



AGREEMENT 141

June 19, 2025

Whereby the Organizational Talent Committee of Interconexión Eléctrica S. A. E.S.P. is regulated.

The Board of Directors of Interconexión Eléctrica S.A. E.S.P., in exercise of its statutory powers, and

WHEREAS:

- A.** By means of Agreement 105 of November 25, 2016, the operation of the Board of Directors of ISA was regulated, and a special chapter was established therein, whereby the operation of the Board Committees is regulated in a general manner.
- B.** By means of Agreement 117 of April 30, 2020, the Board of Directors constituted and regulated the Organizational Talent Committee.
- C.** By means of Agreement 125 of June 25, 2021, the Board of Directors modified the regulations of the Organizational Talent Committee to increase the number of members.
- D.** The Board of Directors, by means of Agreement 138 of June 19, 2025, modified the Operating Regulations of the Board of Directors in order to harmonize them with the statutory reforms approved by the Shareholders' Meeting and to formalize some good corporate governance practices in the operation of the Board of Directors, therefore, it is necessary to update some aspects of the Operating Regulations of the Organizational Talent Committee.

THEREFORE, IT AGREES:

ARTICLE ONE: COMPOSITION: This Committee shall be composed of five (5) members of the Board of Directors, the majority of whom shall be independent, for the statutory term of the Board of Directors, appointment to be made by the Board at 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 Committee before the end of the statutory period, the Committee shall be appointed for the remainder of the respective period. Individual substitutions may also be made when required, in which case the provisions of this paragraph shall apply.

Administrators of ISA or its Companies may not be appointed as members of the Committee.

ARTICLE TWO. FUNCTIONS: The Organizational Talent Committee shall be responsible for making decisions, directing, supervising, and/or supporting or advising the Board of Directors and the Company's Management in relation to the management of the organizational talent (Senior Management and employees) of ISA and its companies.

The Committee's functions are:

1. To approve the Working Model of the corporate group that establishes the relationship scheme and managerial governance of ISA and its companies and follow up on its implementation.
2. To plan and manage the succession process of the Company's CEO, Senior Management and other key executives of ISA and its companies (Senior Management Succession Policy).
3. To evaluate the candidates and propose the appointment of the CEO of the Company, for which purpose he/she may rely on external advice.
4. To propose to the Board of Directors the guidelines for the compensation of members of Senior Management (Remuneration Policy of the Company's Senior Management), review them periodically and propose their modification or update.
5. To ensure compliance with the Senior Management members' Remuneration Policy.
6. To approve the compensation system.
7. To approve the variable compensation indicators for the remuneration of employees of ISA and its companies and follow up on their compliance.
8. To analyze and recommend to the Board of Directors the annual salary increase for the Company's employees.
9. To approve the organizational talent management model of ISA and its companies (Labor Policy) and follow up on it.
10. Analyze and submit recommendations to the Board of Directors regarding the personnel of the Company.
11. To follow up on the development strategy of employees of ISA and its companies.
12. To support the Board of Directors in the annual evaluation of the performance of the CEO of the Company and review the performance evaluation of the members of the Senior Management of ISA.



13. To analyze and follow up on the best practices at national and international level in terms of attraction, retention, management and promotion of human talent, executive training programs and measures adopted in ISA and its companies.
14. To follow up on change management actions and the transformation of the organizational culture.
15. To analyze the results of the organizational climate and follow up on the resulting action plan.
16. To ensure that an inclusion and diversity policy is in place that includes gender, sex, ability, multicultural and demographic aspects, and submit an annual diversity and inclusion report to the Board of Directors.
17. To verify the effectiveness of occupational health and safety policies in relation to the activities of ISA and its companies.
18. To be familiar with reports on relevant labor court proceedings.
19. To be familiar with the reports on the management of individual and collective labor relations.
20. Other functions assigned by the Board of Directors.

ARTICLE THREE. MEETINGS, CONVENING AND INFORMATION FOR THE COMMITTEE: The Committee shall hold regular monthly meetings, except in those cases where it is not possible or not required, ensuring in all cases that the Committee fulfills its functions. It may meet in person, or through available technological means of communication that allow deliberation and proof of communications and decisions. It may also make decisions by written vote.

The Committee may not meet and deliberate without the presence of at least three (3) of its members. Decisions shall be made by simple majority. Similarly, it may hold extraordinary meetings, when required, exclusively to discuss issues for which the meeting has been summoned.

The convenings for the Committees meetings shall be sent to the e-mail addresses registered by the members of the Committees with the Company, through the application defined for the management of the Board of Directors and the Committees.

Regular meetings shall be called by the Secretary of the Committee at least three (3) working days prior to the date of the meeting. When due to urgent circumstances it is necessary to hold extraordinary meetings, these shall be called at least one (1) working day in advance. Additionally, with the same advance notice, the secretary of the Committee shall give notice of extraordinary meetings to the members through the instant messaging technology application used by the Committee.



In the application defined for the management of the Board of Directors and the Committees, the Committee 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 the deliberation and decision making of the items on the agenda. This information shall be available in the application to be consulted at least three (3) working days in advance 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 and the Committees as far in advance as possible of the meeting.

The information made available to the members of the Committee for the performance of their duties must only be used by them for the purpose for which it was provided to them and the confidentiality required to preserve the interests of ISA and the companies that make up the corporate group must be maintained.

The Board of Directors may authorize the participation of members of the Board who are not members of any Committee as guests, with voice but without vote, and without the right to remuneration.

Management level employees, depending on the subject under discussion, may attend Committee meetings as guests. Invitations may also be extended to third parties.

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

ARTICLE FOUR. AGENDA: The agenda for the Committee's meetings shall be included in the notice of each meeting, which shall contain a breakdown of each of the items to be discussed.

The members of the Committee may request modification of the agenda or the inclusion of new items, submitting the respective request to the Chairman of the Committee, who shall submit it to the Committee for its consideration.



For ordinary meetings of the Committee, 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
- 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 decisive, informative, or for follow-up.

ARTICLE FIVE. COMMITTEE CHAIRMAN: This Committee shall be chaired by the person appointed by the Board of Directors, who shall be independent. The election of the Chairman of the Committee shall be for the statutory term of office of this body. In the event that the Board deems it appropriate to change the chairmanship of the Committee, the chairman of the Committee shall be elected for the remainder of the respective statutory term.

The chairman of the committee shall have the following duties:

1. To coordinate and plan the operation of the Committee by establishing an annual work plan based on the assigned functions.
2. To prepare the agenda for the meetings, in coordination with the Secretary of the Committee. The other members may request the Chairman of the Committee to include items on the agenda.
3. To ensure delivery, in due time and form, of information to the Committee members, directly or through the Secretary of the Committee.
4. To declare the meeting open once the quorum of the Committee has been verified.
5. To chair the meetings of the Committee and promote the active participation of its members.
6. To manage the debates, submit matters to a vote when he/she considers them sufficiently analyzed and close the session at the end of the agenda.



7. To submit to the Board of Directors periodic reports on the matters submitted for consideration by the Committee, and if applicable, the decisions adopted or the pertinent recommendations.

In the absence of the Chairman of the Committee at any meeting, an ad-hoc Chairman shall be appointed.

ARTICLE SIX. SECRETARY: The Secretary of the Committee shall be the Chief Organizational Talent Officer of the Company or whoever acts as such, who shall have the following responsibilities:

1. To call meetings and verify the timely and accurate provision of information to the members, through the application defined by the Company for the management of the Board of Directors and its Committees.
2. To prepare the minutes, duly reflecting the development of the sessions, for which at least the following shall be noted: date of the meeting, members attending and guests, tasks entrusted by the Committee, summary of the opinions of the advisors, result of the analysis or evaluation and the decisions or recommendations, with a succinct reasoning. The minutes shall be numbered consecutively.
3. To conserve and safeguard the Committee's information.
4. To ensure compliance with the functions of the Committee and provide legal advice to ensure compliance with the law, the Bylaws, and other internal regulations of the Company.
5. To promote and inform the Committee on national and international trends in matters assigned to the Committee.
6. To issue the certificates requested, respecting the applicable provisions and the confidentiality of such documents.

ARTICLE SEVEN. COMMITTEE MINUTES: Minutes shall be taken of all meetings of the Committee and its deliberations, resolutions and decisions, which shall be approved by the Committee and signed by the Chairman and the Secretary of the Committee of the respective meeting or, failing this, by other members of the Committee 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 Committee, the minutes shall be signed by the Legal Representative and the Secretary of



the Committee. In the absence of the latter, it shall be signed by one of the members of the Committee.

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 of the Committee are confidential, shall be kept in the custody of the secretary and copies shall only be delivered to the competent authorities and those authorized by the Board of Directors.

The members of the Committee shall have the right to access copies of the minutes of the Committee 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 Committee requires, in the exercise of his or her duties, access to Committee minutes and information corresponding to meetings held at a time when he or she was not a member of the Committee, he or she must request authorization from the Board of Directors, justifying his or her request, who shall evaluate its relevance and scope.

Those who have been members of the Committee 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 Committee.

Members of the Board of Directors shall have the right to access the minutes of the Committee's meetings, regardless of whether or not they are members of the Committee.

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

ARTICLE EIGHT. CONFLICTS OF INTEREST: The members of the Committee are in a situation of conflict of interest, 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 Company's interest and their own interest or that of a third party, so that opting for either of the latter two would compromise their objectivity or independence.

When a member of the Committee 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:

- i. 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.



- ii. Disclose the conflict-of-interest situation to the Committee.

Doubts regarding the configuration of acts involving conflicts of interest do not exempt the member of the Committee 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 Committee meetings, once the agenda has been read, the Chairman of the Committee shall ask those attending the meeting if they have any conflict of interest with respect to the matters to be discussed at the Committee, which shall be recorded in the respective minutes.

If, during the course of the meeting, it is authorized to discuss an item not included in the agenda, the Chairman shall ask at the beginning of the presentation of the item whether there is any possible conflict of interest with respect thereto.

If a conflict of interest is declared to exist, the Committee member involved in such conflict shall refrain from participating in the activities related to the matter giving rise to such conflict, thus applying the procedure set forth in this article.

It is the responsibility of each Committee member to identify and declare his or her conflicts of interest with respect to matters discussed by the Committee.

As a general rule, the Committee member involved in a conflict of interest shall abstain from participating in the respective agenda item. However, if in consideration of 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 Committee 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, but shall refrain 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 NINE. DUTIES AND RESPONSIBILITIES: In addition to the duties and responsibilities that correspond to them as ISA directors, the members of the Committee must attend the meetings,



prepare the topics to be discussed at the meetings, maintain the confidentiality of the Committee's discussions and decisions, and refrain from intervening in the deliberations and decisions on topics that may involve a conflict of interest, unless the provisions of paragraph eight of this regulation apply..

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

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

The decisions of the Committee that constitute relevant information will be disclosed in a timely manner in accordance with the procedures defined within the Company.

ARTICLE ELEVEN. REMUNERATION: The members of the Committee shall receive for attendance at each meeting, fees in the same amount as those approved by the General Shareholders' Meeting for attendance at each meeting of the Board of Directors. Public servants participating in the Committee are responsible for informing the Secretary of the Committee of any restrictions they may have on receiving the respective remuneration.

ARTICLE TWELVE. TERM AND DEROGATIONS: This agreement is effective as of the date of its issuance and repeals all internal general or particular regulations of ISA that are contrary to it, especially Agreement 125 of June 25, 2021.

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

CHAIRMAN

SECRETARY



JUAN PABLO ZÁRATE PERDOMO

SONIA M. ABUCHAR ALEMÁN