



GOOD CORPORATE
GOVERNANCE PRINCIPLES 2023



SECURITY AND
RESILIENCE

(10150) REPORT ON COMPLIANCE WITH THE CODE OF GOOD CORPORATE GOVERNANCE FOR PERUVIAN CORPORATIONS^(*)

Corporate Name:

COMPAÑÍA MINERA PODEROSA S.A.

Fiscal Year:

2023

Web Site:

www.poderosa.com.pe

Corporate Name of the reviewing company¹:

^(*) Annex replaced by Article 1 of RSMV N. 012-2014-SMV/01.

¹ Only applicable if the information contained in this report has been reviewed by a specialized company (for example: an auditing firm or a consulting company).

SECTION A: Introduction letter²

The Code of Good Corporate Governance for Peruvian Corporations establishes a set of minimum principles or standards adopted by a company to recognize the rights of its shareholders, to define the responsibilities of the Board of Directors and Management, to ensure transparency of information, and to acknowledge its relations with stakeholders. In this sense, corporate governance, as stated by the Organization for Economic Cooperation and Development - OECD, is a key element to increase economic efficiency and enhance the growth of a country, as well as to promote investor confidence.

Compañía Minera Poderosa S.A. applies the best corporate governance practices. In this regard, it presents to the market its Good Corporate Governance Principles compliance report for the 2023 fiscal year, as established by the Superintendency of the Securities Market. These principles regulate matters related to the equitable treatment of shareholders, management of conflicts of interest, capital structure, risk management, remuneration schemes and disclosure of information, among others. Thus, Poderosa guarantees the application of ethical business practices through the dissemination of this Report, which is aligned with the Mission, Vision and Corporate Values that guide the behavior of our shareholders, directors, officers, and employees.

² The main actions implemented during the year in terms of good corporate governance practices that the company considers relevant to highlight in line with the five pillars that make up the Code of Good Corporate Governance for Peruvian Corporations (2013) are described: Shareholders' Rights, General Shareholders' Meeting, The Board of Directors and Senior Management, Risk and Compliance, and Transparency of Information.

SECTION B: Compliance with Good Corporate Governance for Peruvian Corporations Evaluation

	Complete
PILAR I: Shareholders rights	
Principle 1: Equitable treatment of shareholders	Yes
Principle 2: Shareholder Participation	Yes
Principle 3: No dilution in capital stock participation	Yes
Principle 4: Information and Communication to Shareholders	Yes
Principle 5: Participation in the Company's profit sharing	Yes
Principle 6: Change in Company Control	Yes
Principle 7: Arbitration for Dispute Resolution	Yes
PILAR II: General Shareholders Meeting	
Principle 8: Function and Powers	Yes
Principle 9: General Shareholders Meeting Regulations	Yes
Principle 10: Calling Mechanisms	Yes
Principle 11: Agenda Items Proposals	Yes
Principle 12: Procedures to Exercise Voting Rights	Yes
Principle 13: Delegation of Voting Rights	Yes
Principle 14: GSM Agreement Follow-up	Yes
PILAR III: Board of Directors and Senior Management	
Principle 15: Board of Directors Constitution	Yes
Principle 16: Board of Directors' functions	Yes
Principle 17: Board of Directors Members' Duties and Rights	Yes
Principle 18: Board of Directors Regulation	Yes
Principle 19: Independent Directors	Yes
Principle 20: Operation of the Board of Directors	Yes
Principle 21: Special Committees	Yes
Principle 22: Ethics Code and Conflicts of Interest	Yes
Principle 23: Transactions with Related Parties	Yes
Principle 24: Senior Management Functions	Yes
PILAR IV: Risk and Compliance	
Principle 25: Risk Management System	Yes
Principle 26: Internal Audit	Yes
Principle 27: External Auditors	Yes
PILAR V: Information Transparency	
Principle 28: Information Policy	Yes
Principle 29: Financial Statement and Annual Report	Yes
Principle 30: Information about the Shareholding Structure and Shareholder Agreements	Yes
Principle 31: Corporate Governance Report	Yes

PILAR I: Shareholders rights

Principle 1: Equitable treatment of shareholders

Question I.1

	YES	NO	EXPLANATION:
Does the company recognize equitable treatment of all shareholders with the same class of shares and with the same conditions (*)?	X		

(* Same conditions mean those specific characteristics which differentiate the shareholders or those characteristics that makes them equal regarding their relationship to the corporation (institutional investors, non-controlling investors, etc.). This shall not mean by any means that it implies favoring the use of privileged information.

Question I.2

	YES	NO	EXPLANATION:
Does the Company only promote the existence of shares with voting rights?	X		ALL SHARES ARE COMMON SHARES WITH VOTING RIGHTS

a. About the company's capital, please specify:

CAPITAL ISSUED AS OF THE END OF THE YEAR	CAPITAL PAID AS OF THE END OF THE YEAR	TOTAL NUMBER OF SHARES REPRESENTING CAPITAL STOCK
600,000,000	600,000,000	600,000,000

b. If the Company has more than one class of shares, specify:

CLASS	NUMBR OF SHARES	NOMINAL VALUE	POLITICAL RIGHTS (**)	ECONOMIC RIGHTS(**)

(**) In this field, state the specific rights of the share class which makes it different from the other ones, such as participation and voting rights at the GSM, share issuance, treatment in reorganization of corporation, transfer of rights, among other.

Question I.3

	YES	NO	EXPLANATION:
If the Company has investment shares, does it promote a redemption policy or voluntary exchange of investment shares for ordinary ones?		X	ALL SHARES ARE COMMON SHARES WITH VOTING RIGHTS

Principle 2: Shareholder Participation

Question I.4

	YES	NO	EXPLANATION:
1. Do the Company documents state the way in which the shares are represented and the person responsible for the shareholder registry?	X		CORPORATE BY LAWS
2. Is the information from the Company shareholder register permanently updated?	X		

State the frequency with which the shareholder registry is updated, after receiving information about any changes

FREQUENCY:		
Within forty-eight hours		
Weekly		X
Others /Specify (in number of working days)		

Principle 3: No dilution in capital stock participation

Question I.5

	YES	NO	EXPLANATION:
1. Does the Company have a policy to explain the Board of Directors' proposals regarding corporate transactions that could affect the shareholders right to non-dilution (i.e. mergers, purchases, divisions, capital expansions, among others) in advance by means of a detailed report with the independent opinion of a prestigious external advisor appointed by the Board of Directors?	X		EXTERNAL ADVISORS ARE APPOINTED BY THE BOARD OF DIRECTORS FOR EACH SPECIFIC CASE
2. Does the Company policy include making such reports available to the shareholders?	X		THE SHAREHOLDERS MAY REQUEST SUCH REPORTS TO THE COMPANY

If corporate transactions stated under paragraph 1. of Question I.5 have taken place in the Company during the year, and if the Company has independent Directors(*), state, in each case:

	YES	NO
Did the appointment of the external advisor have the affirmative vote of all the Independent Directors?		
Did all the Independent Directors express their clear acceptance of such report, and, if applicable, did they support their reasons for their disagreement?		

(* Independent Directors are those who, according to the guidelines for the Qualification of Independent Directors, approved by the Securities Market Superintendency, qualify as such.

Principle 4: Information and Communication to Shareholders

Question I.6

	YES	NO	EXPLANATION:
Does the Company appoint the people responsible for or the adequate means through which the shareholders can receive and request timely, reliable and true information?	X		CORPORATE BYLAWS

a. State the means or the way through which the shareholders receive and/or request information about the Company.

COMMUNICATION MEANS	RECEIVE INFORMATION	REQUEST INFORMATION
In the company's offices	X	X
E-mail	X	X
Telephone		
Company web site		
Mail		
Information meetings (in person or remote)		
Social media		
Other / Specify		

b. Does the Company have a maximum deadline to respond to information requests submitted by shareholders? If so, specify such deadline:

Yes	No	X
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If the answer is yes, state the number of days

DEADLINE (DAYS)

Question I.7

	YES	NO	EXPLANATION:
Does the Company have mechanisms for the shareholders to express their opinion regarding the Company's development?	X		AT THE GENERAL SHAREHOLDERS MEETING

If the answer is yes, specify the Company's established mechanisms for the shareholders to express their opinions about the Company.

COMMUNICATION MEANS	EXPRESS THEIR OPINION
In the company's office	
E-mail	
Telephone	
Company web site	
Mail	
Information meetings (in person or remote)	
Social media	
Other / Specify	AT THE GENERAL SHAREHOLDERS MEETINGS

Principle 5: Participation in the Company's profit sharing

Question 1.8

	YES	NO	EXPLANATION:
1. Is the profit sharing policy compliance subject to fixed periodical evaluations?		X	IT IS NOT SUBJECT TO EVALUATION
2. Is the profit sharing policy informed to the shareholders?	X		IT IS INCLUDED IN THE ANNUAL REPORT AND IN THE COMPANY'S WEB SITE

a. If the answer to paragraph 2 of question 1.8 is Yes, state the channels through which the corporation informed the shareholders about its profit sharing policy.

COMMUNICATION MEANS	PROFIT SHARING POLICY
In the company's offices	
E-mail	
Telephone	
Company's web site	X
Mail	
Information meetings (in person or remote)	
Social media	
Other / Specify	ANNUAL REPORT

b. In the reporting year, has the profit sharing policy been complied with?

Yes	X	No	
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If your answer is NO, state the reasons why the corporation did not comply with its profit sharing policy during this year.

c. Describe the Company's profit sharing policy applicable to the year subject to this report

APPROVAL DATE	30/09/2009
PROFIT SHARING POLICY CRITERIA FOR THE DISTRIBUTION OF PROFITS	THE COMPANY SHALL DISTRIBUTE BETWEEN 40% AND 60% OF THE DISTRIBUTABLE ANNUAL PROFIT, IN CASH

d. State the profits in cash and in shares, distributed by the Company in the year subject to this report as well as in the previous year.

PER SHARE	DIVIDENDS PER SHARE			
	CURRENT YEAR		PREVIOUS YEAR	
	IN CASH	IN SHARES	IN CASH	IN SHARES
Class	0.142	0.3223	0.196	0
Class				
Investment share				

Principle 6: Change in Company Control

Question 1.9

	YES	NO	EXPLANATION:
Does the Company have policies or agreements to avoid takeover?		X	IT DOES NOT

State if any of the following measures has been established in your Company:

	YES	NO
Minimum number of shares as a requisite to become a Director		X
Minimum number of years as a Director to be appointed Chair of the Board of Directors		X
Agreements to compensate for executives / officers because of changes after a change of control and / or corporation restructuring.		X
Other of similar nature / Specify (example: establishment of supermajorities to approve mergers, stock option plans for employees, among other).		

Principle 7: Arbitration for Dispute Resolution

Question I.10

	YES	NO	EXPLANATION:
1. Do the Corporate by-laws include an arbitration clause by which the Company agrees to submit to legal arbitration any disputes between the shareholders or between shareholders and the BOD; as well as any challenges to the GSM and the BOD agreements by the Company shareholders?		X	DO NOT INLCUDE ANY
2. Does such clause allow an independent third party to settle any such disputes, except for express legal reserve before ordinary justice?		X	NOT APPLICABLE

If any GSM or BOD agreement has been challenged by any shareholder, or if other actions involving the Company have been undertaken, specify the number.

NUMBER OF GSM AGREEMENTS CHALLENGED	0
NUMBER OF BOD AGREEMENTS CHALLENGED	0

PILAR II: General Shareholders Meeting (GSM)

Principle 8: Function and Powers

Question II.1

	YES	NO	EXPLANATION:
Does the GSM have exclusive powers to approve the Board of Directors' compensation policy, and cannot delegate it?		X	IT IS STATED IN THE BY LAWS

State if the following functions are exclusive of the GSM. If the answer is no, then specify which body is responsible for them.

	YES	NO	BODY
Arrange for special investigations and audits		X	GSM AND BOARD OF DIRECTORS AND GENERAL MANAGEMENT
Agree on the by- laws modification	X		
Agree on the increase of capital stock	X		
Agree on advance profit sharing		X	GSM AND BOARD OF DIRECTORS
Appoint external auditors		X	DELEGATED TO THE BOARD OF DIRECTORS

Principle 9: General Shareholders Meeting Regulations

Question II.2

	YES	NO	EXPLANATION:
Does the Company have a binding GSM Regulation document? Is non- compliance with such regulation subject to liability?		X	IT DOES NOT HAVE SUCH DOCUMENT; IT IS RULED BY THE CORPORATE BY-LAWS AND THE GENERAL CORPORATIONS LAW

a. State if the following procedures are included in the GSM Regulations, or indicate what document describes this procedure, if applicable.

	YES	NO	DOCUMENT NAME
Calling for in person GSMs	X		CORPORATE BY-LAWS
Calling for online GSM according to the by-laws or any other regulations that provides for this GSM modality	X		CORPORATE BY-LAWS
Shareholders inclusion of agenda items	X		CORPORATE BY-LAWS
Providing additional information to shareholders about the GSM	X		CORPORATE BY-LAWS
Development of the GSM	X		CORPORATE BY-LAWS
Board of Directors appointment	X		CORPORATE BY-LAWS
Shareholder representation at the GSM	X		CORPORATE BY-LAWS
Shareholder participation at the GSM	X		CORPORATE BY-LAWS
Remote voting, through electronic means or ordinary mail	X		CORPORATE BY-LAWS
Other relevant matters in the GSM regulations/ Specify			

b. State if the following procedures that rule the development of the GSM establishes the mechanisms for the shareholders to discuss the following topics:

	YES	NO
1. About the corporation governance and its economic results .	X	
2. About a new agreement proposal, regarding one or more agenda items.	X	

Principle 10: Calling Mechanisms

Question II.3

	YES	NO	EXPLANATION:
In addition to the calling mechanisms provided by law, does the Company have any calling mechanisms that allow getting in touch with the shareholders, especially with those who have no participation in the Company's management or control?		X	THE COMPANY DOES NOT HAVE ANY OTHER MECHANISM

a. Complete the following information for each one of the GSMs held during the year:

CALLING DATE	DATE OF THE GSM	MODALITY OF THE GSM (*)	TYPE OF MEETING		GENERAL SHAREHOLDERS MEETING		QUORUM %	N° OF ATTENDING SHAREHOLDERS	PARTICIPATION (%) ON THE TOTAL NUMBER OF SHARES WITH VOTING RIGHT		
			SPECIAL	GENERAL	YES	NO			THROUGH PROXY	DIRECTLY (*)	DID NOT EXERT VOTING RIGHT
2/03/2023	13/03/2023	IN-PERSON		X		X	93.94	17	62.66	31.28	0

(*) Specify if the GSM was in person or remote.

(*) Directly means voting by any means or modality, which does not imply representation.

b. What means did the Company use during the year to call for the meetings, besides the ones provided by under article 43 of the General Corporation Law and in the provisions set forth in the Important Fact and Reserved Information Regulations?

MEANS	CALLING FOR MEETINGS
In the company's office	
E-mail	
Telephone	
Company web site	X
Ordinary mail	
Information meetings (remote or in person)	
Social media	
Other / Specify	

c. In the callings made by the Company during this year:

	YES	NO
Did it state describe where the information regarding the agenda items to be discussed in the GSM was available?		X
Did it describe the location of the information on the agreement proposals that will be submitted (motions) at the GSM?		X
Did the agenda include: "other items", "miscellaneous", or the like?		X
Did the company specify where the model letter of representation to the GSM was available?		X

Question II.4

	YES	NO	EXPLANATION:
Does the Company provide the shareholders with all the information about the items included in the GSM agenda and the agreement proposals that will be submitted (motions)?	X		IT IS AVAILABLE AT THE COMPANY'S PLACE OF BUSINESS, ON THE COMPANY'S WEB SITE, AND ON THE SMV WEB SITE AS AN IMPORTANT FACT

a. If the answer is yes, specify the means used to share the documents that support the agenda items and the motions submitted to the GSM held during this year.

MEANS	CALLING FOR MEETINGS
In the company's office	X
E-mail	X
Telephone	X
Company web site	X
Ordinary mail	
Information meetings (remote or in-person)	X
Social media	
Other / Specify	SMV WEBSITE AS AN IMPORTANT FACT

b. Indicate which were the supporting documents or motions you disclosed for the GSM during the fiscal year (you may check more than one option):

Resumes of the candidates for Directors.	
Proposed text for the modification of articles of the bylaws and the reasons for the change	X
Proposed text for the modification of the GSM Articles and the reason for the change	
Proposed text for the modification of the Dividend Policy and the reason for the change	
Proposal for the application of profits	X
Proposal for services and history of the Company's External Auditing firm	
Other relevant information (please specify):	

Principle 11: Agenda Items Proposals

Question II.5

	YES	NO	EXPLANATION:
Does the GSM regulation provide for mechanisms allowing the shareholders to exert their right to submit proposals to be included as agenda items for discussion at the GSM and the procedures to accept or deny such proposals?		X	NOT APPLICABLE

a. Provide the following information regarding the procedure for formulating proposals for agenda items to be discussed at the GSM:

MINIMUM PERCENTAGE OF SHARES OF CAPITAL STOCK TO BE REPRESENTED BY SHAREHOLDERS IN ORDER TO SUBMIT PROPOSALS	MAXIMUM DEADLINE (IN WORKING DAYS) BEFORE THE GSM TO FORMULATE THE PROPOSAL FOR THE AGENDA ITEM	MAXIMUM DEADLINE (IN WORKING DAYS) IN WHICH THE COMPANY RESPONDS (ACCEPTS OR REJECTS) THE PROPOSAL SUBMITTED	MEANS BY WHICH THE COMPANY RESPONDS (ACCEPTS OR REJECTS) THE PROPOSAL SUBMITTED
NOT APPLICABLE	NOT APPLICABLE	NOT APPLICABLE	NOT APPLICABLE

b. State the number of requests submitted by the shareholders to include agenda items to be discussed at the GSM during this year, and describe how these were resolved:

NUMBER OF REQUESTS		
RECEIVED	ACCEPTED	REJECTED
0		

c. If any requests to include agenda items to be discussed at the GSM were rejected, state if the Company informed the requesting shareholders, supporting this rejection.

For all requests	0
For some requests	0
For none of the requests	0

Principle 12: Procedures to Exercise Voting Rights

Question II.6

	YES	NO	EXPLANATION:
Does the Company have mechanisms to allow the shareholders to exercise their voting rights remotely through safe electronic or postal means, to guarantee that the person casting the vote is, in effect, the shareholder?	X		

a. If so, state the mechanisms or means that the Company has for exercising remote voting

Vote through electronic means	X	Voting through mail	
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b. If remote voting was used during the year, fill in the following information:

GSM DATE	% REMOTE VOTES				% REMOTE VOTES / TOTAL
	E-MAIL	COMPANY WEB SITE	MAIL	OTHER	

Question II.7

	YES	NO	EXPLANATION:
Does the Company have any corporate documents that clearly state that the shareholders can vote separately on those matters that are substantially independent, so that they can exercise their voting preferences separately?	X		CORPORATE BY-LAWS

State if the Company has corporate documents that clearly specify that the shareholders can vote separately on the following:

	SI	NO
Appointment or ratification of the Directors through individual vote for each one of them.	X	
By-laws amendment, per paragraph or group of paragraphs that are substantially independent.		X
Other/specify		

Question II.8

	YES	NO	EXPLANATION:
Does the Company allow shareholders representing other shareholders, to cast differentiated votes in order to follow the instructions or the shareholders they represent?	X		THE COMPANY DOES NOT RESTRICT THE SHAREHOLDERS' FREEDOM TO VOTE

Principle 13: Delegation of Voting Rights

Question II.9

	YES	NO	EXPLANATION:
Do the Company by-laws allow its shareholders to delegate their voting rights to any person?	X		EVEN WHEN THIS IS NOT REGULATED, THE COMPANY DOES NOT RESTRICT VOTING RIGHTS DELEGATION BY ITS SHAREHOLDERS

If the answer is No, state if the by-laws restrict the right to representation, in favor of any of the following people:

	YES	NO
Another shareholder		
A director		
A manager		

Question II.10

	YES	NO	EXPLANATION:
1. Does the Company have procedures specifying the conditions, means and formalities to be met when delegating voting rights?		X	THE COMPANY HAS NOT DEVELOPED THEM
2. Does the Company provide the shareholders with a template for a letter of representation, including the representative's information, items for which they are delegating their vote, and if applicable, their voting decision for each one of the proposals?		X	THE SHAREHOLDERS ARE FREE TO DRAFT THEIR OWN DOCUMENTS

a. If your answer to question II.10 paragraph 2 is Yes, indicate the means by which the company provided the aforementioned template for a letter of representation at the GSM held this year:

MEANS	PROVISION OF TEMPLATE
In the company's office	
E-mail	
Telephone	
Company web site	
Ordinary mail	
Information meetings (remote or in person)	
Social media	
Other / Specify	

b. State the minimum content and formalities required for a shareholder to be represented at the GSM:

Minimum content (representative's information, vote per each one of the agenda items or other)	SHAREHOLDER AND REPRESENTATIVE'S INFORMATION, TELEPHONE NUMBER, E-MAIL
Formality (specify if the Company requests a simple letter, letter signed by a Public Notary, a public deed or other).	IN WRITTEN (ONE FOR EACH GSM; SIMPLE LETTER, FAX, TELEX, CABLE, E-MAIL OR OTHER). POWER OF ATTORNEY THROUGH PUBLIC DEED
Anticipation (number of days prior to the GSM) that the document should be submitted.	24 HOURS
Cost (state if the Company demands any payment for such purpose and the amount payable, if applicable).	NO

Question II.11

	YES	NO	EXPLANATION:
1. Does the Company have a policy to establish limitations to the percentage of delegated votes in favor or the Board of Directors or Senior Management members?		X	IT DOES NOT
2. In the event of vote delegation in favor of Board of Directors or Senior Manager Members, does the Company have a policy for its shareholders delegating their voting rights to clearly establish their voting preferences?		X	IT DOES NOT

Principle 14: GSM Resolutions follow-up

Question II.12

	YES	NO	EXPLANATION:
1. Does the Company follow-up and document the resolutions adopted by the GSM ?	X		
2. Regarding these resolutions, does the Senior Management of the company submit regular reports to the Board of Directors, and are these made available to the shareholders?	X		

a. If applicable, state what is the area and/or person responsible for following-up the GSM resolutions. If there is a person responsible, include his/her name and position/area.

RESPONSIBLE AREA	GENERAL MANAGEMENT

PERSON IN CHARGE		
FIRST AND LAST NAME	POSITION	AREA
RUSSELL MARCELO SANTILLANA SALAS	GENERAL MANAGER	GENERAL MANAGEMENT

b. If your answer to question II.12 paragraph 2 is Yes, indicate the means by which the company made the reports available to the shareholders:

MEANS	MADE THE REPORTS AVAILABLE
In the company's office	
E-mail	
Company web site	
Ordinary mail	
Information meetings (remote or in person)	
Social media	
Other / Specify	ANNUAL REPORT

PILAR III: Board of Directors and Senior Management

Principle 15: Board of Directors Constitution

Question III.1

	YES	NO	EXPLANATION:
Has the company established and applied selection and permanence criteria to ensure its Board of Directors is made up by people with different backgrounds and skills, and who are prestigious, ethical, and economically independent people with enough availability and other relevant qualities for the Company in such a way that they provide multiple approaches and opinions?	X		THE COMPANY HAS NOT ESTABLISHED THEM, BUT THE SHAREHOLDERS AT THE ANNUAL GENERAL MEETING TAKE SUCH CRITERIA INTO CONSIDERATION WHEN APPOINTING DIRECTORS

a. Provide the following information corresponding to this year's Company's Board of Directors members.

FULL NAME	NATIONALITY	SEX (M/F)	YEAR OF BIRTH	PROFESSIONAL BACKGROUND	DATE		PARTICIPATION (****)		OTHER POSITIONS / BOD (*****)
					START (*)	END (**)	N° OF SHARES	PART. (%)	
Directors (does not include independent directors)									
LUZ EVANGELINA ARIAS VARGAS DE SOLOGUREN	PERUVIAN	F	1949	ARCHITECT	5/5/80		91332674	15.22	
VICTORIA ISABEL ARIAS VARGAS	PERUVIAN	F	1951	BUSINESS MANAGER	1/3/91		96276828	16.06	
ANA CAROLINA ARIAS VARGAS	PERUVIAN	F	1957	ECONOMIST	1/3/97		320780	0.05	
WALTER EDUARDO SOLOGUREN JORDAN	PERUVIAN	M	1950	GEOLOGY ENGINEER	1/3/87				
JOSÉ ENRIQUE JUAN PICASSO SALINAS	PERUVIAN	M	1954	BUSINESS MANAGER	22/11/06				
JORGE ALFREDO GUILLERMO PICASSO SALINAS	PERUVIAN	M	1952	LAWYER	23/4/09				

FULL NAME	NATIONALITY	SEX (M/F)	YEAR OF BIRTH	PROFESSIONAL BACKGROUND	DATE		PARTICIPATION (***)		OTHER POSITIONS / BOD (****)
					START (*)	END (**)	N° OF SHARES	PART. (%)	
Directors (does not include independent directors)									
RICARDO ELEAZAR REVOREDO LUNA	PERUVIAN	M	1959	BUSINESS MANAGER	1/8/07				
RAFAEL BERNARDO LUIS PICASSO SALINAS	PERUVIAN	M	1962	LAWYER	23/4/09				
VÍCTOR AUGUSTO CAYETANO OSTOLAZA FERNÁNDEZ PRADA	PERUVIAN	M	1963	LAWYER	1/3/99				
ADOLFO DARÍO ARIAS DÍAZ	PERUVIAN	M	1965	ENGINEER	23/4/09				
FERNANDO A P CANTUARIAS ALFARO	PERUVIAN	M	1938	LAWYER	23/4/09		36590	0.01	
EDUARDO JOSÉ FERRERO COSTA	PERUVIAN	M	1946	LAWYER	1/8/07				
JUAN ANTONIO ASSERETO DUHARTE	PERUVIAN	M	1938	GEOLOGY ENGINEER	1/4/01				

FULL NAME	NATIONALITY	SEX (M/F)	YEAR OF BIRTH	PROFESSIONAL BACKGROUND	DATE		PARTICIPATION (***)		OTHER POSITIONS / BOD (****)
					START (*)	END (**)	N° OF SHARES	PART. (%)	
Directors (does not include independent directors)									
JOSÉ NICOLÁS DE BERNARDIS CUGLIEVAN	PERUVIAN	M	1948	INDUSTRIAL ENGINEER	1/3/98				
JUAN ANTONIO PROAÑO ARIAS	PERUVIAN	M	1937	MINING ENGINEER	23/4/09				
CAROLINA MARÍA CASTRO QUIRÓS	PERUVIAN	F	1975	LAWYER	1/4/12				
Independent Directors									
JOSÉ NÉSTOR MARÚN	ARGENTINIAN	M	1959	ENGINEER	25/4/17				
CARLOS FERNANDO ARANDA ARCE	PERUVIAN	M	1954	BIOLOGIST	22/8/17				

(*) Corresponds to the first appointment in the reporting Company.
(**) Fill in only if the Director ceased to be Director during the year.
(***) Mandatorily applicable only for those Directors with 4% or more participation in the capital stock of the reporting Company.
(****) State additionally if the Director holds other executive positions outside the company and/or participates in other Board of Directors, specify their number and if they are part of the reporting Company's economic group. The definition of economic group for reporting purposes shall be the one contained in the Regulation on Indirect Property, Relation and Economic Groups.

Also, indicate the following:

% OF TOTAL SHARES HELD BY DIRECTORS	31.3272
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	NUMBER OF WOMEN	TOTAL DIRECTORS	% OF WOMEN IN THE BOD
Number of women in the BOD	4	18	22.22

b. State if there are any specific requirements to be appointed Chair of the Board of Directors, in addition to those required to be appointed a Director.

Yes	No	X
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If the answer is yes, specify such requirements.

c. Does the acting Chair of the Board of Board of Directors have a casting vote?

Yes	X	No
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Question III.2

	SI	NO	EXPLANATION:
Does the Company avoid appointing substitute or alternate Directors, especially for quorum reasons?		X	THE COMPANY BY-LAWS PROVIDES FOR ALTERNATE DIRECTOR POSITION

If there are substitutes or alternate directors, specify the following:

FULL NAME	NATIONALITY	SEX (M/F)	YEAR OF BIRTH	PROFESSIONAL BACKGROUND	DATE		PARTICIPATION (***)		OTHER POSITIONS / BOD (****)
					START (*)	END (**)	N° OF SHARES	PART. (%)	
FERNANDO A P CANTUARIAS ALFARO	PERUVIAN	M	1938	LAWYER	23/4/09		36590	0.01	
CAROLINA MARÍA CASTRO QUIRÓS	PERUVIAN	F	1975	LAWYER	1/4/12				
EDUARDO JOSÉ FERRERO COSTA	PERUVIAN	M	1946	LAWYER	1/8/07				
RAFAEL BERNARDO LUIS PICASSO SALINAS	PERUVIAN	M	1962	LAWYER	23/4/09				
JUAN ANTONIO PROAÑO ARIAS	PERUVIAN	M	1937	MINING ENGINEER	23/4/09				
RICARDO ELEAZAR REVOREDO LUNA	PERUVIAN	M	1959	BUSINESS MANAGER	1/8/07				

FULL NAME	NATIONALITY	SEX (M/F)	YEAR OF BIRTH	PROFESSIONAL BACKGROUND	DATE		PARTICIPATION (****)		OTHER POSITIONS / BOD (*****)
					START (*)	END (**)	N° OF SHARES	PART. (%)	
CARLOS FERNANDO ARANDA ARCE	PERUVIAN	M	1954	BIOLOGIST	22/8/17				

(*) Corresponds to the first appointment as substitute or alternate Director in the reporting Company.
(**) Fill in only if the Director ceased to be Director during the year
(***) Mandatorily applicable only for those Directors with 4% or more participation in the capital stock of the reporting Company.
(****) State additionally if the Director holds other executive positions outside the company and/or participates in other Board of Directors, specify their number and if they are part of the reporting Company's economic group. The definition of economic group for reporting purposes shall be the one contained in the Regulation on Indirect Property, Relation and Economic Groups.

Principle 16: Board of Directors' Functions

Question III.3

	YES	NO	EXPLANATION:
Functions of the Board of Directors:	X		
1. Approve and steer the Company's corporate strategy.	X		
2. Establish objectives, goals and action plans including annual budgets and business plans.	X		
3. Control and oversee the Company's management and administration.	X		
4. Oversee good corporate governance practices and establish the policies and necessary measures for their better application.	X		
5. Approve procedures or policies to prevent, detect, manage, disclose and sanction conflicts of interest.	X		
6. Approve and oversee the design and implementation of the compensation and incentive system, ensuring that it is aligned with the company's corporate strategy, policies and financial soundness.	X		

a. Specify what other relevant powers the Company's Board of Directors has.

CARRY OUT FOLLOW-UP AND CONTROL OF ANY ACTIONS THAT MIGHT GENERATE CONFLICTS OF INTERESTS BETWEEN COMPANY-RELATED PARTIES, FOLLOW-UP ON SPECIAL COMMITTEES AND/OR SPECIAL WORKING GROUPS, MONITOR COMPLIANCE WITH SOCIAL RESPONSIBILITY COMMITMENTS, AMONG OTHER

b. Does the Board of Directors delegate any of its functions?

Yes	X	No	
-----	----------	----	--

If so, what are the main functions of the Board of Directors that have been delegated and what body is responsible for their performance:

FUNCTIONS	BODY / AREA THAT HAS RECEIVED THE DELEGATED FUNCTIONS	DOCUMENT NAME
ASSIST THE MANAGEMENT	EXECUTIVE COMMITTEE	
ANALYZE BOARD OF DIRECTORS CAPACITY ASPECTS	EXECUTIVE COMMITTEE	
SOLVE SITUATIONS THAT REQUIRE IMMEDIATE ACTION	EXECUTIVE COMMITTEE	
ANY MATTERS ENTRUSTED BY THE BOARD OF DIRECTORS	EXECUTIVE COMMITTEE	

Principle 17: Board of Directors Members' duties and rights

Question III.4

	YES	NO	EXPLANATION:
Do the Board of Directors members have the right to:	X		
1. Ask the Board of Directors for expert advice or support?	X		
2. Participate in induction programs regarding their powers and responsibilities and to be timely informed about the Company's organizational structure?	X		
3. Receive training on topics of interest to perform their functions.	X		
4. Receive compensation for their work, which combines recognition to their professional experience and their dedication to the Company with a rationality criterion?	X		

a. Specify whether the members of the Board of Directors have the duty to inform the Board of Directors of the corporation in a timely manner in the following cases:

	YES	NO
Ownership or holding of securities or rights to securities issued by the company		X
Trading in securities or rights to securities issued by the company		X
Negotiations in progress with respect to securities or rights on securities issued by the company		X
Participation in other Board of Directors	X	

b. If specialized advisors have been hired during the reporting year, state if the list of advisors of the Board of Directors that have provided their services during this year for Company decision making was informed to the shareholders.

Yes	No
-----	----

If applicable, specify if any of the specialized advisors held any relation whatsoever with any shareholder holding more than 4% of the capital stock, any member of the Board of Directors and/or Senior Management (*).

Yes	No
-----	----

(*) For relationship purposes, the relationship criteria contained in the Regulation on Indirect Property, Relation and Economic Groups shall apply.

c. If applicable, state if the Company carried out induction programs for the new members entering the Company.

Yes	No
-----	----

d. Does the company have a Board of Directors' compensation policy approved by the GSM?

Yes	No
-----	----

e. State the percentage representing the total amount of annual compensation and bonus of the Directors, with respect to the gross income, according to the Company's financial statement.

COMPENSATION	(%) GROSS INCOME	BONUS	(%) GROSS INCOME
Directors (does not include independent Directors)		In shares	
Independent Directors		In options	
		In cash	
		Other (specify)	

f. Specify the remuneration scheme for the members of the Board of Directors applicable during the reporting year.

REMUNERATION SCHEME	
Fixed	X
Variable	
Mixed (fixed + variable)	

g. Specify the criteria on which the Company bases its determination of the remuneration scheme for Board members:

FIXED SCHEME	
Per BOD session	
Per Committee session	
Per month	
Per year	X
Other (specify)	

VARIABLE SCHEME	
Per year results	
Per goal attainment	
Other (specify)	

Principle 18: Board of Directors Regulation

Question III.5

	YES	NO	EXPLANATION:
Does the Company have a binding regulation for the Board of Directors which violation entails liabilities?		X	THE COMPANY DOES NOT HAVE SUCH REGULATION. IT IS RULED BY THE BY-LAWS AND THE GENERAL CORPORATIONS LAW

State if the Board of Directors regulation includes:

	SI	NO
Operation policies and procedures		
Board of Directors organizational structure		
Functions and responsibilities of the Chair of the Board of Directors		
Functions and responsibilities of the members of the Board of Directors		
Procedures to identify, evaluate and nominate candidates to become members of the Board of Directors, proposed to the GSM		
Procedures for Directors vacancy, termination and succession		
Policies and procedures to prevent, detect, manage and reveal conflicts of interest of the Board of Directors members.		
Criteria used to assess the Board of Directors and its members		
Other / Specify		

Principle 19: Independent Directors

Question III.6

	YES	NO	EXPLANATION:
At least one third of the Board of Directors is made up by Independent Directors?		X	THE CORPORATION APPLIES THE CRITERIA ESTABLISHED IN ORDER SMV N.016-2019-SMV/01 TO QUALIFY ITS DESIGNATED DIRECTORS AS INDEPENDENT FOR THE YEAR 2023

In addition to the guidelines established in the “Guidelines to Qualify Independent Directors”, the corporation has established the following criteria to qualify its Directors as Independent:

Question III.7

	YES	NO	EXPLANATION:
1. Does the Board of Directors state that the candidate proposed is independent based on the queries carried out and on the candidate’s declaration?		X	NOT APPLICABLE
2. Do the candidates to be independent Directors declare their independent condition before the Company, its shareholders and managers?		X	NOT APPLICABLE

State if at least once a year the Board of Directors verifies that the Independent Directors continue to meet the requirements and conditions to be qualified as such:

Yes	No	X
-----	----	---

Principle 20: Operation of the Board of Directors

Question III.8

	YES	NO	EXPLANATION:
Does the Board of Directors have a working plan that contributes to perform its functions efficiently?		X	THE BOARD OF DIRECTORS DOES A MONTHLY REVIEW OF THE COMPANY’S PERFORMANCE. IT RECEIVES ADVICE FROM THE EXECUTIVE COMMITTEE, A BODY INCLUDED IN THE BY-LAWS, AND FROM OTHER SPECIAL COMMITTEES

Question III.9

	YES	NO	EXPLANATION:
Does the Company provide the Directors with the necessary channels and procedures to efficiently participate in the Board of Directors meetings, even remotely?	X		

a. Specify the following with respect to the Board of Directors meetings held during the reporting year:

Number of meetings held	12
Number of meetings which did not comply with the calling term.	0
Number of meetings where the internal provisions or procedures to deliver information to the Directors were not complied with.	0
Number of meetings which have not been called for (*)	0
Number of meetings not attended by the Chair of the Board of Directors	0
Number of meetings not attended by one of the Independent Directors	2
Number of meetings where one or more Directors were represented by substitute or alternate Directors	12
Number of Directors that were represented at least once	6

(*) In this field, the Company must specify the number of meetings held, as provided for in the last paragraph of Title 167, under the General Corporations Law.

b. State the following information regarding attendance of the Directors to the Board of Directors meetings during the reporting year.

NAME	NUMBER OF SESSIONS CALLED	NUMBER OF SESSIONS CALLED AND ATTENDED	NUMBER OF UNIVERSAL SESSIONS ATTENDED
LUZ EVANGELINA ARIAS VARGAS DE SOLOGUREN	12	12	0
JOSÉ ENRIQUE JUAN PICASSO SALINAS	12	11	0
VICTORIA ISABEL ARIAS VARGAS	12	11	0
JOSÉ NÉSTOR MARÚN	12	10	0
JUAN ANTONIO ASSERETO DUHARTE	12	11	0
ADOLFO DARÍO ARIAS DÍAZ	12	11	0
JOSÉ NICOLÁS DE BERNARDIS CUGLIEVAN	12	12	0
WALTER EDUARDO SOLOGUREN JORDAN	12	12	0
JORGE ALFREDO GUILLERMO PICASSO SALINAS	12	12	0
VÍCTOR AUGUSTO CAYETANO OSTOLAZA FERNÁNDEZ PRADA	12	12	0
ANA CAROLINA ARIAS VARGAS	12	0	0

c. State how many days before the Board of Directors meeting were the meetings called for during the year.

3 DAYS	FROM 4 TO 6 DAYS	MORE THAN 6 DAYS
X		

d. State how many days before the Board of Directors meeting is the information regarding the agenda items to be discussed in a meeting, made available to the Directors.

LESS THAN 3 DAYS	FROM 3 TO 5 WORKING DAYS	MORE THAN 5 WORKING DAYS
	X	

Question III.10

	YES	NO	EXPLANATION:
1. Does the Board of Directors objectively assess its performance and that of its members as a collective body at least once a year?		X	IT DOES NOT
2. Does the Board of Director objectively assess the performance of its members at least one a year?		X	IT DOES NOT
3. Is the self-assessment methodology alternated with the assessment made by external advisors?		X	IT DOES NOT

a. State if performance assessments of the Board of Directors have taken place during this year.

	SI	NO
As a collective body		X
To its members		X

If the answer to the former question is Yes in any of the fields, fill in the following information for each type of assessment:

ASSESS- MENT	SELF ASSESSMENT			EVALUACIÓN EXTERNA			
	DATE	DIFFUSION OF THE RESULT (YES/NO)	SHARED WITH (*)	DATE	RESPONSIBLE BODY	DIFFUSION OF THE RESULT (YES/NO)	SHARED WITH (*)

(*) Answer Yes or No, if the result was shared with the shareholders, the Board of Directors or with any other body or stakeholder group.

Principle 21: Special Committees

Question III.11

	YES	NO	EXPLANATION:
1. Does the Company Board of Directors set up special committees focused in the analysis of the most relevant aspect for the Company's performance?	X		
2. Does the Board of Directors approve the regulations that rule each one of the special committees set up by it?	X		IF APPLICABLE
3. Are the special committees chaired by Independent Directors?		X	THEY ARE CHAIRED BY AN OFFICIAL DIRECTOR
4. Do the special committees have a specific budget allocated to them?		X	THEY DO NOT HAVE ANY BUDGET ALLOCATED TO THEM

Question III.12

	YES	NO	EXPLANATION:
Does the Company have an Appointment and Compensation Committee responsible for nominating candidates to become members of the Board of Directors, proposed by the Board of Directors to the GSM, and to approve the Senior Management compensation and bonus system?		X	IT DOES NOT HAVE SUCH A COMMITTEE. THE GENERAL SHAREHOLDERS MEETING IS AUTONOMOUS TO CHOOSE THE BOARD OF DIRECTOR MEMBERS

Question III.13

	YES	NO	EXPLANATION:
Does the Company have an Auditing Committee to supervise the efficacy and adequacy of the internal and external control system, the auditing work of the Company or the work of the independent auditor, as well as the compliance with legal and professional independence?	X		

a. State if the Company has the following additional Special Committees:

	YES	NO
Risk Committee		X
Corporate Governance Committee	X	

b. If the Company has Special Committees, provide the following information about each committee:

COMMITTEE 1	
Committee Name:	EXECUTIVE COMMITTEE.
Established:	22/6/07
Main Functions:	SUPERVISE COMPANY PERFORMANCE.

COMMITTEE MEMBERS (*): FULL NAME	DATE		POSITION IN THE COMMITTEE	POSITION IN THE COMPANY
	START (**)	END (***)		
LUZ EVANGELINA ARIAS VARGAS DE SOLOGUREN	22/6/07		CHAIR	CEO
JOSÉ PICASSO SALINAS	22/6/07		OFFICIAL MEMBER	VICE PRESIDENT
VÍCTOR OSTOLAZA FERNÁNDEZ PRADA	22/6/07		OFFICIAL MEMBER	DIRECTOR
JOSÉ DE BERNARDIS CUGLIEVAN	17/12/15		OFFICIAL MEMBER	DIRECTOR
JUAN ASSERETO DUHARTE	27/3/18		ALTERNATE MEMBER	DIRECTOR
JORGE PICASSO SALINAS	27/3/18		ALTERNATE MEMBER	DIRECTOR
WALTER SOLOGUREN JORDAN	27/3/18		ALTERNATE MEMBER	DIRECTOR
% Independent Directors with respect to the total Committee members			0	
Number of meetings held during the reporting year:			29	
Does it have delegated powers according to article 174 of the General Corporation Law?			Yes	<input checked="" type="checkbox"/> No
Does the committee or its chair participate in the GSM?			Yes	<input checked="" type="checkbox"/> No

(*) Information shall be provided regarding the people that make or made up the Committee during the reporting year.
(**) Corresponds to the first appointment as a member of the Committee in the reporting Company.
(***) Fill in only if the member ceased to be part of the Committee during the reporting year.

COMMITTEE 2	
Committee Name:	AUDIT COMMITTEE
Established:	27/2/18
Main Functions:	SUPERVISE AND ENSURE THE INTEGRITY AND TRANSPARENCY OF THE CORPORATE INFORMATION AND IDENTIFY AND ASSESS POTENTIAL RISKS THAT COULD AFFECT THE COMPANY'S OPERATIONS

COMMITTEE MEMBERS (*): FULL NAME	DATE		POSITION IN THE COMMITTEE	POSITION IN THE COMPANY
	START (**)	END (***)		
LUZ EVANGELINA ARIAS VARGAS DE SOLOGUREN	27/2/18		CHAIR	CEO
JOSÉ PICASSO SALINAS	27/2/18		OFFICIAL MEMBER	VICEPRESIDENT
VICTOR OSTOLAZA FERNÁNDEZ PRADA	27/2/18		OFFICIAL MEMBER	DIRECTOR
JOSÉ DE BERNARDIS CUGLIEVAN	27/2/18		OFFICIAL MEMBER	DIRECTOR
JUAN ASSERETO DUHARTE	27/2/18		ALTERNATE MEMBER	DIRECTOR
JORGE PICASSO SALINAS	27/2/18		ALTERNATE MEMBER	DIRECTOR
% Independent Directors with respect to the total Committee members			0	
Number of meetings held during the reporting year:			3	
Does it have delegated powers according to article 174 of the General Corporation Law?			Yes	<input type="checkbox"/> No <input checked="" type="checkbox"/>
Does the committee or its chair participate in the GSM?			Yes	<input checked="" type="checkbox"/> No <input type="checkbox"/>

(*) Information shall be provided regarding the people that make or made up the Committee during the reporting year.
(**) Corresponds to the first appointment as a member of the Committee in the reporting Company.
(***) Fill in only if the member ceased to be part of the Committee during the reporting year.

COMMITTEE 3	
Committee Name:	ETHICS AND GOOD CORPORATE GOVERNANCE COMMITTEE
Established:	27/2/18
Main Functions:	CONTROLS THE COMPLIANCE OF THE GUIDELINES, MECHANISMS, AND PROCEDURES OF THE COMPANY'S GOOD CORPORATE GOVERNANCE

COMMITTEE MEMBERS (*): FULL NAME	DATE		POSITION IN THE COMMITTEE	POSITION IN THE COMPANY
	START (**)	END (***)		
LUZ EVANGELINA ARIAS VARGAS DE SOLOGUREN	27/2/18		CHAIR	CEO
VICTORIA ISABEL ARIAS VARGAS	27/2/18		OFFICIAL MEMBER	DIRECTOR

COMMITTEE MEMBERS (*): FULL NAME	DATE		POSITION IN THE COMMITTEE	POSITION IN THE COMPANY
	START (**)	END (***)		
VICTOR OSTOLAZA FERNÁNDEZ PRADA	27/2/18		OFFICIAL MEMBER	DIRECTOR
EDUARDO FERRERO COSTA	27/2/18		OFFICIAL MEMBER	DIRECTOR
JORGE PICASSO SALINAS	27/2/18		OFFICIAL MEMBER	DIRECTOR
JUAN ASSERETO DUHARTE	27/2/18		ALTERNATE MEMBER	DIRECTOR
CAROLINA CASTRO QUIRÓS	27/2/18		ALTERNATE MEMBER	DIRECTOR
RICARDO REVOREDO LUNA	27/2/18		ALTERNATE MEMBER	DIRECTOR
% Independent Directors with respect to the total Committee members			0	
Number of meetings held during the reporting year:			3	
Does it have delegated powers according to article 174 of the General Corporation Law?			Yes	No X
Does the committee or its chair participate in the GSM?			Yes	No X

(*) Information shall be provided regarding the people that make or made up the Committee during the reporting year.
(**) Corresponds to the first appointment as a member of the Committee in the reporting Company.
(***) Fill in only if the member ceased to be part of the Committee during the reporting year.

COMMITTEE 4	
Committee Name:	STRATEGY AND SUSTAINABILITY COMMITTEE
Established:	27/2/18
Main Functions:	DESIGN, ANALYZE, AND REVIEW THE STRATEGIES AND PLANS FOR THE COMPANY'S DEVELOPMENT

COMMITTEE MEMBERS (*): FULL NAME	DATE		POSITION IN THE COMMITTEE	POSITION IN THE COMPANY
	START (**)	END (***)		
LUZ EVANGELINA ARIAS VARGAS DE SOLOGUREN	27/2/18		CHAIR	CEO
JOSÉ PICASSO SALINAS	27/2/18		OFFICIAL MEMBER	VICEPRESI- DENT
WALTER SOLOGUREN JORDAN	27/2/18		OFFICIAL MEMBER	DIRECTOR

COMMITTEE MEMBERS (*): FULL NAME	DATE		POSITION IN THE COMMITTEE	POSITION IN THE COMPANY
	START (**)	END (***)		
JOSÉ NÉSTOR MARÚN	27/2/18		OFFICIAL MEMBER	DIRECTOR
JOSÉ DE BERNARDIS CUGLIEVAN	27/2/18		OFFICIAL MEMBER	DIRECTOR
VÍCTOR OSTOLAZA FERNÁNDEZ PRADA	27/2/18		ALTERNATE MEMBER	DIRECTOR
JUAN PROAÑO ARIAS	27/2/18		ALTERNATE MEMBER	DIRECTOR
JORGE PICASSO SALINAS	27/2/18		ALTERNATE MEMBER	DIRECTOR
% Independent Directors with respect to the total Committee members			12.5	
Number of meetings held during the reporting year:			2	
Does it have delegated powers according to article 174 of the General Corporation Law?			Yes	No X
Does the committee or its chair participate in the GSM?			Yes	No X

(*) Information shall be provided regarding the people that make or made up the Committee during the reporting year.
(**) Corresponds to the first appointment as a member of the Committee in the reporting Company.
(***) Fill in only if the member ceased to be part of the Committee during the reporting year.

COMMITTEE 5	
Committee Name:	
Established:	
Main Functions:	

COMMITTEE MEMBERS (*): FULL NAME	DATE		POSITION IN THE COMMITTEE	POSITION IN THE COMPANY
	START (**)	END (***)		
% Independent Directors with respect to the total Committee members				
Number of meetings held during the reporting year:				
Does it have delegated powers according to article 174 of the General Corporation Law?			Yes	No
Does the committee or its chair participate in the GSM?			Yes	No

(*) Information shall be provided regarding the people that make or made up the Committee during the reporting year.
(**) Corresponds to the first appointment as a member of the Committee in the reporting Company.
(***) Fill in only if the member ceased to be part of the Committee during the reporting year.

Principle 22: Ethics Code and Conflicts of Interest

Question III.14

	YES	NO	EXPLANATION:
Does the Company adopt measures to prevent, detect, handle and reveal any conflicts of interest that may occur?	X		

(*) For the purposes of this report, a director, manager, officer and/or employee of the company is considered to have a conflict of interest in any situation, specific or general, temporary or permanent, current or probable, in which he/she has an interest, specific or general, that is or may be in conflict with the corporate interest.

State, if applicable, what is the area and/or who is the person responsible for follow-up and control of any possible conflicts of interest. If there is a person in charge, include his/her position and the area he/she works in.

RESPONSIBLE AREA	COMPLIANCE	
RESPONSIBLE PERSON		
FULL NAME	POSITION	AREA
	INTEGRATED RISK MANAGEMENT SYSTEM MANAGER	

Question III.15 / Compliance

	YES	NO	EXPLANATION:
1. Does the Company have a Code of Ethics (*) which compliance is binding for its Directors, managers, officers and other employees (**), which includes certain ethical principles and professional liability criteria including handling potential conflict of interest situations?	X		
2. Does the Board of Directors or the General Management approve and carry out training programs for the compliance with the Code of Ethics, at least once a year?	X		
3. Does the Board of Directors assess the effectiveness of the training programs for the compliance with the Code of Ethics?	X		

(*) The Code of Ethics can be part of the Internal Code of Conduct.

(**) The term employees shall include all the people that hold any kind of working relation with the Company, regardless their working regime or modality.

If the Company has a Code of Ethics, state the following:

a. It is available to:

	YES	NO
Shareholders	X	
Any person to which it is applicable	X	
The general public	X	

b. State the means through which the Company makes available the Code of Ethics:

MEDIA	MADE AVAILABLE
In the company's office	X
E-mail	X
Company website	X
Mail	
Information meetings (remote or in person)	
Social networks	
Other /Specify	PODEROSA'S INTRANET

c. State, what is the area and/or who is the person responsible for follow-up of and compliance with the Code of Ethics. If there is a person in charge, include his/her position and the area he/she works in and who does he/she report to.

RESPONSIBLE AREA	INTEGRATED MANAGEMENT SYSTEM		
RESPONSIBLE PERSON			
FULL NAME	POSITION	AREA	PERSON TO WHOM HE REPORTS TO
WALTER TEODORO MARTÍN DÍAZ MEYZAN	CMS MANAGER	INTEGRATED MANAGEMENT SYSTEM	GENERAL MANAGEMENT AND ETHICS AND GOOD CORPORATE GOVERNANCE COMMITTEE

d. Is there a record of cases of non-compliance with this Code?

Yes	X	No	
-----	----------	----	--

e. State the number of complaints and investigations started and completed during the reporting year, regarding non-compliance with the provisions established under the Code of Ethics.

Number of complaints	46
Number of investigations initiated	46
Number of investigations completed	44
Number of non-compliances	17

Question III.16

	YES	NO	EXPLANATION:
1. Does the Company have reporting mechanisms to inform about any illegal or unethical behavior that guarantee the confidentiality of the person reporting such behavior?	X		THROUGH THE ETHICS CHANNEL
2. Are the reports submitted directly to the Auditing Committee when these involve accountancy issues or the General or Financial Management?	X		THERE HAVE BEEN NO CASES REPORTED

Question III.17

	YES	NO	EXPLANATION:
1. Is the Board of Directors responsible for follow-up and control of any possible conflicts of interest involving its Directors?	X		
2. If the Company is not a financial institution, does it have a policy stating that the Board of Directors members are not allowed to receive any loans from the Company or from any other company of its economic group, unless they have the authorization of the Board of Directors?		X	THE COMPANY DOES NOT HAVE SUCH A POLICY
3. If the Company is not a financial institution, does it have a policy stating that the Senior Management members are not allowed to receive any loans from the Company or from any other company of its economic group, unless they have the authorization of the Board of Directors?		X	THE COMPANY DOES NOT HAVE SUCH A POLICY

a. Provide the following information regarding the Senior Management members who are que shareholders of the Company with a participation equal to or above 4%.

FULL NAME	POSITION	NUMBER OF SHARES	% OF THE TOTAL NUMBER OF SHARES

% OF THE TOTAL SHARES HELD BY MEMBERS OF THE SENIOR MANAGEMENT	0
---	----------

b. State if any member of the Board of Directors or the Senior Management of the Company is the spouse of, or is related to, in the first or second degree of consanguinity, or if they are relatives in the first degree of affinity of:

FULL NAME	RELATION WITH:			DIRECTOR / MANAGER'S FULL NAME	AFFINITY (**)	ADDITIONAL INFORMATION (***)
	SHAREHOLDER (*)	DIRECTOR	SENIOR MANAGEMENT			
LUZ EVANGELINA ARIAS VARGAS DE SOLOGUREN	X	X		VICTORIA ISABEL ARIAS VARGAS	2 DEG CONSANG	DIRECTOR
		X		ANA CAROLINA ARIAS VARGAS	2 DEG CONSANG	DIRECTOR
		X		WALTER SOLOGUREN JORDAN	SPOUSE	DIRECTOR
VICTORIA ISABEL ARIAS VARGAS	X	X		LUZ EVANGELINA ARIAS VARGAS DE SOLOGUREN	2 DEG CONSANG	DIRECTOR
		X		ANA CAROLINA ARIAS VARGAS	2 DEG CONSANG	DIRECTOR
ANA CAROLINA ARIAS VARGAS	X	X		LUZ EVANGELINA ARIAS VARGAS DE SOLOGUREN	2 DEG CONSANG	DIRECTOR
		X		VICTORIA ISABEL ARIAS VARGAS	2 DEG CONSANG	DIRECTOR
		X		JOSÉ PICASSO SALINAS	SPOUSE	DIRECTOR
JOSÉ PICASSO SALINAS	X	X		ANA CAROLINA ARIAS VARGAS	SPOUSE	DIRECTOR
		X		JORGE PICASSO SALINAS	2 DEG CONSANG	DIRECTOR
		X		RAFAEL PICASSO SALINAS	2 DEG CONSANG	DIRECTOR
WALTER SOLOGUREN JORDAN	X	X		LUZ EVANGELINA ARIAS VARGAS DE SOLOGUREN	SPOUSE	DIRECTOR

(*) Shareholders with participation equal to or greater than 4% of the capital stock.

(**) For relationship purposes, the relationship criteria contained in the Regulation on Indirect Property, Relation and Economic Groups shall apply.

(***) If there is a relation with any shareholder, include his/her share participation. In case there is a relation with any member of the management, include his/her position.

c. If any member of the Board of Directors holds or has held a managerial position in the Company during the reporting year, provide the following information:

FULL NAME	MANAGERIAL POSITION HELD	DATE IN MANAGERIAL POSITION	
		START (*)	END (**)

(*) Corresponds to the first appointment as a manager in the reporting Company.

(**) Fill in only if the member ceased to be a Manager during the reporting year.

d. If any member of the Board of Directors or Senior Management of the Company has held any type of business or contract relation with the Company, which may have been significant due to its amount or substance, provide the following information.

FULL NAME	TYPE OF RELATION	BRIEF DESCRIPTION

Principle 23: Transactions with Related Parties

Question III.18

	SI	NO	EXPLANATION:
1. Does the Board of Directors have policies and procedures for the valuation, approval and disclosure of certain transactions between the Company and related parties, as well as to learn about direct or indirect business or personal relations that the Directors hold among them, with the Company, with its suppliers or customers and any other stakeholders?		X	THE COMPANY DOES NOT HAVE SUCH POLICIES BUT DOES THE WORK
2. In the event of especially relevant or complex transactions, does the Company consider the intervention of external advisors for their evaluation?	X		IF THE BOARD OF DIRECTORS CONSIDERS IT NECESSARY, IT WILL REQUEST ADVICE

a. If the answer to paragraph 1. in Question III.18, is YES, state the area(s) of the Company responsible for dealing with transactions with related parties in the following aspects:

ASPECTS	RESPONSIBLE AREA
Valuation	
Approval	
Disclosure	

b. Specify the procedures for the approval of transactions among related parties:

--

c. Specify those transactions carried out between the Company and its related parties during the reporting year which have been important both due to their amount or substance.

FULL NAME OR CORPORATE NAME OF THE RELATED PARTY	TYPE OF RELATION (*)	TYPE OF TRANSACTION	AMOUNT (\$/.)

(*) For purposes of determining the relationship, the Provisions for the application of literal c) of Article 51 of the Securities Market Law, approved by Resolution No. 029-2018-SMV/01 or any regulation that supersedes it, shall be applied.

d. Specify if the Company sets limits to transactions with related parties:

Yes	No	X
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Principle 24: Senior Management Functions

Question III.19 / Compliance

	YES	NO	EXPLANATION:
1. Does the Company have a clear policy on function delimitation between the management or administration exercised by the Board of Directors, the ordinary Senior Management positions and the General Manager leadership?	X		IT IS ESTABLISHED IN THE BY-LAWS AND IN THE REGULATIONS OF THE EXECUTIVE COMMITTEE
2. Are the appointments of the General Manager and the Chair of the Board of Directors made by different people?	X		
3. Does the Senior Management have enough autonomy to perform its assigned functions, within the framework of the policies and guidelines defined by the Board of Directors, and under its control?	X		
4. Is the General Management responsible for the compliance with the submittal of information to the Board of Directors and its Directors?	X		
5. Does the Board of Directors annually assess the performance of the General Management with respect to well defined standards??	X		
6. Does the salary of the Senior Management have fixed and variable components, which consider the Company's results, based on a prudent and responsible risk assumption and on meeting the goals set in the corresponding plans?		X	IT IS A FIXED COMPONENT

a. Provide the following information regarding the salary paid to the General Managers and managers of the Company (including bonuses).

POSITION	SALARY (*)	
	FIXED	VARIABLE
MANAGER		
MANAGERS		

(*) Specify the percentage that the total annual salary of the Seminar Managers represents with respect to the level of gross income, according to the Company's financial statement

b. If the Company gives the Senior Management any bonuses or compensation payments different to the ones included in the law, specify how these are paid.

	GENERAL MANAGER	MANAGERS
In shares		
In options		
In cash	X	X
Others/specify		

c. If there is a variable component in the salary, specify what are the main aspects considered to determine such component.

NOT APPLICABLE

d. Has the company defined a long-term incentive plan for management?

Yes No

e. State if the Board of Directors assessed the General Management's performance during the reporting year.

Yes No

PILAR IV: Risk and Compliance

Principle 25: Risk Management System Environment

Question IV.1

	YES	NO	EXPLANATION:
1. Has the Board of Directors approved a comprehensive risk management policy containing procedures and responsibilities according to its size and complexity, promoting a risk management culture inside the Company, from the Board of Directors and the Senior Management down to the workers?		<input checked="" type="checkbox"/>	THE COMPANY DOES NOT HAVE SUCH POLICIES BUT DOES THE WORK
2. Does the comprehensive risk management policy touch every corporation that is part of the group allowing for a global vision of the critical risks?		<input checked="" type="checkbox"/>	NOT APPLICABLE

a. If your answer to number 1 of question IV.1 is Yes, indicate which of the following mechanisms does the Board of Directors use to promote the risk management culture (you can check more than one option):

The appointment of a person responsible for integral risk management at the highest level.	<input type="checkbox"/>
A risk-based delegation of authority policy.	<input type="checkbox"/>
Training and awareness-raising on key responsibilities and risks.	<input type="checkbox"/>
Monitoring of risk exposure at the highest level.	<input type="checkbox"/>
Approval of an annual risk management work plan.	<input type="checkbox"/>
Other (specify)	<input type="checkbox"/>

b. Does the Company have a risk management delegation policy to establish the risk limits that can be managed by each Company level?

Yes No

Question IV.2

	YES	NO	EXPLANATION:
1. Does the General Management manage the risks that the Company is prone to and informs about them to the Board of Directors?	<input checked="" type="checkbox"/>		
2. Is the General Management responsible for the risk management system, in case there is no Risk Committee or Risk Management area?	<input checked="" type="checkbox"/>		

a. Indicate the following with respect to the integral risk system:

	YES	NO
Does the Senior Management keep a risk management process that includes identification, measurement, management, control and follow-up?	<input type="checkbox"/>	<input type="checkbox"/>
Does the Senior Management inform the Board of Directors of the risk exposure through an Audit or Risk Committee?	<input type="checkbox"/>	<input type="checkbox"/>

b. Does the Company have a Risk Manager?

Yes No

If the answer is Yes, provide the following information:

FULL NAME	POSITION DATE		AREA / REPORTING BODY
	START (*)	END (**)	

(*) Corresponds to the first appointment in the reporting Company.

(**) Fill in only if the person ceased to exercise this position during the reporting year

Question IV.3

	YES	NO	EXPLANATION:
Does the Company have an internal control system which efficacy and adequacy is supervised by the Company's Board of Directors?		<input checked="" type="checkbox"/>	THE COMPANY HAS INDEPENDENT INTERNAL AUDITORS WHO REPORT TO THE BOARD OF DIRECTORS AND TO THE AUDIT COMMITTEE

a. If your answer to the previous question is Yes, please indicate whether such system is integrated with a complaint reporting line and a process for resolving them.

Yes No

b. Does the company have a prevention model implemented and in operation, in accordance with the provisions of Law No. 30424, Law that regulates the administrative liability of legal entities, or the rule that modifies or supersedes it?

Yes No

If your answer is yes, please indicate which of the following elements are included in your prevention model:

Risk identification, assessment and mitigation	X
Prevention Officer	X
Complaint procedure implementation	X
Dissemination of and periodic training on the model	X
Continuous evaluation and monitoring of the model	X

If the company has certifications related to risk management system, compliance management or anti-bribery management system, indicate which ones.

THE COMPANY HAS ISO 37001: 2016 CERTIFICATION AND HAS BEEN CERTIFIED AS ZERO BRIBERY BY “EMPRESARIOS POR LA INTEGRIDAD”

Principle 26: Internal Audit

Question IV.4

	YES	NO	EXPLANATION:
1. Does the internal auditor perform exclusive auditing functions? Does he/she have autonomy, expertise and specialization in the topics he/ she overlooks and independence to follow up and assess the risk management system efficiently?	X		
2. Does the internal auditor perform an ongoing assessment to make sure that all the financial information produced or registered by the Company is valid and reliable? Does the internal auditor verify the efficacy of regulation compliance?	X		
3. Does the internal auditor report directly to the Audit Committee about his/her plans, budget, activities, progress, results obtained, and actions undertaken?	X		

a. State if the Company has an independent internal auditing area.

Yes	X	No	
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If the answer to the question above is YES, specify who, in the Company’s organizational flowchart is the internal auditing area accountable to.

REPORTS TO: AUDIT COMMITTEE / BOARD OF DIRECTORS

b. If the Company is part of an economic group, state if the Company has an Internal Corporate Auditor.

Yes		No	
-----	--	----	--

If your answer to the above question is Yes, state what are the main responsibilities of the person responsible for the internal auditing function and if he/she performs other functions besides the internal auditing ones.

--

Question IV.5

	YES	NO	EXPLANATION:
Does the appointment and dismissal of the Internal Auditor correspond to the Board of Directors, as proposed by the Audit Committee?	X		

Principle 27: External Auditors

Question IV.6

	YES	NO	EXPLANATION:
Does the GSM designate an auditing Company or an independent auditor upon recommendation of the Board of Directors? Are these clearly independent from the Company?		X	THE GENERAL SHAREHOLDERS MEETING DELEGATES THE APPOINTMENT OF EXTERNAL AUDITORS TO THE BOARD OF DIRECTORS. THESE ARE INDEPENDENT AUDITORS

a. If your answer to the question above is Yes, Does the Board of Directors or the Audit Committee verify that the auditing firm or independent auditor are clearly independent from the company?

Yes		X	No	
-----	--	----------	----	--

If your answer is Yes, specify the mechanisms used by the company to validate their independence (you can mark more than one):

The company requires an affidavit from the audit firm or the independent auditor declaring his/ her independence from the company.	X
The company performs its own validation of potential conflicts of interest of the audit firm or independent auditor.	X

b. Does the external audit firm or external auditor report directly to the Board of Directors or the Audit Committee?

Yes		X	No	
-----	--	----------	----	--

c. Does the Company have a policy approved by the Board of Directors or the Audi Committee to appoint an External Auditor?

	YES	NO
Board of Directors		X
Audit Committee		X

If the answer to the question above is YES, describe the procedure to hire an auditing firm responsible for verifying the annual financial statement (including the identification of the Company area responsible for selecting the audit firm).

IT DOES NOT HAVE SUCH A POLICY, BUT DOES THE WORK

d. If the audit firm has already performed other services, besides the account auditing service, state if such contract was informed to the GSM, including the percentage this service represents out of the total amount charged by the audit firm to the Company.

Yes		No	
-----	--	----	--

e. Do the people or institutions related to the audit firm provide any services to the Company, besides account auditing services?

Yes		No	X
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If the answer to the question above is YES, provide the following information on any additional services provided by people or entities related to the audit firm in the reporting year.

FULL NAME OR CORPORATE NAME	ADDITIONAL SERVICES	% SALARY(*)

(*) Billing of additional services besides the charges of the auditing services.

f. State if the audit firm has used different teams, if it has provided additional services besides the account auditing services.

Yes		No	
-----	--	----	--

Question IV.7

	YES	NO	EXPLANATION:
1. Does the Company have a policy to renew its independent auditor or audit firm?		X	THE BOD, UPON DELEGATION BY THE JSM, DECIDES IF IT IS CONVENIENT TO RENEW OR NOT THE AUDIT FIRM
2. In the event such policy provides for longer terms for the renewal of the audit firm, does the company working team rotate every five (5) years as maximum?		X	THE COMPANAY DOES NOT HAVE SUCH A POLICY

Provide the following information about the audit firms that have provided their services to the Company over the last five (5) years.

YEAR (START OF THE PERIOD)	COMPANY NAME	SERVICE (*)	APPROXIMATE DURATION OF THE AUDIT WORK (IN WORKING DAYS)	COMPENSATION (**)	% OF THE AUDIT FIRM INCOME (***)
2023	KPMG	FINANCIAL STATEMENT AUDIT		100	
2022	KPMG	FINANCIAL STATEMENT AUDIT		100	
2021	KPMG	FINANCIAL STATEMENT AUDIT		100	
2020	KPMG	FINANCIAL STATEMENT AUDIT		100	
2019	KPMG	FINANCIAL STATEMENT AUDIT		100	

(*) Include all type of services, such as reports on financial information, accounting appraisals, operational audits, systems audits, tax audits, or any other services.
 (**) Out of the total amount paid to the audit firm for the different services, state the percentage corresponding to the compensation for financial auditing services only.
 (***) Information obtained from the Audit Firm

Question IV.8

	YES	NO	EXPLANATION:
In the case of economic groups, is the external auditor the same one for the entire group, including off-shore branches?		X	NOT APPLICABLE

State if the audit firm hired to report on the Company's financial statement corresponding to this reporting year, reported on the financial statements of the other companies of the reporting Company's economic group for this same year.

Yes		No	
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If the answer to the question above is Yes, provide the following information:

CORPORATE NAME OF THE COMPANIES IN THE ECONOMIC GROUP

PILAR V: Information Transparency

Principle 28: Information Policy

Question V.1

	YES	NO	EXPLANATION:
Does the company have an information policy for the shareholders, investors, other stakeholders and the market, in general, through which it defines in a formal, organized and comprehensive manner the guidelines, standards and criteria to be applied in the management, collection, design, classification, organization and/or distribution of the information generated or received by the Company?		X	HOWEVER, ALL THE RELEVANT INFORMATION FOR THE SHAREHOLDERS, INVESTORS, STAKEHOLDERS, AND THE MARKET, IN GENERAL IS PUBLISHED IN THE ANNUAL SUSTAINABILITY REPORT, IN THE SMV'S WEBSITE (IMPORTANT FACTS) AND IN THE CORPORATE WEBSITE

a. If applicable, state if according to its information policy, the Company discloses the following:

	YES	NO	DISCLOSURE MEANS
Bylaws		X	
Company purpose	X		ANNUAL REPORT
Resumes of members of Senior Management	X		ANNUAL REPORT
Regulations of the Board of Directors			
Regulations of the Board Committees			
Contact information for investor relations office or whoever performs such functions			
GSM regulations			
Code of Ethics	X		WEBSITE
Comprehensive Risk Management Policy			
Dividend Policy	X		ANNUAL REPORT
Other / Specify			

Question V.2

	YES	NO	EXPLANATION:
Does the Company have an Investor Relationship Office?		X	THE COMPANY DOES NOT HAVE AN OFFICE FOR SUCH PURPOSE

a. If the Company has an Investor Relationship Office, state who the person in charge is.

PERSON RESPONSIBLE FOR THE INVESTOR RELATIONSHIP OFFICE

b. If the Company does not have an Investor Relationship Office, what is the body (department/area) or person responsible for receiving and processing information requests from the Shareholders and general public? If it is a person, fill in his/her position and working area.

RESPONSIBLE AREA	GENERAL MANAGEMENT		
RESPONSIBLE PERSON			
FULL NAME	POSITION	AREA	REPORTS TO
RUSSELL MARCELO SANTILLANA SALAS	GENERAL MANAGER	GENERAL MANAGEMENT	

Principle 29: Financial Statement and Annual Report

a. Do the external auditors' Notes to the financial statements for the reporting year contain observations and their measurement?

Yes	No	X
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b. If the external auditor has made any observations to the report, have these observations been explained and/or justified to the shareholders?

Yes	No	
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Principle 30: Information about the shareholding structure and shareholder agreements

Question V.3

	YES	NO	EXPLANATION:
Does the Company disclose the shareholding structure, considering the different class of shares, and if applicable, the joint participation of a given economic group?	X		THE INFORMATION ON THE SHAREHOLDER STRUCTURE IS PUBLISHED IN THE ANNUAL REPORT

Specify the Company's shareholding structure as of the end of the reporting year.

HOLDING OF VOTING SHARES	NUMBER OF HOLDERS (AS OF THE END OF THE REPORTING YEAR)	% CAPITAL STOCK
Less than 1%	379	2.3
Between 1% and 4%	0	0
Between 4% and 10%	3	23.51
More than 10%	5	74.19
Total	387	100

HOLDING OF NON-VOTING SHARES (IF APPLICABLE)	NUMBER OF HOLDERS (AS OF THE END OF THE REPORTING YEAR)	% CAPITAL STOCK
Less than 1%		
Between 1% and 4%		
Between 4% and 10%		
More than 10%		
Total		

HOLDING OF INVESTMENT SHARES (IF APPLICABLE)	NUMBER OF HOLDERS (AS OF THE END OF THE REPORTING YEAR)	% CAPITAL STOCK
Less than 1%		
Between 1% and 4%		
Between 4% and 10%		
More than 10%		
Total		

NUMBER OF OUTSTANDING SHARES AS A PERCENTAGE OF THE CAPITAL STOCK:	0
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Question V.4

	YES	NO	EXPLANATION:
Does the Company inform about covenants or agreements between shareholders?	X		AGREEMENTS ARE DISCLOSED TO THE SHAREHOLDERS AND THE BOARD OF DIRECTORS

If the answer is Yes, state the matter covered by each one of the shareholder agreements in force.

Election of the Board of Directors members	
Right to vote in the GSM	
Restriction to free transfer of shares	
Changes in Company's internal regulations or by-laws	
Other /Specify	

Principle 31: Corporate Governance Report

Question V.5

	YES	NO	EXPLANATION:
Does the Company disclose the standards adopted regarding corporate governance in an annual report, different to this report, which content is the responsibility of the Board of Directors, after receiving the report of the Audit Committee, Corporate Government Committee or an external consultant, if applicable?		X	THEY ARE DISCLOSED THROUGH THIS REPORT WHICH IS ATTACHED TO THE ANNUAL REPORT

a. If your answer is Yes, specify the following:

DOCUMENT NAME	APPROVAL DATE	LINK

b. Specify who reviews this report prior to its presentation to the Board of Directors:

General Management	
Internal Audit	
Audit Committee	
Corporate Governance Committee	
Specialized External Advisor	
ESG specialized area	
Other /Specify:	

c. Does the Company have mechanisms for internal and external dissemination of the corporate governance practices adopted?

	YES	NO
Internal disclosure	X	
External disclosure	X	

If the answer is Yes, check the mechanisms used, as appropriate:

	INTERNAL DISCLOSURE	EXTERNAL DISCLOSURE
Specific section of the website	X	X
E-mail		
Publication and distribution in hard copy		
Participation in events, forums or specialized institutional circles		
Other/Specify		

SECTION C: Company Documents Content

State in which of the following Company document(s) are the following topics regulated:

		PRINCIPLE	BY-LAWS	INTERNAL REGULATION (*)	MANUAL	OTHER	NOT REGULATED	NOT APPLICABLE	DOCUMENT NAME (**)
1	Non-voting rights shares redemption or exchange policy	1						X	
2	Registry method for share property and person responsible for the record	2	X			X			
3	Procedures to select an external auditor to give an independent opinion on the Board of Directors corporate proposals that may affect the shareholders right to non-dilution	3					X		
4	Procedure to receive and respond to information requests and opinions of the shareholders	4					X		
5	Profit sharing policy	5				X			
6	Non-adoption of anti-absorption mechanism policies or agreements	6					X		
7	Arbitration agreement	7					X		
8	Company Directors selection policy	8					X		
9	Company Directors salary policy	8	X						
10	Mechanisms to provide shareholders with information related to GSM agenda items and agreement proposals	10					X		
11	Additional means used by the Company to call meetings besides those established by law	10					X		

		PRINCIPLE	BY-LAWS	INTERNAL REGULATION (*)	MANUAL	OTHER	NOT REGULATED	NOT APPLICABLE	DOCUMENT NAME (**)
12	Additional mechanisms allowing shareholders to submit proposals for agenda items to be discussed at the GSM.	11					X		
13	Procedures to accept or deny shareholders proposals to include agenda items to be discussed at the GSM	11					X		
14	Mechanisms to allow remote participation of shareholders	12					X		
15	Procedures for shareholders to cast differentiated votes	12					X		
16	Procedures to be met regarding vote delegation	13					X		
17	Requirements and formalities for a shareholder to be represented at a shareholders meeting	13	X						
18	Procedures to delegate votes in favor of the Board of Directors or Senior Management members.	13					X		
19	Procedure to follow-up on GSM agreements	14					X		
20	Minimum and maximum number of Directors that conform the Company's Board of Directors	15	X						
21	Procedure to elect and determine the permanence of the Board of Directors Members	15	X						
22	Duties, rights and functions of the Company Directors	17	X						
23	Compensation Policy for the Board of Directors	17	X						
24	Policy for hiring advisory services for the Directors	17					X		
25	Induction policy for new Directors	17					X		

		PRINCIPLE	BY-LAWS	INTERNAL REGULATION (*)	MANUAL	OTHER	NOT REGULATED	NOT APPLICABLE	DOCUMENT NAME (**)
26	Special requirements to become an Independent Director of the Company	19				X			
27	Mechanisms for reporting any illegal or unethical behavior	22				X			
28	Policy to define the procedure to assess, approve and disclose transactions with related parties	23					X		
29	Responsibilities and functions of the Chair of the Board of Directors, CEO, General Manager and other officers holding Senior Management positions	24	X						
30	Criteria to assess Senior Management performance	24				X			
31	Policy to fix and assess the Senior Management salaries	24				X			
32	Comprehensive Risk Management Policy	25				X			
33	Responsibilities of the Internal Auditor.	26				X			
34	Policy to appoint an External Auditor, duration of the contract and renewal criteria.	27				X			
35	Policy to disclose and communicate information to the investors	28				X			

(*) Includes GSM Regulations, Board of Directors Regulation or other issued by the Company.
(**) State the name of the document, except for Company By-laws.

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SECTION D: Other information of interest³

We do not have any additional information to include.

³ Other information of interest not covered in the preceding sections is included, to help the investors and the different stakeholders have a broader scope of other good corporate governance practices implemented by the company, as well as of practices related to corporate social responsibility, the relationship with institutional investors, etc.

The Company may also indicate whether it has voluntarily adhered to other international, sectorial, or other codes of ethical principles or good practices, indicating the code and the date of adhesion.



PODEROSA



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