

POLICY FOR ISA GROUP'S FISCAL AUDITOR OR EXTERNAL AUDITOR

PURPOSE

To establish the guidelines for the selection, appointment, disqualifications and rotation of the Fiscal Auditor or External Auditor for ISA and its companies.

GUIDING PRINCIPLES

- ISA and its companies shall appoint a Fiscal Auditor or External Auditor in compliance with the Law, for the countries where mandatory, or as a control practice established by ISA.
- The process for the selection of a Fiscal Auditor or External Auditor will be as follows:
 - ✓ The selection criteria will be established by the Corporate Auditing Committee.
 - ✓ The pre-contractual stage to select such Fiscal Auditing firm will be conducted by ISA on behalf of all companies from the Group, previous authorization, if required.
 - ✓ The ISA Board of Directors will propose to the General Assembly of Shareholders the firm to select to render the Fiscal Auditor or External Auditor services based on recommendation from the Auditing Committee which will be based on the internal process executed by the Corporate Auditor.
 - ✓ Once approval from the Board of Directors, ISA will propose to the rest of companies which are part of the Group to process before the administrative authority bodies, the election of such firm as Statutory Auditor or External Auditor.
- As soon as possible, the Fiscal Auditor or External Auditor shall be the same for all companies of Group.
- The maximum time for the Fiscal Auditor or External Auditor to render its service will be 7 years, promoting the rotation of the firm partner appointed to the company and its work team maximum four (4) years after period started. Annually, companies will present for approval, before the corresponding authorities, the Fiscal Auditor or External Auditor election, previous evaluating process of its services and presentation of fees.
- The firm that had rendered the Fiscal Auditor or External Auditor services will be disqualified to render such services before ISA and its companies, for the period established by the law as of the date of rendering of service ending. For the countries where there is no regulation in regards to disqualification, a period of one (1) year will be established.

- The functions to be executed by the Statutory Auditor or External Auditor, will be the ones demanded by law or the group companies bylaws.
- The Fiscal Auditor or External Auditor will be subject to the disqualifications, prohibitions, incompatibilities and responsibilities established under applicable laws in each country and could not be contracted for professional services other than financial auditing and other functions acknowledged in current regulations. This prohibition extends to persons or entities related to the Fiscal Auditor's Firm, which include companies within its group, as well as companies including a broad coincidence of its partners or administrators with those of the Fiscal Auditor or External Auditor Firm.

Additional audit services could be contracted exceptionally and after the approval of internal auditors of the interested Company of ISA's Group, and of ISA's Corporate Auditor. In any case, only additional audit services that do not create conflict of interest or that do not affect the independence of the Statutory Auditor could be contracted. Additional audit services that are contracted will have to be informed to ISA's audit committee.