



## AMENDED AND RESTATED INSIDER TRADING POLICY

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Responsible Unit: Legal & Compliance Division

APPROVED EVERTEC, INC.  
BOARD OF DIRECTORS  
MEETING HELD ON

February 18, 2021

A handwritten signature in blue ink, appearing to read "J. M. ...", positioned above a horizontal line.

SECRETARY

## Corporate Statement

Evertec is committed to complying with all laws and regulations that apply to its global operations, as well as maintaining its standing as a safe and strong organization with the fundamental goal of protecting its customers, the integrity of the institution, its people and its reputation. It is Evertec's policy to not misuse and prevent the unauthorized disclosure of Material Nonpublic Information (as defined herein), in accordance with this Amended and Restated Insider Trading Policy (this "Policy").

## Key Terms

Authorized Spokespersons – means those persons specifically authorized in Evertec's Disclosure Policy to make announcements regarding Evertec's Material Nonpublic Information.

Evertec Insiders – means all Evertec directors, officers and employees, whether trading on their own behalf or on behalf of others, including on behalf of Evertec. Evertec Insiders are also responsible for ensuring that certain family members, other members of the same household and others whose transactions are directed by the Evertec Insider also comply with this Policy, as set forth under Policy Principles section below. Evertec Insiders also encompass former directors, officers and employees for ninety (90) calendar days after their last day of service with Evertec.

Evertec – means Evertec, Inc. and all of its affiliates and subsidiaries.

Evertec Securities – means common stock, options to purchase common stock, and any other securities that may be issued by Evertec, including debt securities, preferred stock, convertible debentures, warrants, exchange-traded options and other derivative securities and puts, call and short sales involving Evertec Securities.

Material Information – means any information for which there is a substantial likelihood that a reasonable investor or shareholder would consider important in making a decision to buy, hold or sell securities, or that, if disclosed, would be viewed by a reasonable investor as having significantly altered the total mix of the information in the marketplace about Evertec. Any information that could be expected to affect the market price of Evertec Securities, whether it is positive or negative, should be considered material. If an individual is unsure whether the information is material, the individual should either assume it is material or consult Evertec's Legal & Compliance Division.

Material Nonpublic Information – means information that is both Material Information and Nonpublic Information.

Nonpublic Information – means information that has not been disclosed broadly to the marketplace (such as through a press release, a U.S. Securities Exchange Commission ("SEC") filing, a publicly accessible conference call or a similar method of general dissemination or circulation). In order for information to be considered public, it must be widely disseminated in a manner that makes it generally accessible to investors. The circulation of rumors, even if accurate and reported in the media, does not constitute effective dissemination. Even after such information is broadly disclosed to the marketplace, it is deemed nonpublic until a sufficient period of time elapses for the investing public to absorb it. If an individual is unsure about whether the information is nonpublic, the individual should either assume it is nonpublic or consult Evertec's Legal & Compliance Division. For specific examples of information that ordinarily would be regarded as material to Evertec, or about when information is considered "public" for purposes of this Policy, please refer to the Insider Trading Procedures (the "Procedures").

Specifically Designated Persons ("SDP") – means Evertec directors, officers and employees who, given their access to financial and other sensitive information about Evertec, have been (or may be) specifically designated by Evertec from time to time as being subject to additional restrictions regarding trading in Evertec Securities. SDPs are subject to certain blackout period restrictions and pre-clearance requirements set forth in the Procedures with respect to transactions involving Evertec Securities.

## Purpose and Scope

Evertec has adopted this Policy to prevent even the appearance of improper conduct on the part of anyone employed by, or affiliated with, Evertec. To highlight the importance of viewing insider trading within the context of corporate ethics and

compliance, some of the most important concepts included in this Policy have also been incorporated within Evertec's Code of Ethics.

This Policy provides substantive information on the insider trading provisions as well as standards of conduct and practices that must be followed with respect to certain kinds of transactions in order to ensure such compliance. Evertec personnel should refer to the Policy Principles section of this Policy and to the related Procedures to guide their actions when engaging in activities that may implicate insider trading concerns.

This Policy and the Procedures are in part intended to assist Evertec Insiders in understanding and complying with applicable insider trading laws and regulations. Nevertheless, the ultimate responsibility for complying with this Policy and the Procedures and avoiding improper transactions and other violations of applicable insider trading laws and regulations rests with the individual Evertec Insider. Evertec Insiders are encouraged to do further research and familiarize themselves with their obligations under applicable laws.

Failure of Evertec Insiders to adhere to this Policy, the Procedures, or applicable law will result in appropriate disciplinary action by Evertec (up to termination) and could give rise to significant criminal or civil penalties for the individual and Evertec. Any noncompliance may also endanger the viability of Evertec's business.

Evertec reserves its right to interpret, at its own discretion, any clause contained in this Policy. This includes, but is not limited to, the interpretation of any ambiguous clause at its own discretion.

## Overview of Policy Provisions

Federal and state securities laws prohibit "insider trading," or the purchase, sale, recommendation or transfer of a security on the basis of "inside" or Material Nonpublic Information, about an issuer. They also prohibit "tipping," or the disclosure of Material Nonpublic Information about an issuer to others who use such information to trade in the issuer's securities. Although "insider trading" and "tipping" are separate and distinct concepts, both are generally addressed by insider trading laws, and will therefore be collectively discussed in this Policy.

The SEC, together with state securities agencies and law enforcement authorities, vigorously pursue insider trading violations and punish its violators severely. While regulatory authorities usually concentrate on prosecuting the particular individuals or entities who trade on inside information, as well as those who tip inside information to others that use such information to trade, federal securities laws also impose liability on issuers and other "controlling persons"—persons with power to control the transaction upon which the violation is based—if they fail to take reasonable steps to prevent insider trading by their personnel.

## Policy Principles

This Policy upholds the following core principles in support of Evertec's commitment to complying with "insider trading" provisions and maintaining the highest standards of ethical business conduct.

### 1. General Prohibitions

No Evertec Insider who is aware of Material Nonpublic Information relating to Evertec (or any other company that the Evertec Insider has obtained Material Nonpublic Information about in the course of employment with, or the performance of services on behalf of, Evertec, including, but not limited to suppliers, customers, Popular, Inc., competitors, joint venture partners, or firms with which Evertec may be negotiating a major transaction) may—either directly or through or on behalf of family members or other persons or entities—(a) buy or sell Evertec Securities (or securities of such third party), or engage in any other action to take personal advantage of the Material Nonpublic Information, or (b) pass the Material Nonpublic Information on to others outside Evertec, including family members, clients, colleagues and friends, whether through a tip, recommendation or opinion.

Evertec Insiders are also responsible for ensuring the following persons and entities comply with this Policy as though their actions were the actions of the Evertec Insider: (a) family members who reside with the Evertec Insider, (b) anyone else who

lives in the Evertec Insider's household, and (c) any other family member or person or entity whose transactions in Evertec Securities are directed by the Evertec Insider or are subject to the Evertec Insider's influence or control (such as parents, siblings or children of an Evertec Insider who consult with him/her before trading in Evertec Securities), even if such family members do not live in the Evertec Insider's household.

Evertec Insiders must keep in mind that anyone scrutinizing their transactions will be doing so after the fact, with the benefit of hindsight. Therefore, as a practical matter, before engaging in any transaction, Evertec Insiders should carefully consider how enforcement authorities and others might view the transaction in hindsight, particularly in the current closely scrutinized corporate environment.

Evertec expects all Evertec Insiders to conduct their personal financial affairs in a responsible and prudent manner, and encourages them to manage and develop personal financial resources responsibly within their means, maintain a sound financial condition and invest in a responsible manner with a view to achieving long term financial goals. Evertec Insiders must never engage in investment practices that, by nature or practice are, or appear to be, inconsistent with this Policy, illegal, improper, unethical or that present a real or apparent conflict of interest.

Transactions that may be necessary or justifiable for independent reasons (such as the need to raise money for a personal emergency or required expenditure) are not exempted from the requirements of applicable laws and regulations and the requirements of this Policy and the Procedures. Securities laws and regulations do not recognize such mitigating circumstances and, in any event, even the appearance of an improper transaction must be avoided to preserve Evertec's reputation for adhering to the highest standard of conduct.

There will be times in which an Evertec Insider may need to disclose confidential information about Evertec and its business, which may include Material Nonpublic Information, to third parties in a business transaction, such as a merger, acquisition or joint venture. In these cases, Evertec's Contracting Guidelines provide for the execution of a non-disclosure and confidentiality agreement ("NDA") between the parties, specifying the information considered confidential and prohibiting the other party from using or disclosing it. All Evertec Insiders involved in the negotiation and contracting of business opportunities must comply with the NDA requirements set forth in the Contracting Guidelines and shall consult the Legal & Compliance Division.

## **2. Speculative and Hedging Transactions**

No Evertec Insider may engage in speculative transactions in Evertec Securities (for example, transactions in which the Evertec Insider is trying to profit from short-term movements, either increases or decreases, in the price of Evertec Securities) or other transactions that could otherwise give the appearance of impropriety. No Evertec Insider may purchase financial instruments, including variable forward contracts, puts, calls, equity swaps, collars and exchange funds, designed to hedge or offset any decrease in market value of Evertec Securities held by such Evertec Insider. Additional information and examples of speculative transactions are included in the Procedures.

## **3. Selective Disclosure**

Evertec is required under federal securities laws to avoid the selective disclosure of Material Nonpublic Information. The announcement of Evertec information to security holders and the investment community is regulated by Evertec's Disclosure Policy and may only be made by Authorized Spokespersons. In accordance with this requirement, Evertec has specifically designated the Authorized Spokespersons as the only representatives authorized to comment on corporate developments that could be of significance to the investing public. No Evertec Insider who receives or has access to Material Nonpublic Information may comment on such information or on any other Evertec information that could be of significance to the investing public, at any time. Additional information regarding the prohibition on the selective disclosure of Material Nonpublic Information is available in the Procedures.

#### 4. Blackout Periods

Evertec establishes regular blackout periods, during which time SDPs may not engage in transactions in Evertec Securities. Regular blackout periods may also be applicable to other Evertec Insiders, if and as needed. Special blackout periods may also be established by Evertec from time to time, during which additional Evertec Insiders or all Evertec Insiders will be prohibited from entering into transactions involving Evertec Securities.

### General Process

#### 1. Pre-Clearance Procedures

Because there are many “gray” areas in the law of insider trading, an Evertec Insider should not try to make close calls about what is legal or illegal or about what is permitted or not permitted under this Policy and the Procedures by himself/herself. Evertec Insiders should always err on the side of caution; either refrain from trading or disclosing Material Nonpublic Information altogether, if there is any question about the propriety of a particular trade or disclosure, or consult with Evertec’s Legal & Compliance Division with respect to a particular trade or disclosure before proceeding with it.

Without limiting the foregoing, (a) all trading in Evertec Securities by Evertec Insiders on behalf or for the account of Evertec or by SDPs, as well as (b) the creation, alteration or termination of any prearranged trading plan, must be pre-cleared with Evertec’s Legal & Compliance Division and the CEO, CFO or the Insider’s Division Manager, as applicable, before entering into any transaction or acting with respect to any such plan. Evertec expects all Evertec Insiders to become familiar with, and abide by, Evertec’s pre-clearance process, as defined in the Procedures.

#### 2. Inadvertent Disclosures

Should an Evertec Insider inadvertently comment on any Evertec Securities price movements, rumors or otherwise disclose Material Nonpublic Information to a third party, he/she must promptly contact Evertec’s Legal & Compliance Division.

#### 3. Application of Policy after Termination of Employment

If an Evertec Insider’s employment or affiliation with Evertec terminates at a time when he/she has or thinks he/she may have Material Nonpublic Information covered by this Policy, the prohibition on trading on such information set forth in this Policy will continue until such information becomes public or is no longer material. In addition, for a period of ninety (90) calendar days after the last day of service with Evertec of any SDP, such SDP must be pre-cleared with Evertec’s Legal & Compliance Division and the CEO, CFO or the Evertec Insider’s former Division Manager before entering into any transaction in Evertec Securities.

#### 4. Non-Compliance Notifications

Any Evertec Insider who violates this Policy or any federal or state insider trading law or regulation, or knows of any such violation by any other Evertec Insider, must report the situation immediately to Evertec’s Legal & Compliance Division or through Evertec’s Ethics Line (<http://everteceethicsline.com>) if the Evertec Insider desires to maintain his or her anonymity, in which case the notification will be referred to the Legal & Compliance Division by Evertec’s Ethics Officer. Upon determining that any such violation has occurred, Evertec’s Legal & Compliance Division in conjunction with Evertec’s CFO, will determine whether Evertec should release any Material Nonpublic Information and, when required by applicable law, shall cause Evertec to report the violation to the SEC or other appropriate governmental authority. Any violation of this Policy shall be reported to Evertec’s Board of Directors.

### Sanctions

#### 1. Civil and Criminal Penalties

The consequences of prohibited insider trading or tipping can be severe. Persons violating insider trading or tipping laws and

regulations may be required to: (a) return the profit made or the loss avoided by the trading; (b) pay the loss suffered by the person who purchased securities from or sold securities to the Evertec Insider or tippee; (c) pay civil penalties up to three times the profit made or the loss avoided; (d) pay a criminal penalty of up to \$5 million (or \$25 million for corporations); and (e) serve a jail term of up to twenty years. Evertec may also be required to pay major civil or criminal penalties. Employers and other controlling persons (including supervisory personnel) who are deemed to have recklessly failed to take preventive steps to control insider trading may, among other things, face civil penalties of up to the greater of \$1,000,000, or three times the profit made or loss avoided as a result of the violation and criminal penalties of up to \$25,000,000. In addition, insider trading violations are not limited to violations of the federal securities laws. Other federal and state civil or criminal laws, such as the laws prohibiting mail and wire fraud and the Racketeer Influenced and Corrupt Organizations Act (RICO), also may be violated in connection with insider trading.

Thus, it is important to both the Evertec Insider and Evertec that insider trading violations do not occur. Evertec Insiders should be aware that stock market surveillance techniques are becoming more sophisticated and advanced, and the chance that authorities will detect and prosecute small-level trading is significant.

## 2. Discipline

The responsibility for adhering to this Policy and the Procedures, and any related procedures or guidelines, will rest with each individual Evertec Insider. Therefore, violations of this Policy, the Procedures or any federal or state insider trading law or regulation by any Evertec Insider may, in the case of a director, subject the director to dismissal proceedings and, in the case of an officer or employee, subject the officer or employee to disciplinary action by Evertec, up to and including termination for cause. Evertec is not required to await the filing or conclusion of a civil or criminal action against an alleged violator before taking disciplinary action.

### Delegation of Authority/Responsibilities

Evertec Insiders – All Evertec Insiders are responsible for complying with this Policy and the Procedures at all times.

Specifically Designated Persons – In addition to complying with this Policy and the Procedures, those SDPs that may be named from time to time are subject to certain window periods, blackout periods and pre-clearance procedures that are particularly covered in the Procedures.

Evertec's Legal & Compliance Division – As per the Procedures, Evertec's Legal & Compliance Division is responsible for (i) attending consultations on those transactions and/or disclosures as to which it is consulted by Evertec Insiders; (ii) pre-clearing (in conjunction with the CEO, CFO or the Division Manager of the Evertec Insider) (a) all trading in Evertec Securities by Evertec Insiders on behalf or for the account of Evertec or by SDPs, as well as (b) the creation, alteration or termination of any prearranged trading plan for Evertec Securities; and (iii) handling any cases of an Evertec Insider's non-compliance with this Policy and/or the Procedures.

Authorized Spokespersons – As provided in the Disclosure Policy, these Authorized Spokespersons are the only Evertec representatives authorized to comment on corporate developments that could be of significance to the investors in Evertec Securities.

Evertec's Ethics Officer – Evertec's Ethics Officer is responsible for referring any non-compliance notifications to Evertec's Legal & Compliance Division.

CEO, CFO or the Division Manager of the Evertec Insider – These executive officers and managers are responsible for assisting the Evertec's Legal & Compliance Division with any pre-clearance processes.