

PROPOSED AMENDMENT TO THE BYLAWS
COMPAÑÍA DE MINAS BUENAVENTURA S.A.A.

Original wording:

Article Thirty-four: The office of Director shall become vacant:

- a. Upon death.
- b. Upon resignation or removal.
- c. Upon illness that permanently prevents the Director from performing his or her duties.
- d. In all cases of incapacity provided for in Article One Hundred Sixty-One of the General Corporations Law.

Amendment proposal:

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- c. Upon illness that permanently prevents the Director from performing his or her duties.
- d. In all cases of incapacity provided for in Article One Hundred Sixty-One of the General Corporations Law.

In the event that one or more Directors cease to hold office, the Board of Directors shall appoint the replacement(s) necessary to complete its composition, and such appointment(s) shall be subject to ratification by the General Shareholders' Meeting.