



AGREEMENT 138

June 19, 2025

Whereby the Operating Regulations of the Board of Directors of INTERCONEXIÓN ELÉCTRICA S.A. E.S.P. (hereinafter ISA or the Company) are established.

The Board of Directors of INTERCONEXIÓN ELÉCTRICA S.A. E.S.P. in the exercise of its legal and statutory powers, and

WHEREAS:

1. It is a recognized practice of Good Corporate Governance to adopt regulations that establish conditions and procedures for the proper functioning of the Board of Directors as a collegiate body and an optimal performance of its members.
2. According to article 438 of the Commercial Code, it is presumed that the Board of Directors has sufficient powers to order the execution of or entering into any act or contract included within the corporate purpose and to make the necessary determinations in order for the company to fulfill its purposes, unless otherwise stipulated in the bylaws.
3. In paragraph 40 of article 34 of ISA's bylaws establishes that the Board of Directors is empowered to adopt specific measures regarding the governance of the company.
4. The regulation of the operation of the Board of Directors is one of the measures necessary for the governance of the Company and therefore constitutes a proper attribution of said body.
5. The functions of the Board of Directors established in the third paragraph of Article 27 and paragraph 24 of Article 34 of the Company's Bylaws include the power to form Committees, to regulate them and to delegate to them decision-making powers that do not exceed the powers of the Board of Directors, the latter by unanimous decision.
6. Currently, the regulations applicable to the Board of Directors of ISA are contained in Agreement 105 of November 25, 2016.
7. Taking into account ISA's statutory reforms approved by the Shareholders' Meeting and the importance of formalizing some good corporate governance practices in the operation of the Board of Directors, it is necessary to modify some parts of the Agreement, in order to continue aligning the operation of ISA's Board of Directors with current trends and standards in corporate governance matters.
8. In accordance with the foregoing considerations, the Board of Directors of ISA:



THEREFORE, IT AGREES:

CHAPTER I: OBJECTIVE AND SCOPE OF APPLICATION

ARTICLE 1. OBJECTIVE: These Regulations govern the conditions and action framework for the proper functioning of the Company's Board of Directors.

ARTICLE 2. SCOPE OF APPLICATION: These Regulations are binding on the members of the Board of Directors, on the Board of Directors as a collegiate body, on its respective Committees and on the management of the Company. Special regulations of the committees take precedence over the general provisions of these Regulations.

CHAPTER II: ON THE BOARD OF DIRECTORS

ARTICLE 3. COMPOSITION OF THE BOARD OF DIRECTORS: In accordance with the Company's Bylaws, ISA's Board of Directors shall be composed of nine (9) members, without alternates, elected by the General Shareholders' Meeting by means of the electoral quotient system. They may be chosen without the electoral quotient system when vacancies are filled by unanimity.

At least five (5) of the members of the Board of Directors must be independent members. Independent members are considered to be those who meet the conditions required by Law 964 of 2005 and the rules that modify, supplement, or replace it, and the conditions set forth in the bylaws.

ARTICLE 4. QUALIFICATIONS OF THE MEMBERS OF THE BOARD OF DIRECTORS: In accordance with the Company's Bylaws, the members of the Board of Directors are elected by the General Shareholders' Meeting, taking into account the proportional representation of each shareholder's ownership and meeting the criteria of professional competence, suitability and recognized moral solvency. The persons elected as members of the Board of Directors must meet the minimum qualifications established in the bylaws. The appointment as a member of the Board of Directors of ISA shall be made on a personal basis.

Prior to the General Shareholders' Meeting, the Corporate Governance, Sustainability, Technology, and Innovation Committee shall evaluate the candidates proposed by the shareholders, in accordance with the Succession Policy of the Board of Directors and the functions assigned to this Committee in the respective regulations.



The resumes of the nominees to the Board of Directors shall be published on the Company's website prior to the meeting of the General Shareholders' Meeting where the Board of Directors will be elected. In the event of several lists or slates, the publication of said lists and of the resumes shall be made in the same order of receipt of the slates at the Chief Legal Office of the Company. Within five calendar days following the publication of the call for the Meeting, the lists to form the Board of Directors shall be received and submitted to the consideration of the Meeting, where the members of the Board shall be elected, for which purpose, in the form defined by the Company, the written communication of each candidate must be attached, in which he/she states his/her acceptance to be included in the corresponding list, and in the case of those nominated as independent members, the declaration of compliance with the independence requirements established in Law 964 of 2005 and in the bylaws.

If after the appointment of the Board of Directors it is detected that a candidate who does not meet the requirements laid down in the statutes or the applicable regulations has been chosen, the Board shall summon the General Shareholders Meeting, to hold new elections. When the appointment of the new candidate proposed to replace the one who did not meet the requirements is not made unanimously, a new election of the entire Board of Directors must be held, in which other members of the Board who comply with statutory and legal requirements will be considered as candidates.

ARTICLE 5. DISQUALIFICATIONS AND INCOMPATIBILITIES. The members of the Board are subject to the system of disqualifications and incompatibilities established by law.

In accordance with the Company's bylaws, the following may not be elected members of the Board of Directors of the Company: (i) persons who serve as public employees of State entities and companies, and (ii) employees of the Company.

ARTICLE 6. ACCEPTANCE: Those nominated to form part of the list or lists for members of the Board of Directors must accept such nomination in writing, stating that they meet the requirements to be a member of the Board, that they are not affected by any cause of inability or incompatibility, that they are not prevented by law from being a member of the Board of Directors, nor are they in a situation of permanent conflict of interest with respect to the Company's operations as a whole. The above, by filling out the form defined by the Company and attaching their resume in the form defined by ISA. If the nomination is made as an independent member, they must also state that they comply with the independence requirements in accordance with paragraph 2 of Article 44 of Law 964 of 2005 or the rules that modify, add or replace it and those established in the bylaws.



Also, the Board of Directors, directly or through the Corporate Governance, Sustainability, Technology and Innovation Committee or the committee acting in its stead, shall make a declaration of independence of the candidate nominated as independent as part of the evaluation of the candidates. Applicants who are required to do so under applicable regulations must attach the form containing the declaration of independence from pension and severance funds.

The application acceptance form must be submitted sufficiently in advance for the evaluation of the candidates by the Corporate Governance, Sustainability, Technology, and Innovation Committee.

Within ten (10) business days following their election, the persons elected as members of the Board of Directors by the Shareholders' Meeting shall accept in writing the appointment through the form defined by the Company, which shall include the commitment to comply with the duties and obligations derived from their capacity as members of the Board of Directors, including the commitment to keep and protect the confidentiality or reserve of the Company's information.

FIRST PARAGRAPH. CONFIDENTIALITY AGREEMENT. Taking into account the duties, responsibilities and principles established by law for the administrators of the Company, upon accepting their appointment, the members of the Board of Directors of ISA, acting in such capacity or as members of the Board Committees, shall sign a confidentiality and non-disclosure of information agreement, in order to keep and protect the confidentiality of the Company's information that according to the law or the regulations in force is of a reserved or confidential nature.

ARTICLE 7. PERIOD: The members of the Board of Directors shall be elected for statutory periods of two (2) years beginning on April 1 and ending on March 31 at the end of each period and may be reelected or removed at any time by the General Shareholders' Meeting.

When an election of members of the Board of Directors is held before the end of the statutory period, the new election shall be held for the remainder of said period.

If a new election is not held upon the expiry of the period of the members elected by the General Shareholders' Meeting, they will continue to exercise their positions until they are replaced in the manner provided for in the bylaws.

ARTICLE 8. REMUNERATION: The General Shareholders' Meeting is in charge of setting the fees for attendance at the Board of Directors' meetings, in accordance with the Board of Directors'



Remuneration Policy approved by the Meeting. Public servants who are elected by the Meeting to form the Board of Directors will be responsible for informing the secretary of the Board of any restrictions they may have regarding receiving the respective remuneration.

ARTICLE 9. FUNCTIONS OF THE BOARD OF DIRECTORS: The functions of the Board of Directors are all expressly established as such in the Company's bylaws and in the applicable regulations.

ARTICLE 10. SPECIFIC DUTIES AND RIGHTS OF BOARD MEMBERS: In addition to the duties of the administrators established by law, the members of the Board of Directors, in the exercise of their functions, must take into account the specific duties established in ISA's Bylaws, the content of which shall be defined in the Code of Good Corporate Governance.

Board members' rights include access to information, expert support, adequate remuneration, as well as induction and ongoing training. The content of these rights will be defined in the Code of Good Corporate Governance.

ARTICLE 11. EVALUATION: The members of the Board of Directors will self-evaluate according to a mechanism defined by the Board itself, notwithstanding other evaluation mechanisms that it may determine. The Chairman of the Board shall report the results of the evaluation to the General Shareholders' Meeting at the ordinary meeting.

The self-assessment of Board members seeks to determine the degree of compliance with the duties and responsibilities of each of them, the value that their performance adds to ISA, and recommendations for making the Board an effective body.

ARTICLE 12. RESIGNATIONS: The resignations of the members of the Board of Directors shall be addressed to the Chairman of the Board of Directors or to the CEO of the Company, which shall be disclosed as relevant information, in accordance with the regulations applicable to ISA as a securities issuer.

ARTICLE 13. CONFLICT OF INTEREST: The members of the Board of Directors of the Company are in a conflict of interest situation in the cases established by current regulations, as well as when, due to their functions, they must make a decision, or perform or omit an action and are in the possibility of choosing between the interest of the Company, and their own interest or that of a third party, so that opting for either of the latter two, would be compromising their objectivity or independence.

When a member of the Board of Directors is faced with a conflict of interest, or has doubts about the existence of a conflict of interest, he/she must comply with the following procedure:



- 1) Refrain from intervening directly or indirectly in the activities and decisions related to the social determinations concerning the conflict or cease any action when he/she becomes aware of the conflict-of-interest situation.
- 2) Disclose the conflict-of-interest situation to the Board of Directors.

Doubts regarding the configuration of acts involving conflicts of interest do not exempt the member of the Board of Directors from the obligation to abstain from participating in the respective activities.

These circumstances shall be recorded in the minutes of the respective meeting.

PARAGRAPH. DECLARATION OF CONFLICTS OF INTEREST. At the meetings of the Board of Directors, once the agenda has been read, the Chairman of the Board of Directors shall ask those attending the meeting if they have any conflict of interest with respect to any of the topics to be discussed at the meeting, which shall be recorded in the respective minutes.

If an item not included in the agenda is authorized to be discussed at the Board of Directors' meeting, the Chairman of the Board of Directors shall inquire at the beginning of the presentation of the item about the possible existence of conflicts of interest with respect thereto.

It is the responsibility of each member of the Board of Directors to identify and declare conflicts of interest with respect to matters discussed by the Board of Directors.

If a conflict of interest is declared to exist, the procedure set forth in this article shall apply.

As a general rule, the Board member involved in a conflict of interest shall abstain from participating in the respective items on the agenda. However, if in accordance to his or her duties of loyalty and diligence towards ISA, the member involved in the conflict considers that he or she has useful background information for the Board of Directors to decide with complete and sufficient information, the member may participate, under his or her responsibility, in the agenda item in the information and deliberation phase, however, he or she shall abstain from participating in the decision on the issue.

The provisions of this article are complemented by the regulatory framework, the procedure for managing conflicts of interest of ISA's directors contained in the Code of Good Corporate Governance, the Code of Ethics and Conduct, and the Anti-Corruption and Anti-Bribery Management Guide.



ARTICLE 14. ACQUISITION OR DISPOSAL OF COMPANY SHARES: The members of the Board of Directors may not, either by themselves or through an intermediary, dispose of or acquire shares of the Company while they are in office, except when: (i) it is a matter of operations unrelated to speculative motives and with the authorization of the Board of Directors granted with the favorable vote of two thirds of its members, excluding that of the applicant. (ii) It is authorized by the General Shareholders' Meeting, with the favorable vote of the majority provided for in the bylaws, excluding the vote of the applicant.

The detailed procedure for carrying out this type of acquisition or disposal of shares of the Company is as follows:

- 1) The members of the Board of Directors shall submit to the Board of Directors, prior to the purchase and/or sale transaction, in verbal or written form, a request for authorization for the acquisition or disposal of the shares. The application must contain at least the following:
 - Their clear intention to acquire or dispose of shares in the company.
 - The reasons for the acquisition or disposal, stating that it is not their intention to carry out successive commercial or stock market operations of purchase and repurchase for the purpose of speculation and that it does not possess in this respect material information of the Company that is not disclosed to the public.
 - The number of shares they intend to acquire or dispose of and the approximate value of such purchase or sale.
- 2) The Board of Directors shall authorize the respective disposal or acquisition request if they find the transaction to be in accordance with the provisions of Article 404 of the Code of Commerce and ISA's Code of Good Governance. The authorization by the Board requires the vote of two thirds of its members, excluding the applicant.
- 3) Once the corresponding authorization has been granted, it will be valid for thirty (30) calendar days to carry out the transaction. If the acquisition or disposal operation is not executed within this time frame, it will be necessary to request a new authorization.
- 4) For the above purposes, speculation is understood as the purchase or sale of shares with the purpose of obtaining profit through successive and continuous commercial or stock market operations of purchase and sale of shares. To the extent that the competent authorities regulate the issue of stock market speculation, the Board of Directors shall incorporate such definitions and regulations into the procedure for the trading of ISA shares by its Administrators.

CHAPTER III: OPERATIONAL CAPACITY OF THE BOARD OF DIRECTORS

ARTICLE 15. MEETINGS: The Board of Directors shall meet at the offices of the Company or at such other places as it may designate. The meetings of the Board may be ordinary, extraordinary, in-person or virtual.



Ordinary meetings: The Board of Directors will meet at least once a month, at the scheduled date, time, and place.

Extraordinary meetings: The Board of Directors shall hold extraordinary meetings at the call of itself, the CEO of the Company, the Statutory Auditor or two of its members.

Virtual meetings: Virtual meetings of the Board of Directors may be held, provided that this can be proven, when by any means all the members of the Board of Directors can deliberate and decide by simultaneous or successive communication. In the latter case, the succession of communications should occur immediately according to the medium employed. This is in accordance with the provisions of Law 222 of 1995 or the rules which supplement, amend or replace it.

Written vote: Decisions of the Board of Directors may be made when all the members of the Board of Directors express their vote in writing. In this event the respective majority shall be calculated on the total Board members. If members have expressed their vote in separate documents, they must be received within a maximum period of one calendar month, counted from the receipt of the first communication. The legal representative shall inform the Board members the meaning of the decision, within five (5) days following receipt of the documents on which the vote is expressed. This is in accordance with the provisions of Law 222 of 1995 or the rules which supplement, amend or replace it.

The CEO of the Company attends the meetings of the Board of Directors with voice but without voting rights. People whose assistance is deemed necessary and timely for the development of the meeting may also attend as guests.

The Board of Directors, when deemed appropriate, shall meet without the presence of the CEO Company.

ARTICLE 16. SCHEDULING OF MEETINGS: The Board of Directors shall approve its annual work plan.

ARTICLE 17. CALL AND INFORMATION FOR THE BOARD OF DIRECTORS: At ordinary meetings, no less than five (5) business days in advance, notice shall be sent to all members to the e-mail addresses registered by them with the Company, through the application defined for the management of the Board of Directors.

The call for extraordinary meetings shall be made at least one (1) business day in advance, to the e-mails registered by the Board members with the Company, through the application defined for the management of the Board of Directors. Additionally, with the same advance



notice, the Secretary of the Board shall give notice of extraordinary meetings to the members through an alternate communication mechanism, such as telephone calls or instant messaging applications used by the Board of Directors.

Additionally, in the application defined for the management of the Board of Directors, Board members may access the following information: (i) minutes to be submitted for approval at the meeting convened, (ii) agenda of the meeting, which includes the estimated time for each of the items, specifying whether the topic is a follow-up, informative or a decision-making item, (iii) information necessary for deliberation and decision making on the items on the agenda. This information shall be available in the application to be consulted at least five (5) working days prior to the holding of the meeting, in the case of ordinary meetings. In the case of extraordinary meetings, the information shall be made available for consultation in the application defined for the management of the Board of Directors, as far in advance as possible of the meeting.

PARAGRAPH: Requests for corporate information to members of Management by members of the Board of Directors shall be made by e-mail to the CEO of the Company and the Secretary of the Board of Directors. These shall be answered by the same means, with a copy to the other members of the Board, in order to ensure symmetry of information among the members of the Board of Directors. The Chairman of the Board and the Secretary of the Board, as advisor of this body, may have the pertinent communications with the members of the Board of Directors and Management for the fulfillment of their functions.

ARTICLE 18. AGENDA: The agenda for the meetings of the Board of Directors shall be included in the notice of each meeting, which shall contain a breakdown of each of the items to be discussed.

Members of the Board may request modification of the agenda or the inclusion of new topics, presenting their request to the Chairman of the Board, who shall submit this for consideration by the Board.

The agenda may be changed, even after notice of the summons to the members of the Board, if in the judgment of the Chairman and/or Secretary of the Board the importance of the issues so requires.

ARTICLE 19. CONTENT OF THE AGENDA: For ordinary meetings of the Board of Directors, at least the following items shall be included in the agenda:

- Verification of quorum



- Approval of the agenda
- Declaration of conflicts of interest
- Approval of minutes
- Topics of the Chairman of the Board and its members
- Report from the CEO of the Company
- Board Committee Reports
- Decision-making topics
- Informative topics
- Follow-up topics

For extraordinary meetings, at least the following items shall be included on the agenda:

- Verification of quorum
- Approval of the agenda
- Declaration of conflicts of interest
- Specific topics to be addressed in the respective meeting, indicating whether their nature is decision making, informative, or for follow-up.

ARTICLE 20. INDUCTION MEETING: When the member of the Board of Directors is appointed for the first time, the Company shall hold an induction meeting within forty-five (45) business days from the date of acceptance of the position. For this purpose, ISA shall provide them with sufficient information so that they may have specific knowledge of the Company, its nature and legal regime, corporate governance structure, lines of business, strategy, main projects, and risks. They will also be informed of the responsibilities, obligations and powers deriving from their role and shall be given access to the application defined for the management of the Board of Directors, in which the Bylaws, corporate policies, regulations and other regulatory documents of the Company, relevant to the fulfillment of their functions, shall be available.

New Board members attending the induction meetings shall receive fees in the same amount as those approved by the General Shareholders' Meeting for attendance at each Board of Directors' meeting.

ARTICLE 21. TRAINING: The members of the Board of Directors shall have the possibility of receiving from ISA training on topics relevant to the performance of their functions, such as trends in matters relevant to ISA's strategy, ethics and compliance, risk management and auditing, sustainability and ESG aspects, legal and regulatory framework, corporate finance, corporate governance, innovation and technological strategy, and the duties and functions they must fulfill in their capacity as Directors.



CHAPTER IV: HOLDING BOARD MEETINGS

ARTICLE 22. CHAIRMAN OF THE BOARD OF DIRECTORS, ELECTION AND DUTIES: The Board shall elect from amongst its members the person who shall chair the meetings, who shall be independent. The election of the Chairman of the Board of Directors shall be carried out for the statutory period of this body, in the session following the election of the Board of Directors by the General Shareholders' Meeting. In the event that the Board of Directors deems it pertinent to modify the chairmanship of the Board of Directors before the end of the statutory period, the chairman shall be elected for the remainder of the respective period.

The Chairman of the Board has the following functions:

- 1) To ensure that the Board sets and efficiently implements the strategic direction of the Company.
- 2) To promote the Company's governance action, performing as a liaison between shareholders and the Board.
- 3) To coordinate and plan the operation of the Board by establishing an annual work plan based on the assigned functions.
- 4) To hold the convening of meetings, directly or through the Secretary of the Board.
- 5) To prepare the agenda of the meetings, in coordination with the Company's CEO, the Secretary of the Board. The other members may request the Chairman of the Board to include items on the agenda.
- 6) To ensure delivery of information to members of Board of Directors in a timely and proper manner, directly or through the Secretary of the Board.
- 7) To declare the meeting open once the quorum is verified.
- 8) To preside over the meetings of the Board.
- 9) To monitor the active participation of members of the Board.
- 10) To manage the debates and submit matters to a vote when it deems them sufficiently analyzed.
- 11) To close the meeting at the end of the agenda.
- 12) To ensure the execution of the resolutions of the Board of Directors and to follow up on its assignments and decisions.
- 13) To lead the annual evaluation process of the Board and Committees, except his own assessment.
- 14) To sign communications that originate from the Board.
- 15) To submit to the General Shareholders' Meeting, at each ordinary meeting, a report on the functioning of the Board of Directors, which shall include, among others, the



following: a) Meetings actually held and their frequency b) Attendance at Board meetings of each of the members c) Main topics discussed at Board meetings d) Conflicts of interest. e) Board Committees. f) Results of self-evaluation carried out by each of the members of the Board of Directors or other evaluation mechanisms determined by the Board of Directors.

In the absence of the Chairman of the Board of Directors, the CEO of the Company shall call the meetings of the Board of Directors and an ad-hoc Chairman shall be appointed for the proceedings of the meeting.

ARTICLE 23. ON THE SECRETARY OF THE BOARD OF DIRECTORS AND HIS DUTIES: The Secretary of the Board of Directors is the Chief Legal Officer of the Company or whoever is acting in his stead. In the event of absence, the Board of Directors may appoint an ad hoc secretary for the meeting.

The Secretary of the Board is responsible for keeping, according to law, the Minutes Book of the Board and authorize them by signing copies that are issued. He/she must prepare and keep the records and their annexes and must attest to the decisions of the Board.

The Secretary of the Board should support the Chairman of the Board in his/her work and should give the members of the Board of Directors advice and information necessary for the proper performance of their duties.

In addition to the functions established by law and the bylaws of ISA, functions of the Secretary of the Board are as follows:

1. To call meetings in accordance with the annual plan.
2. To deliver timely and accurate information to the members of the Board of Directors.
3. To keep the corporate documentation, duly reflect in the minute books the development of the meetings, and attest to the resolutions of the corporate bodies.
4. To ensure the formal legality of the actions of the Board of Directors and guarantee that its procedures and rules of governance are respected and regularly reviewed, in accordance with the provisions of the Bylaws and other internal regulations of the Company.
5. To provide legal advice to the Board of Directors and report on legal matters of material importance to the Company's business.
6. To promote and inform the Board of Directors on national and international trends in good governance, as well as the status of this policy in the Company.



7. Any other duties assigned by the General Shareholders' Meeting, the Board of Directors, or the CEO of the Company.

ARTICLE 24. DELIBERATION: The submission for discussion of any proposal or project to be adopted by the Board of Directors is what constitutes deliberation. During the deliberation, the following must be taken into account: (i) Prior authorization from the Chairman is required to take the floor; (ii) The Chairman of the Board of Directors shall grant the floor in the order in which it is requested; (iii) When in the opinion of the Chairman of the Board of Directors the matter is sufficiently illustrated, the deliberation shall be terminated; (iv) Board members shall not refer to a subject other than the one under discussion; (v) Speakers may only be questioned when it concerns the formulation of questions or in request for clarification of some aspect related to the subject being presented.

ARTICLE 25. CONTRACTING OF EXPERTS: The Board of Directors may request the CEO of the Company to hire the services of external experts or advisors, when deemed necessary for the purpose of fulfilling its functions or as support to the Committees. The Board's external experts or advisors may be of different specialties.

The contracting of external experts or advisors shall be carried out by Management, in accordance with the Company's contracting rules, establishing appropriate contractual clauses to safeguard the confidentiality of the information.

If a member of the Board requires consultation on any matter with such external experts or advisors, he/she shall inform the Board of Directors beforehand, stating the reasons for the consultation. Once the above procedure has been completed, the consultation shall be made through the Secretary of the Board. The result of the consultation shall be shared with the Board of Directors so that it has timely, complete, and adequate information to carry out its functions.

CHAPTER V: VOTING, DECISIONS AND DOCUMENTATION

ARTICLE 26. VOTING: Voting is the act by means of which the members of the Board of Directors declare their will on the proposals included in the agenda when these are of a decisive nature. In the deliberations and decisions of the Board, each member is entitled to one (1) vote.

Voting can be done in the form determined by the Board, in any case allowing members to express the reasons for agreement or disagreement on the matter under consideration. The Secretary of the Board of Directors shall include, in the text of the respective minutes, the result



of the vote, identifying the information that served as the basis for the decision, as well as the reasons for agreement or disagreement expressed with respect to the decision adopted.

ARTICLE 27. DELIBERATIVE QUORUM: The Board of Directors may not validly deliberate with less than five (5) members. For virtual meetings and written votes, the quorum for deliberations shall be universal, as provided by law.

ARTICLE 28. DECISION-MAKING QUORUM: Decisions of the Board of Directors shall be made by a majority of the votes present.

ARTICLE 29. SUSPENSION OF MEETINGS: In the event of situations affecting the good order of the meeting or impeding its normal course, the suspension of the meeting may be agreed upon, for a maximum term of five (5) working days. At the time of suspension of the meeting, the Chairman of the Board shall announce the date, time, and place of its continuation. In such a situation, the meeting of the Board of Directors shall be considered a single meeting, regardless of whether it is held during several meetings, and only one set of minutes shall be taken for this purpose. If the Board does not continue the meeting on the date, time and place indicated, the meeting is understood to be thus closed and shall be recorded in the minutes.

ARTICLE 30. MINUTES: Minutes shall be taken of all meetings of the Board of Directors and their deliberations, resolutions and decisions, which shall be approved by the Board and signed by the Chairman and the Secretary of the Board of the respective meeting or, failing this, by other members of the Board who participated in the respective meeting. The minutes shall be recorded in the "Minutes Book". The minutes shall identify the supports that served as the basis for the decision-making process, as well as the reasons for agreement or disagreement taken into account for the decision-making process. In the case of virtual meetings of the Board of Directors, in accordance with the provisions of current legislation, the minutes shall be signed by the Legal Representative and the Secretary of the Board.

In cases of virtual meetings and voting in writing, the minutes should be kept and set in the respective book within thirty (30) calendar days following that in which the resolution was completed. The minutes shall be signed by the Legal Representative and by the Secretary of the Company. In the absence of the latter, it shall be signed by any of the Board members.

The minutes of the Board of Directors are confidential, shall be kept in the custody of the Secretary of the Board of Directors, and copies shall be delivered only to the competent authorities and to those authorized by the Board of Directors. The Secretary of the Board shall issue the certificates requested, respecting the applicable provisions and the confidentiality of such documents.



The members of the Board of Directors shall have the right to access copies of the minutes of the Board of Directors and the information corresponding to the meetings in which they have been entitled to participate during the time in which they hold such capacity.

In the event that a member of the Board requires, in the exercise of his or her duties, access to the minutes of the Board of Directors and information corresponding to meetings of a period in which he or she was not a member, he or she must request authorization from the Board of Directors, justifying his or her request, and the Board shall evaluate its relevance and scope.

Those who have been members of the Board of Directors shall have the right to access copies of the minutes and information corresponding to the meetings held at the time they were members of the Board of Directors.

Board members shall have the right to access the minutes of the meetings of all Board Committees, regardless of whether or not they are members of such Committees.

In all the above cases, the members or former members of the Board of Directors must maintain the confidentiality or reserve of the information.

ARTICLE 31. HANDLING OF OUTSTANDING MATTERS: Outstanding matters are those on which the Board of Directors makes a special follow-up because it considers them to be of interest and have a high impact on the Company. The CEO of the Company shall report on the follow-up of outstanding matters at the periodicity defined by the Board of Directors. The Secretary of the Board will update the list of outstanding matters after each meeting.

ARTICLE 32. CONFIDENTIALITY AND USE OF INFORMATION: The information made available to Board members for the performance of their duties must only be used by them for the purpose for which it was provided and the confidentiality or reserve required to preserve the interests of ISA and the companies that make up the corporate group must be maintained.

The minutes, documents and supporting presentations, including the opinions and documents produced by the Board's external advisors, and the deliberations and decisions of the Board of Directors shall be confidential or reserved, under the terms established by the applicable regulatory framework.

Those decisions of the Board of Directors that constitute relevant information shall be disclosed in a timely manner in accordance with the procedures defined within the Company.



CHAPTER VI: COMMITTEES

ARTICLE 33. DEFINITION: The Board of Directors may create Committees coordinated by the CEO of the Company, to study and submit for consideration by the Board, issues of importance to the Company. The Board of Directors may also, by unanimous decision, delegate decision-making powers to the Committees, provided that such powers do not exceed those of the Board of Directors.

The Board of Directors by agreement shall regulate the composition, powers and functioning of the Committees and monitor compliance with the functions assigned to them.

ARTICLE 34. TYPES OF COMMITTEES: Committees may be created either institutionally or on an ad hoc basis. The Institutional Committees operate on a permanent basis and their responsibilities, composition, reporting, and other aspects related to their operation shall be determined on a case-by-case basis by the Board of Directors.

Ad hoc committees are formed for the analysis, study, or investigation of a specific case. At the time of forming an ad hoc Committee, the Board of Directors shall designate the members that will be part of it, shall delimit the subject and scope of the study and analysis or the facts object of the investigation, shall specify the term for submitting the report and shall indicate the other substantial or procedural aspects that it deems convenient for the work entrusted to the respective Committee, all of which shall be recorded in the minutes of the Board of Directors.

ARTICLE 35. INTEGRATION: Board committees shall have as many members as the Board of Directors shall determine. The members of the Board of Directors shall be appointed to participate in a Committee, taking into account their background and experience, as well as the purposes of the Committee.

The chairman of the Institutional Committees shall be independent, and his functions shall be those established in the respective Committee's operating regulations.

The members of each of the Institutional Committees and their respective Chairman shall be appointed by the Board of Directors for the statutory period of this body, in the meeting following the election of the Board of Directors by the General Shareholders' Meeting. In the event that the Board of Directors deems it pertinent to modify the composition of the Committees before the end of the statutory period, they shall be appointed for the remaining term of the respective period.

Each Board member may belong to a maximum of three (3) Committees.



Persons who are part of the management of ISA or its Companies may not be appointed as members of the Committees.

ARTICLE 36. COMMITTEE MEETINGS: The Committees shall meet at the intervals established in their regulations.

Ordinary and extraordinary meetings shall be convened in the manner and with the notice established in its regulations.

ARTICLE 37. SECRETARY AND MINUTES: Each Committee shall have a Secretary who shall have the functions established in the respective Committee's regulations, including the preparation of the minutes.

ARTICLE 38. EVALUATION: Committee members are evaluated in the same manner as the Board of Directors, and the results of this evaluation will be presented to the Board of Directors.

CHAPTER VII: VALIDITY, UPDATING AND DISCLOSURE

ARTICLE 39. VALIDITY, UPDATING AND DISCLOSURE: This Agreement is effective as of the date of its approval by the Board of Directors.

ARTICLE 40. DEROGATIONS: This Agreement repeals all internal ISA regulations of a general or particular nature that are contrary to it, especially Agreement 105 of November 25, 2016.

Issued in Bogotá, on the nineteenth (19th) day of June, 2025.

CHAIRMAN

SECRETARY

JUAN PABLO ZÁRATE PERDOMO

SONIA MARGARITA ABUCHAR ALEMÁN