

*Regulations of the Business Strategy Committee*  
*BANCO DE CRÉDITO SOCIAL COOPERATIVO, SA*

## HEADING I. PRELIMINARIES

### Section 1. Legal standing and applicable legislation

- a. The Business Strategy Committee (hereinafter, the "Committee") of BANCO DE CRÉDITO SOCIAL COOPERATIVO, S.A. (hereinafter, the "Company" or the "Bank") is an internal reporting and advisory body of the Board of Directors. It has no executive functions but is authorised to report, advise and formulate proposals within its sphere of action.
- b. The Committee shall be governed by the rules contained in these regulations (hereinafter, the "Regulations"), as well as legal provisions, the corporate by-laws, and applicable Regulations of the Board of Directors.

### Section 2. Interpretation

- a. These Regulations shall be interpreted in accordance with: (i) legislation in force at any given time, (ii) provisions contained in the Corporate By-Laws and in the Regulations of the Board of Directors, as applicable, and (iii) the principles and recommendations of good governance formulated at the request of regulatory bodies.
- b. The Law, the Corporate By-Laws and the Regulations of the Board of Directors shall prevail in the event of contradiction with the provisions set out in these current Regulations.
- c. The Committee is responsible for resolving any queries that arise through the application of these Regulations and in accordance with the general interpretation criteria for legal regulations, remaining faithful to the spirit and the purpose thereof.

### Section 3. Purpose

The purpose of these Regulations is to determine the guiding principles of the Bank's Committee and its Group, as well as the core rules of its organisation and functioning.

### Section 4. Approval and modification

- a. These Regulations and any modifications made to them must be approved by a simple majority of the members of the Committee and authorised by the Bank's Board of Directors. In the event of a tie, the President will have the deciding vote. The Regulations and any modifications shall enter into effect on the date of authorisation.
- b. At the proposal of its President or the majority of its members, the Committee may propose modifications to these Regulations when circumstances make this step advisable or necessary, although said modifications shall only enter into effect if the procedure set out in the paragraph above is followed.

## HEADING II SCOPE AND RESPONSIBILITIES

### Section 5. Scope

The Committee does not have any executive powers. Its purpose is to advise and formulate proposals to the Board of Directors regarding issues that fall within its remit, to which end it must:

- a) Report on all relevant matters that come to its attention within the development of its activities, and to advise the Board on any matters that require such action.
- b) Propose modifications to policies, procedures and strategies it deems to be advisable.

The Business Strategy Committee shall perform its duties with regard to issues related with the standard business development of entities affiliated to Grupo Cooperativo Cajamar, in its various branches of activity, focusing particularly on matters pertaining to the performance of the branch network and the achievement of targets set globally for said entities. Specifically, the Business Strategy Committee is responsible for:

- (i) Examining management in the course of standard business development in its broadest sense.
- (ii) Carrying out the instructions of the Board of Directors in any matters entrusted to it by the latter.
- (iii) Making relevant proposals to the Board of Directors with regard to the Group's standard business development, business strategies, customer relations, and any other issues it deems relevant, within its scope of activity.
- (iv) Reporting to the Board of Directors about any proposals made to the Committee in relation to the latter's scope of activity.
- (v) Any duties specifically delegated by the Board of Directors, although the latter may not delegate matters that, through legal stipulation or in accordance with institutional by-laws, are reserved for the direct attention of the Board of Directors or another Committee.
- (vi) Supervising and monitoring the Expansion Plan and the Strategic Plan.
- (vii) Monitoring Business Plans and Commercial Targets set for the branch networks of members of Grupo Cooperativo.
- (viii) Monitoring Business Plans and Commercial Targets for business segments delegated to third-party companies, in which a stake might or might not be held, or which are developed through strategic partnerships for specific business areas.

### HEADING III COMPOSITION AND FUNCTIONING

#### Section 6. Composition and Appointment

The Committee will comprise a minimum of three (3) and a maximum of seven (7) members, as determined at any given time by the Board of Directors, which shall appoint the members from among those directors with experience, knowledge, and the most suitable profile to sit on the Committee.

Membership of this Committee shall not be exclusive, and its members may sit on other specialist Committees of the Board of Directors.

#### Section 7. Distribution of roles

The Board of Directors shall appoint the President of the Committee from among the directors that sit on the Board, and its Secretary, and Vice Secretary if required, who do not necessarily need to be directors.

#### Section 8. Duties of the Secretary

The Secretary shall perform the following duties:

- a) Safeguard Committee documentation, reflecting the development of Committee meetings in the relevant ledgers of Minutes, bearing witness to any agreements reached by the Committee, and ensuring the formal and material legality of any action taken by the Committee.
- b) Certifying the Minutes and agreements reached by the Committee. Certificates shall be issued and signed by the Secretary of the Committee, or by the Vice Secretary, or in his or her stead, by the youngest member of the Committee, with the approval of the President, or in his or her stead, by the oldest member of the Committee.
- c) Channel and coordinate, following the instructions of the Committee President, relations between the Committee and other bodies, management departments or third parties mentioned in these Regulations.
- d) Any other duties assigned in these Regulations, as well as functions regulated in the Corporate By-Laws and the Regulations of the Board of Directors.

#### Section 9. Duration

All members of the Committee, including its president, shall be appointed for a maximum period of 4 years, and can be re-elected once or more for periods of equal maximum duration.

#### Section 10. Replacement or substitution of members

In the event of the cessation, dismissal, resignation, incapacity or death of members of the Committee, the provisions set out in the Regulations of the Company's Board of Directors for such events shall be applied.

#### Section 11. Cessation

Members of the Committee shall no longer hold their position as such when they lose their status as Company directors or at the agreement of the Board of Directors.

#### Section 12. Meetings

- a. The Committee shall meet ordinarily at least quarterly.
- b. The Committee shall meet at the request of any of its members, and whenever called by its President, who must call a meeting whenever the Board or its President asks the Committee to issue a report or formulate proposals, and under all circumstances whenever convenient for the correct performance of its duties.

#### Section 13. Calling of Meetings

- a. The Committee will be called to meeting by letter, fax, telegram or electronic mail, and meeting announcements shall be authorised by the signature of the President or of the Secretary by order of the President.
- b. With the exception of urgent sessions, calls to meetings must be made at least three (3) days in advance of the meeting. The announcement of a meeting will always include its Agenda, and will be accompanied by relevant information, duly summarised and prepared, which might also be made available to members of the Committee using the Director Portal set up to this end.
- c. It will not be necessary to call and officially announce a meeting of the Committee when all the Committee members are present and unanimously agree to a meeting.

#### Section 14. Constitution

- a. The Committee shall meet at the Company's registered address or at the venue indicated in the meeting announcement.
- b. The Committee shall be validly constituted when the meeting is attended by over half its members either in person or through representatives. Absences that occur once the Committee meeting has been constituted shall not affect the validity of said meeting.
- c. Committee meetings can also take place via videoconference or telephone multiconference, in which case the meeting shall be deemed to have taken place in the venue stated as the main location on the meeting announcement. If this information is not given, it shall be understood to be the location of the Director who is chairing the meeting.

- d. Any member of the Committee can choose to be represented by another member and must grant this power of representation in writing individually for each meeting using any of the means described in the first paragraph of the previous section, addressing said notification to the President or the Secretary of the Committee.
- e. The President will guide and moderate discussions, handing the floor to different members and concluding matters when he or she understands that sufficient discussion has taken place. Votes shall be cast through the raising of hands.
- f. If the President is ill, unable to perform this task, or the position is vacant, the Committee meeting shall be chaired by the longest-standing member of the Committee, or, in the event of a tie in this regard, by the oldest member. If the Secretary is ill, unable to perform this task, or the position is vacant, this role shall be performed by the Vice Secretary, or in his or her stead, by the shortest-standing member of the Committee, or, in the event of a tie in this regard, by the youngest member.

#### Section 15. Agreements

- a. Agreements shall be reached by an absolute majority of members attending the meeting. In the event of a tie, the President will have the deciding vote.
- b. The deliberations and agreements of the Committee shall be recorded in the corresponding Minutes, which shall be signed by the President and the Secretary, or by those standing in for them. Minutes shall be approved by the Committee at the end of the meeting or the start of the next one.

#### Section 16. Attendance

The Committee, through its President, may compile information and request the collaboration of any executive or employee of the Company and its Group. In this event, executives or employees of the Group shall be required to attend meetings of the Committee and to provide their collaboration and access to any information they have, when requested to do so for this purpose.

### HEADING IV

#### CONSULTANCY, COMPLIANCE AND DISSEMINATION

#### Section 17. Consultancy

- a. When seeking advice and guidance in the performance of its duties, the Committee may ask the Company to recruit legal, accounting, financial, or other expert consultants and advisors.
- b. This must necessarily pertain to specific matters of importance and complexity that arise in the performance of its duties.

- c. Requests for consultancy and advisory assistance must be made to the President of the Bank's Board of Directors, which may oppose said request if he or she deems:
- (i) that it is not necessary for the correct performance of duties entrusted to the Committee;
  - (ii) that its cost is not reasonable in light of the importance of the problem and the assets and income of the Company;
  - (iii) that the technical assistance required could be adequately provided by experts and employees within the Company; or
  - (iv) it might compromise the confidentiality of information to be examined.

#### Section 18. Compliance and dissemination

Members of the Committee and the Bank's Senior Executives are required to ensure and enforce compliance with these Regulations, and to take any opportune measures to ensure maximum dissemination throughout the rest of the Bank and its Group.