



HAITONG

REGULATION No. CR10
Executive Committee
Regulation of Haitong Bank, S.A.

Approved by the Board of Directors
on 23/06/2025

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1. OBJECTIVE

- a. This Regulation aims to describe the Composition, Functions and Operations of the Executive 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 21 of the Articles of Association of Haitong Bank, S.A..

3. RECIPIENTS

- a. The Executive Committee Regulation of Haitong Bank, S.A. applies particularly to the Executive Directors.

4. RESPONSIBILITY AND MONITORING

- a. This Regulation is prepared by the Executive Committee with the support of the CEO Office.
- b. This Regulation is reviewed at least every two years and may be amended from time to time by the Board of Directors, as per the suggestions of the Executive Committee.

5. CHAPTER I - Composition and functions

a. Composition

1. The Executive Committee is composed of members of the Board of Directors. Its members are appointed by the Board of Directors of Haitong Bank, S.A. (hereinafter, the “Bank”), whose identity is included in Appendix I.
2. The Executive Committee will have a Chief Executive Officer (“CEO”), as well as one or more Vice-CEOs if deemed necessary, who will be appointed by the Board of Directors.
3. Members of the Executive 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.
4. Members of the Executive Committee should inform the Bank of their mandates in other companies.

b. Functions

1. By delegation of the Board of Directors, the Executive Committee is responsible for the Bank's day-to-day management, except in relation to matters that are legally prohibited from being delegated, as well as any other matters that the Board of Directors decides to retain or recall.
2. The Executive Committee will supervise the business and support areas' performance and analyse and decide on, among other things, the following matters:
 - a) Relationship with regulatory and institutional entities;
 - b) Global Strategy of HR;
 - c) Control the execution of the Annual Budget;
 - d) Risk Management and Compliance;
 - e) Service Regulations;
 - h) Global Strategy on the Bank's communication; and
 - i) Strategy for communication with the markets, media and stakeholders.
3. The CEO will:
 - a) Ensure that all information in respect of the Executive Committee's activity and its resolutions is provided to the remaining members of the Board of Directors;
 - b) Ensure compliance, within the limits of his or her delegation, with the Bank's and Haitong Bank Group's strategy and respect the duties of cooperation owed to the Board Members;
 - c) Coordinate the Executive Committee's activities, call and chair its meetings and monitor the execution of its resolutions.
4. The Executive Committee shall submit proposals to the Board of Directors regarding the:
 - a) Bank's Global Strategy;
 - b) Business Plan and its amendments;
 - c) Annual Budget;
 - d) Bank's funding, balance sheet and capital allocation;
 - e) Definition and approval of projects, partnerships, stakes in other companies and similar initiatives, that, because of their dimension, warrant presentation to the Board of Directors;
 - f) Half-year and Annual Reports.
5. In order to follow certain matters in more detail and to promote better-informed decisions, the Executive Committee may create supporting committees.
6. The Executive Committee shall, at all times, cooperate with the existing committees of the Bank and respect their roles and functions.

6. CHAPTER II – Operation

c. Meetings' Periodicity and Call

1. The Executive Committee will meet every week, or in exceptional and urgent cases, whenever convened by the CEO. The CEO shall call the meetings by electronic mail, providing a minimum of two business days' prior notice and expressly referring to the relevant agenda.
2. The documentation for the Executive Committee's meetings shall be made available to its members at least two business days before the date scheduled for the meeting. In exceptional situations, supporting documentation can be distributed until the business day prior to the meeting.
3. Each member of the Executive Committee shall analyse the agenda and the documentation for each meeting. Each member may request the inclusion of any item in the Executive Committee's meeting agenda at least 24 hours before the meeting is held. The inclusion of a suggested agenda item will be subject to the approval of the CEO, taking into account the time available for the meeting and the urgency of the matter.
4. The Executive Committee meetings shall be held at the Bank's head office or in any other place indicated. Its members may attend the meetings through telematic means, such as video conference or conference call, provided that the Bank ensures the authenticity of the declarations and security of communications.
5. Without prejudice to the provisions of the preceding paragraph, any resolution to be adopted by the Executive Committee may be taken by written resolution, namely electronically, instead of in a meeting, provided that the quorum and majorities necessary for that purpose are ensured, that all the members of the Executive Committee 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 Executive Committee (the Company Secretary) shall draft the minutes of the decisions taken by written resolution, which shall then be signed by all Executive Directors and kept in the appropriate books, in the terms set out in section "e. Secretary and Minutes" below.
6. The Executive Committee may decide, whenever it deems suitable, to invite non-members to participate in the meeting. Moreover, the Executive Committee may, whenever deemed necessary, request external individuals to participate in its meetings, as well as decide to give permanent seats to any of the Bank's employees without voting rights.
7. Members of the Executive Committee shall endeavour to attend the meetings on a regular basis, and shall have due justification for any absences, which the CEO and EXCO Members present shall accept.

d. Quorum and resolutions

1. The Executive Committee may only validly meet and pass resolutions provided that the majority of its members are present or duly represented as per number 3 below.
2. The Executive Committee's resolutions shall be approved by the majority of the votes, and in the event of a tie, the CEO shall have the casting vote.
3. Any member of the Executive Committee may be represented in meetings by issuing a written proxy entrusting another member as his/her proxy to attend the meeting and to vote on his/her behalf.
4. In what concerns decisions taken on credit transactions, and in order to ensure and reinforce the statute and independence of the EXCO Member responsible for Risk Management, i.e. the Chief Risk Officer (CRO), the EXCO shall duly inform the Board of Directors whenever there is a negative vote from the CRO on a transaction that was otherwise approved by majority of the EXCO.

e. Secretary and Minutes

1. The Secretary of the Executive Committee, whose identity can be found in Appendix I, shall draft the minutes of each meeting. These minutes shall include an attendance register with the members present and/or represented or absent at each meeting, in addition to other participants, as well as brief summary of the proposals submitted, express reference to the documents supporting each item on the Agenda, the discussions that have taken place, the resolutions taken and any voting statements or recommendations made by any of the Executive Committee members during the meetings, including express reference to any relevant matters that require follow-up in a future meeting.
2. The Secretary of the Executive Committee's meetings is the Company Secretary, a senior officer of the Bank, unless otherwise specified by the CEO.
3. The draft minutes shall be prepared in English, within five business days after the date of the Executive Committee meeting, and be sent to all Executive Committee members for revisions.
4. The members of the Executive Committee should send their comments to the draft minutes within three business days upon receiving the draft. Following the revision process, the Executive Committee approves the preliminary meeting minutes in a subsequent meeting. The Minutes shall then be revised by the Legal Department.
5. The minutes shall be drawn up in accordance with the applicable legal provisions, and shall be recorded in a proper book. The minutes shall be signed by all relevant participants in the meeting, who have also revised the respective minutes' excerpts. Digital signatures are allowed in all circumstances.

6. The minutes and the documents supporting discussions and resolutions adopted shall be filed by the Secretary, at any place he/she may designate. For this purpose, iBabs shall be used as the IT system to manage documents related to the Bank's Corporate Bodies.
7. Each member of the Executive Committee is responsible for the internal communications and implementation of the approved resolutions relating to his/her area. The CEO shall assure the communication and implementation of matters related to the Bank in general.
8. 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. Conflicts of interest and related parties

1. Without prejudice to the applicable legal provisions and regulations, at the beginning of each meeting, members of the Executive Committee shall disclose and record in the minutes any interest, direct or indirect, that they, a relative or an entity to which they are linked may have in any matter that, at all times, is subject to resolution.
2. In the circumstances referred to in the preceding paragraph, the members of the Executive Committee shall describe the nature and extent of the interest and, if the Executive Committee considers it relevant, the member shall abstain from participating in the discussion, deliberation or voting on any proposal related to that subject.

7. ARCHIVE

- a. This Regulation, and all the documents associated, are subject to the general archiving rules laid down in the procedure LEG11.PM220 – Archive Management.

8. DISCLOSURE

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

9. CONTROL OF VERSIONS

Table 1: Information about the Document

Name of the Document	Executive Committee Regulation of Haitong Bank, S.A.
Version	Version 8.0

Prepared by (Name/Department)	Executive Committee/CEO Office
Reviewed on (Committee name)	Executive Committee on 26/05/2025
Approved by (Committee name)	Board of Directors

Table 2: Versions' update

Update and Approval Date	Main Changes
Version 1.0 – 12.09.2017	Initial version
Version 2.0 – 10.12.2018	-
Version 2.1 – 04.08.2020	-
Version 3.0 – 11.12.2020	-
Version 4.0 – 25.02.2021	New requirements resulting from the BoP Notice no 3/2020.
Version 5.0 – 02.03.2022	Update of documentation distribution deadline; Clarifications about minutes revision and approval; Clarifications about signatures; Inclusion of SharePoint system for managing documents; Other minor updates and New template.
Version 5.1 – 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 6.0 – 27/12/2023	Annual revision; minor adjustments.
Version 7.0 – 01/03/2024	Template update and other minor revisions; Clarification, as requested by External Auditors, of the Secretary's means of control of the several stages involved in preparing the meeting and its minutes; clarifications following the new governance structure; Update of Appendix I.
Version 8.0 – 23/06/2025	Clarifications about the CRO credit decision voting; Overall improvements and minor clarifications.

10. APPENDIX I

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

- Voting Members:

- (i) The CEO: Mr. Wu Min
- (ii) The Members: Mr. Alan Fernandes, Mr. Nuno Carvalho, Mr. Vasco Câmara Martins, Mr. Miguel Guimar, Mr. Lu Xiaoli (Nick Lu).

- Senior Managers with a seat on the EXCO: Mr. António Pacheco and Mr. Pedro Costa.

- Secretary: Mr. Pedro Costa (Company Secretary); Mr. António Pacheco (Alternate Company Secretary).

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

The signatures of the Voting Members, Senior Managers with a seat on the EXCO, 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 in the meeting minutes' front page.

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 - xxxxxxxxxx		
NAME	POSITION	
NAME	POSITION	
[...]		

SECRETARY NAME

Secretary, Corporate Body xx/2022