

# Functions of the Nomination and Compensation Committee:

The main objective of the Nomination and Compensation Committee is to assist the Board of Directors by reviewing and monitoring the performance of Senior Management, and proposing policies about appointment and remuneration of the Bank.

The internal regulation of the Nomination and Compensation Committee assign it the following functions:

1. At the General Assembly of Shareholders, provide information on issues that the shareholders raise on matters within the committee's competence. .
2. Propose to the Board of Directors appointments and removals of senior management of the Bank. For this purpose, the Committee will assess the skills, knowledge and experience that are required in the charges and the conditions to be met by candidates to fill the vacancies, valuing the dedication that is deemed necessary for them to properly perform their duties depending on the needs of the Bank.
3. Propose the objective criteria that the corporation applies to hire and compensate its key management staff.
4. Review in annual basis the performance of each executive of the Bank.
5. Assess the performance of the CEO and Vice-presidents.
6. In case of vacancy in the CEO, assess and organize his/her succession, making the respective proposals to the Board of Directors.
7. To inform the changes of the organizational structure and new appointments.
8. Analyze the remuneration of those employees whose professional activities have a significant impact on the risk profile of the Bank.
9. Review the compensation plans for the Senior Managers on regular basis.