



Banco Comercial Português, S.A.

# Regulations of the Sustainability Commission of Banco Comercial Português, S.A.

## Regulations of the Sustainability Commission of Banco Comercial Português, S.A.

- Definition and monitoring of initiatives to ensure the management of sustainability impacts, risks and opportunities, namely materialised in the implementation of the Sustainability Master Plan (SMP), in its Environmental, Social and Governance axes;
- Analysing and incorporating stakeholder expectations into policies and processes relevant to the Group's strategic development;
- Promoting and ensuring the adoption and integration of principles, policies and practices that contribute to the management of sustainability impacts, risks and opportunities, promoting the generation of sustainable value;
- Approving and submitting a proposal to the Executive Committee (EC) on the Sustainability commitments associated with objectives and targets, identifying the resources needed to implement them and monitoring their progress;
- Approving the planning proposals for the initiatives that underpin the implementation of the SMP, as well as any adjustments that may prove necessary to fulfil the objectives and targets approved by the EC;
- Approving the proposals for resources and the creation of teams (task forces) to ensure the implementation of the initiatives envisaged in each of the dimensions of the SMP and/or the applicable regulatory framework;
- Promoting and ensuring the adequacy of credit risk management processes and the offer of products and services to the evolution of the normative and regulatory context within the scope of Sustainable Finance;
- Awareness of the annual Sustainability Report, as an instrument for public reporting of non-financial information and indicators;
- Approving the investment proposals necessary to ensure the implementation of the SMP initiatives, subject to the following conditions:
  - prior negotiation by the DCM;
  - the proposed investment is budgeted for.
- Follow-up and monitoring of the implementation of approved initiatives: deadlines, budgets and evolution of the results obtained, as well as the main performance indicators of the SMP dimensions;
- Developing the communication actions needed to make the institution and the market aware of and publicise its performance in sustainability matters.

### Powers

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<b>Frequency</b>	Every two months
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**Members with voting right:**

- Directors: CEO and CRO
- Coordination Managers: GESS (secretary), DRH, COFF, ROFF, DRAT, DMAR, DMENI, DMPA and AB

Any other executive director may take part in the meeting and shall have the right to vote.

In their absence, the Coordinating Managers of the aforementioned Divisions may propose to the directors who are part of the Commission a representative to replace them in the event of their absence, who, if accepted and belonging to the Top Management, will have the right to vote.

**Members**

**Non-voting member**

- *Fundação BCP* (BCP Foundation)

**Non-voting guests:**

Employees of the Group who are relevant to the topics under discussion may be invited to attend occasionally.

These employees will only take part in the meeting during the items that have justify the invitation.

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**Quorum for resolutions**

4 members with voting rights, 2 of whom are executive directors, CEO and CRO.

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**Delegation of Powers**

- The Sustainability Commission shall bind the Bank, including in relation to third parties, provided that its resolutions fall within the scope of the functions and powers defined in these Regulations.
- Always in compliance with the internal regulations that apply to this Commission and its Divisions, the powers of the Executive Committee (EC) necessary for the performance of its duties and the inherent competences that the Board of Directors has not reserved for itself or for the other Commissions are delegated to it.
- Should any of the executive directors in attendance at the Commission decide that the matter should be submitted to the EC for deliberation, the delegation provided for in the preceding paragraph shall lapse.

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**Resolutions**

- Only the executive directors in attendance and the members of the Commission may vote.
- The Commission's decisions are taken by simple majority.
- Any of the executive directors in attendance may suspend the appraisal of an item under discussion and submit it for decision by the EC.
- Unanimous Written Resolutions may be adopted, provided that all members agree: executive directors and other members with voting rights.

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**Call for meetings**

The secretary provides support for the meetings, ensures that the notice of the meeting is sent to the members in good time, and at the same time to the executive directors who are not members of the Commission, together with the respective agenda and supporting documents.

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Minutes of  
meetings

- The secretary draws up the minutes of the meetings in such a way that all participants can be properly identified that the matters analysed can be understood and that the decisions taken are meaningful and well-founded.
- Once approved, the minutes will be submitted to the next EC meeting for information.
- In the absence of the secretary, the directors in attendance shall appoint one from among the members with voting rights.

Approval date: 17 September 2024

Approved by: Executive Committee

Major changes made to previously available content: general revision of the document