



HAITONG

REGULATION No. CR04
Risk Committee Regulation
of Haitong Bank, S.A.

Approved by the Board of Directors
on 12/03/2026

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1. OBJECTIVE

- a. This Regulation aims to describe the statute, composition, operation and duties of the Risk Committee of Haitong Bank, S.A..

2. LEGAL FRAMEWORK

- a. Portuguese Companies Code;
- b. Portuguese Securities Code;
- c. Banco de Portugal Notice 3/2020;
- d. Article 23(1)(a) of the Articles of Association of Haitong Bank, S.A.

3. RECIPIENTS

- b. The Risk Committee Regulation of Haitong Bank, S.A. applies particularly to the Non-Executive Directors who are members of the Risk Committee.

4. RESPONSIBILITY

- a. This Regulation is prepared by the Risk Committee with the support of the CEO Office.
- b. This Regulation is reviewed every two years or whenever any amendment thereto becomes necessary.

5. CHAPTER I – Statute and Composition

a. Definition

- 1. The Risk Committee of Haitong Bank, S.A. (hereinafter, the “Bank”) is responsible for continuously monitoring the development and implementation of the risk strategy and the risk appetite of the institution, and verifying whether these are compatible with a sustainable strategy in the medium and long term, in addition to the action program and budget approved, while advising the Executive Committee in these areas.
- 2. The Risk Committee shall, for these purposes, carry out the responsibilities listed in Chapter II with full independence and authority.

b. Composition and Appointment

- 1. The Risk Committee of the Bank is composed of three members of the Board of Directors, whose identity is included in Appendix I, who do not perform executive functions and who are chosen by the

Board of Directors, taking into consideration their knowledge, expertise and experience to be able to fully understand and monitor the Bank's risk strategy and risk appetite.

2. The majority of the members of the Risk Committee shall be independent.
3. On the appointment of the members of the Risk Committee, the Board of Directors shall appoint its Chair and also, if it deems appropriate, a Vice-Chair.
4. The Chair of the Risk Committee may not act as Chair of any other Committee of the Bank, except in duly substantiated circumstances accepted by the Supervisor.
5. The members of the Risk Committee are appointed for a term with a duration that coincides with the duration of the term of the Board of Directors in office on the date of the relevant appointment.

6. CHAPTER II – Duties of the Risk Committee

c. Duties

Without prejudice to the legal duties assigned to the Supervisory Body, the Risk Committee is responsible for, in particular:

- a) Advising the Board of Directors on the Bank's risk appetite and risk strategy, both current and future, taking into account all risk categories, ensuring its alignment with the business strategy, objectives, corporate culture and values;
- b) Assisting the Board of Directors in supervising the execution of the risk strategy of the Bank and in the fulfilment of its respective limits;
- c) Periodically reviewing the Bank's risk profile, policies and strategies;
- d) Assessing the consistency between the business model, strategy, recovery plan, remuneration policies, and budget, as well as the efficiency and effectiveness of the structure, procedures and instruments associated with the implementation and execution of the strategies regarding risk;
- e) Issuing recommendations on adjustments to the risk strategy resulting from changes in the business model, market developments or business context where the Bank operates;
- f) Analysing and evaluating the methodology and its results to support the process of identification, evaluation and measurement of risks;
- g) Examining scenarios, including stress tests, in order to determine their impact on the risk profile of the Bank and to assess the resilience of the changes within the institution caused by idiosyncratic, systemic or mixed factors;
- h) Analysing whether the conditions of the products offered and services provided to clients take into consideration the Bank's transaction model and risk strategy, and, if necessary, submitting

a correction plan to the Board of Directors whenever, as a result of such analysis, it is established that said conditions do not appropriately reflect the risks;

- i) Establishing if the incentives outlined in the remuneration policy of the Bank take into consideration risk, capital, liquidity and the expectations regarding results, including revenue dates;
- j) Establishing the framework for reporting on risk to the Board of Directors;
- k) Ensuring the existence of effective procedures for monitoring risk, and monitoring internal control deficiencies related to the risk management framework;
- l) Specifying and reviewing the conditions of authority and independence to support the exercise of responsibilities for risk management, including the adoption of the work plan of the risk management function;
- m) Reviewing and periodically monitoring the scope and nature of the activities carried out by the Haitong Bank Group, related to risk management; and
- n) Ensuring that the risk management function has adequate resources for the performance of its duties.

7. CHAPTER III – Operation

d. Meetings' Periodicity, Call, Quorum and Resolutions

1. The Risk Committee shall have at least six ordinary meetings annually, preferably every two months.
2. The Risk Committee will meet on an extraordinary basis when necessary, so as to ensure the good performance of its duties, upon a reasoned request submitted by any of the Corporate Bodies of the Bank or of any of the members of the Risk Committee.
3. The meetings of the Risk Committee shall be called by its Chair by electronic mail, with a minimum five days prior notice and with express reference to the relevant agenda, without prejudice to any meetings that prove to be urgent, which may be called by the Chair of the Risk Committee without having to provide this prior notice.
4. The supporting documents for the meeting shall be sent to the members at least two business days before the date when the relevant meeting is to be held, notwithstanding the urgent meetings, where the documents shall be made available as soon as possible.
5. The members of the Executive Committee and other officers or employees of the Bank may participate in the meetings of the Risk Committee, without voting rights, when so decided by the Risk Committee and called by its Chair.
6. The members of the Supervisory Body and the Statutory Auditor may attend the meetings of the Risk Committee whenever they wish, by expressing the intention to do so to the Chair.

7. Without prejudice to the above, the Risk Committee can only meet if the majority of its members are present or duly represented.
8. Any member of the Risk Committee may appoint another of its members to act as their representative through a proxy letter addressed to the Chair of the Risk Committee.
9. The resolutions of the Risk Committee are approved by the majority of the votes cast by the members present or represented and its Chair has a casting vote.
10. Meetings of the Risk Committee will be held at the registered office of the Bank and its members may participate through videoconference or other remote communication technologies, provided the Bank ensures the authenticity of the declarations made thereby and security of the means of communication.
11. Without prejudice to the provisions of the preceding paragraph, any resolution to be adopted by the Risk Committee may be taken by written resolution, namely via electronic mail, instead of in a meeting, provided that the quorum and majorities necessary for that purpose are ensured, that all the Directors received a prior notice requesting the adoption of a written resolution and that they did not object to such a deliberative procedure. The Secretary of the Risk Committee shall draft minutes of decisions taken by written resolution, which shall be signed by all Directors and kept in the appropriate books, in the terms set out in section “e. Minutes” below.
12. The Chair of the Risk Committee shall appoint a Secretary for the Risk Committee meetings, whose identity is included in Appendix I, and minutes shall be drawn in respect of each meeting, which shall be signed by all relevant participants in the meeting and shall contain all discussions held and resolutions passed.
13. The activities and resolutions of each meeting of the Risk Committee are communicated to the Board of Directors on a quarterly basis. Additionally, a global report of the Committee’s activities is reported to the Board of Directors on an annual basis.

e. Minutes

1. Minutes of the meetings of the Risk Committee shall be drawn up within fifteen business days. The minutes shall contain a clear and objective summary of the meeting and the necessary details in order to permit the understanding of the discussed matters, specifically, and whenever applicable, the identification and position of all meeting participants, as well as an express indication of any absent members; the participants and members present for each agenda item; the identification of the supporting documents for each agenda item; the rationale for each resolution taken, including the voting direction and identification of the voting members, and an express reference to any dissenting opinions; a description of any recommendations made; and the identification of matters requiring follow-up in future meetings, complying with the applicable legal and regulatory provisions. The

participants in the meeting shall provide any comments to the draft minutes within five business days from distribution. The Agenda of each meeting shall include the approval of the minutes of the previous meeting(s), after these have been duly revised by Members and participants.

2. The minutes shall be signed by all relevant participants in the meeting and shall be kept in the appropriate books. Digital signatures are allowed in all circumstances.

3. The minutes and the documentation related to each meeting will be filed by the Secretary, both on the Bank's digital archive, as well as on iBabs, which shall be used as the IT system to manage documents related to the Bank's Corporate Bodies.

4. The Secretary shall have an internal control mechanism in place (e.g. an Excel/Word file) to ensure that the several steps relating to the meeting preparation and minutes' drafting and revising are complied with in a timely manner, and make it available upon request.

f. Means of support for the Committee's activity

1. The Risk Committee has access to the information related to the Bank's risk situation, and when deemed necessary and appropriate, to the information on the Bank's risk management functions and to external expert advice, and it is responsible for determining the nature, quantity, format and frequency of the information related to risks that should be received.

2. The Risk Committee will be assisted by a Secretary who shall be an employee of the Bank and who has the appropriate qualifications for such purpose. The Secretary shall, within the exercise of such duties and in respect thereof, be hierarchically subordinated to the Chair of the Risk Committee.

8. ARCHIVE

This Regulation, and all the documents associated, are subject to the general archiving rules laid down in the procedure ADM12.PM220 – Archive Management.

9. DISCLOSURE

This Regulation is available on the Bank's intranet and any change should be duly communicated by e-mail to all the Bank's employees.

10. CONTROL OF VERSIONS

Table 1: Information about the Document

Name of the Document	Risk Committee Regulation of Haitong Bank, S.A.
Version	Version 9.0
Prepared by (Name/Department)	Risk Committee/CEO Office
Reviewed on (Committee name)	Risk Committee on 28/01/2026
Approved by (Committee name)	Board of Directors

Table 2: Versions' update

Update and Approval Date	Main Changes
Version 1.0 – 09.07.2018	Original version
Version 2.0 – 24.09.2019	-
Version 3.0 – 23.07.2020	-
Version 4.0 – 25.02.2021	New requirements resulting from the BdP Notice no 3/2020.
Version 5.0 – 28/12/2021	Clarifications about signatures and about minutes approval; Inclusion of SharePoint system for managing documents; Clarifications about written resolutions; Other minor updates
Version 6.0 – 02/03/2022	Clarification regarding the Chair of the Risk Committee (BdP Notice no 3/2020 requirements)
Version 6.1 – 19/07/2022	Clarifications about matters that need to be followed up in future meetings and inclusion of Annex 0 - document including the signatures of the Presenters/Proponents that is enclosed with the minutes.
Version 7.0 – 13/09/2023	Clarifications about the presentation periodicity of the activities and resolutions of each meeting of the RC to the Board; other minor adjustments. Template update and other minor revisions;
Version 8.0 – 01/03/2024	Clarification, as requested by the External Auditors, of the Secretary's means of control of the several stages involved in preparing the meeting and its minutes; Update of Appendix I.
Version 9.0 – 12/03/2026	Clarifications regarding the content of the meeting minutes (article 8 of BdP Notice 3/2020); Overall minor revisions.

11. APPENDIX I

Appendix I aims to define the concept of relevant participants and duly identify them:

- Voting Members:

- (i) The Chair: Mr. António Domingues;
- (ii) The Members: Mr. Pan Guangtao; Ms. Martina García.

- Secretary: Ms. Margarida Burnay.

- Proponents / Presenters: *to be defined, according to the specific topics in the Agenda of each meeting.*

The signatures of the Voting Members and Secretary can be found on the meeting minutes. The signatures of the Proponents / Presenters can be found on the document enclosed with the minutes and identified as ANNEX 0.

Other attendees may partake in the meetings, despite not actively participating in the presentations and discussions – their identity will be found on the meeting minutes' front page.

Corporate Body xx/202X
ANNEX 0 - Signatures of Proponents/Presenters

Below are the signatures of the Invitees for Specific Topics on the Corporate Body meeting number xx of dd/mm/yyyy.

Invitees for specific topics:

Item 1 - xxxxxxxxx		
NAME	POSITION	[EMPTY – SIGNATURES]
NAME	POSITION	
[...]		
Item 2 - xxxxxxxxx		
NAME	POSITION	
NAME	POSITION	
[...]		
Item 3 - xxxxxxxxx		
NAME	POSITION	
NAME	POSITION	
[...]		

SECRETARY NAME
Secretary, Corporate Body xx/202X