

## CHARTER OF THE GOVERNANCE AND RISK COMMITTEE OF THE BOARD OF DIRECTORS OF JULIUS BAER GROUP LTD.

### SUMMARY

This Charter is based on the Articles of Incorporation of Julius Baer Group Ltd. (the Company) and its Organisational and Management Regulations (the OMR). The Governance & Risk Committee (the GRC) is responsible for Governance, Risk, Business Conduct and Compliance topics of the Group. The GRC consists of at least three members of the Board of Directors which are specifically skilled and experienced in areas of finance, corporate governance and risk control. The GRC convenes as a rule once a month.

### KEY ASPECTS OF THIS CHARTER

- The Governance & Risk Committee (the “GRC”) is responsible for Governance, Risk, Business Conduct and Compliance topics of the Group.
- The GRC consists of at least three members of the Board of Directors, which are specifically skilled and experienced in areas of finance, corporate governance and risk control.
- The GRC convenes as a rule once a month.
- The Chairman of the GRC informs the Board of Directors at its meetings about the work of the GRC.

### 1. SOURCE, PURPOSE AND SCOPE

This Charter is based on the Articles of Incorporation of Julius Baer Group Ltd. (the Company) and its Organisational and Management Regulations (the OMR). It outlines the powers, duties and responsibilities of the Governance & Risk Committee of the Board of Directors of the Company as well as its organisation and reporting.

### 2. THE COMMITTEE’S POWERS, DUTIES AND RESPONSIBILITIES

According to the Articles of Incorporation of the Company, the Board of Directors may assign the preparation and carrying out of its resolutions or the supervision of transactions to committees or individual members.

The OMR of the Company stipulate the establishment of committees of the Board of Directors.

The specific powers, duties and responsibilities of the GRC are defined in the OMR and its Annex.

The GRC is responsible for Governance, Risk, Business Conduct, Compliance and Corporate Governance and Sustainability topics, in particular for:

- 
- a) ensuring that the requirements for effective Risk Management and Compliance and the promotion of an adequate Compliance/Conduct culture and organization are given the necessary attention at the level of the Board of Directors;
  - b) assessing the Group's exposure to Compliance/Conduct issues as well as the respective frameworks to address such matters, such as monitoring of regulatory developments, operational/enterprise risk management framework, information/cyber security strategy and Group's business continuity management strategy (including policies, procedures and organizational structure);
  - c) performing an annual assessment of risk and risk-mitigating measures (including of respective exceptions) with regard to relationships with clients from countries with an increased risk of corruption;
  - d) monitoring and assessing the effectiveness of programs and processes relating to anti-money laundering, client identification and know-your-client (KYC), client on-boarding, monitoring and off-boarding, politically exposed persons (PEPs), economic and trade sanctions, anti-bribery and anti-corruption as well as client tax compliance;
  - e) reviewing the status of ongoing procedures as well as the implementation of key initiatives on Compliance/Conduct topics;
  - f) reviewing reports (including reports of internal and external auditors, in coordination with the ACB) on material matters related to Compliance and matters concerning employee Conduct as well as advising the NCC with regard to the consideration of Compliance and Conduct topics and issues in the compensation process;
  - g) identification and monitoring of risks, in particular financial, capital, liquidity and legal & regulatory risks;
  - h) authorizing certain market, credit and financial risk (as set out in the Annex of the OMR) and monitoring compliance with rules governing concentration risk ("Klumpenisiken");
  - i) approving the issuance of guarantees, letters of comfort and similar matters relative to the Company and to principal operating subsidiaries;
  - j) approving the enter into, to dissolve and to modify joint ventures of strategic importance by the principal operating subsidiaries;
  - k) approving the issuance and amendment of implementing regulations to the organizational and management regulations, including the allocation of responsibilities, and reviewing policies with regard to risks;
  - l) approving the establishment and charter of committees of the Executive Board (the EB);
  - m) deciding on requests from members of the EB and full-time members of the Board of Directors to serve on outside boards of directors, boards of trustees, foundation boards, public office or in the government.

The GRC bases its risk-related work on the Risk Tolerance and Risk Management Frameworks as well as the Risk Landscape, as approved by the BoD once a year. The Risk Landscape quantifies the risks of the Group with regard to probability and occurrence and potential impact. It also specifies mitigating actions if needed.

### 3. THE COMMITTEE'S ORGANISATION

The GRC consists of at least three members of the Board of Directors which are specifically skilled and experienced in areas of finance, corporate governance and risk control. The majority of the members of the GRC shall meet the independence criteria as set out in the FINMA circular 2017/1. The members of the GRC are elected by the Board of Directors.

The GRC convenes as a rule once a month.

The GRC discusses its work and the assessment of the goals at least once a year.

---

#### 4. REPORTING

The Chairman of the GRC informs the Board of Directors at its meetings about the work of the GRC.

#### 5. IMPLEMENTATION DATE

This Charter became effective as of 17 April 2020 and replaces the version dated 1 January 2018.