BYMA
Bolsas y Mercados Argentinos

RELATED PARTY TRANSACTIONS **POLICY**

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INTRODUCTION

BYMA brings together every step of the Argentine capital markets industry through a vertically integrated model that covers listing, trading, registration, settlement, custody with a central depository, payment of entitlements, access to holdings, and other pre- and post-trade services. It is also an issuer company authorized by the National Securities Commission (CNV), with 100% of its shares under the public offering regime.

Within this framework, BYMA sets the steps to be followed to ensure ongoing compliance with all relevant laws and regulations, mainly with the Argentine Capital Market Law No. 26,831 (LMC), Regulatory Executive Order No. 471/18 and the Regulations issued by the National Securities Commission (CNV).

BYMA is working to strengthen its internal Corporate Governance in line with international standards. In this regard, and in accordance with the new Corporate Criminal Liability Law No. 27,401, BYMA has included an Integrity Program which ensures that BYMA Code of Conduct and Ethics is read, understood and complied with by the members of BYMA Administration and Supervisory Body, employees, suppliers and BYMA controlled companies and subsidiaries.

In line with the commitment undertaken by BYMA, this Related Party Transactions Policy has been issued.

Staff training and a long lasting Ethics Culture integrated throughout all corporate levels constitute a key element for BYMA.

Consequently, this Related Party Transactions Policy goes beyond prevention and monitoring, since BYMA considers it a corporate culture objective that permeates the Entity as a whole, providing value and reliability to its corporate structure.

1. OBJECTIVES

1.1. This Related Party Transactions Policy (hereinafter the "Policy") is established and conducted pursuant to the relevant laws and regulations in force and is supplementary to the Code of Ethics and Professional Conduct and to the rules and policies issued by Bolsas y Mercados Argentinos S.A (hereinafter "BYMA" or the "Entity").

1.2. This Policy includes the guidelines, procedures and corporate standards to be followed by the persons subject to this policy in the exercise of their functions.

1.3. This Policy shall be disclosed and sent to the persons subject to this policy through the corresponding internal communication channels.

2. SCOPE

2.1. This Policy shall be applicable to all BYMA Departments, resources and processes whether internal or external, where the Entity is included, in third party contracts or agreements.

2.2. All persons subject to this Policy shall know its contents and amendments thereto, shall effectively comply with its provisions and collaborate in its implementation.

3. GENERAL TERMS AND DEFINITIONS

Definitions:

3.1. **CNV**: COMISIÓN NACIONAL DE VALORES (National Securities Commission). The CNV has national jurisdiction as Regulatory Authority of the LMC (Argentine Capital Market Law No. 26,831).

3.2. **LMC**: Ley de MERCADO DE CAPITALES No. 26,831 (Argentine Capital Market Law No. 26,831) as amended by Law No. 27,440 on PRODUCTIVE FINANCING.

3.3. **CNV Regulations**: The regulations and supplementary provisions issued by the CNV, as included in the set of rules named "CNV REGULATIONS 2013" (codified text 2013) as in force upon the date of issuance of this Policy.

3.4. **PERSONS SUBJECT TO THIS POLICY**: The regular members of BYMA Administration Body, Supervisory Body, Managers and employees.

3.5. **LISTED COMPANIES:** They are issuing companies which have been granted an authorization of public offering of shares by the CNV and which have been granted A Listing authorization by a MARKET or SECURITIES MARKET registered with the CNV.

3.6. **ACTS OR CONTRACTS BETWEEN RELATED PARTIES**: Any act, contract or arrangement between RELATED PARTIES PURSUANT TO THE LMC (please refer to Item 3.7) exceeding the SIGNIFICANT AMOUNT PURSUANT TO THE LMC (please refer to Item 3.8).

3.7. **RELATED PARTIES PURSUANT TO THE LMC**: They are the individuals mentioned in the LMC, section 72, subsection a), that is to say, the following individuals in relation to an issuing company: "*I. Directors, members of the supervisory body or surveillance committee, as well as chief executive officers or special managers of the issuing company appointed under the Argentine Companies Law 19,550, section 270 (codified text 1984), as amended"; "II. Natural persons or legal entities controlling or holding a substantial interest, as determined by the CNV, in the capital stock of the issuing company or the issuing company's controlling entity"; "III. Any other company under the common control of the same controlling entity"; "IV. The ascendants, descendants, spouses or siblings of any of the natural persons referred to in paragraphs I and II above; "V. Companies in which any of the persons referred to in paragraphs I to IV above hold a substantial direct or indirect interest."*

3.8. **SIGNIFICANT AMOUNT PURSUANT TO THE LMC**: In accordance with subsection b), section 72, LMC, a SIGNIFICANT AMOUNT shall mean any amount in an ACT OR CONTRACT BETWEEN RELATED PARTIES exceeding ONE PER CENT (1%) of the Contracting Company's Shareholders' Equity as shown in the last balance sheet approved.

3.9. **ACTS OR CONTRACTS BETWEEN BYMA RELATED PARTIES FOR A SIGNIFICANT AMOUNT PURSUANT TO BYMA**: Any act or contract between RELATED PARTIES IN BYMA (please refer to Item 3.10) exceeding the SIGNIFICANT AMOUNT PURSUANT TO BYMA (please refer to Item 3.11).

3.10. **BYMA RELATED PARTIES:** Pursuant to subsection a), section 72, LMC, BYMA Related Parties shall mean: (1) the members of BYMA Board of Directors, (2) the members of BYMA Surveillance Body, (3) BYMA General Managers or Executive Managers, (4) the ascendants, descendants, spouses or siblings of (1), (2) and (3) above, and (5) companies in which any of the persons referred to in items (1), (2), (3) and (4) above hold a substantial direct or indirect interest (please refer to Item 3.12).

3.11. **SIGNIFICANT AMOUNT PURSUANT TO BYMA**: In accordance with the LMC, section 72, subsection b), SIGNIFICANT AMOUNT PURSUANT TO BYMA shall mean any amount in an ACT OR CONTRACT BETWEEN RELATED PARTIES exceeding ZERO POINT FIVE PER CENT (0.5%) of the contracting company´s Shareholders' Equity, BYMA, as shown in the last balance sheet approved.

3.12. **SUBSTANTIAL INTEREST**: Whenever an individual or an entity holds a number of shares representing at least FIFTEEN PERCENT (15%) of the Company´s Capital Stock, or holds a lower number of a class of shares with voting rights sufficient to participate in the election of one or more Directors, or in case it has executed, along with other shareholders, agreements on the management and administration of the company involved, or its controlling companies, pursuant to CNV Regulations, Title II, Chapter III, Section IV, article 14.

3.13. **CONTROLLED COMPANIES WHICH ARE NOT RELATED PARTIES:** Pursuant to the LMC, section 72, subsection a), a COMPANY CONTROLLED by BYMA shall not be considered a related party, except in case it falls under the scope of Item 3.7 herein above.

4. BYMA PROCEDURE

In compliance with the legal framework and the regulations set forth by the LMC and CNV REGULATIONS, the persons subject to this policy in BYMA shall follow this procedure:

4.1. BYMA shall provide the means to implement the disclosure of this Policy to all PERSONS SUBJECT to this Policy.

4.2. BYMA personnel who becomes aware of a new ACT OR CONTRACT or of the renewal of a current ACT OR CONTRACT exceeding the SIGNIFICANT AMOUNT PURSUANT TO BYMA (please refer to Item 3.11) shall inform the COMPLIANCE AREA by serving due notice, sending an email to the email address established in advance for this purpose.

4.3. After notice has been served to the COMPLIANCE AREA, this Area will verify the existence of BYMA RELATED PARTIES (please refer to Item 3.10) by asking: (1) the members of the Board, (2) the members of the Surveillance Body or (3) BYMA General Managers or Executive Managers to inform whether they, their ascendants, descendants, spouses or siblings, or companies where they hold SUBSTANTIAL direct or indirect INTEREST (please refer to Item 3.12) are related to the contracting company/person which is a party to the ACT OR CONTRACT in which a SIGNIFICANT AMOUNT PURSUANT TO BYMA has been proved to exist.

4.4. If there is **AN ACT OR AGREEMENT BETWEEN BYMA RELATED PARTIES FOR A SIGNIFICANT AMOUNT PURSUANT TO BYMA**, the COMPLIANCE AREA shall inform the Integrity Officer and/or the Internal Auditor, who shall immediately report the event to the Board through the Executive Committee and the Business Ethics and Audit Committee[i].

4.5. The Board or any of its members will require the Business Ethics and Audit Committee to issue an opinion within a term of FIVE (5) business days, on whether the trading conditions may be reasonably deemed as adequate in relation to normal and regular market conditions.

4.6. The Board may make a decision based on reports issued by TWO (2) independent counseling companies, which shall have issued their opinion on the same issue and on the rest of the trading conditions, notwithstanding the opinion requested by the Board to the Business Ethics and Audit Committee.

4.7. The Business Ethics and Audit Committee shall send the report to the Board.

4.8. If applicable, the related controlling entity or person being a counterparty to the transaction shall, before the transaction is approved by the Board, make available to the Board any and all background information, reports, documents and disclosures referring to the transaction, which might have been previously submitted to foreign supervisory or regulatory entities of competent jurisdiction or to foreign stock exchanges.

4.9. In a Meeting of the Board, the Board members shall address the Business Ethics and Audit Committee report, and if applicable, the reports issued by TWO (2) independent counseling companies, and shall make a decision on the steps to be followed with respect to the **ACT OR AGREEMENT BETWEEN BYMA RELATED PARTIES FOR A SIGNIFICANT AMOUNT PURSUANT TO BYMA.**

4.10. Board approval of an **ACT OR AGREEMENT BETWEEN BYMA RELATED PARTIES FOR A SIGNIFICANT AMOUNT PURSUANT TO BYMA.**

a). Any ACT OR AGREEMENT BETWEEN BYMA RELATED PARTIES FOR A SIGNIFICANT AMOUNT PURSUANT TO BYMA shall be approved by a majority of the members of the Board, excluding the vote/s of any related parties involved therein.

b). The affirmative or negative vote cast by each Director shall be recorded in the Minutes of the Meeting of the Board at which the approval was granted.

c). The Minutes of the Meeting of the Board by means of which the approval was granted shall also include, if applicable, BYMA decision to ask the CNV, as an exception and for a specific term, to waive the obligation of public disclosure of the ACT OR AGREEMENT BETWEEN BYMA RELATED PARTIES FOR A SIGNIFICANT AMOUNT PURSUANT TO BYMA, based on the grounds that public interest may be affected by such disclosure.

4.11. In case said approval is granted by the Board, the DISCLOSURE shall follow this procedure:

a). BYMA shall immediately inform the CNV (through the CNV platform: Financial Information Highway (AIF)) on the reports and the opinion issued by the Business Ethics and Audit Committee and, as the case may be, on the reports issued by the independent counseling companies.

The disclosure mentioned above shall not be applicable in case BYMA decides to ask the CNV (and the CNV approves), as an exception and for a specific term, to waive the obligation of public disclosure of the **ACT OR AGREEMENT BETWEEN BYMA RELATED PARTIES FOR A SIGNIFICANT AMOUNT PURSUANT TO BYMA**, as approved by the Board (please refer to Item 4.10 subsection c).

b). On the first business day following the approval, the Business Ethics and Audit Committee report and/or the independent counseling companies reports, as applicable, shall be made available to the shareholders at BYMA Principal Office and BYMA shall also inform shareholders on the occurrence of said event by publishing it on BYMA Bulletin, newsletters and/or BYMA regular communication channels.

4.12. Meeting of Shareholders´ prior approval of an **ACT OR AGREEMENT BETWEEN BYMA RELATED PARTIES FOR A SIGNIFICANT AMOUNT PURSUANT TO BYMA.**

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[i] BYMA. Business Ethics and Audit Committee Rules, paragraph 10, item m) establishes that: "The Committee shall issue an informed opinion on any agreements with related parties as per stated in the Law. The Committee shall issue an informed opinion and disclose it pursuant to the legislation in force, whenever there is a conflict of interest or an alleged conflict of interest in the Company. **The Integrity Officer and/or the Internal Audit Officer shall keep the Committee informed in regard to the events mentioned above**."

In case trading conditions have not been qualified as reasonably adapted to market conditions by the Business Ethics and Audit Committee or by the counselling companies, and in case the BOARD OF DIRECTORS decides to continue with the execution of the ACT or AGREEMENT, then it shall previously ask the approval of the Meeting of Shareholders of such **ACT OR AGREEMENT BETWEEN BYMA RELATED PARTIES FOR A SIGNIFICANT AMOUNT PURSUANT TO BYMA.**

4.13. Notwithstanding the foregoing, and pursuant to the LMC, section 72, subsection a), a COMPANY CONTROLLED by BYMA shall not be considered a RELATED PARTY PURSUANT TO THE LMC except in case it falls under the scope of Item 3.7 herein (please refer to Item 3.13), and any ACT OR AGREEMENT or any renewal of an ACT OR AGREEMENT in force which exceeds the SIGNIFICANT AMOUNT PURSUANT TO BYMA (please refer to Item 3.11) which includes a COMPANY CONTROLLED by BYMA as a counterparty, whether directly or indirectly, shall be informed to the COMPLIANCE AREA, which shall thereafter inform the Integrity Officer and/or the Internal Auditor, who shall immediately report said event and its status to the Board of Directors through BYMA Executive Committee and to BYMA Ethics and Audit Committee.

REVISION HISTORY

DATE	REVISION - REASON
January 2019	*Correction of document title* *(Document approved by the BYMA Board of Directors on 11/27/18)* *(Original version published in December 2018).*
May 2026	*Non-substantive revisions made to ensure consistency with other Corporate Governance documents dated May 7, 2026. Minutes No. 133.*