

Ethics & Compliance Committee

Banco Macro S.A.



Ethics & Compliance Committee

Rules & Regulations

Title: **Ethics & Compliance Committee Rules and Regulations**

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Inquiries to: Compliance

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I. PURPOSE

The Ethics & Compliance Committee is aimed at ensuring the Bank has the proper means with which to promote correct decision-making and compliance with internal and external regulations.

In line with the best practices the Bank has adopted, for the organization and its members, the following policies, which are part of the compliance goals of the internal regulations that are described in Section III of the Code of Corporate Governance:

- Code of Ethics applicable to Directors and Senior Management officers.
- Code of Conduct applicable to all the members of the organization.
- Code of Banking Practices, as regards commitments undertaken in connection with the rights of users of financial products and services.
- Code of Investor Protection, as regards the guidelines and recommendations for investor protection within the public offering framework.
- Privacy and Protection of Personally Identifiable Information Policy, as regards the actions for compliance with the Personally Identifiable Information Act.
- Personal Investment Policy
- Anticorruption Policy, as regards monitoring and compliance actions related to the application thereof.

On the other hand, aspects regarding compliance with the external regulations, issued by the Central Bank of the Republic of Argentina and other Controlling Entities, requiring the creation of specific Committees on the matter, which do not correspond to the goals of this Committee. These are the following:

Anti-Money Laundering Committee

Internal Audit Committee

IT Systems Committee

II. COMPOSITION

The Committee shall be composed of 3 Directors and at least one of them must be an independent director and shall serve as Chairman. The Committee shall as well have the following members: the head of the Integral Risk Management Department, of Human Resources and Legal Departments, the Head of the Anticorruption Department and the Head of Anticorruption Monitoring Department and/or the persons any of the above mentioned officers shall designate, which designations must be duly recorded and evidenced through the relevant minutes of the Committee.

In addition, any officer of the Bank may be invited to participate if necessary to carry out the duties of the Committee.

The quorum shall be the presence of at least two Directors and the decisions shall be taken by simple majority. In case of tie, the Chairman shall have the deciding vote.

III. RESPONSIBILITIES AND FUNCTIONS

The Ethics & Compliance Committee shall have the following responsibilities:

- Spread in the Organization the good practices regarding compliance with the internal and external rules and regulations, contributing to encouraging an organizational culture that promotes compliance with the laws and regulations, and an ethical behavior in all employees and agents of the Bank.
- Become aware of any material deviation from compliance with the internal and/or external regulations, and also of any matters affecting the decision-making process. Become aware as well of the conclusions of any reviews made by the different Controlling Entities (BCRA, CNV, SSN, DNPDP, etc.)
- Ensure there is coordination in the execution of the actions plans necessary to address and cure such deviations.
- Keep the Board informed and updated on any issues the Committee might become aware of and on the execution of the action plans intended to normalize such issues.
- Ensure the dissemination of the Code of Ethics and the Code of Conduct to all the collaborators of the Bank, maintaining it available through the intranet and the corporate website, for the public in general. Acknowledge and approve all revised versions of and/or modifications to both documents; and order all collaborators to duly acknowledge such documents. Follow up on the deviations and any actions derived therefrom.
- Acknowledge the Annual Report prepared by the Head of Regulatory Compliance Department and of the IT External Audit Annual Report, as provided for by the rules of the CNV¹, for the Bank and its subsidiaries to act as Clearing and Settlement Agents.

¹ Argentine Securities Exchange Commission.

IV. MEETINGS

The Ethics & Compliance Committee shall meet at least semi-annually, being able to meet more frequently if its members decide so.

Meetings shall be called by the Committee's Coordinating member.

Minutes of the meetings shall be kept in accordance with the procedure in force under "Notice of Committee Meetings and Administration of Minutes".