



# NOTICE

<b>Subject</b>	Globe Telecom, Inc.: Follow-on Public Offering of Non-Voting Preferred Shares – Preliminary Terms and Conditions
<b>Company Name</b>	Globe Telecom, Inc.
<b>Mode of Listing</b>	Follow-on Public Offering

## Security Details

Type of Security	Stock Symbol	Par Value
Series A Non-Voting Preferred Shares	GLOBA	Php50.00
Series B Non-Voting Preferred Shares	GLOBB	Php50.00

## Issued Shares (Pre and Post-Offer)

Stock Symbol	Type of Shares	Number of shares Pre-Offer	Number of shares Post-Offer
-	Preferred	-	Up to 12,500,000

## Outstanding Shares (Pre and Post-Offer)

Stock Symbol	Type of Shares	Number of shares Pre-Offer	Number of shares Post-Offer
-	Preferred	-	Up to 12,500,000

## Treasury Shares (Pre and Post-Offer) (if applicable)

Stock Symbol	Type of Shares	Number of shares Pre-Offer	Number of shares Post-Offer
-	-	-	-

## Primary Offer Shares

Stock Symbol	No. of Shares
-	Up to 7,500,000

## Secondary Offer Shares (if applicable)

Stock Symbol	No. of Shares
-	-

## Total Firm Offer Shares

Stock Symbol	No. of Shares
-	Up to 7,500,000

## Over-Allotment or Oversubscription Option Shares (if applicable)

Stock Symbol	No. of Shares
-	-

-	Up to 5,000,000
---	-----------------

**Total Shares Applied for Listing**

Stock Symbol	No. of Shares
-	Up to 12,500,000

<b>Offer Price</b>	Php2,000.00
<b>Market Capitalization (Post-IPO)</b>	-
<b>TP Allocation</b>	Up to 1,500,000 Non-Voting Preferred Shares equivalent to Php3,000,000,000.00
<b>Allocation per TP</b>	Up to 12,295 Non-Voting Preferred Shares equivalent to Php24,590,000.00
<b>LSI Allocation</b>	Up to 750,000 Non-Voting Preferred Shares equivalent to Php1,500,000,000.00
<b>Estimated Public Float (with Overallotment/Oversubscription)</b>	-
<b>Estimated Public Float (without Overallotment/Oversubscription)</b>	-

**Dividend Rate**

Stock Symbol	Dividend Rate
GLOBA	TBA
GLOBB	TBA

**Total Shares Under Escrow**

Stock Symbol	No. of Shares	Duration of Lock-up
-	-	-

**Parties to the Offer**

Function	Name of the Party
Joint Lead Issue Manager, Joint Underwriter and Joint Bookrunner	BPI Capital Corporation
Joint Lead Issue Manager, Joint Underwriter and Joint Bookrunner	BDO Capital & Investment Corporation
Joint Lead Issue Manager, Joint Underwriter and Joint Bookrunner	China Bank Capital Corporation
Joint Underwriter and Joint Bookrunner	First Metro Investment Corporation
Joint Underwriter and Joint Bookrunner	Security Bank Capital Investment Corporation
Selling Agents	PSE Trading Participants
Legal Counsel to the Joint Underwriters and Joint Bookrunners	Romulo Mabanta Buenaventura Sayoc & de los Angeles

<b>Stock Transfer Agent</b>	Stock Transfer Service, Inc.
<b>Receiving Agent</b>	Stock Transfer Service, Inc.
<b>Escrow Agent</b>	N/A
<b>External Auditor</b>	Isla Lipana & Co.
<b>Price/Dividend Rate Setting Date</b>	Feb 10, 2026
<b>Start of Offer Period</b>	Feb 13, 2026
<b>End of Offer Period</b>	Feb 20, 2026
<b>Tentative Listing Date</b>	Mar 2, 2026
<b>Corporate Website Hyperlink to the Prospectus</b>	<a href="#">TBD</a>

<b>Other Relevant Information</b>
-----------------------------------

The Exchange approved the application of Globe Telecom, Inc. (“GLO” or the “Company”) for the shelf-listing of up to 20,000,000 Non-Voting Preferred Shares (the “Shelf Listed Shares”), with a par value of Php50.00 per preferred share. The Shelf Listed Shares shall be offered by the Company within the period of five (5) years from the date of effectivity of the Registration Statement covering the shelf registration of the Shelf Listed Shares (the “Shelf Period”). Said shares will be issued from the treasury shares of the Company.

Out of the 20,000,000 Shelf Listed Shares, a total of up to 12,500,000 Non-Voting Preferred Shares (the “Initial Offer Shares” or the “First Offer Tranche”) will be offered as the first tranche:

a. Firm Offer: 7,500,000 Non-Voting Preferred Shares; and

b. Oversubscription Option: In the event of an oversubscription, the Joint Lead Issue Managers, and the Joint Underwriters and Bookrunners, in consultation with the Company, may increase the offer size by up to an additional 5,000,000 non-voting preferred shares (the “Oversubscription Option”), at their discretion but without any obligation to do so.

In the event that the Oversubscription Option is partly exercised or not exercised at all during the Offer Period for the First Offer Tranche, the Non-Voting Preferred Shares under shelf listing will automatically be increased by such principal amount of Oversubscription Option shares that will not be taken up or exercised, which may be issued in one or more tranches within the Shelf Period. The remaining 7,500,000 Shelf Listed Shares, as may be adjusted in case of a partial or non-exercise of the Oversubscription Option in the first tranche, will be issued in future offer tranches within the Shelf Period, subject to the requirements of the Securities and Exchange Commission (“SEC”) and the PSE.

The number of issued and outstanding shares indicated in the fields above is on the assumption that the oversubscription option is fully exercised.

Please refer to the attached copy of the signed preliminary offer terms of the Company’s First Offer Tranche for the details on the offer terms and conditions, as well as the features of the Offer Shares.

The Exchange’s approval only relates to GLO’s conduct of the FOO and listing of the non-voting preferred shares and is subject to compliance with any and all of the post-approval conditions and requirements of the Exchange, the SEC and other relevant regulatory bodies. The same is without prejudice to any subsequent action that the Exchange may take in relation to the Company’s compliance with applicable rules of the Exchange.

The Exchange will advise the investing public of developments on the Offer of the Company.

For your information and guidance.

**Filed on behalf by:**

<b>Name</b>	Norberto Moreno Jr.
<b>Designation</b>	Listings Department

**GLOBE TELECOM, INC.**

**PRELIMINARY OFFER TERMS SHEET**

*The following summary of the Offer does not purport to be a complete listing of all the rights, obligations, and privileges attaching to or arising from the First Tranche Shares. It is qualified in its entirety by the Prospectus and the remainder of the Offer Supplement. Some rights, obligations, or privileges may be further limited or restricted by other documents and subject to final documentation. Prospective investors are enjoined to perform their own independent investigation and analysis of the Company and the First Tranche Shares. Each prospective investor must rely on its own appraisal of the Company and the First Tranche Shares and its own independent verification of the information contained herein and any other investigation it may deem appropriate for the purpose of determining whether to invest in the First Tranche Shares and must not rely solely on any statement or the significance, adequacy, or accuracy of any information contained herein. The information and data contained herein are not a substitute for the prospective investor's independent evaluation and analysis.*

**Issuer**..... Globe Telecom, Inc. (the “**Company**” or “**Globe**”), a company incorporated under the laws of the Republic of the Philippines.

**The Offer**..... Globe, through the Joint Underwriters and Joint Bookrunners and Selling Agents named herein, is offering, by way of a re-issuance from treasury, [up to ₱15,000,000,000.00] worth of [up to 7,500,000] cumulative, non-voting, non-participating, non-convertible, redeemable, and re-issuable Philippine Peso-denominated perpetual preferred shares (“**Non-Voting Preferred Shares**”), with a par value of ₱50.00 per share (the “**Base Offer Shares**”), with an oversubscription option of [up to ₱10,000,000,000.00] worth of [up to 5,000,000] Non-Voting Preferred Shares (the “**Oversubscription Option Preferred Shares**”, together with the Base Offer Shares, the “**First Tranche Shares**”).

The Oversubscription Option is exercisable by the Joint Underwriters and Joint Bookrunners with the consent of the Issuer.

The Issuer has the discretion to allocate the First Tranche Shares between the Series A Non-Voting Preferred Shares and Series B Non-Voting Preferred Shares, or depending on prevailing market conditions, to fully allocate the entire First Tranche Shares to just one series, based on bids received from the book-building process of the Joint Underwriters and Joint Bookrunners.

**Offer Price**..... ₱2,000.00 per First Tranche Share.

**Initial Dividend Rate**..... The First Tranche Shares will, subject to the Dividend Payment Conditions (see below), bear cumulative, non-participating dividends based on the Offer Price per First Tranche Share, payable semi-annually in arrear on the Dividend Payment Date (as defined below) at the following fixed rates from Issue Date:

Series A Non-Voting Preferred Shares: [●]% per annum  
Series B Non-Voting Preferred Shares: [●]% per annum

The Initial Dividend Rate may be subsequently adjusted on a Dividend Rate Step-Up Date (as defined below). Dividends will be calculated on a 30/360-day basis.

**Applicable Dividend Rate**..... The Applicable Dividend Rate for a Dividend Period will be (a) the Initial Dividend Rate or (b) if the dividend rate is subject to re-setting, such dividend rate resulting from the Dividend Rate Adjustment.

**Dividend Rate Step-Up Date.....** Unless redeemed on an Optional Redemption Date, the Initial Dividend Rate will be re-set on the following dates:

Series A Non-Voting Preferred Shares: Payment date of the 10<sup>th</sup> Dividend Period, indicatively on the 5<sup>th</sup> anniversary of the Issue Date.

Series B Non-Voting Preferred Shares: Payment date of the 20<sup>th</sup> Dividend Period, indicatively on the 10<sup>th</sup> anniversary of the Issue Date.

**Dividend Rate Adjustment.....** On and from the Dividend Rate Step-Up Date, the Applicable Dividend Rate for all subsequent Dividend Periods (as defined below) shall be the higher of:

- (a) the Applicable Initial Dividend Rate on such Dividend Rate Step-Up Date; or
- (b) the applicable Step-Up Benchmark Reference Rate (as defined below) on the relevant Dividend Rate Step-Up Date plus the Step-Up Spread.

**Step-Up Benchmark Reference Rate** The simple average of the applicable PHP BVAL Reference Rate, as published on the website of the Philippine Dealing System Group or, if unavailable, the Philippine Dealing & Exchange Corp. (“**PDEX**”) page of Bloomberg (or such successor website or page of the publication agent or electronic service provider), as relevant, for the three (3) consecutive Business Days immediately preceding and ending on the applicable Dividend Rate Step-Up Date:

Series	Dividend Rate Step-Up Date	Applicable Benchmark Rate
Series A Non-Voting Preferred Shares	5 <sup>th</sup> anniversary of the Issue Date	10-year PHP BVAL Reference Rate
Series B Non-Voting Preferred Shares	10 <sup>th</sup> anniversary of the Issue Date	20-year PHP BVAL Reference Rate

In the event that BVAL is replaced by a new benchmark rate as determined by the Bankers Association of the Philippines (“**BAP**”) or the Bangko Sentral ng Pilipinas (“**BSP**”), such new benchmark rate shall be adopted for purposes of determining the dividend rate.

**Step-Up Spread.....**

Series	Dividend Rate Step-Up Date	Applicable Step-Up Spread
Series A Non-Voting Preferred Shares	5 <sup>th</sup> anniversary of the Issue Date	3.00%
Series B Non-Voting Preferred Shares	10 <sup>th</sup> anniversary of the Issue Date	3.00%

**Dividend Payment Conditions.....**

The Issuer has full discretion over the declaration and payment of dividends on the First Tranche Shares, to the extent permitted by law. The Board will not declare and pay dividends on any Dividend Payment Date where (a) payment of the dividend would cause Globe to breach any of its financial covenants; or (b) the unrestricted retained earnings available to Globe for distribution as dividends are not sufficient to enable Globe to pay the dividends in full on all other classes of Globe's outstanding shares that are scheduled to be paid on or before any Dividend Payment Date and that have an equal right and priority to dividends as the First Tranche Shares.

If the unrestricted retained earnings available to distribute as dividends are, in the Board's opinion, not sufficient to enable the Issuer to pay in full on the same date both dividends on the First Tranche Shares and the dividends on other shares that have an equal right to dividends as the First Tranche Shares, the Issuer is required first, to pay in full, or to set aside an amount equal to, all dividends scheduled to be paid on or before that Dividend Payment Date on any shares with a right to dividends ranking in priority to that of the First Tranche Shares; and second, to pay dividends on the First Tranche Shares and any other shares ranking equally with the First Tranche Shares as to participation in profits pro rata to the amount of the cash dividends scheduled to be paid to them. The amount scheduled to be paid will include the amount of any dividend payable on that date and any arrear on past cumulative dividends on any shares ranking equal in the right to dividends with the First Tranche Shares.

The profits available for distribution are, in general and with some adjustments, equal to the Issuer's accumulated, realized profits less accumulated, realized loss.

Dividends on the First Tranche Shares will be cumulative and non-participating. If for any reason the Issuer's Board does not declare a dividend on the First Tranche Shares for a Dividend Period, the Issuer will not pay a dividend on the Dividend Payment Date for that Dividend Period. However, on any future Dividend Payment Date on which dividends are declared, holders of the First Tranche Shares must receive the dividends due them on such Dividend Payment Date as well as all dividends accrued and unpaid to the holders of the First Tranche Shares prior to such Dividend Payment Date.

Holders of First Tranche Shares shall not be entitled to participate in any other or further dividends beyond the dividends specifically payable on the First Tranche Shares.

**Dividend Payment Dates.....**

Dividends will be payable on [September 2] and [March 2] of each year (each a "**Dividend Payment Date**"), being the last day of each 6-month dividend period (a "**Dividend Period**"), as and if declared by the Issuer in accordance with the terms and conditions of the First Tranche Shares. If the Dividend Payment Date is not a Business Day, dividends will be paid on the next succeeding Business Day, without adjustment as to the amount of dividends to be paid.

**Payment to Shareholders arising**

**from the First Tranche Shares.....**

All payments of dividends and any other amounts under the First Tranche Shares shall be paid by the Issuer in Philippine Pesos. On the relevant payment dates, the Paying Agent shall (a) make available to shareholders, checks drawn against the Payment Settlement Account in the amount due to each shareholder of record as of the relevant Record Date, either (i) for pick-up by the shareholder or its duly authorized representative at the office of the Paying Agent or (ii) delivery via courier or, if courier service is unavailable for deliveries to the registered address of the relevant shareholder, via mail, at the shareholder's risk, to the registered address of the shareholder appearing in the Registry of Shareholders or (b) deposit and pay the amount due to each shareholder as of the relevant Record Date to the bank account nominated by the shareholder; provided that the shareholder has complied with the credit to account requirements of the Paying Agent and such shareholder's nominated bank account has qualified for the credit to account facility of the Paying Agent.

**Perpetual.....**

The First Tranche Shares are equity securities in the capital stock of Globe and thus have no fixed maturity or mandatory redemption date. The First Tranche Shares are not repayable in cash unless the Board should approve resolutions providing for the optional redemption of the First Tranche Shares for the cash redemption amount set out in the terms and conditions of the First Tranche Shares, at the sole discretion of the Board. Furthermore, holders of the First Tranche Shares have no right to require the Issuer to redeem the First Tranche Shares.

**Optional Redemption and Purchase..**

Globe has the option, but not the obligation, to redeem in whole (and not in part) any Series or both Series of the First Tranche Shares (having given not less than thirty (30) days' prior written notice nor more than sixty (60) days' prior written notice by publication (either in print or digital format) in two national newspapers) on:

- (a) the Dividend Rate Step-Up Date; or
- (b) any Dividend Payment Date after the Dividend Rate Step-Up Date.

Exercise of Globe's redemption option shall be completed by payment of the redemption price equal to the Offer Price plus any accrued and unpaid dividends after deduction for any tax and customary transfer costs to effect the redemption (the "**Redemption Payment**"). Administrative costs and expenses, including the cost of checks used, supplies, paying agent services, courier and mailing costs in relation to effecting the redemption shall be for the account of Globe. The Redemption Payment shall be made to the holders of the First Tranche Shares as of the Record Date set by Globe for such redemption.

Subject to compliance with law, the Issuer may purchase the First Tranche Shares at any time at any price either through the PSE, in the open market, by public tender or through negotiated transactions.

Any First Tranche Shares redeemed or purchased by Globe shall be recorded as treasury stock of Globe and may be re-issued in the future at such terms and at such time as Globe may determine.

Holders of the First Tranche Shares have no right to require the Issuer to redeem the First Tranche Shares.

Any First Tranche Shares redeemed or purchased by the Issuer shall be recorded as treasury stock of the Issuer and may be re-issued in the future at such terms and at such time as the Issuer may determine.

In the event the Optional Redemption Date which the Issuer has chosen to redeem the First Tranche Shares falls on a day that is not a Business Day, the redemption shall be made on the next succeeding day that is a Business Day, without adjustment as to the Redemption Payment, and the amount of dividends to be paid.

**Early Redemption Due to Occurrence of a Tax Event.....**

If payments become subject to additional withholding or any new tax as a result of certain changes in law, rule or regulation, or in the interpretation thereof, and such tax cannot be avoided by use of reasonable measures available to the Issuer, the Issuer may redeem in whole (and not in part), any Series or both Series of the First Tranche Shares, on any date (having given not more than sixty (60) nor less than thirty (30) days' prior written notice by publication in two national newspapers) at the Offer Price plus all accrued and unpaid dividends, if any.

**Early Redemption Due to Changes in Accounting Treatment of the First Tranche Shares.....**

If an Accounting Event occurs that will result in a change in accounting treatment of the First Tranche Shares, the Issuer may redeem in whole (and not in part), any Series or both Series of the First Tranche Shares on any date (having given not more than sixty (60) nor less than thirty (30) days' prior notice) at the Offer Price plus all accrued and unpaid dividends, if any.

An Accounting Event shall occur if in the opinion of Globe with due consultation with its independent auditors, at the relevant time there is a change in applicable accounting standards that result in more than an insubstantial risk that either the First Tranche Shares or the funds raised through the issuance of the First Tranche Shares may no longer be recorded as "equity" to the full extent as at the Issue Date pursuant to PFRS Accounting Standards, or such other accounting standards, which succeed PFRS Accounting Standards, as adopted in the Philippines, applied by the Issuer for drawing up its financial statements for the relevant financial year.

**No Sinking Fund.....**

Globe has not established and currently does not intend to establish a sinking fund for the redemption of the First Tranche Shares.

**Perpetual / No Fixed Maturity.....**

The First Tranche Shares are equity securities in the capital stock of Globe and thus have no fixed maturity or mandatory redemption date. The First Tranche Shares are not repayable in cash unless the Board should approve resolutions providing for the optional redemption of the First Tranche Shares for the cash redemption amount set out in the terms and conditions of the First Tranche Shares, at the sole discretion of the Board.

**Philippine Taxation.....**

All payments in respect of the First Tranche Shares are to be made free and clear of any deductions or withholding for or on account of any present or future taxes or duties imposed by or on behalf of Republic of the Philippines, including but not limited to, documentary stamp, issue, registration, value added or any similar tax or other taxes and duties, including interest and penalties. If such taxes or duties are imposed, Globe will pay additional amounts so

that shareholders will receive the full amount of the relevant payment which otherwise would have been due and payable. Provided, however, that Globe shall not be liable for:

- (a) any withholding tax applicable on dividends earned or on any amounts payable to the holders of the First Tranche Shares prescribed under the Tax Code including any additional tax on such dividends imposed by changes in law, rule, or regulation;
- (b) any income tax (whether or not subject to withholding), percentage tax (such as stock transaction tax), documentary stamp tax or other applicable taxes on the redemption (or receipt of the redemption price) of the First Tranche Shares or any liquidating distributions as may be received by a holder of the First Tranche Shares;
- (c) any expanded value-added tax which may be payable by any holder of the First Tranche Shares on any amount to be received from the Issuer under the Offer;
- (d) any withholding tax, including any additional tax imposed by change in law, rules, or regulation, on any dividend payable to any holder of the First Tranche Shares; and
- (e) any applicable taxes on any subsequent sale or transfer of the First Tranche Shares by any holder of the First Tranche Shares which shall be for the account of such holder (or the buyer in case such buyer shall have agreed to be responsible for the payment of such taxes).

Any documentary stamp tax for the recording of the First Tranche Shares in the name of an investor under the Offer shall be paid for by Globe. After the Issue Date, taxes generally applicable to a subsequent sale of the First Tranche Shares by any shareholder, including receipt by such shareholder of a Redemption Payment, shall be for the account of the said shareholder.

**Liquidation Rights.....**

In the event of a return of capital in respect of the Issuer's winding up or otherwise (whether voluntarily or involuntarily) (but not on a redemption or purchase by the Issuer of any of its share capital), the shareholders at the time outstanding will be entitled to receive, in Philippine Pesos out of the Issuer's assets available for distribution to shareholders, together with the holders of any other of the Issuer's shares ranking, as regards repayment of capital, *pari passu* with the First Tranche Shares and before any distribution of assets is made to holders of any class of the Issuer's shares ranking junior to the First Tranche Shares as regards repayment of capital, liquidating distributions in an amount of ₱2,000.00 per Non-Voting Preferred Share plus an amount equal to any dividends declared but unpaid in respect of the previous Dividend Period and any accrued and unpaid dividends for the then-current Dividend Period to (and including) the date of commencement of the Issuer's winding up or the date of any such other return of capital, as the case may be. If, upon any return of capital in the Issuer's winding up, the amount payable with respect to the First Tranche Shares and any other of the Issuer's shares ranking as to any such distribution *pari passu* with the First Tranche Shares are not paid in full, the holders of the First Tranche Shares and of such other shares will share ratably in any such distribution of the Issuer's assets in proportion to the full

respective preferential amounts to which they are entitled. After payment of the full amount of the liquidating distribution to which they are entitled, the shareholders will have no right or claim to any of the Issuer's remaining assets and will not be entitled to any further participation or return of capital in a winding up.

**Non-convertible.....** The First Tranche Shares shall not be convertible into Issuer's common or voting preferred shares, other preferred shares, whether voting or non-voting or any other classes of shares that the Issuer may issue now or in the future.

**Non-voting.....** Under the Amended Articles of Incorporation, the holders of the First Tranche Shares shall have no voting rights except as specifically provided by law. Thus, holders of the First Tranche Shares shall not be eligible, for example, to vote for or elect the Company's Directors or to vote for or against the issuance of a stock dividend.

Holders of the First Tranche Shares, however, may vote on matters which the Revised Corporation Code considers significant corporate acts that may be implemented only with the approval of shareholders, including those holding shares denominated as non-voting in the Amended Articles of Incorporation.

Please refer to the section on "*Description of the Securities*" of the Prospectus and "*Description of the First Tranche Shares*" in the Offer Supplement.

**Form, Title and Registration of the First Tranche Shares.....** The First Tranche Shares will be in scripless form and shall be lodged with the PDTC not later than Issue Date. The applicant must provide the information required for the PDTC lodgment of the First Tranche Shares. The applicant may request to receive stock certificates through their nominated PDTC depository participant after the Issue Date. Any expense to be incurred for such issuance of certificates shall be borne by the applicant.

**Status of the First Tranche Shares in the Distribution of Assets in the Event of Dissolution.....** The First Tranche Shares will constitute the direct and unsecured subordinated obligations of the Issuer ranking at least *pari passu* in all respects and ratably without preference or priority among themselves with all other non-voting preferred shares issued by the Issuer.

**Selling and Transfer Restrictions...** Initial placement of the First Tranche Shares and subsequent transfers of interests in the First Tranche Shares shall be subject to applicable selling restrictions and registration requirements for equity securities as may prevail in the Philippines from time to time.

**Title and Transfer.....** Legal title to the First Tranche Shares shall pass by endorsement and delivery to the transferee and registration in the Registry of Shareholders to be maintained by the Registrar. Settlement of the First Tranche Shares in respect of such transfer or change of title to the First Tranche Shares, including the settlement of documentary stamp taxes, if any, arising from subsequent transfers, shall be similar to the transfer of title and settlement procedures for listed securities in the PSE.

**Governing Law.....** The First Tranche Shares will be re-issued pursuant to, and the

terms and conditions of the First Tranche Shares will be governed by, the laws of the Republic of the Philippines.

**Offer Period.....**

The Offer Period shall commence at 9:00 a.m. on [February 13, 2026] and end at 12:00 noon on [February 20, 2026], or on such other times or dates as may be agreed upon between the Issuer, the Joint Lead Issue Managers and the Joint Underwriters and Joint Bookrunners. Globe, the Joint Lead Issue Managers and the Joint Underwriters and Joint Bookrunners reserve the right to extend or terminate the Offer Period with the approval of the SEC and the PSE.

**Minimum Subscription.....**

Each Application to Purchase shall be for a minimum of [25] First Tranche Shares, equivalent to ₱50,000.00, and thereafter, in multiples of [5] First Tranche Shares equivalent to ₱10,000.00. No Application to Purchase for multiples of any other number of First Tranche Shares will be considered.

**Eligible Investors.....**

The First Tranche Shares may be owned or subscribed to by any (a) natural person of legal age who is a resident of the Philippines, regardless of nationality; or (b) a corporation, partnership, association, trust account, fund or entity, that is a resident in and organized under the laws of the Philippines and/or licensed to do business in the Philippines, regardless of nationality, provided that at any time, at least 60% of the outstanding capital stock of Globe shall be owned by citizens of the Philippines or by partnerships, associations or corporations at least 60% of whose voting stock or voting power is owned and controlled by citizens of the Philippines. In addition, under certain circumstances Globe may reject an Application to Purchase or reduce the number of First Tranche Shares applied for subscription or purchase.

As of September 30, 2025, approximately 74.5% of the Company's voting shares were held by Philippine Nationals. After completion of the Offer, foreign equity shall not exceed 40.0% of the Company's share capital.

For more information, see the sections titled "*Risk Factors*" and "*Description of the First Tranche Shares*" in the Offer Supplement and "*Risk Factors*" and "*Description of the Securities*" in the Prospectus.

Subscription to the First Tranche Shares may be restricted by law or in certain jurisdictions. An International Investor or any persons classified as U.S. Persons under the Foreign Account Tax Compliance Act of the United States, as this may be amended from time to time are neither eligible to receive documents related to the First Tranche Shares nor to subscribe or purchase the First Tranche Shares. For avoidance of doubt, an **International Investor** means any person or entity that is not a: (a) natural person of legal age who is resident in the Philippines, regardless of nationality; or (b) corporation, association partnership, trust account, fund or entity, that is resident in and organized under the laws of the Philippines and/or licensed to do business in the Philippines, regardless of nationality. U.S. Persons include: (1) a U.S. citizen (including dual citizen); (2) a U.S. resident alien for U.S. tax purposes; (3) a US partnership; (4) a U.S. corporation; (5) any U.S. estate; (6) any U.S. trust if: (a) a court within the United States is able to exercise primary supervision over the administration of the trust; (b) one of

more U.S. persons have the authority to control all substantial decisions of the trust; (7) any other person that is not a non-U.S. person.

**Application Procedure.....**

Application to Purchase may be obtained from a Joint Underwriter and Joint Bookrunner or Selling Agent. All applications shall be evidenced by the Application to Purchase, duly executed in each case by an authorized signatory of the applicant and accompanied by two completed signature cards, the corresponding payment for the First Tranche Shares covered by the application and all other required documents including documents required for registry with the Registrar and Depository Agent. The duly executed Application to Purchase and required documents should be submitted to the Joint Underwriters and Joint Bookrunners or Selling Agents on or prior to the set deadline for submission of Applications to Purchase for the Joint Underwriters and Joint Bookrunners and Selling Agents, respectively. If the applicant is a corporation, partnership, or trust account, the application must be accompanied by the required documents indicated on the Application to Purchase.

The Company plans to make available 20% of the Base Offer Shares or [1,500,000] First Tranche Shares for distribution to the respective clients of the [122] Trading Participants of the PSE, acting as Selling Agents. The First Tranche Shares allocated to the PSE Trading Participants will be distributed following the procedures indicated in the implementing guidelines for the offering to Trading Participants of the First Tranche Shares to be announced in the PSE Electronic Disclosure Generation Technology by the PSE.

The Company has also set aside 10% of the Base Offer Shares or [750,000] First Tranche Shares for distribution to Local Small Investors (“**LSI Allocation**”), provided that the LSI Allocation shall be increased to up to [1,125,000] First Tranche Shares if the total amount of First Tranche Shares in Applications to Purchase submitted by LSIs is five (5) times or more than the LSI Allocation. In the event that the total demand by LSIs for the First Tranche Shares exceed the maximum allocation of up to [1,125,000], the Joint Underwriters and Joint Bookrunners shall allocate the First Tranche Shares by balloting. The First Tranche Shares allocated to the Local Small Investors will be distributed following the procedures indicated in the implementing guidelines for the offering to Local Small Investors of the First Tranche Shares to be announced in the PSE Electronic Disclosure Generation Technology by the PSE.

**Payment for the First Tranche Shares.....**

For Trading Participants, the First Tranche Shares must be paid for in full upon submission of the Application to Purchase. The subscription may be paid in full in Pesos upon the submission of the duly completed and signed Application to Purchase and specimen signature card together with the requisite attachments.

Payment by the Trading Participants shall be in the form of either:

- Over-the-counter cash or check deposit using the BPI Bills Payment facility.
- For check payments, only personal or corporate checks, and manager’s or cashier’s checks with a clearing period of not more than one (1) Business Day and drawn against any BSP

authorized agent bank will be accepted. The check must be dated as of the date of submission of the Application, made payable to “[GLOBE PREFERRED A AND B]”, and crossed “Payee’s Account Only”. Checks subject to clearing periods of over one (1) Business Day shall not be accepted.

- Via online payment using BPI Online Banking or BPI Mobile App with “[GLOBE PREFERRED A AND B]” as the biller name.
- Applicants may also participate through AB Capital via the GCash app. Please refer to the Implementing Guidelines, which will be published on PSE Edge prior to the start of the Offer Period for more details.

Deadline for the payments from the Trading Participants is at [12:00 noon] on Closing Date.

- Proof of full payment must be submitted to the Receiving Agent, together with the Application to Purchase and required attachments. All checks should be made payable to “[GLOBE PREFERRED A AND B]”, crossed “Payee’s Account Only”.

The procedure in subscribing to First Tranche Shares is indicated in the Company’s TP Guidelines to be announced through the PSE EDGE website.

For applicants submitting their Application to Purchase to any of the Joint Underwriters and Joint Bookrunners, in accordance with the instructions to be provided by such Joint Underwriter and Joint Bookrunner. All check payments shall be in the form of personal or corporate checks, or manager’s or cashier’s checks with a clearing period of not more than one (1) Business Day and drawn against any BSP authorized agent bank. The check must be made payable to “[GLOBE PREFERRED A AND B]” and crossed “Payee’s Account Only.” Checks subject to clearing periods of more than one (1) Business Day shall not be accepted.

For Local Small Investors, the allocation of the First Tranche Shares will be through the PSE Electronic Allocation System or “PSE EASy.” The procedure in subscribing to the First Tranche Shares via PSE EASy is indicated in the Company’s Implementing Guidelines for Local Small Investors to be announced through the PSE EDGE website.

Payment by the Local Small Investors shall be made either by:

- BPI Bills Payment under the biller name “[GLOBE PREFERRED A AND B]” via:
  - Over-the-counter cash or check deposit payment in any [BPI branch.] For check payments, only personal or corporate checks, and manager’s or cashier’s checks with a clearing period of not more than one (1) Business Day and drawn against any BSP authorized agent bank will be accepted. The check must be dated as of the date of submission of the Application, made payable to “[GLOBE PREFERRED A AND B]”, and crossed “Payee’s Account Only”. Checks subject to clearing periods of over one (1) Business Day shall not be accepted.

Deadline for cash and check payments is at [12:00 noon] on Closing Date.

- Online payment through [BPI Internet Banking or BPI Mobile Banking App].
- Online payment via DragonPay, with [“GLOBE PREFERRED A AND B”] as the merchant.

Should the payment of the Local Small Investor be incomplete or below the full payment or below the full payment amount of the purchase, the LSI Application shall be rejected.

**Acceptance/Rejection of Applications to Purchase.....**

The actual number of First Tranche Shares that an Applicant will be allowed to subscribe to is subject to the confirmation of the Joint Underwriters and Joint Bookrunners, Globe reserves the right to accept or reject, in whole or in part, or to reduce any Application to Purchase due to any grounds specified in the Issue Management and Underwriting Agreement (the “**Underwriting Agreement**”) entered into by Globe, the Joint Lead Issue Managers and the Joint Underwriters and Joint Bookrunners.

Applications to Purchase which were unpaid or where payments were insufficient and those that do not comply with the terms of the Offer shall be rejected. Moreover, any payment received pursuant to the Application to Purchase does not ensure or indicate approval or acceptance by Globe of the Application to Purchase.

An Application to Purchase, when accepted, shall constitute a binding and effective agreement between the applicant and Globe for the subscription to the First Tranche Shares at the time, in the manner and, notwithstanding any provision to the contrary as may be found in the Application to Purchase, the Prospectus, the Offer Supplement and other Offer-related documents. Notwithstanding the acceptance of any Application to Purchase by Globe, the actual issuance of the First Tranche Shares will become effective only upon listing of the First Tranche Shares on the PSE and upon the obligations of the Joint Underwriters and Joint Bookrunners under the Underwriting Agreement becoming unconditional and not being suspended, terminated or cancelled, on or before the Issue Date, in accordance with the provision of the said agreements. If such conditions have not been fulfilled on or before the periods provided above, all Application to Purchase payments will be returned to the applicants without interest.

**Refunds of Application Payments...**

In the event that the number of First Tranche Shares to be allotted to an applicant, as confirmed by a Joint Underwriter and Joint Bookrunner or by the Receiving Agent, is less than the number covered by its Application to Purchase, or if an Application to Purchase is wholly or partially rejected by Globe, then Globe shall refund, without interest, within five (5) Business Days from the end of the Offer Period, all, or a portion of the payment corresponding to the number of First Tranche Shares wholly or partially rejected. All refunds shall be made through the Joint Underwriter and Joint Bookrunner, Receiving Agent, or Selling Agent with whom the applicant has filed the Application to Purchase. In case of joint applicants, the check refund shall be made payable to the first named applicant and crossed “Payee’s Account Only” in an amount corresponding to the number of First Tranche Shares rejected and

delivered (at the risk of the Applicant) to the relevant Applicant's specified delivery address in the Application in the case of the Trading Participants and the LSIs, or to the Joint Underwriters and Joint Bookrunners, or Selling Agents with whom the Applicant has filed the Application in the case of Applicants other than Trading Participants and LSIs.

**Withdrawal of the Offer.....**

The Issuer reserves the right to withdraw the Offer and sale of the First Tranche Shares at any time before the execution of the Underwriting Agreement and the commencement of the Offer Period, by notice in writing delivered to the Joint Underwriters and Joint Bookrunners, in which event the Issuer will make the necessary disclosures to the SEC and the PSE.

The Issuer may withdraw the Offer by providing prior written notice of such withdrawal to the Joint Lead Issue Managers and the Joint Underwriters and Joint Bookrunners at any time on or after the commencement of the Offer Period and prior to the Issue Date, in the event that any of the events specified in the section under "*Termination of the Underwriting Agreement*" occurs, except paragraph (a).

As soon as the Offer Period has commenced, the Offer shall not be withdrawn, cancelled, suspended, or terminated solely by reason of (i) the Issuer's or Joint Underwriters and Joint Bookrunners' inability to sell or market the First Tranche Shares or (ii) the refusal or failure of the Joint Underwriters and Joint Bookrunners or any other entity or person to comply with any undertaking or commitment to take up any First Tranche Shares remaining after the Offer Period.

**Notwithstanding the acceptance of any Application, the actual issuance of the First Tranche Shares to an Applicant shall take place only upon the listing of the First Tranche Shares on the PSE. Subject to the right of the Company to withdraw or cancel the offer and sale of the First Tranche Shares prior to Issue Date pursuant to this section and section "*Plan of Distribution – Withdrawal of the Offer*", the Issuer and any of its agents involved in the Offer undertake to comply with all conditions that are within the control of the Issuer and any of its agents involved in the Offer, to ensure the listing of the First Tranche Shares on Issue Date.**

If the First Tranche Shares are not listed on the PSE on Issue Date, all application payments will be returned to the Applicants without interest within ten (10) Business Days from the intended Issue Date. Notwithstanding the foregoing, the Issuer and the Joint Underwriters and Joint Bookrunners recognize and acknowledge that the PSE, in the exercise of its authority as a self-regulatory organization and further to its mandate to maintain a fair and orderly market. In this regard, the PSE may impose appropriate and reasonable sanctions and penalties on the relevant party for the termination or withdrawal of the Offer on or after the commencement of the Offer Period and prior to the Issue Date if, subsequently, the PSE determines that the termination or withdrawal of the Offer, Underwriting Commitment or Underwriting Agreement was not warranted based on the facts gathered and properly evaluated by the PSE and after due and proper proceedings initiated by the PSE not later than five (5) Business Days after such termination or withdrawal.

<b>Registration of Foreign Investments</b> .....	The BSP requires that investments in the First Tranche Shares funded by inward remittance of foreign currency be converted to Philippine Pesos and registered with the BSP if the foreign exchange needed to service capital repatriation or dividend remittance is to be sourced from the domestic banking system. The registration with the BSP of all foreign investments in the First Tranche Shares shall be the responsibility of the foreign investor and all costs therefore borne by such foreign investor.
<b>Use of Proceeds</b> .....	The net proceeds are intended to be used by the Issuer to redeem all or a portion of Globe's perpetual capital securities and fund capital expenditures.  Please refer to the section on " <i>Use of Proceeds</i> " in the Offer Supplement.
<b>Joint Lead Issue Managers</b> .....	BPI Capital Corporation BDO Capital & Investment Corporation China Bank Capital Corporation
<b>Joint Underwriters and Joint Bookrunners</b> .....	BPI Capital Corporation BDO Capital & Investment Corporation China Bank Capital Corporation First Metro Investment Corporation Security Bank Capital Investment Corporation
<b>Selling Agents</b> .....	Trading Participants of the PSE [●]
<b>Stock Transfer Agent</b> .....	Stock Transfer Service, Inc.
<b>Receiving Agent</b> .....	Stock Transfer Service, Inc.
<b>Depository Agent</b> .....	Philippine Depository & Trust Corp.
<b>Timetable</b> .....	The timetable of the Offer is scheduled as follows:  SEC Pre-Effective Approval: [January 22, 2026]  Receipt of the PSE Notice of Approval: [January 28, 2026]  Initial Dividend Rate Setting Date: [February 10, 2026]  Offer Period: [February 13, 2026] 9:00 a.m. to [February 20, 2026] 12:00 p.m.  Submission of Firm Order from Trading Participants to Receiving Agent [February 18, 2026], 11:00 a.m.  Issue Date: [March 2, 2026]

The dates listed above are subject to market and other conditions and may be changed at the discretion of the Company and the Joint Underwriters and Joint Bookrunners, subject to the approval of the

PSE.

**Issue Date or Listing Date.....**

The First Tranche Shares are expected to be re-issued and recorded in the name of accepted applicants listed on the PSE on [March 2, 2026], or on such other date as may be agreed upon between the Issuer and the Joint Underwriters and Joint Bookrunners. Trading of the First Tranche Shares will commence on the same date.

**Procedures and Implementing Guidelines.....**

Please refer to the Procedures and Implementing Guidelines to be distributed to Eligible Shareholders for a fuller discussion of the procedure for the Offer.

**GLOBE TELECOM, INC.**

By:



**BERNICE D. OLIVES**

*Vice President - Treasury Division*



**WALTER JADER C. RICARTE**

*Senior Vice President - Finance Business Advisory and Operations Division*