

# Functions of the Corporate Governance Committee:

The main objective of the Corporate Governance Committee is to assist the Board of Directors on its functions of proposing and overseeing the measures of Corporate Governance taken by the Bank, as well as assist the Board of Directors on its function about appointment and remuneration of the members of the Board of Directors-

The internal regulation of the Corporate Governance Committee assigns it the following functions:

1. To ensure that the shareholders and the market in general have a complete, truthful and timely access to the information that Bank must disclose.
2. To oversee the performance of the Audit Committee.
3. To assess, on a regular basis, the compliance with the Corporate Governance Code. When necessary, to propose to the Board of Directors amendments in order to improve and execute correctly the Corporate Governance Code.
4. To oversee practices and policies of Corporate Governance.
5. To keep up to date about the best practices, new regulation and any other change on the Corporate Governance area in order to comply with the Committee's duties and responsibilities efficiently.
6. Review and assess the way in which the Board of Directors complied with its duties throughout the term.
7. To coordinate the procedure of selection, appointment and rotation of the Board of Directors. This procedure is described on the Policy approved by the General Assembly of Shareholders.
8. To oversee the compliance with the requirements and procedures for the election of the Board of Directors (competences, inabilities and limitations, among other features).

9. To coordinate the process of induction of the new members of the Board. To promote the training of the Board of Directors and updating in matters related to the competences of the Board.
10. When necessary, inform about the independence of the candidates to become members of the Board of Directors, so that either the Board or the shareholders directly, may propose them to the General Assembly of Shareholders.
11. To propose to the Board of Directors the remuneration policy of the members of the Board of Directors, the policy must be approved by the General Assembly of Shareholders.
12. To draft the annual report about the annual remuneration policy for the members of the Board of Directors.
13. To support the Chairman of the Board of Directors on the annual assessment of the Board, examine the results of the process and make suggestion in order to improve the performance of the Board.
14. To ensure the compliance with the remuneration policy for the members of the Board of Directors, as well as clearness and disclosure of their remuneration.
15. To review the proposals to reform the bylaws and the Corporate Governance Code related to the good governance, and to present the amendments, updates and repeals of the provision about Corporate Governance.
16. To monitor periodically the transactions of the members of the Board of Directors and managers with shares issued by the Bank or its subsidiaries
17. To reply, within ten (10) days, any complaints of shareholders and investors regarding the no compliance with the Corporate Governance policies of the Bank.
18. To know any behavior of the members of the Board of Directors that might be against the Bank's bylaws, the Regulation of the Board of Directors and any other internal norm. To inform the Board of Directors about these behavior when the Committee deems it is necessary.
19. To oversee the operation of the Bank's Website as well as any other tools of disclosure of information.
20. Review and provide concept about the Annual Corporate Governance Report.