy;
b. Supervising financing strategies for new investments;
c. Allocating relevant or non-budgeted resources for the evaluation and analysis of the new business portfolio;
d. Assisting management in detecting and analyzing new businesses and acquisitions;
e. Analyzing return on investment in the years following acquisitions or the implementation of new businesses;
f. Proposing divestments to the Board of Directors when alignment with the strategy no longer exists, when growth and profitability expectations are not met, or for other reasons determined by the committee;
g. Recommending the communication strategy regarding investments made, to be made, or to be divested.

21.2. Audit and Risk Committee

Its function is to ensure the integrity of the accounting systems and financial reports through the information it receives from the internal auditor and other managements, as well as through the review of the external auditors' recommendations. In addition, its function includes the periodic evaluation and review of the Corporation's risk matrix.

It has the following attributions:

a. Propose the appointment of external auditors in coordination with management. Review the external auditor's work plan and hold periodic meetings to monitor the progress of their work as well as the recommendations issued at the end of their review, in such a way as to ensure the integrity of the accounting systems through an appropriate external audit;
b. Approve any complementary service provided by the external audit firm in charge of auditing the Corporation's financial statements;
c. Periodically review and analyze the company's financial statements;
d. Approve the Internal Audit Charter and the Annual Internal Audit Work Plan, with its respective budget and resource plan. Receive quarterly reports on the progress of the annual plan as well as on the implementation of corrective actions and improvements;
e. Propose the Internal Auditor to the Board of Directors, evaluate their performance each year and ratify them in the position, as well as propose their replacement when a change must occur. Receive information on their remuneration, ensuring that it is within the guidelines and parameters of the company's remuneration system, including variable remuneration, which management proposes and reports to the Board of Directors in its respective committee;
f. Periodically evaluate and review the main risks to which the Corporation and its subsidiaries are exposed, and determine the measures and policies to be adopted to address each of them;
g. Supervise the proper functioning of the Corporate Compliance System and the performance of the Ethics and Compliance Officer;
h. Order investigations into violations of the Code of Ethics submitted through the Whistleblower Channel or other means, and follow up on them, when the situation warrants it or when becoming aware of them through the Ethics and Compliance Officer.

21.3. Nominating, Remuneration, Corporate Governance and Sustainability Committee

Its function is to assist Management in adapting the organizational structure of the company to changes and in evaluating performance, training, and professional development of the company's executive personnel.

In terms of good corporate governance, its function is to ensure compliance with the good practices of the Corporation in general, and in particular with the practices of the Board of Directors.

In terms of sustainability, to approve the social responsibility and environmental strategy, supervise its execution, and approve the allocation of resources where necessary.

It has the following attributions:

a. Supervise progress in organizational development programs through reports on the administrative structure and human resources programs;
b. Supervise the reports presented by management on recruitment and selection programs, performance management, salary policy, as well as training and development, among others, and formulate appropriate recommendations, taking into consideration available information on practices carried out in the business environment;
c. Review reports on the hiring of key executives, the salary scale for managerial and executive positions, as well as monitor the supervision carried out by General Management over their performance;
d. Ensure the effectiveness of the governance practices under which it operates, proposing or approving improvements in the company's governance practices;
e. Review the self-assessment of the Principles of Good Corporate Governance presented in the company's annual report;
f. Approve the information policy through Internal Conduct Regulations and pronounce, when necessary, on the qualification of certain events as "Material Events" and Privileged and Confidential Information;
g. Identify potential sources of conflicts of interest among management, directors, and shareholders, as well as supervise their monitoring by Management, including an annual report of loans granted to management pursuant to powers delegated to the presidency and corporate general management;
h. Receive and process director nominations;
i. Suggest the Board of Directors' remuneration policy and its procedures, as well as take note of loans granted to directors, pursuant to powers delegated to the presidency;
j. Approve the sustainability strategy, which includes corporate governance, social management, and environmental management;
k. Supervise the execution of action plans that enable compliance with the

company's ESG commitments;

l. Approve the allocation of resources for the implementation of plans regarding the sustainability strategy and any other aspect under its responsibility.

21.4. Innovation and Systems Committee

It has the following attributions:

a. Contribute to the formulation and strengthening of the company's innovation strategy, aligned with its long-term development;
b. Provide support from the Board of Directors for the formulation of the Corporation's innovation processes and the allocation of necessary resources;
c. Support actions aimed at mitigating technological and information security risks;
d. Review management reports on the innovation and information technology strategy of the Corporation and its subsidiaries, which must show clear alignment with business objectives and competitiveness enhancement;
e. Receive reports from management on the implementation of the innovation plan in the various business areas and the technology project portfolio;
f. Recommend to the Board of Directors the allocation of resources and actions required for the successful implementation of the innovation plan and the technology project portfolio;
g. Advise the Board of Directors in fulfilling its responsibilities regarding technological matters by bringing to its attention reports containing the analysis and review of technological and information security risk, as well as actions to mitigate them.

22.- Composition of the Committees

Each Committee shall be constituted by a minimum of three directors, striving for a high participation of independent directors and that the chairmanship be held by an independent director, especially in the case of the Audit and Risk Committee and the Nominating, Remuneration, Corporate Governance and Sustainability Committee. The Chairman of the Board of Directors, the Vice Chairman, and the General Manager shall participate in all committees.

23.- Committee Sessions

Each committee shall meet with a frequency determined by the Board of Directors at the beginning of each fiscal year, and must complete at least the following number of sessions:

Audit and Risk Committee: minimum 4 sessions per year.

Nominating, Remuneration, Corporate Governance and Sustainability Committee: minimum 3 sessions per year.

Other committees: minimum 2 sessions per year.

Notwithstanding the foregoing, committees may meet whenever their chairmen deem it convenient or when their members consider that the situation warrants it.

24.- Modification of the Regulations

The approval of the Board of Directors is required for any modification of the regulations.

25.- Legal Framework

In all matters not provided for in these Regulations, the company shall be governed by the provisions of the General Corporations Law, the Bylaws, the Securities Market Law and the Principles of Corporate Governance for Peruvian Companies.