

Extraordinary Shareholders'
Meeting
Davivienda Group

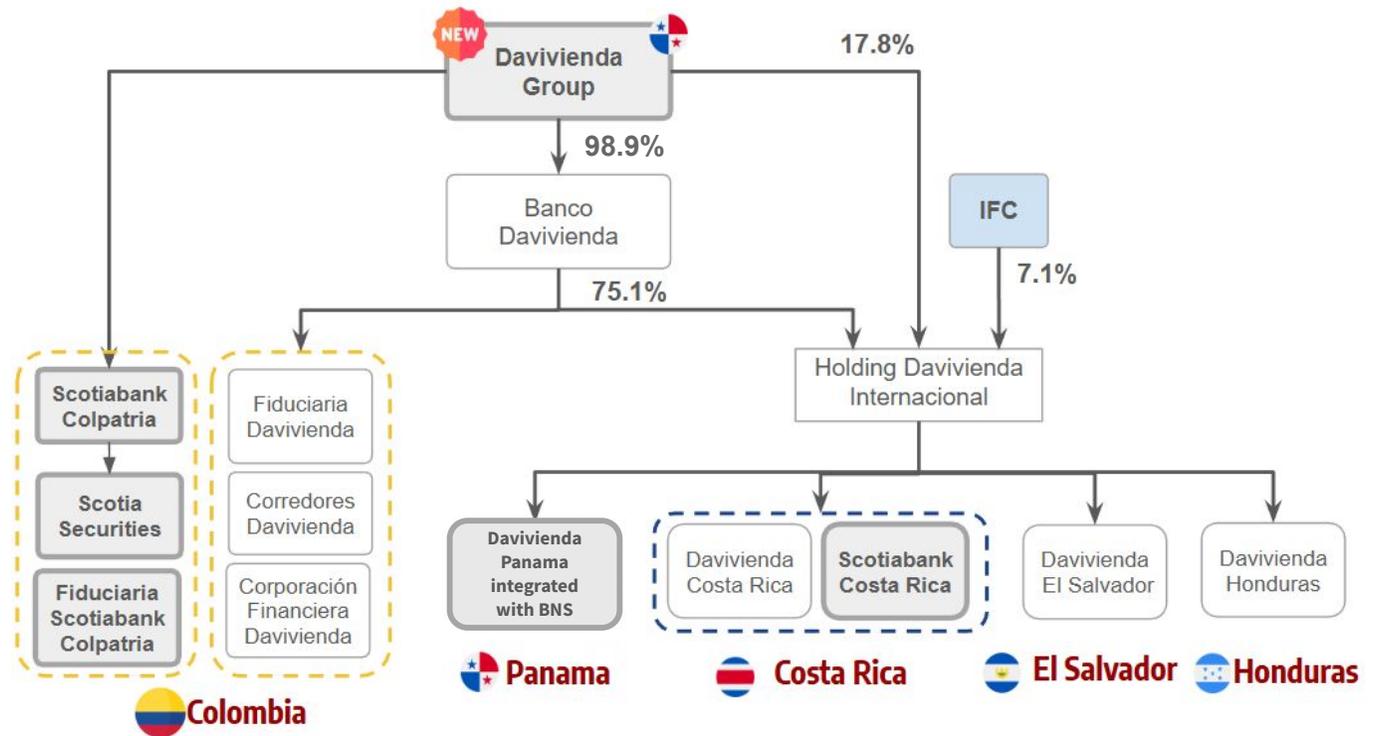
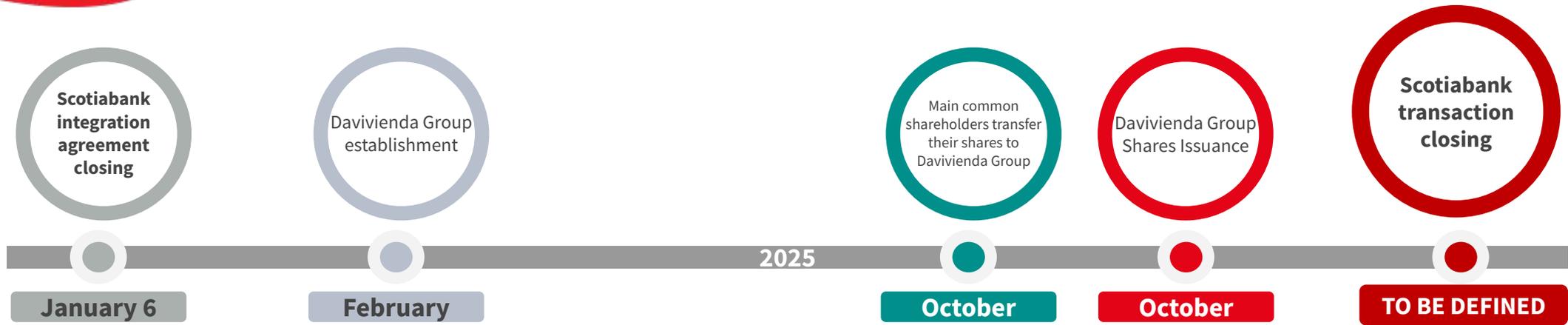


Bogota D.C., November 28, 2025



Greeting and Context

Transition Process from Bank to Holding Company Summary



Agenda

1. Reading and Approval of the Agenda
2. Quorum Verification
3. Meeting Chair and Secretary Appointment
4. Boards of Directors Appointment
5. Bylaws Amendment
6. Fees Determination

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QUORUM VERIFICATION

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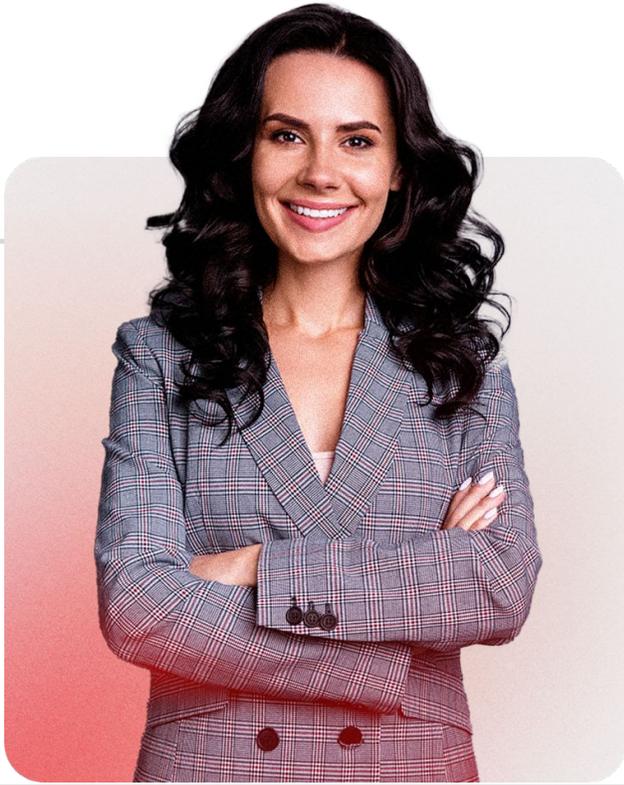


Meeting Chair and Secretary Appointment

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Boards of Directors Appointment



Board of Directors Appointment - 2025-2027 term

In light of the resignation submitted by Mr. Carlos Guillermo Arango Uribe, it is proposed that Ms. **Irene Arias Hofman** be appointed as his replacement, effective on the later of (i) January 16, 2026, and (ii) the closing of the transaction with Scotiabank.

Adicionalmente, se propone a los señores **Francisco Aristeguieta y Salvador Said Somavia** como nuevos directores de la Sociedad a partir del cierre de la Transacción con Scotiabank.

Boards of Directors New Members
Irene Arias Hofman
Francisco Aristeguieta
Salvador Said Somavia



> **ACADEMIC BACKGROUND**

Economist from Universidad Carlos III de Madrid

Master's in European Studies (Economic and Legal Orientation) from the College of Europe (Poland)

Master's in International Relations from Johns Hopkins University – School of Advanced International Studies (SAIS), Washington, D.C.

> **PROFESSIONAL EXPERIENCE**

She has more than 25 years of experience in the financial sector in institutions such as:

- BID Lab CEO (over 6 years), the innovation and venture capital arm of the BID Group.
- International Finance Corporation (IFC), where she held several positions for approximately 18 years, including Director of the Latin America and Caribbean Department.
- She is currently the CEO of MIRA, LLC, a consulting firm specializing in the intersection of technology, finance, and venture capital funds in emerging markets.

> **BOARD EXPERIENCE**

- Fundación Bolívar Davivienda (2014-2018)
- World Economic Forum co-chair (2019-2020)

Currently serves on the Boards of: Monetary Authority of Singapore, Mobile World Capital and Digital Payments Advisory Committee of the World Economic Forum (WEF).



Francisco Aristeguieta

> **ACADEMIC BACKGROUND**

Business Administration degree from Universidad Metropolitana de Venezuela, with a specialization in Banking and Finance.

Master of Business Administration (MBA) from Brunel University, United Kingdom.

> **PROFESSIONAL EXPERIENCE**

He has more than 30 years of experience in the financial sector in institutions such as Colfondo, Citigroup, Vestocpartners, and State Street Corp.

He currently serves as Global Head of International and Transaction Banking at Scotiabank, overseeing a business line that serves 12 million retail, corporate, and commercial clients across more than 15 countries.

> **BOARD EXPERIENCE**

He has served on multiple Boards of Directors in the United States, Asia, and Latin America.

He currently serves on the Boards of:

- Hanover Insurance Group
- Americas Society/Council of the Americas
- Young Presidents' Organization (YPO).



Salvador Said Somavia

> **ACADEMIC BACKGROUND**

Commercial Engineer from Universidad Mistral, with a specialization in Business Management.

> **PROFESSIONAL EXPERIENCE**

He has more than 20 years of experience in the financial sector, having served as a Board Member of Banco BHIF and BBVA Chile. He is currently the Chairman of the Board of Directors of Scotiabank Chile.

Outside the financial sector, he has held positions such as Chief Executive Officer of Grupo Said, Chairman of Parque Arauco S.A., and Board Member of Idelpa SM-Salud S.A., Inversiones del Pacífico S.A., Administradora Costanera S.A., Coca-Cola Andina S.A., Envases CMF S.A., and Energía Llaima.

He is also an advisor of CEP (Centro de Estudios Públicos) and Generación Empresarial.

Boards of Directors Final Composition



Álvaro Carrillo
Economist



Álvaro Peláez
Civil Engineering



Andrés Flórez
LLM Finance and Capital
Markets



Irene Arias
Economist. MSc
International Relations



Maria Claudia Lacouture
Finance and International
Relations Professional, MSc in
Agriculture Economics



Francisco Aristeguieta
Business Administrator.
MBA



Diego Molano
Electronics
Engineer, MSc in
Economics



Elsa Noguera
Economist, MBA
in Finance and
Economics



Salvador Said
Commercial Engineer,
Specialization in Business
Management

*Effective upon the closing of the Scotiabank Transaction

 Non-independent
Member

 Independent
Member

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Bylaws Amendment

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Article 34 of the Bylaws states that “the Board of Directors shall be composed of a minimum of three (3) members and a maximum of nine (9) principal members, elected by the General Shareholders’ Meeting for a term of two (2) years (...).”

A new amendment to Clause 63 is proposed to the Shareholders’ Meeting to include the names of the nine (9) aforementioned members, which, in accordance with Panamanian regulation, must be listed in the Bylaws.

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Fees Determination

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It is proposed to set the Board of directors' fees at eight million two hundred thousand Colombian pesos (COP \$8,200,000) for their attendance at each Board meeting.

It is proposed to set the Directors' fees at four million six hundred thousand Colombian pesos (COP \$4,600,000) for their attendance at each meeting of the Board Support Committees of which they are a member.



¡Thanks!