

# **Prosegur PCS Director Candidate Selection Policy**

**LEGAL AREA**

The Board of Directors of Prosegur (the "**Company**") recognises that one of the key elements of its corporate governance strategy is transparency in all its actions, including the process of selecting candidates for directorship.

The Board of Directors has therefore approved this public, specific and verifiable *Director Nominee Selection Policy*, which ensures that proposals for the appointment of directors of the Company are based on a prior analysis of the needs of the Board of Directors.

## 1. Owner

Corporate Legal Director

## 2. Scope

This Policy on the selection of candidates for directors shall apply to the selection of candidates for Company directors who are natural persons.

In the case of nominees for directorship of the Company who are legal persons, the provisions of this *Director Nominee Selection Policy* shall extend to the natural persons who are to represent them. Without prejudice to the foregoing, candidates shall ideally be natural persons.

## 3. Object

The selection of director candidates shall be based on an analysis of the needs of the Company and of the group of companies whose parent company, within the meaning established by law, is the Company (the "**Group**"), to be carried out by the Board of Directors with the advice and report of the Nomination Committee.

Candidates shall also be individuals who meet the conditions in section 4 below and whose appointment favours diversity of knowledge, experiences, nationalities and gender within the Board of Directors.

The *Director Candidate Selection Policy* will ensure that in the future the number of female directors will continue to represent thirty-three percent of the total number of members of the Board of Directors.

## 4. Preparation and Approval

Drafted by:	Corporate Legal Department				
Revised by:	Global Legal Area	Javier Aparicio Alfaro			
	Process Transformation Office				
Approved by:	Corporate Legal Director			Date:	28/03/2022
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## 5. Implementation

### 5.1. Selection Process. Collaboration of external advisors

Any director may suggest a candidate on condition that the candidate meets the requirements described in this Policy on the selection of candidates for directors.

Additionally, the Company may rely on the collaboration of external advisors to validate the candidates.

In any event, the selection process shall exclude any implicit bias that may result in discrimination of any kind and, specifically, that hinders the selection of female directors.

### 5.2. Requirements to be Fulfilled by the Candidates.

Candidates for Company directors must be honourable, suitable individuals of acknowledged solvency, skill, experience, qualification, training, availability and commitment to their duties.

In particular, they must be professionals of integrity, whose conduct and professional career are in line with the principles set out in the Code of Ethics and with the mission, vision and values of the Group

Furthermore, when candidates are selected, efforts shall be made to reach a balance in the Board of Directors that makes it possible to enrich the decision-making process and benefit from diverse points of view during the debates.

### 5.3. Obstacles to Being a Candidate.

No candidate shall be accepted if they are encompassed by a legal cause of incompatibility with the duties, do not meet the requirements defined in the corporate governance system, and specifically no candidate can be:

- Companies, whether domestic or foreign, in the security sector or other sectors, that are competitors of the Company, as well as their directors or senior management and any persons proposed by them in their capacity as shareholders. So that there is no doubt, Group companies are not considered competitors of the Company.
- Natural or legal persons who hold the office of director in more companies than permitted under the provisions of the *Board of Directors' Regulations*.
- Natural or legal persons who are subject to any other incompatibility or prohibition regulated by general provisions, including those who in any way have interests opposed to those of the Company or the Group.

## 6. Related documents

Code	Name