

# Diversity Policy on the Board of Directors



# **Diversity Policy on the Board of Directors**

## **1. Purpose:**

The purpose of this policy is to provide a framework of inclusion to promote diversity on the Board of Directors of Arca Continental.

## **2. Scope:**

This policy applies to the Board of Directors of Arca Continental (hereinafter, the Board). For employees, the company's Inclusion and Diversity policy is applicable.

## **3. Definitions and Abbreviations:**

For purposes of Board composition, diversity means, but is not limited to:

- skills and experience in different industries;
- gender;
- age;
- nationality; and
- cultural background.

The Board will make good use of these differences and distinctions between individuals as one of the criteria for determining the optimal composition of its members.

## **3. Policy Guidelines:**

### **Declaration**

The Council believes in the benefits that diversity brings and recognizes that diversity of thought strengthens the decision-making process. Having a Board constituted by people with different skills, experiences, backgrounds and perspectives means:

- competitive advantage;
- solid understanding of opportunities, problems and risks;
- inclusion of different concepts, ideas and relationships;
- improved dialogs; and
- Increased oversight capacity of the organization and its governance.

Board appointments are intended to collectively reflect the diverse nature of the business environment in which the organization operates and are made in the context of the skills, experience, independence and knowledge the Board requires to be effective.

### **Nomination and appointment**

To achieve diversity aspirations, the following activities will be pursued to establish the composition of the Council:

- Encourage the composition of the Board to consider the balance of skills, experience, knowledge, perspectives, independence and characteristics in line with the strategic needs of the company and the environment in which it operates.
- Identify suitable candidates for membership by considering the merits of the candidates against objective criteria and taking due account of the benefits of diversity in the team.
- Maintain a continuous list of possible candidates that seeks a balance between both sexes and representativeness of the context where we operate.

#### **4. Vigilance and Compliance with the Policy:**

The Management will propose to the Executive Committee of the Council the necessary actions to facilitate progress with respect to this policy.

Likewise, it will review and report on any changes with respect to the diversity of the Board and on the progress or any deviations with respect to this policy to the Board of Directors of the Company or the Executive Committee on a recurring basis.

The approval of this policy, and any modification, will be the responsibility of the Board of Directors. Its application regarding the proposal of directors will correspond to the shareholders. The Board of Directors may delegate to the Executive Committee the analysis and/or approval of any change in this policy.