



**Policy on the Selection of
Candidates for Directors of
Prosegur Compañía de
Seguridad, S.A.**





The Board of Directors of Prosegur Compañía de Seguridad, S.A. (the “**Company**”) acknowledges transparency in all actions, including the process for selecting candidates for directors, as one of the key elements in its corporate governance strategy.

For this reason, the Board of Directors has approved this public, specific and verifiable *Policy on the selection of candidates for directors*. This policy ensures that proposals for the appointment of the Company's directors are based on a prior analysis of the Board's needs.

1. Scope of Application.

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

For candidates for Company's directors that are legal entities, the present *Policy on the selection of candidates for directors* shall extend to the natural persons acting as their representatives. Without prejudice to the foregoing, candidates shall ideally be natural persons.

2. Goals of Candidate Selection.

Candidates shall be selected from an analysis of the Company's requirements and the requirements of the group of companies whose parent company, pursuant to the law, is the Company (the “**Group**”). The analysis shall be carried out by the Board of Directors with the advice and report of the Appointments 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 *Policy on the selection of candidates for directors* shall endeavour to ensure that the number of female directors in the future still accounts for thirty percent of the overall number of Board members.

3. 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.

4. 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.

Specifically, the candidates must be upstanding professionals whose conduct and professional career is in line with the principles in the Group's *Code of Ethics* as well as with the Group's mission, vision and values.



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. 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:

- a) A domestic or international company that operates in the security sector or other sectors and competes with the Company, or their administrators or senior managers and the individuals whom they proposed in their capacity as shareholders. So that there is no doubt, Group companies are not considered competitors of the Company.
- b) Natural persons or legal entities that act as administrators in more companies that what is allowable in accordance with the *Regulations of the Board of Directors*.
- c) Natural persons or legal entities that are affected by any cause of incompatibility or prohibition as regulated by general provisions, including any persons or entities whose interests are in any way opposed to the interests of the Company or Group.
