

**LEVEL 2 – BONUS ITEMS****(B) A. RIGHTS OF SHAREHOLDERS**

Scorecard Item		Guiding Reference	Answer (Yes/No)	GLO Remarks
(B)A.1	Right to participate effectively in and vote in general shareholders meeting and should be informed of the rules, including voting procedures that govern general shareholders meeting.			
A.1.1(B)	Does the company allow the use of secure electronic voting in absentia at the general meetings of shareholders?	OECD Principle II (C) (4) Shareholders should be able to vote in person or in absentia, and equal effects should be given to votes whether cast in person or in absentia.	YES	<p>Globe Telecom has enabled its shareholders to vote electronically using a digital version of the ballot or through remote communication or <i>in absentia</i>. For voting through remote communication or <i>in absentia</i>, shareholders who have previously registered through a designated online web address, may cast their votes through the online web address at any time prior to or during the ASM. Shareholders are provided guidelines and procedure for voting through remote communication or <i>in absentia</i> ahead of the ASM.</p> <p><u>Notice and Agenda of the 2019 ASM</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-stockholders-meeting/2019/GLO-17C-ASM-Notice-and-Agenda-2019.pdf → Amended agenda items https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-stockholders-meeting/2019/GLO-17C-Amended-Agenda-of-ASM-2019-SECReceived10Dec2018.pdf → Amended for electronic voting in absentia</p>



				<p>https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-stockholders-meeting/2019/StampReceived Globe Disclosure 11March2019.pdf</p> <p>GLO 2018 DIS, PDF p. 4 (Item 2(ii)) https://www.globe.com.ph/content/dam/globe/brie/About-us/investor-relations/documents/SEC-PSE-Disclosures/2018/Annual/information-statement-20is/GLO-2018-DIS-SECReceived28Feb2019-dp1.pdf</p> <p>GLO 2019 Minutes of the ASM, PDF pp. 2-3 (Item 2) https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-stockholders-meeting/2019/GLO-%20ASM-2019-Minutes.pdf</p> <p>GLO I-ACGR for 2018, pp. 110-111 (Optional 13(2)) https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-corporate-governance-report/2019/GLO-SEC-Form-iACGR-2018-SECPSEReceived30May2019.pdf</p>
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(B) B. EQUITABLE TREATMENT OF SHAREHOLDERS

Scorecard Item		Guiding Reference	Answer (Yes/No)	GLO Remarks
B.1	Notice of AGM			
B.1.1(B)	Does the company release its notice of AGM (with detailed agendas and explanatory circulars), as announced to the Exchange, at least 28 days before the date of the meeting?	OECD Principle II (C) (1) Shareholders should be furnished with sufficient and timely information concerning the date, location and agenda of general meetings, as well as full and timely information regarding the issues to be decided at the meeting.	YES	Globe observes sending of notices of ASMs at least 28 days prior to the date of the actual meeting. For our most recent ASM held on 23 April 2019, we first submitted the Notice and Agenda of the ASM to

Note: Where applicable and for convenient reading, PDF pages (pp.) are used as reference.



		<p>(3) Effective shareholder participation in key corporate governance decisions, such as the nomination and election of board members, should be facilitated.</p> <p>OECD Principle III (A)</p> <p>ICGN 8.3.2 Shareholder participation in governance Shareholders should have the right to participate in key corporate governance decisions, such as the right to nominate, appoint and remove directors on an individual basis and also the right to appoint external auditors.</p> <p>ICGN 8.4.1 Shareholder ownership rights The exercise of ownership rights by all shareholders should be facilitated, including giving shareholders timely and adequate notice of all matters proposed for shareholder vote.</p> <p>CLSA-ACGA (2010) CG Watch 2010 – Appendix 2. (I) CG rules and practices (25) Do[es] the company release their AGM notices (with detailed agendas and explanatory circulars) at least 28 days before the date of the meeting?</p>	<p>the PSE and SEC on 06 December 2018 and posted the same on our website on the same date. We likewise sent the ASM kit to shareholders and published the Notice, Agenda and Explanation of Agenda items in newspapers of general circulation on 20 March 2019, which is earlier than 28 days before the date of the meeting. The ASM kit for shareholders include, among others, the Notice and Agenda of the ASM, Explanation of Agenda Items, Proxy Form, Guidelines and Procedure for Electronic Voting through remote communication or <i>in absentia</i>, and the DIS.</p> <p><u>GLO I-ACGR for 2018, pp. 103-104 (Recommendation 13.2)</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-corporate-governance-report/2019/GLO-SEC-Form-iACGR-2018-SECPSEReceived30May2019.pdf</p> <p><u>Notice and Agenda of the 2019 ASM</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-stockholders-meeting/2019/GLO-17C-ASM-Notice-and-Agenda-2019.pdf → Amended agenda items https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-stockholders-meeting/2019/GLO-17C-Amended-Agenda-of-ASM-2019-SECReceived10Dec2018.pdf → Amended for electronic voting in absentia</p>
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(B) C. ROLE OF STAKEHOLDERS

Scorecard Item		Guiding Reference	Answer (Yes/No)	GLO Remarks
C.1				
(B)C.1.1	Does the company adopt an internationally recognized reporting framework for sustainability (i.e. GRI, Integrated Reporting, SASB)?	OECD – IV. The role of Stakeholders	YES	<p>Globe adopted and observes the Global Reporting Initiative (GRI) Index and GRI's G4 Guidelines in the preparation of our annual reports. This is a voluntary reporting, in addition to those required under the applicable laws and regulations of the SEC and PSE in financial and annual reports, which is geared towards sustainable development.</p> <p>Our commitment to GRI and discussion on the practice is included in our iR. Our MCG formalizes Globe's commitment to adopting international standards for sustainability reporting.</p> <p>GLO I-ACGR for 2018, p. 87 (Recommendation 10.1) https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-</p>



				<p>corporate-governance-report/2019/GLO-SEC-Form-iACGR-2018-SECPSEReceived30May2019.pdf</p> <p>GLO 2018 iR, pp. 8-9 https://www.globe.com.ph/content/dam/globe/brie/About-us/sustainability/documents/GLO-Integrated-Report-2018-Final-1.pdf</p> <p>GLO MCG, p. 54 (Article VII, Section 16.1) http://corporate-governance.globe.com.ph/content/dam/multi-microsites/docs/2017/GLOBE%20TELECOM,%20INC.%20MCG_SECPSEReceived30May2017.pdf</p>
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(B) D. DISCLOSURE AND TRANSPARENCY

Scorecard Item		Guiding Reference	Answer (Yes/No)	GLO Remarks
D.1				
(B)D.1.1	Are the audited annual financial report/ statement released within 60 days from the financial year end?	OECD Principle V (A)	YES	<p>Globe's Consolidated Audited Annual Financial Statements for the financial year ending 31 December 2018 was released and filed with the SEC on 28 February 2018, which is earlier than 60 days after the financial year end.</p> <p>GLO 2018 Audited Financial Statements https://www.globe.com.ph/content/dam/globe/brie/About-us/investor-relations/documents/SEC-PSE-Disclosures/2018/Annual/audited-financial-statements/GLO-Conso-FS-2018-SECPSEReceived28Feb2019-final.pdf</p>



				<p><u>GLO I-ACGR for 2018, pp. 104-105 (Supplement 8.1(1))</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-corporate-governance-report/2019/GLO-SEC-Form-iACGR-2018-SECPSEReceived30May2019.pdf</p>
(B)D.1.2	Does the company disclose details of remuneration of the CEO?		YES	<p>Globe's President and CEO is our only executive director. The executive director does not receive per diem allowance/remuneration for his role as part of Globe Management. As such, our employee remuneration/compensation policy applies to Mr. Cu. Fixed remuneration is based on the value of the role, talent, and the prevailing market rates. More discussion on our remuneration components is disclosed in our i-ACGR, iR and company website.</p> <p><u>GLO I-ACGR for 2018, pp. 75-76 (Recommendation 8.4(2))</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-corporate-governance-report/2019/GLO-SEC-Form-iACGR-2018-SECPSEReceived30May2019.pdf</p> <p><u>GLO 2018 iR, pp. 93-94</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/sustainability/documents/GLO-Integrated-Report-2018-Final-1.pdf</p> <p><u>Rewards or Compensation Policy (Company website)</u> http://corporate-governance.globe.com.ph/company-policies.html</p>



(B) E. RESPONSIBILITIES OF THE BOARD

Scorecard Item		Guiding Reference	Answer (Yes/No)	GLO Remarks
E.1	Board Competencies and Diversity			
(B)E.1.1	Does the company have at least one female independent director/commissioner?	<p>OECD Principle VI (E) (4) Countries may wish to consider measures such as voluntary targets, disclosure requirements, boardroom quotas, and private initiatives that enhances gender diversity on boards and in senior management</p>	YES	<p>Globe's female independent director is Ms. Saw Phaik Hwa. Ms. Saw was first elected during the ASM on April 07, 2015 and was last re-elected during our most recent ASM on 23 April 2019. This is disclosed in our 2019 ASM Minutes and Results of the ASM. Ms. Saw's profile is also disclosed in our company website, DIS, and iR.</p> <p><u>GLO 2019 Minutes of the ASM, PDF p. 9 (Item 6)</u> <u>https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-stockholders-meeting/2019/GLO-%20ASM-2019-Minutes.pdf</u></p> <p><u>GLO Voting Results of the 2019 ASM, PDF p. 2</u> <u>https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-stockholders-meeting/2019/Voting-Results-ASM-2019.pdf</u></p> <p><u>Saw Phaik Hwa Profile in Board of Directors page (Company website)</u> <u>https://www.globe.com.ph/about-us/corporate-governance/board-of-directors/saw-phaik-hwa.html</u></p> <p><u>GLO 2018 DIS, p. 35 ("Annex A")</u> <u>https://www.globe.com.ph/content/dam/globe/brie/About-us/investor-relations/documents/SEC-PSE-</u></p>



				Disclosures/2018/Annual/information-statement-2018/GLO-2018-DIS-SECReceived28Feb2019-dp1.pdf GLO 2018 iR, p.126 https://www.globe.com.ph/content/dam/globe/brie/About-us/sustainability/documents/GLO-Integrated-Report-2018-Final-1.pdf
(B)E.1.2	Does the company have a policy and disclose measurable objectives for implementing its board diversity and report on progress in achieving its objectives?	OECD Principle VI (E) (4) Countries may wish to consider measures such as voluntary targets, disclosure requirements, boardroom quotas, and private initiatives that enhances gender diversity on boards and in senior management	YES	As part of our CG best practices and in implementation of our board diversity policy in the workplace, we have at least one female independent director in the Board. To have at least one (1) female director in our Board is also stated in our Board Charter. Our Board diversity policy also states that no director or candidate for director shall be discriminated upon by reason of gender, age, disability, ethnicity, nationality or political, religious, or cultural backgrounds. As such, we have a very diverse mix of directors with professional backgrounds and experience in various industries other than the telco industry such as law and litigation, international tax, tax advisory and planning, tax advocacy, investment and trade laws, accounting and audit, finance and investment management, sales and marketing, network operations, IT solutions, customer and services management, CG and strategic planning. The directors also come from various educational backgrounds that include biochemistry, business administration, marketing and finance, and metallurgical engineering, accountancy and law, and mathematical sciences, among others. The board members also come from different ethnic



				<p>backgrounds and are a mix of different nationalities. Apart from Filipinos, Globe also has a director from Singapore and the United States of America.</p> <p>Our directors' profiles are included in our iR and company website.</p> <p><u>Board of Directors (Company website)</u> https://www.globe.com.ph/about-us/corporate-governance/board-of-directors.html</p> <p><u>GLO Board Charter (Company website)</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/board-of-directors/Board-of-Directors-Charter.pdf</p> <p><u>GLO 2018 iR, pp.97, 117-127</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/sustainability/documents/GLO-Integrated-Report-2018-Final-1.pdf</p> <p><u>Policy on Board Diversity (Company website)</u> https://www.globe.com.ph/about-us/corporate-governance/company-policies.html</p>
E.2	Board Structure			
(B)E.2.1	Is the Nominating Committee comprise[d] entirely of independent directors/commissioners?	<p>ICGN 2.4.4 Composition of board committees The members of these key board committee should be solely non-executive directors, and in the case of the audit and remuneration committees, solely independent directors. All members of the nominations committee should be</p>	YES	<p>Globe's Nomination and Governance Committee is composed of three (3) directors, all of whom are independent and non-executive directors including the chairman. This is disclosed in our company website.</p> <p><u>Board Committees (Company website)</u></p>



		independent from management and at least a majority should be independent from dominant owners.		https://www.globe.com.ph/about-us/corporate-governance/board-of-directors/committees.html <u>Results of the 2019 Organizational Meeting of the Board, PDF p. 4</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-stockholders-meeting/2019/GLO-17C-ASM-2019-Results-and-Org-Meeting-Results-PSEReceived23Apr2019.pdf <u>GLO I-ACGR for 2018, pp. 45-46 (Recommendation 3.3(2))</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-corporate-governance-report/2019/GLO-SEC-Form-iACGR-2018-SECPSEReceived30May2019.pdf
(B)E.2.2	Does the Nominating Committee undertake the process of identifying the quality of directors aligned with the company's strategic directions?	OECD Principle VI (5) Ensuring a formal and transparent board nomination and election process. While actual procedures for nomination may differ among countries, the board or a nomination committee has a special responsibility to make sure that established procedures are transparent and respected. The board or nominating committee has a key role in (but not limited to): (i) Defining the general or individual profile of board members that the company may need at any given time; (ii) Considering the appropriate knowledge, competencies and expertise to	YES	Globe's MCG explicitly states that one of the functions of the Nomination and Governance Committee is to "undertake the process of identifying the quality of directors aligned with Globe's...strategic directions". The Committee's Charter also states this. <u>GLO MCG, p. 21 (Article II, Section 3.3, (h))</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/manual-of-corporate-governance/GLO-MCG-SECRReceived30May2017.pdf <u>Nomination and Governance Committee Charter, PDF p. 9 (Section 3.2(b))</u>



		complement the existing skills of the board; (iii) Identifying potential candidates to meet desired profiles and proposing them to shareholders, and/or (iv) Considering those candidates advanced by shareholders with the right to make nominations		https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/board-of-directors/Nomination-and-Governance-Committee-Charter.pdf GLO I-ACGR for 2018, pp. 79-80 (Supplement 8.6) https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-corporate-governance-report/2019/GLO-SEC-Form-iACGR-2018-SECPSEReceived30May2019.pdf
E.3	Board Appointments and Re-Election			
(B)E.3.1	Does the company use professional firms or other external sources of candidates (such as director databases set up by director or shareholder bodies) when searching for candidates to the board of directors/commissioners?	OECD Principle VI (D) (5) The board or nomination committee has the responsibility to identify potential candidates to meet desired profiles and propose them to shareholders, and/or consider those candidates advanced by shareholders with the right to make nominations. There are increasing calls for open search processes extending to a broad range of people. WORLD BANK PRINCIPLE 6 (VI.I.21) Are the boards known to hire professional search firms when proposing candidates to the board?	YES	Aligned with our Board Charter and the Nomination and Governance Committee Charter, Globe may use professional search firms or other external sources of candidates (such as director databases set-up by director or shareholder bodies) when searching for candidates to the board of directors. GLO Board Charter, p. 7 (Article II, Section 1.6.3) https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/board-of-directors/Board-of-Directors-Charter.pdf GLO Nomination and Governance Committee Charter, PDF p. 5 (Section 4.3) https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/board-of-directors/Nomination-and-Governance-Committee-Charter.pdf
E.4	Board Appointments and Re-Election			
(B)E.4.1	Do independent non-executive directors/commissioners make up more than	OECD Principle VI (E) (1) Boards should consider assigning a sufficient number of	NO	Globe ensures that its directors practice independent judgement and in the interest of the company and our stakeholders, such that "A director should view



	<p>50% of the board of directors/commissioners for a company with independent chairman?</p>	<p>non-executive board members capable of exercising independent judgement to tasks where there is a potential for conflict of interest.</p>	<p>each problem/situation objectively and support plans and ideas which he believes are beneficial to the Corporation". This is part of our Board's specific duties and responsibilities of each director. Globe's 11-member Board of Directors is comprised of ten (10) non-executive directors (NEDs), including three (3) independent directors (IDs). Among the IDs, the Board also appointed a Lead ID.</p> <p><u>GLO MCG, pp. 7, 10 (Article II, Section 2.2(a); Section 2.3 (d))</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/manual-of-corporate-governance/GLO-MCG-SECRceived30May2017.pdf</p> <p><u>Board of Directors (Company website)</u> https://www.globe.com.ph/about-us/corporate-governance/board-of-directors.html</p> <p><u>GLO I-ACGR for 2018, p. 60 (Recommendation 5.5)</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-corporate-governance-report/2019/GLO-SEC-Form-iACGR-2018-SECPSEReceived30May2019.pdf</p> <p><u>Results of the 2019 Organizational Meeting of the Board, PDF p. 5</u> https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-stockholders-meeting/2019/GLO-17C-ASM-2019-Results-and-Orq-Meeting-Results-PSEReceived23Apr2019.pdf</p>
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Scorecard Item		Guiding Reference	Answer (Yes/No)	GLO Remarks
E.5	Risk Oversight			
(B)E.5.1	Does the board describe its governance process around IT issues including disruption, cyber security, disaster recovery, to ensure that all key risks are identified, managed and reported to the board?	<p>King Code 2009</p> <p>5. The governance of information technology The board should be responsible for information technology (IT) governance</p> <p>5.1.1. The board should assume the responsibility for the governance of IT and place it on the board agenda.</p> <p>5.1.2. The board should ensure that an IT charter and policies are established and implemented.</p>	YES	<p>Given the breadth, scope and complexity of Globe's business, critical risk areas are being managed by specific and specialized teams. This includes among others, Information Security and Data Privacy (ISDP), Business Continuity, Safety, Workplace and Environment, Property Risk, Fraud Risk, Etc. Focused mitigation plans and programs are being undertaken by each team to ensure focus on addressing and proactively managing the potential impact of such risks.</p> <p>We embarked on a Cybersecurity Transformation journey back in 2014 and completed the three-year program in December 2017. We expanded the size of our cybersecurity team, adopted world-class technologies and standards, and worked with the best global partners in the space. These measures will ensure that customers are protected against cybersecurity threats, Globe launched the Advanced Security Operations Center (ASOC) to deliver services such as customer service platform management, threat detection, threat hunting, and incident response for both the Globe network and the network of its customers.</p> <p>We also continue implementation and of best practices on business resiliency to assure customers and stakeholders of our preparedness in handling business disruptions in the event of a major incident or disaster. Business continuity protocols include, among others, activating network contingencies</p>



			<p>that reduce the impact of service disruptions to customers. Our Business Continuity Management (BCM) policy also serves as our guide to ensure that key risks are identified, managed and reported to our Management and Board. To mitigate the risk of business disruption and improve the capabilities to prepare for, respond to and recover immediately from any incident that could compromise the safety of its people and disrupt services, Globe continues to expand and elaborate on the details of its enterprise-wide BCM program. We are continuously enhancing our incident and crisis management plans and capabilities and have incorporated disaster risk reduction and response objectives in our business continuity planning.</p> <p>The Information Systems Group (ISG) is the information technology (IT) arm of Globe, committed to provide reliable and sustainable IT solutions for partners and stakeholders. As Globe accelerates its digital transformation programs, ISG is well positioned to further its role in ensuring that cybersecurity and managed security services are effectively in place. We recognize that the risk of data leakage is high with the level of empowerment granted to in-house and outsourced employees handling sales and after sales support transactions to enable the efficient discharge of their functions. Management also appointed a Chief Information Security Officer (CISO) and Data Protection Officer (DPO) to strengthen management of risks relating to the confidentiality and integrity of customer information while ensuring compliance with Data Privacy act of 2012 (Republic Act 10173).</p>
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				<p>Our iR also discusses our policy on data privacy and intellectual property rights, our identified IT issues, how we handle these and other activities we have in relation to these.</p> <p>GLO 2018 iR (pp. 32-35, 97, 111-112) https://www.globe.com.ph/content/dam/globe/brie/About-us/sustainability/documents/GLO-Integrated-Report-2018-Final-1.pdf</p> <p>Enterprise Risk Management https://www.globe.com.ph/about-us/corporate-governance/enterprise-risk-management.html</p> <p>IT Governance and Cyber Security (Company website) https://www.globe.com.ph/about-us/corporate-governance/company-policies.html</p>
(B)E.6.1	Does the company have a separate level Risk Committee?	<p>ICGN 5.5 Risk Committee While ultimate responsibility for a company's risk management approach rests with the full board, having a risk committee (be it a stand-alone risk committee, a combined risk committee with nomination and governance, strategy, audit or other) can be an effective mechanism to bring the transparency, focus and independent judgement needed to oversee the company's risk management approach.</p>	YES	<p>Currently, there are six board committees. One of which is the Board Risk Oversight Committee (BROC). The BROC members and its Charter are posted on our website.</p> <p>Board Committees (Company website) https://www.globe.com.ph/about-us/corporate-governance/board-of-directors/committees.html</p> <p>Results of the 2019 Organizational Meeting of the Board, PDF p. 6 https://www.globe.com.ph/content/dam/globe/brie/About-us/corporate-governance/documents/annual-stockholders-meeting/2019/GLO-17C-ASM-2019-Results-and-Org-Meeting-Results-PSEReceived23Apr2019.pdf</p>