THE BANK OF NOVA SCOTIA JAMAICA LIMITED

RISK COMMITTEE

CHARTER

The Risk Committee (the "Committee") of The Bank of Nova Scotia Jamaica Limited ("BNSJ") is a committee established by the Board of Directors of BNSJ (the "Board") to act in an advisory capacity to the Board to assist in the discharge of its responsibilities and duties as more fully outlined below.

RISK

A. Mandate

To assist the Board in fulfilling its responsibilities for:

- the review and approval of BNSJ's risk appetite and identifying and monitoring key financial and non-financial risks ;
- the review of BNSJ's risk profile against the risk appetite and satisfying itself that adequate policies are in place to manage the risks to which BNSJ and its subsidiaries are exposed;
  and
- the review of risk management frameworks and policies.

B. Duties

The Committee shall:

1. Review and recommend for Board approval BNSJ's Risk Appetite Framework at least bi-annually;

2. Review quarterly management reports on Risk Appetite Framework metrics against delegated authorities and make recommendations to the Board as appropriate;

3. Review and recommend for Board approval BNSJ's Credit Risk Policy document at least bi-annually;

4. Approve the delegation of credit limits to management and review and/or approve any transactions exceeding those delegated authorities;

5. Review on a quarterly basis management's reports on BNSJ's Enterprise Risk Management profile and discuss with management identified material risks and emerging risk issues and trends;

6. Periodically review and report to the Board on key risks facing BNSJ and where necessary, recommend frameworks and policies to mitigate those risks;

7. Review and approve risk management frameworks and policies recommended by BNSJ management for identifying, accepting, monitoring, managing and reporting on the significant risks to which BNSJ is exposed;

8. Review and approve regularly BNSJ's Capital Adequacy Assessment Process;

9. Approve, on an annual basis, a core plan of reports to be presented to the Committee on matters within its mandate; and

10. Share information with the Audit and Conduct Review Committee of the Board as necessary and appropriate to permit the Audit and Conduct Review Committee to carry out its statutory, regulatory and other responsibilities.

C. Reporting

The Chairman of the Committee shall present to the Board at the Board's next meeting following the Committee's meeting, such reports and other summaries of the Committee's deliberations as the Chairperson may consider relevant, or as the Board may direct.

The Committee shall review and assess the adequacy of this Charter on an annual basis and report the results of this review to the Board.

D. Composition

The Committee shall consist of a minimum of three Directors, a majority of whom shall be independent directors.

E. Appointment of Committee Members

Committee members shall be appointed by the Board, and thereafter, Committee members shall be appointed or reappointed annually by the Board, such appointments to take effect immediately following the annual meeting of the shareholders of BNSJ. Members of the Committee shall hold office until their successors are appointed or until they cease to be Directors of BNSJ.

F. Vacancies

Vacancies may be filled for the remainder of the current term of appointment of members of the Committee by the Board subject to the requirements under the heading "Composition" above.

G. <u>Appointment of Committee Chair</u>

The Board shall appoint from the Committee membership, a Chair for the Committee to preside over the meetings of the Committee. In the absence of the Chair, one of the other members of the Committee present shall be chosen by the Committee to preside at that meeting. The Chair should be appointed annually.

H. <u>Meetings</u>

Meetings of the Committee may be called by the Chair or by any two members of the Committee. Members may participate in meetings in person or by telephone, electronic or other communications facilities.

Written resolutions in lieu of a meeting are permitted in accordance with BNSJ's Articles of Incorporation.

The Committee may invite any director, officer or employee or any other person to attend meetings and assist members in their deliberations.

I. <u>Notice of Meetings</u>

Notice of meeting of the Committee shall be sent by prepaid mail, email, by personal delivery or other means of transmitted or recorded communication or by telephone at least 72 hours before the meeting to each member of the Committee at the member's address or communication number last recorded with the Secretary. A Committee member may in any manner waive notice of a meeting of the Committee and attendance at a meeting is a waiver of notice of the meeting, except where a member attends for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called. No additional notice will be necessary when the date, time and place of a subsequent meeting are announced in the process of a current meeting.

J. <u>Meeting Frequency</u>

The Committee shall meet at least quarterly.

K. <u>Quorum and Decisions</u>

The quorum for a meeting of the Committee shall be a majority of members.

The decisions of the Committee shall be adopted by the affirmative vote of the majority of the votes cast.

L. Secretary and Minutes

The Secretary, or in the absence of the Secretary, an Assistant Secretary of BNSJ or such other person as the Committee may request shall so act.

Minutes of meetings and decisions of the Committee shall be recorded and maintained by the Secretary and subsequently presented to the Committee for ratification.

M. Amendments

This Charter can be amended by means of an express resolution of the Board.

N. Effective Date

This Charter will be effective immediately after its approval by the Board. The Secretary of the Board will certify it with his/her signature and the Corporate Seal, indicating the date it was approved.

Revised: October 19, 2016
Revised: October 24, 2016
Reviewed: September 11, 2019
Reviewed: December 9, 2020
Revised: September 8, 2021
Revised: May 17, 2022
Annual Review: September 7, 2023
Annual Review: September 6, 2024
Annual Review: September 5, 2025