



CORPORATE GOVERNANCE REPORT

Resolute.

“We confidently face the future – resolute to do our duty well, resolute to uphold our values by deed and by word, resolute to attain our highest goals, in keeping families connected, entertained, and educated; enabling businesses to operate at home or in the office – and simply being a source of strength amidst extraordinary adversity and affliction, and above all, resolute in preserving the ground we have retaken; never again shall we yield.”

Manuel V. Pangilinan
Chairman of the Board



2021 YEAR AT A GLANCE

12 Board Meetings and 33 Board Committee Meetings with focus on strategy and management oversight; financial reporting, internal controls & audit, independent audit; and corporate governance

- 11 regular Board meetings
- 1 organizational Board meeting
- 8 Audit Committee meetings
- 4 Governance, Nomination and Sustainability Committee meetings
- 3 Executive Compensation Committee meetings
- 6 Risk Committee meetings
- 8 Technology Strategy Committee meetings
- 4 Data Privacy and Information Security Committee meetings

Annual Stockholders' Meeting ("ASM") with online voting and participation by remote communication (June 8)

PLDT held its Annual Stockholders' Meeting in virtual format on June 8, 2021, with holders of 84.79% of the Company's total outstanding shares of Common and Voting Preferred Stocks as of the Record Date April 12, 2021 present via remote communication or represented by proxies in the meeting.



PLDT Chairman, Mr. Manuel V. Pangilinan (center left) together with (L-R) CFO and Chief Risk Management Officer, Ms. Anabelle L. Chua; President and CEO, Mr. Alfredo S. Panilio; and Chief Legal Counsel and ASM Secretary, Atty. Marilyn A. Victorio-Aquino.

Appointment of a Lead Independent Director (June 8)

On June 8, 2021, the Board appointed Hon. Artemio V. Panganiban as Lead Independent Director, in compliance with the recommendation in the Code of Corporate Governance for Publicly-Listed Companies.

Review and approval of the PLDT Group Top Risks as identified by the Top Management Team

The PLDT Board reviewed and approved the PLDT Group Top Risks as identified by the Top Management Team. The Board, through its Risk Committee, also discussed with the Group Heads and relevant Risk Officers the risk profile of business and support groups. To ensure that the risk management practice within the Group is improving, the Committee monitored progress on the rollout of the Enterprise Risk Management (“ERM”) Framework.

Annual Corporate Governance Enhancement Session (“ACGES”) Training on Customer Centricity and Agile Leadership (September 17 and November 12)

The SEC accredited governance training which took place on September 17 (“ACGES 1”) and November 12, 2021 (“ACGES 2”) were attended virtually by Board and Advisory Board/Committee Members, Advisors and Officers of PLDT and the PLDT Group, together with the Board Members and Officers of other Philippine-based affiliate companies of First Pacific Company Ltd. ACGES 1 focused on “Becoming Obsessed with the Customer” by Mr. John Rossman, former Amazon Executive, Digital Disruption, Innovation & IoT Expert, and Author of “The Amazon Way” book series; and ACGES 2 focused on “Agile Leadership: A Conversation with Ms. Anna Wintour”, with Vogue’s Global Editorial Director and Chief Content Officer of Condé Nast.

Review of the Gifts Policy, Policy on Gift-Giving Activities, Expanded Whistleblowing Policy and Supplier/Contractor Relations Policy

The PLDT Board, acting through its Governance, Nomination and Sustainability Committee, reviewed the Company’s Policy on Gifts, Entertainment and Sponsored Travel, Policy on Gift-Giving Activities, Expanded Whistleblowing Policy and Supplier/Contractor Relations Policy and determined that these remain compliant with applicable law, regulations and best practices and are appropriate for the Company.

Campaign against Online Sexual Abuse and Exploitation of Children (“OSAEC”)

In line with the PLDT Group’s commitment to curtail OSAEC and to further its compliance with Republic Act No. 9775, the Anti-Child Pornography Law, PLDT and Smart formalized their membership in the UK-based Internet Watch Foundation in 2021, the first in the Philippines to join the global coalition of more than 150 organizations in the global fight against OSAEC.

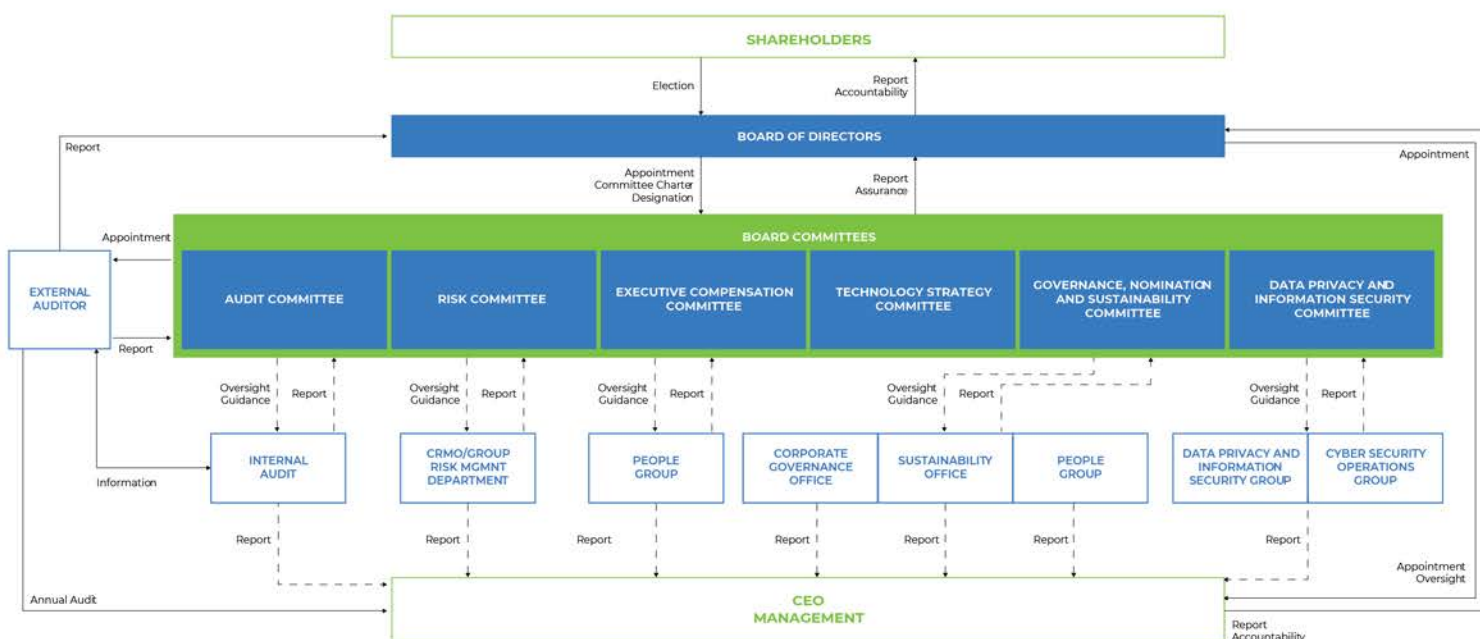
PLDT Group’s Compliance with Section 404 of the Sarbanes-Oxley Act (“SOX 404”)

Amid the challenges of the prolonged pandemic, Finance, Internal Audit and the external auditor have found that the Company’s internal control environment and compliance structure continue to be fundamentally strong. Improvements in the PLDT Group’s SOX 404 compliance activities also continue to be implemented towards a sustainable and value-adding compliance program.



CORPORATE GOVERNANCE FRAMEWORK

Corporate Governance in PLDT is shaped by our governance structure and is animated by the Company's principles and values. Our corporate governance structure is outlined in our Manual on Corporate Governance, along with the Company's Articles of Incorporation and By-Laws. Together, they entrust authority and resources for the performance of corporate functions and delineate responsibilities for the exercise of such authority. The conduct of Company business is anchored on the corporate governance principles of Accountability, Integrity, Fairness and Transparency that are defined in our Code of Business Conduct & Ethics (the "Code"). The Code applies to our Board of Directors, officers, executives and employees.



BOARD OF DIRECTORS



MANUEL L. ARGEL, JR.
NON-EXECUTIVE DIRECTOR



HELEN Y. DEE
NON-EXECUTIVE DIRECTOR



RAY C. ESPINOSA
NON-EXECUTIVE DIRECTOR



JAMES L. GO
NON-EXECUTIVE DIRECTOR



KAZUYUKI KOZU
NON-EXECUTIVE DIRECTOR



BERNIDO H. LIU
INDEPENDENT DIRECTOR



ARTEMIO V. PANGANIBAN
INDEPENDENT DIRECTOR



ALFREDO S. PANLILIO
EXECUTIVE DIRECTOR



ALBERT F. DEL ROSARIO
NON-EXECUTIVE DIRECTOR



BERNADINE T. SIY
INDEPENDENT DIRECTOR



NAOKI WAKAI
NON-EXECUTIVE DIRECTOR



MARIFE B. ZAMORA
NON-EXECUTIVE DIRECTOR

OUR LEADERSHIP

BOARD OF DIRECTORS

Our Board of Directors (the “Board”) is the body entrusted by shareholders with authority to act for and on behalf of the Company. As the highest governing body, the Board is responsible for fostering the long-term success of the Company and securing its sustained competitiveness and profitability consistent with corporate objectives and the best interest of the Company, its stockholders, subscribers and other stakeholders. It sets the standards and tone of corporate action by the adoption of policies and processes that are compliant with law, aligned with best practices, and appropriate for the needs of the Company. Directors perform their duties diligently and in good faith and devote sufficient time and attention for such purpose.

To ensure a high standard of governance for the Company, the Board performs the following functions and duties with the assistance of the Board Committees:

CORPORATE GOVERNANCE

The Board, with the assistance of the Governance, Nomination and Sustainability Committee, establishes the Company’s corporate governance framework, principles and policies aligned with business objectives, and oversees their implementation and the implementation of continuing education and communication programs on good governance.

DETERMINATION AND REVIEW OF COMPANY VISION, MISSION AND STRATEGIC OBJECTIVES

The Board, in coordination with Management, determines the Vision, Mission and strategic objectives of the Company and reviews the same annually in relation to corporate performance in its annual strategic planning session with Management.

MANAGEMENT OVERSIGHT

The Board exercises oversight on Management in its execution of the strategic direction and implementation of policies set by the Board.

SUSTAINABILITY, CORPORATE SOCIAL RESPONSIBILITY AND STAKEHOLDER ENGAGEMENT

The Board, with the assistance of the Governance, Nomination and Sustainability Committee, establishes and oversees the implementation of the Company’s sustainability strategy, framework, program and policies; and oversees the Company’s social investments and commitments to making meaningful impact to communities. It ensures that the Company has an investor relations program to engage with its shareholders and the investing community at large, as well as programs to interact and communicate with the communities where the Company operates. It oversees the Company’s disclosure of material and reportable information regarding financial, non-financial and sustainability issues, including those concerning the management of economic, environmental, social and governance (“EESG”) aspects of the business.

FINANCIAL REPORTING, INTERNAL CONTROL, INTERNAL AUDIT, AND INDEPENDENT AUDIT

The Board, with the assistance of the Audit Committee, carries out its oversight responsibilities for the Company’s financial reporting, internal control system, internal audit and independent audit mechanisms, and reviews material related party transactions.

ENTERPRISE RISK MANAGEMENT

The Board, with the assistance of the Risk Committee, fulfills its oversight responsibilities for the Company’s assessment and management of enterprise risks. It reviews and discusses with Management the Company’s major risk exposures and the corresponding risk mitigation measures.

TECHNOLOGY

The Board, with the assistance of the Technology Strategy Committee, reviews and approves the Company’s technology strategy and roadmap, and capital expenditures for network and technology.

DATA PRIVACY AND INFORMATION SECURITY

The Board, with the assistance of the Data Privacy and Information Security Committee, oversees data privacy and information security governance; reviews and approves the Company’s strategic plans on data privacy and information security; oversees the adoption and implementation of a system for identifying, assessing, monitoring and managing enterprise-wide data privacy and information security risks, including its framework, structure, policies, standards, and processes.

SUCCESSION PLANNING, PROFESSIONAL DEVELOPMENT, AND EXECUTIVE COMPENSATION

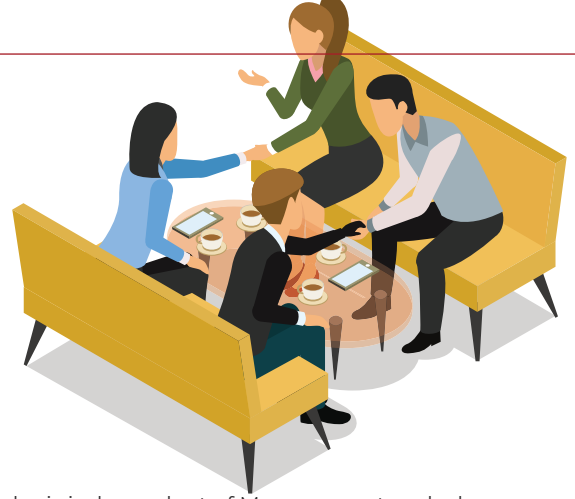
The Board, through its Executive Compensation Committee, reviews the criteria for employment, promotion and professional development plans for Senior Management; keeps track of their performance, and evaluates their potential for other critical roles and leadership paths. A succession planning process is facilitated within the PLDT Group referred to as the critical talent program. The Board is assisted by the Executive Compensation Committee in developing the compensation philosophy or policy consistent with the strategy, culture and control environment of the Company.

SELECTION PROCESS FOR DIRECTORS AND APPOINTMENT OF OFFICERS

The Board, with the assistance of the Governance, Nomination and Sustainability Committee, implements a selection process to ensure that the Board has an effective and balanced mix of knowledge, expertise, experience and diversity in terms of, among others, age, gender and ethnicity, and reviews the qualifications of officers to be appointed.

ANNUAL BOARD ASSESSMENT

The Board conducts an annual self-assessment to evaluate the performance of the Board as a whole, the Board Committees and the individual directors. Each Board Committee also conducts an annual self-assessment of its performance.



COMPOSITION

Our Board is composed of 13 members, with three independent directors, nine other non-executive directors and one executive director. Three directors are female and two are Japanese citizens. All the members of our Board are qualified and competent directors with diverse and complementing skills, expertise, experience and knowledge which enrich the collective processes and practices of our Board. Our directors have extensive experience in their respective fields or industries, such as telecommunications, Information and Communication Technology (“ICT”), business processing, infrastructure, power, insurance, real property development, retail and agriculture businesses, law and public administration. At least three of our non-executive directors have extensive experience in the telecommunications industry.



Chairman. Our Chairman provides leadership for the Board and ensures that the Board works effectively and performs its duties responsibly. He presides and facilitates discussions in Board meetings focusing on strategic matters, risk management, key issues

and governance concerns that will affect the business operations. The Chairman ensures that the lines of communication and the flow of information between Management and the Board are maintained and ensures that the Board receives accurate, timely, relevant, insightful, concise, and clear information to enable it to make sound decisions. On June 8, 2021, the Board appointed Mr. Manuel V. Pangilinan as its Chairman at the Organizational Board meeting held virtually immediately following the Company’s Annual Stockholders’ Meeting.

Independent Directors. The Board, having three independent directors out of 13 directors, meets the requirement under Section 38 of the Philippine Securities Regulation Code that at least two (2) or twenty percent (20%) of the total members of the Board, whichever is less, must be independent; and Section 22 of the Revised Corporation Code that corporations vested with public interest shall have independent directors constituting at least 20% of such Board. Our independent directors, namely, Retired Supreme Court Chief Justice Artemio V. Panganiban, Ms. Bernadine T. Siy and Mr. Bernido H. Liu, were selected pursuant to the specific independence criteria set out under applicable laws and rules, our By-Laws and Manual on Corporate Governance (“CG Manual”). Under our CG Manual, an independent director is, broadly,

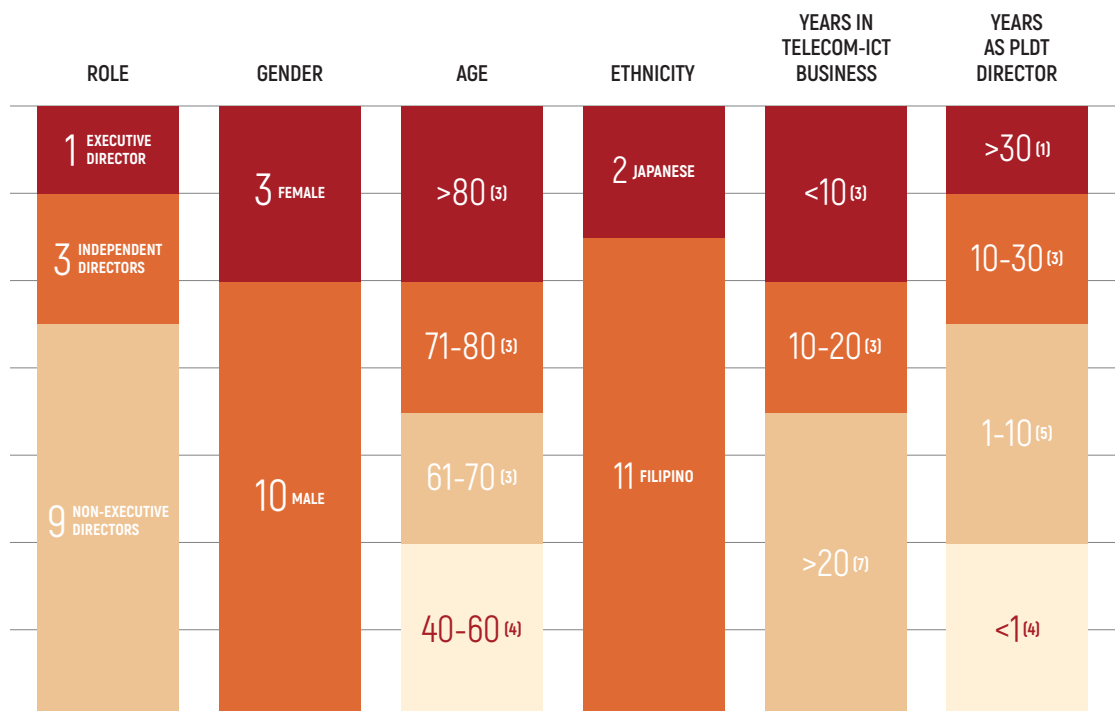
a person who is independent of Management and who, apart from his or her fees and shareholdings, is free from any business or other relationship with the Company which could, or could reasonably be perceived to materially interfere with his or her exercise of independent judgment in carrying-out his or her responsibilities as a director of the Company. More specific independence standard criteria are enumerated in our By-Laws and CG Manual. On June 8, 2021, the Board reappointed Hon. Panganiban as Lead Independent Director pursuant to the Recommendation of the Code of Corporate Governance for Publicly-Listed Companies (“CG Code for PLCs”).

DIVERSITY

PLDT considers having an optimally performing diverse Board as an essential element for the attainment of the Company’s strategic objectives and its sustainable development. PLDT’s Board Diversity Policy articulates the Company’s recognition of the enhanced quality of performance and decision-making capability of a Board that is composed of a mix of directors who are equipped with knowledge, skills, professional or business experience, cultural and educational background, ethnicity, gender, age, length of service, and is a combination of executive, non-executive and independent directors. The Company’s Board Diversity Policy provides that without infringing the cardinal right of the stockholders to nominate and vote for the election of directors, the Governance, Nomination and Sustainability Committee and the Board shall consider the appropriate mix, complementation and interplay of the various diversity aspects in the selection of qualified director-nominees, including independent director-nominees, who will be recommended for election by the stockholders or the Board, as the case may be, for the Company to achieve the benefits of Board diversity as well as to fairly and effectively promote the interest of all the stakeholders, particularly the long-term interest of the stockholders of the Company.

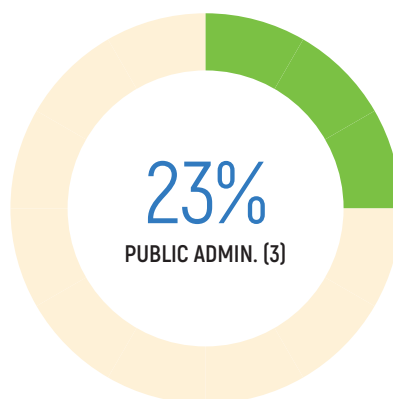
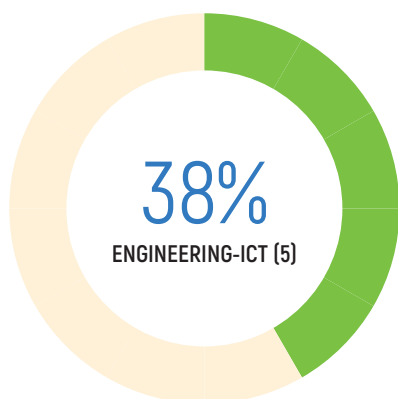
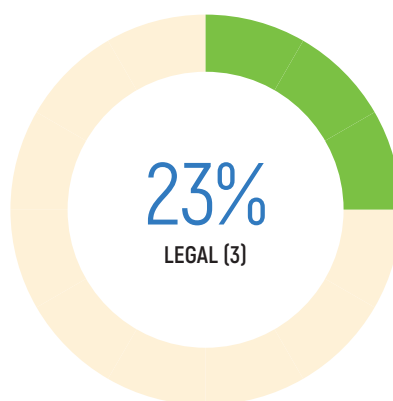
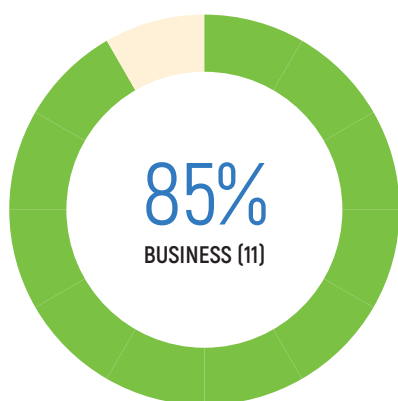
For the purpose of selecting the members of our Board, the Governance, Nomination and Sustainability Committee follows the Company’s Guidelines on the Search, Screening and Selection of Directors and Screening Checklist which contain, among others, the criteria and qualifications for directorship and a matrix on the skills, expertise and experience relevant to the responsibilities of the Board, and considers other relevant factors, such as conflict of interest and directorships and/or positions in other corporations. The process ensures that the selection of directors and independent directors is aligned with the Board Diversity Policy and the Company’s Vision, Mission, and strategic objectives.

2021 BOARD DIVERSITY FACTORS



DIRECTORS' PROFESSIONAL BACKGROUND

Several of our directors have professional background and business experience in more than one field.



DIRECTORSHIPS IN OTHER CORPORATIONS

Our Board adheres to a performance-based standard in determining whether directorships in other companies compromise the capacity of a director to serve or perform his or her duties and responsibilities to the Company diligently and efficiently. Differences in individual capabilities and the nature and demands of directorships in other companies are given due consideration in determining fitness and capacity to serve in our Board.

MEETINGS

Our Board meets, more or less, on a monthly basis, in accordance with the schedule of meetings that it sets at the end of the preceding year. Invariably, some of these meetings are devoted to the review and/or approval of the Company’s Vision and Mission, the strategic plans and budget, business operations updates, network and technology updates, capital expenditures and investments, risk management reports and sustainability programs. Once every quarter, our Board reviews the quarterly financial reports. The Board holds executive sessions with independent directors and non-executive directors, excluding executive directors, at least once a year and at such other times as the Board may deem necessary or appropriate. The Board held three executive sessions in 2021.

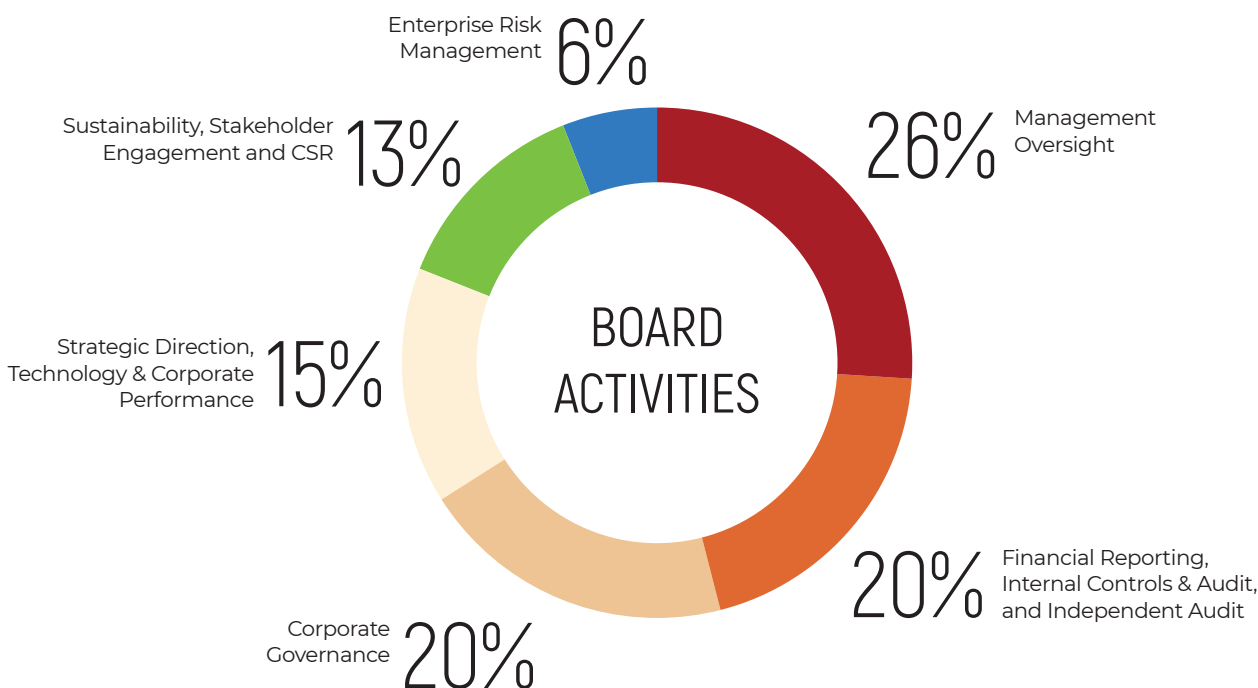
There were 12 Board meetings in 2021, eleven of which were regular Board meetings, and one organizational Board meeting. In each meeting, a quorum of at least two-thirds of the Board members, including at least one independent director, was present. All independent directors were present in the Annual Stockholders’ Meeting held on June 8, 2021. The respective Chairmen of the Audit; Governance, Nomination and Sustainability; Executive Compensation; Risk; Technology Strategy; and Data Privacy and Information Security Committees were likewise present in the said meeting.

Key agenda items in the 2021 Board meetings:

- Audited financial results for the year ended December 31, 2020
- 2021 Annual Budget, business strategies and initiatives
- Financial results for each quarter of 2021
- Dividend declarations
- Business updates
- Update on the impact of, and management response to, Covid-19
- Network projects and capital expenditures
- Equity and other securities transactions
- Annual Stockholders’ Meeting matters
- Appointment of members of the Advisory Board and Board Committees
- Appointment of the President and Chief Executive Officer; and appointment and promotion of other officers
- Appointment of the Lead Independent Director
- Reports of Board Committees
- Enterprise Risk Management Report
- Sustainability Report
- Preliminary Budget 2022
- Corporate Social Responsibility Projects

COMPENSATION

All our directors are entitled to a per diem of Php250 thousand for attendance in each Board meeting and Php125 thousand for attendance in each meeting of the Board Committees in which some of them are members. Save for our executive director, our directors do not receive stock options, performance incentives, bonuses or any other form of compensation from the Company.



ATTENDANCE IN 2021 BOARD MEETINGS AND ANNUAL STOCKHOLDERS' MEETING ("ASM")

Director	Designation	Board Meetings	ASM
Manuel V. Pangilinan	Non-executive Director	12/12	✓
Alfredo S. Panlilio ¹	Executive Director	7/7	✓
Bernido H. Liu	Independent Director	12/12	✓
Artemio V. Panganiban	Independent Director	12/12	✓
Pedro E. Roxas ²	Independent Director	5/5	✓
Bernadine T. Siy ³	Independent Director	7/7	✓
Manuel L. Argel, Jr.	Non-executive Director	12/12	✓
Helen Y. Dee	Non-executive Director	12/12	✓
Albert F. del Rosario	Non-executive Director	12/12	✓
Ray C. Espinosa	Non-executive Director	12/12	✓
James L. Go	Non-executive Director	12/12	✓
Shigeki Hayashi ⁴	Non-executive Director	6/8	✓
Junichi Igarashi ⁵	Non-executive Director	6/6	✓
Kazuyuki Kozu ⁶	Non-executive Director	6/6	-
Ma. Lourdes C. Rausa- Chan ⁷	Non-executive Director	5/5	✓
Naoki Wakai ⁸	Non-executive Director	4/4	-
Marife B. Zamora	Non-executive Director	12/12	✓

ATTENDANCE IN 2021 BOARD MEETINGS AND ANNUAL STOCKHOLDERS' MEETING ("ASM")

Name	Designation	Board Meetings	ASM
Oscar S. Reyes	Advisor	12/12	✓
Roberto R. Romulo ⁹	Advisor	12/12	✓
Benny S. Santoso	Advisor	12/12	✓
Orlando B. Vea	Advisor	12/12	✓
Christopher H. Young	Advisor	12/12	✓

¹ Elected in the Annual Stockholders Meeting on June 8, 2021

² Until the Annual Stockholders' Meeting on June 8, 2021

³ Elected in the Annual Stockholders Meeting on June 8, 2021

⁴ Until his resignation on August 25, 2021

⁵ Until his resignation on July 5, 2021

⁶ Elected on July 6, 2021 vice Mr. Junichi Igarashi

⁷ Until the Annual Stockholders' Meeting on June 8, 2021

⁸ Elected on August 26, 2021 vice Mr. Shigeki Hayashi

⁹ Until January 22, 2022; Mr. Roberto R. Romulo passed away on January 23, 2022

ATTENDANCE IN 2021 BOARD COMMITTEE MEETINGS

Board Committee Members	Audit (AC)	Governance, Nomination and Sustainability (GNSC) ¹	Executive Compensation (ECC) ²	Risk (RC)	Technology Strategy (TSC)	Data Privacy and Information Security (DPISC)
Manuel V. Pangilinan	-	3/4	3/3	-	7/8	4/4
Alfredo S. Panlilio ^{3,11}	-	-	-	-	4/4	4/4
Ma. Lourdes C. Rausa- Chan ⁴	-	3/4	-	-	-	-
Bernido H. Liu ⁵	8/8	4/4	3/3	6/6	-	4/4
Artemio V. Panganiban ⁵	8/8	4/4	3/3	6/6	-	-
Pedro E. Roxas ^{5,6}	4/4	1/1	1/1	2/2	-	-
Bernadine T. Siy ^{5,7}	4/4	3/3	2/2	4/4	-	-
Albert F. del Rosario	-	-	-	-	8/8	-
Ray C. Espinosa	-	-	-	-	8/8	4/4
James L. Go ¹²	8/8	-	-	6/6	8/8	-
Junichi Igarashi ^{8,12}	4/4	1/1	1/1	3/3	4/4	2/2
Kazuyuki Kozu ^{8,12}	4/4	3/3	2/2	3/3	4/4	2/2
Roberto R. Romulo ^{10,12}	8/8	-	-	-	-	-
Oscar S. Reyes ⁴	-	-	-	-	8/8	-
Orlando B. Veal ⁴	-	-	-	-	8/8	-
Corazon S. de la Paz Bernardo ¹²	8/8	-	-	-	-	-
Gina Marina P. Ordenez ⁴	-	4/4	3/3	-	-	-

¹ In lieu of meetings in March, June and December, the GNSC unanimously adopted written resolutions pursuant to Sections 4.1 (h) (iii) of its Charter.

² In lieu of meetings in March and December, the ECC unanimously adopted written resolutions pursuant to Sections 4.1 (h) (iii) of its Charter.

³ Appointed as a member of the Technology Strategy Committee on July 6, 2021

⁴ Non-voting member

⁵ Independent Director

⁶ Until June 8, 2021

⁷ Appointed as Chairman of the Audit Committee and as a member of the Governance, Nomination and Sustainability, Executive Compensation, and Risk Committees on June 8, 2021

⁸ Until his resignation on July 5, 2021

⁹ Appointed as a member of Governance, Nomination and Sustainability, Executive Compensation, Risk, Technology Strategy, and Data Privacy and Information Security Committees on July 6, 2021 vice Mr. Junichi Igarashi

¹⁰ Until January 22, 2022

¹¹ Data Privacy and Information Security Advisor

¹² Audit Committee Advisor

2021 BOARD REMUNERATION (PHP)

Directors	ASM & Board Meetings ¹	Board Committee Meetings	Total
Executive Directors			
Alfredo S. Panlilio ²	1,750,000	1,000,000	2,750,000
Ma. Lourdes C. Rausa- Chan ³	1,250,000	375,000	1,625,000
Independent Directors			
Bernido H. Liu	2,750,000	3,125,000	5,875,000
Artemio V. Panganiban	2,750,000	2,625,000	5,375,000
Pedro E. Roxas ³	1,250,000	1,000,000	2,250,000
Bernadine T. Siy ⁴	1,750,000	1,625,000	3,375,000
Non-executive Directors			
Manuel V. Pangilinan	2,750,000	2,125,000	4,875,000
Manuel L. Argel, Jr.	2,750,000	-	2,750,000
Helen Y. Dee	2,750,000	-	2,750,000
Albert F. del Rosario	2,750,000	1,000,000	3,750,000
Ray C. Espinosa	2,750,000	1,500,000	4,250,000
James L. Go	2,750,000	2,750,000	5,500,000
Shigeki Hayashi ⁵	1,250,000	-	1,250,000
Junichi Igarashi ⁶	1,250,000	1,875,000	3,125,000
Kazuyuki Kozu ⁷	1,500,000	2,250,000	3,750,000
Naoki Wakai ⁸	1,000,000	-	1,000,000
Marife B. Zamora	2,750,000	-	2,750,000
Total	35,750,000	21,250,000	57,000,000

¹ Only one per diem was given to directors for attendance in the Annual Stockholders' Meeting, Regular Meeting and Organizational Meeting on June 8, 2021.

² Elected in the Annual Stockholders Meeting on

June 8, 2021

³ Until the Annual Stockholders' Meeting on June 8, 2021

⁴ Elected in the Annual Stockholders Meeting on June 8, 2021

⁵ Until his resignation on August 25, 2021

⁶ Until his resignation on July 5, 2021

⁷ Elected on July 6, 2021 vice Mr. Junichi Igarashi

⁸ Elected on August 26, 2021 vice Mr. Shigeki Hayashi

TRAINING

For the orientation of new directors, the Chairman, President and CEO, Chief Financial Officer, Corporate Secretary and Chief Governance Officer give a briefing on the Company's structure, business, operating and financial highlights, responsibilities of the Board and its Committees and how each operates. The new director is furnished with copies of all relevant corporate documents, including the Company's Articles of Incorporation, By-Laws, Annual Report, CG Manual, Code of Ethics, and the Charters of the Board and Board Committees. Updates on business and governance policies and requirements principally from the Securities and Exchange Commission ("SEC"), Philippine Stock Exchange ("PSE"), US SEC, and New York Stock Exchange ("NYSE"), and new laws applicable or relevant to the Company and its business, particularly on financial reporting and disclosures and corporate governance, are presented in Board meetings and/or furnished to the directors.

The Board keeps abreast of industry developments, business trends and legal requirements relevant to the Company and its operations. Since 2007, the Company has been conducting Annual In-house Corporate Governance Enhancement Sessions ("ACGES") that provide an opportunity for leadership to engage in discussion with international and local experts on relevant topics, including emerging trends and technologies, new laws, and best business practices. In 2021, the Company conducted the ACGES for the Board and Management in collaboration with Philippine-based affiliate companies of First Pacific Company Ltd. on the topics: "Becoming Obsessed with the Customer" by Mr. John Rossman on September 17, 2021 ("ACGES 1"); and "Agile Leadership: A Conversation with Ms. Anna Wintour" on November 12, 2021 ("ACGES 2"). In PLDT, the ACGES 1 and 2 were attended by 100% of our Directors of the Board, Advisory Board/Committee and Board Committee Members and Advisors, and 75 and 83 of the Company's Officers in each of the ACGES sessions, respectively.

PERFORMANCE ASSESSMENT

Our directors take part in an annual assessment process which reviews and evaluates the performance of the whole Board, the Board Committees and the individuals that comprise these bodies. This process enables the Board to identify its strengths and areas for improvement and elicit individual director's feedback and views on the Company's strategies, performance and future direction. Each Board Committee also conducts an annual self-assessment of its performance.

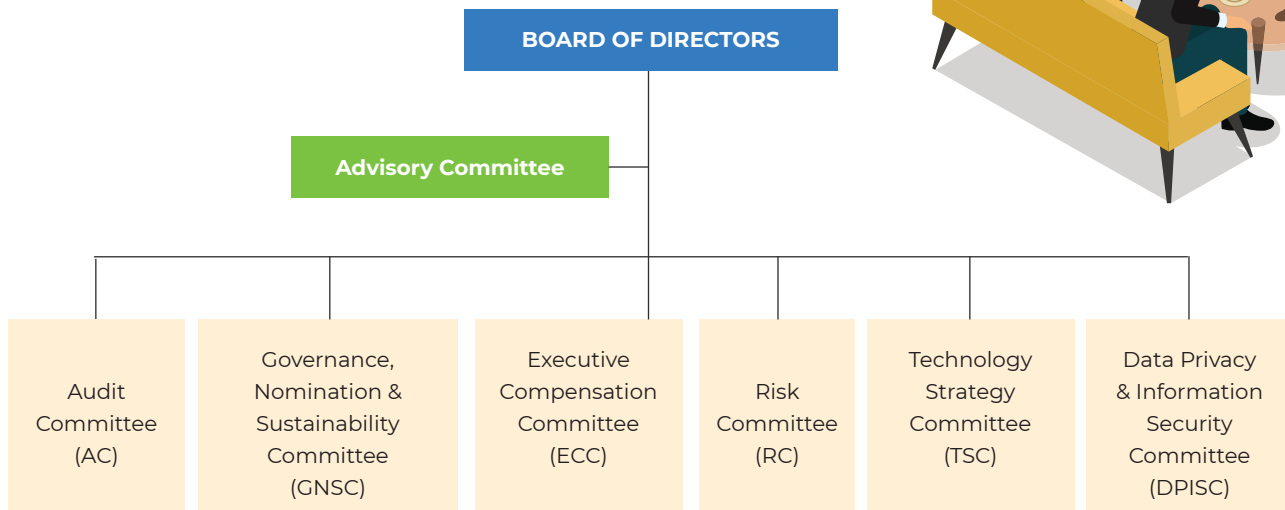
The Board Committees' self-assessment questionnaires contain the following criteria based on leading practices and principles on good governance: for the Board (i) Structure, Leadership, Roles and Responsibilities, Internal Control, Code of Conduct and other CG Policies, Independence, Stewardship, Resources, Internal Governance, Reporting and Disclosure, and Shareholder and other Stakeholder Engagement; for the Board Committees (ii) the respective purposes, functions and duties of the Committees; and for individual directors (iii) the specific duties and responsibilities of a director. On the other hand, the Board Committees' self-assessment questionnaires contain the following criteria: performance, compliance, and committee governance. The report on the results of the assessment process for the 2020 performance period was submitted to the directors in 2021.

Prospectively, the annual self-assessment shall, as practicable, be supported by an external facilitator every three years and allow for a feedback mechanism for stockholders, to conform with the recommendation in the CG Code for PLCs.



BOARD COMMITTEES

To aid in ensuring compliance with the principles of good corporate governance, our Board has constituted the following Board Committees: Audit; Governance, Nomination and Sustainability; Risk; Executive Compensation; Technology Strategy; and Data Privacy and Information Security.



ADVISORY BOARD/COMMITTEE

Our Board is supported by an Advisory Board/Committee that provides guidance and suggestions, as necessary, on matters deliberated upon during Board meetings. Our Advisory Committee is composed of Mr. Benny S. Santoso, Mr. Orlando B. Vea, Mr. Christopher H. Young, Mr. Oscar S. Reyes, and until January 22, 2022, Mr. Roberto R. Romulo¹.

PLDT's other Board Committees, namely Audit; Governance, Nomination and Sustainability; Executive Compensation; Risk; Technology Strategy; and Data Privacy and Information Security Committees assist the Board in the performance of its functions and responsibilities. The respective charters of the Board Committees provide that each shall have the necessary resources and authorities to discharge their responsibilities, including obtaining external legal or professional advice.

AUDIT COMMITTEE ("AC")

Composition. Our AC is composed of three members, all of whom are independent directors, and four advisors. The AC members are: Retired Supreme Court Chief Justice Artemio V. Panganiban, Mr. Bernido H. Liu and Ms. Bernadine T. Siy, who is the Chairman. The AC advisors include Mr. Kazuyuki Kozu² and Mr. James L. Go, who are non-executive directors, Ms. Corazon S. de la Paz-Bernardo, a former member of our Board, and until January 22, 2022, Mr. Roberto R. Romulo, a member of our Advisory Board/Committee. All the members of our AC are financially literate, and Ms. de la Paz-Bernardo has expertise in accounting and financial management. She is a former Chairman and Senior Partner of Joaquin Cunanan & Company, now Isla Lipana & Co., a member firm of Pricewaterhouse Coopers (PwC).

Functions. The AC assists the Board in fulfilling its oversight responsibility for: (i) the integrity of the Company's accounting and financial reporting principles and policies, and system of internal controls, including the integrity of financial statements ("FS") and the independent audit thereof; (ii) the Company's compliance with legal and regulatory requirements; (iii) the Company's audit process; and (iv) the performance of the Internal Audit organization and the external auditors (including the external auditors' qualifications and independence). For efficiency, the Board has determined that in lieu of creating a distinct Related Party Transactions (RPT) Committee, the AC's functions shall include the review of material RPTs and significant unusual transactions, in accordance with the materiality threshold set in the Material Related Party Transactions Policy and the Guidelines on the Proper Handling of RPTs or by the Board. The purposes, duties and powers of the AC are set forth in its charter.

The charter of the AC may be viewed and downloaded from the PLDT website through the QR code:



Activities. The PLDT AC held a total of eight joint meetings with the Audit Committees of Smart Communications, Inc. ("Smart") and Digital Telecommunications Philippines, Inc. ("DTPI"). The joint meetings of the PLDT, Smart, and DTPI Audit Committees covered a variety of topics including the approval of the Group-wide Internal Audit ("IA") Plan for 2021. The AC likewise discussed, reviewed and noted the comprehensive reports of the PLDT Group Internal Audit Head on various topics, including service order conversion (application to activation), installation standards compliance, receivables management, IT

¹ Mr. Roberto R. Romulo passed away on January 23, 2022.

² Mr. Kazuyuki Kozu was appointed as Advisor to the Audit Committee on July 6, 2021 vice Mr. Junichi Igarashi.

managed services and privileged access management, among others. The AC discussed and noted the reports by IA on its Sarbanes-Oxley Act Section 404 ("SOX 404") year-round activities in coordination with Finance and the Control Owners across the PLDT Group. In line with initiatives to streamline processes and ensure continuous improvements, the AC also discussed and noted the results of: (i) IA's External Quality Assurance Review, and (ii) the SOX 404 compliance program ("Project WinSOX"). As part of IA's initiatives to strengthen the culture of ownership and accountability across the PLDT Group, the AC likewise regularly monitored and received updates on Project OWN's key accomplishments such as the timely remediation of audit issues and the conduct of ownership culture-building trainings during the year together with People Group.

The AC reviewed, with the Chief Financial Officer ("CFO") and the PLDT Group Controller, the quarterly financial results, accounting policies, new accounting standards and their impact to the PLDT Group, and management's estimates and judgments. The AC also discussed with them the Company's 2020 Annual Reports on Form 17-A for the Philippine Securities and Exchange Commission, and on Form 20-F for the U.S. SEC. The AC recommended to the Board the reappointment of SyCip, Gorres, Velayo & Co. ("SGV") as the external auditor for the Company and its subsidiaries for 2021. It approved SGV's various audit and non-audit engagements; and verified that such non-audit services would not compromise its independence. The AC discussed with SGV their plan and status reports for the integrated audit of the FS for 2021 and the effectiveness of internal controls over financial reporting ("ICFR"). It also approved SGV's report on the results of the integrated audit of the FS and the effectiveness of ICFR for 2020.

In 2021, the AC reviewed and approved all Related Party Transactions discussed and endorsed by the CFO. The AC also reviewed the Corporate Governance Office's status reports on complaints received pursuant to the Company's Expanded Whistleblowing Policy. It also confirmed the continued validity of the AC Charter and the IA Charter until its next review in 2022. The AC likewise invited the Chief Data Privacy Officer, the Chief Information Officer, the Chief Legal Counsel, the concerned Heads of the Network Group, the concerned Heads of the Digital Office, the concerned Heads of Consumer Business Home, and the concerned Heads of the Finance Group to provide updates on risk mitigations or remediations for the noted audit items.

GOVERNANCE, NOMINATION AND SUSTAINABILITY COMMITTEE ("GNSC")

Composition. Our GNSC is composed of five voting members, all of whom are members of our Board of Directors, and three non-voting members. Three of the voting members are independent directors, namely, Retired Supreme Court Chief Justice Artemio V. Panganiban, Ms. Bernadine T. Siy and Mr. Bernido H. Liu, and two are non-executive directors, namely, Mr. Kazuyuki Kozu and Mr. Manuel V. Pangilinan, who is the Chairman. The non-voting members are the Chief Governance Officer, the Chief People Officer and the Chief Sustainability Officer.

Functions. The GNSC assists the Board in the performance of its functions to: (i) establish the Company's corporate

governance framework, principles and policies and oversee their implementation and the implementation of continuing education and communication programs on good governance; (ii) develop and implement the Board's performance evaluation process, as well as the evaluation process for the annual review of Board Committees and individual directors' performance; (iii) review and evaluate the qualifications of the persons nominated to the Board and to other positions requiring appointment by the Board; (iv) identify persons qualified to become members of the Board and/or the Board Committees; (v) make an assessment of the effectiveness of the Company's nomination and selection process for the Board and Board Committees; (vi) establish the Company's sustainability strategy, framework, program, policies and oversee their implementation; and (vii) oversee the Company's social investments and commitments to making meaningful impact to communities. The purposes, duties and powers of the GNSC are set forth in its charter.

The charter of the GNSC may be viewed and downloaded from the PLDT website through the QR code:



Activities. The GNSC held four meetings in 2021. In lieu of meetings in March, June and December, the GNSC unanimously adopted written resolutions pursuant to Sections 4.1 (h) (iii) of its Charter. The GNSC's activities pursuant to its oversight function on governance-related matters included the following:

- On policy review and development, in line with the periodic review of Company policies, the GNSC reviewed the (i) Policy on Gifts, Entertainment and Sponsored Travel, (ii) Policy on Gift-Giving Activities, (iii) Expanded Whistleblowing Policy ("EWB"), and (iv) Supplier/Contractor Relations Policy. The GNSC determined that the said policies remain to be compliant with applicable law, regulations and best practices and are appropriate for the Company and approved the recommendation to continue to strengthen the implementation of the said policies. The GNSC likewise discussed PLDT's Integrated Annual Corporate Governance Report that was submitted to the SEC and PSE in compliance with the CG Code for PLCs and related SEC and PSE memorandum circulars.
- On education and communication, the GNSC provided guidance on and approved the topics, speakers and the content of PLDT's Annual Corporate Governance Enhancement Session for Directors and Officers. The topics in 2021 were Becoming Obsessed with the Customer by Mr. John Rossman, former Amazon executive, expert on digital disruption, Innovation & IoT, and author of the book series "The Amazon Way"; and Agile Leadership: A Conversation with Ms. Anna Wintour. Ms. Wintour is Vogue's Global Editorial Director and is Chief Content Officer of Condé Nast. The GNSC likewise reviewed and approved PLDT's Corporate Governance Report for 2020.
- On compliance and enforcement, the GNSC noted the implementation of PLDT's EWB Policy and the monitoring of cases or reports, including those endorsed to line management for handling. The GNSC also noted the EWB reports of PLDT subsidiaries, Smart Communications, Inc. ("SMART"), PLDT Global

¹ Mr. Kazuyuki Kozu was appointed as a member of the Governance, Nomination and Sustainability Committee on July 6, 2021 vice Mr. Junichi Igarashi.

Corporation (“PGC”), ePLDT, Inc. (“ePLDT”), Digital Telecommunications Philippines, Inc. (“DTPI”) and Digitel Mobile Philippines, Inc. (“DMPI”). It likewise reviewed and noted or approved, as applicable, the Conflict of Interest (“COI”) disclosures and the appropriate risk mitigation plans of PLDT key employees. PLDT and SMART have recorded a 100% COI compliance rate for the covered year and will make available to the employees a new COI disclosure facility in 2022. The GNSC also assisted in implementing the Board Performance Assessment for 2020 performance, which included the performance evaluation of the Board Committees and individual directors.

- The GNSC’s activities pursuant to its oversight function on nomination-related matters included the following: (i) pre-screened candidates nominated to become Directors and the qualifications of candidates for Independent Directors and submitted to the Board the final list of qualified Director and Independent Director nominees for election at the 2021 Annual Stockholders’ Meeting; (ii) screened and recommended to the Board the appointment of a Lead Independent Director; and reviewed and confirmed People Group’s evaluation of the qualifications of officers, including the new PLDT President and CEO, and recommended their appointment or re-appointment as such at the 2021 Organizational Meeting of the Board of Directors; (iii) reviewed and confirmed People Group’s evaluation of proposed appointments of new officers and promotions to officer rank for approval by the Board; (iv) pre-screened director candidates nominated to fill subsequent vacancies in the Board; and (v) noted the People Group’s proposed reorganization anchored on the Company’s future mode of operation.
- The GNSC’s activities pursuant to its oversight function on sustainability-related matters included the following: discussed and noted reports on: PLDT Group’s Sustainability framework, guiding principles and pillars; the results of the World Benchmarking Alliance assessment, with PLDT ranking fourth in the 2020 digital inclusion benchmark, results of S&P Global Ratings, and PLDT’s participation in various discussions, including the 2020 Sustainability Accounting Standards Board Corporate-Investor Dialogue; preparation of PLDT’s Sustainability Report for 2021; and plans to establish carbon emissions target reduction for the PLDT Group under the science-based targets initiative. The GNSC likewise discussed and noted the report on Sustainability at PLDT: Corporate Sustainability Office, environmental, social and governance (“ESG”) Goals, and Sustainability Roadmap; the Company’s Sustainability Progress Report, including initiatives on the use of new technologies such as carbon fiber (towers) and fuel cell technology (gensets), inclusion of renewables in the energy mix of e-PLDT for the data centers, use of solar panels in various PLDT and e-PLDT facilities, construction of catchment structures to collect rainwater, protection of children from online abuse, and other programs in the areas of e-waste, education, peatland conservation, digital inclusion of farmers and students in remote areas, sustainability reporting for the year 2021 and crafting the decarbonization roadmaps for the MVP group of companies, aligned with greenhouse gas emissions

reduction targets and commitments. The GNSC likewise reviewed and approved PLDT’s Sustainability Report for 2020.

EXECUTIVE COMPENSATION COMMITTEE (“ECC”)

Composition. Our ECC is composed of five voting members, all of whom are members of our Board of Directors, and one non-voting member. Three of the voting members are independent directors, namely, Retired Supreme Court Chief Justice Artemio V. Panganiban, Ms. Bernadine T. Siy and Mr. Bernido H. Liu, and two are non-executive directors, namely, Mr. Kazuyuki Kozu⁴ and Mr. Manuel V. Pangilinan, who is the Chairman. The non-voting member is the Chief People Officer.

Functions. The ECC assists the Board in the performance of its functions to: (i) oversee the development of a compensation philosophy or policy consistent with the strategy, culture and control environment of PLDT; (ii) oversee the development and administration of PLDT’s executive compensation programs, including long term incentive plans and equity-based plans for officers and executives; (iii) oversee the development and administration of the Company’s performance management framework to monitor and assess the performance of Management; (iv) review the succession plan for officers, including the CEO; and (v) oversee the development and implementation of professional development programs for officers. The purposes, duties and powers of the ECC are set forth in its charter.

The charter of the ECC may be viewed and downloaded from the PLDT website through the QR code:



Activities. The ECC held three meetings in 2021. In lieu of meetings in March and December, the GNSC unanimously adopted written resolutions pursuant to Sections 4.1 (h) (iii) of its Charter. Its activities for the year included the review and/or approval of the following: (i) updates on the Company’s Talent Strategy and the different programs and initiatives on talent acquisition and development, including critical talent acquisition in line with the Company’s transformation initiatives; (ii) Management’s proposed differentiated rewards strategy anchored on talent segmentation and tailor-fitted rewards for different talent categories; (iii) impact of the pandemic on flexible work arrangements; (iv) Management’s proposed job levelling system; (v) Management’s proposed pay scale aligned to the Company’s Rewards Program; (vi) Management’s proposal on the Company’s Short-Term Incentive Plan (“STIP”), Transformation Incentive Plan (“TIP”) and a new Long Term Incentive Plan (“LTIP”).

RISK COMMITTEE (“RC”)

Composition. Our RC is composed of five voting members, all of whom are members of our Board of Directors. Three of the voting members are independent directors, namely, Ms. Bernadine T. Siy, Mr. Bernido H. Liu and Retired Supreme Court Chief Justice Artemio V. Panganiban, who is the Chairman. Two voting members are non-executive directors, namely, Mr. Kazuyuki Kozu⁵ and Mr. James L. Go.

⁴ Mr. Kazuyuki Kozu was appointed as a member of the Executive Compensation Committee on July 6, 2021 vice Mr. Junichi Igarashi.

⁵ Mr. Kazuyuki Kozu was appointed as a member of the Risk Committee on July 6, 2021 vice Mr. Junichi Igarashi.

Functions. The RC assists the Board in the performance of its functions to: (i) oversee Management's adoption and implementation of a system for assessing, monitoring and managing key risk areas; (ii) review Management's reports on the Company's major risk exposures; and (iii) review Management's plans and actions to minimize, control or manage the impact of such risks. The purposes, duties and powers of the RC are set forth in its charter.

The charter of the RC may be viewed and downloaded from the PLDT website through the QR code:



Activities. The RC held six meetings in 2021. Its activities for the year included the following: (i) review of the PLDT Group Top Risks as identified by the Management Team; (ii) review and monitoring of progress on the rollout of the Enhanced Enterprise Risk Management Framework with the Head of the PLDT GRMD; (iii) review and endorsement of the renewal of the Property Insurance Policy and Cyber Insurance Policy with the Center Head for Insurance; (iv) revision of the Risk Committee Charter; (v) discussion on the framework for managing reputational risk; and (vi) review and discussion with Heads and relevant officers of the risk profiles of the (a) Regulatory and Strategic Affairs Unit, (b) Digital Office, (c) People Group, (d) Customer Experience Group, (e) Revenue Group, (f) Business Continuity and Resiliency Office, (g) Cyber Security Operations Group, (h) Privacy Office, (i) Supply Chain Management and Administration, (j) Corporate Affairs and Legal Services Group, (k) Network Group, (l) Information Technology Sector, and (l) Finance.

TECHNOLOGY STRATEGY COMMITTEE ("TSC")

Composition. Our TSC is composed of six voting members and two non-voting members. The six voting members are non-executive directors Mr. Manuel V. Pangilinan, who is the Chairman, former Ambassador Albert F. del Rosario, Atty. Ray C. Espinosa, Mr. James L. Go, Mr. Kazuyuki Kozu⁶, and Mr. Alfredo S. Panlilio⁷; and the two non-voting members are Mr. Oscar S. Reyes and Mr. Orlando B. Veal, who are members of our Advisory Board/Committee.

Functions. The TSC assists the Board in the performance of its functions to: (i) review and approve the strategic vision for the role of technology in PLDT's overall business strategy, including the technology strategy and roadmap of PLDT; (ii) fulfill its oversight responsibilities for PLDT's effective execution of its technology-related strategies; and (iii) ensure the optimized use and contribution of technology to PLDT's business and strategic objectives and growth targets. The purposes, duties and powers of the TSC are set forth in the TSC Charter.

A copy of the charter of the TSC may be viewed and downloaded from the PLDT website through the QR code:



Activities. The TSC held eight meetings in 2021. Its activities included review and discussion, together with the Technology Group and Management, and where appropriate, endorsement to the Board for approval, of the following: (i) technology budget items; (ii) status of the network; (iii) technology strategies, programs, projects,

initiatives and plans, including, among others, the transport fiber optic cable program; and (iv) projects in support of business operations including, among others, the consolidated device buying plan.

DATA PRIVACY AND INFORMATION SECURITY COMMITTEE ("DPISC")

Composition. Our DPISC is composed of four voting members and an advisor. The four voting members are non-executive directors Mr. Manuel V. Pangilinan, who is the Chairman; Atty. Ray C. Espinosa; Mr. Kazuyuki Kozu⁸; and independent director, Mr. Bernido H. Liu. Its advisor is Mr. Alfredo S. Panlilio

Functions. The DPISC assists the Board in the performance of its functions to (i) promote and foster a culture of data privacy and information security governance; (ii) review and approve the Company's strategic plans on data privacy and information security; (iii) ensure accountability for compliance with regulatory standards and best practices on data privacy and information security; and (iv) oversee Management's adoption and implementation of a system for identifying, assessing, monitoring and managing enterprise-wide data privacy and information security risks, including its framework, structure, policies, standards, and processes. The purposes, duties and powers of the DPISC are set forth in its charter.

A copy of the charter of the DPISC may be viewed and downloaded from the PLDT website through the QR code:



Activities. In 2021, the DPISC became fully operational after having been established in November 2020. The PLDT DPISC is the first—and, to date, the only—Board Committee on privacy and information security among publicly-listed companies in the Philippines. The DPISC underscores the Company's recognition of its duty as a responsible steward of the data of its stakeholders.

The Committee met four times in 2021 and discussed the emerging risks in privacy and information security and the trends in regulatory approaches and global best practices in addressing such risks. The Chief Information Security Officer and Chief Data Privacy Officer also kept the Committee abreast of key privacy and security breaches across the globe that had an impact on the Philippines and the Company. The Committee, on the other hand, provided strategic guidance to the Chief Information Security Officer and Chief Data Privacy Officer.



⁶ Mr. Kazuyuki Kozu was appointed as a member of the Technology Strategy Committee on July 6, 2021 vice Mr. Junichi Igarashi.

⁷ Mr. Alfredo S. Panlilio was appointed as a member of the Technology Strategy Committee on July 6, 2021.

⁸ Mr. Kazuyuki Kozu was appointed as a member of the Data Privacy and Information Security Committee on July 6, 2021 vice Mr. Junichi Igarashi.

MANAGEMENT

Our Board exercises oversight on Management in accordance with the standards set forth in our CG Manual. The roles of Management and other offices involved in ensuring implementation of the corporate governance policies and requirements are discussed below.

President and CEO. The President and CEO has general care, management and administration of the business operations of the Company. He ensures that the business and affairs of the Company are managed in a sound and prudent manner and that operational, financial and internal controls are adequate and effective to ensure reliability and integrity of financial and operational information, effectiveness and efficiency of operations, safeguarding of assets and compliance with laws, rules, regulations and contracts. He provides leadership for Management in developing and implementing business strategies, plans and budgets to the extent approved by the Board. In order to enable the members of the Board to properly fulfill their duties and responsibilities, the CEO provides the Board with a balanced and understandable account of the Company's performance, financial condition, results of operations and prospects on a regular basis. He directs Management to provide the Board/directors with adequate and timely information about the matters to be taken up in their Board meetings. He likewise ensures that the directors have independent access to Management. The President and CEO communicates and implements the Company's Vision, Mission, Values and overall strategy and promotes the appropriate enhancement in the organization or its stakeholder engagement in relation to the same. The President and CEO likewise serves as the link between internal operations and external stakeholders. Headed by the President and CEO, Management formulates, under the oversight of the Audit Committee, financial reporting and internal control systems, rules and procedures. On June 8, 2021, the Board appointed Mr. Alfredo S. Panlilio as President & CEO at the Organizational Board meeting held virtually immediately following the Company's Annual Stockholders' Meeting. Other duties of the President are set forth in the CG Manual.

Corporate Secretary. The Corporate Secretary assists the Board in the conduct of its meetings, including the preparation of the schedule and agenda of Board meetings, and ensures that all Board procedures, rules and regulations are observed by the directors, and Management provides the Board with complete and accurate information necessary for judicious decision making. The Corporate Secretary is responsible for the safekeeping and preservation of the integrity of the minutes of the meetings of the Board and Board Committees, as well as other official records of the Company, and contributes to the flow of information between the Board and Management, the Board and its Committees, and the Board and the Company's stakeholders, including stockholders.

Internal Audit Organization. Our Internal Audit organization determines whether the Company's structure of risk management, control and governance processes are adequate and functioning, and provides reasonable assurance that, among others, significant financial, management, and operating information are accurate, reliable and timely and employees' actions are in compliance with policies, standards, procedures, and applicable laws and regulations. It provides a systematic and disciplined approach to the evaluation

and improvement of the effectiveness of such processes. Internal audit examinations cover, at the minimum, the evaluation of the adequacy and effectiveness of controls covering the Company's financial reporting, governance, operations and information systems, including the reliability and integrity of financial and operational information, effectiveness and efficiency of operations, protection of assets, and compliance with laws, rules, regulations and contracts. The internal audit organization complies with the International Standards for the Professional Practice of Internal Auditing.

The Chief Audit Officer/Internal Audit Head oversees and is responsible for the internal audit activities of the Company, including any portion thereof that is outsourced to a third-party service provider. He reports functionally to the AC and administratively to the President and CEO. In the discharge of his duties, the Chief Audit Officer/Internal Audit Head is required to provide annually, an assessment on the adequacy and effectiveness of the Company's processes for controlling activities and managing risks; report significant issues related to the processes of controlling activities, including potential improvements to such processes, as well as provide information concerning such issues; and periodically provide information on the status and results of the annual internal audit plan and the sufficiency of our internal audit organization's resources. Other duties of the Chief Audit Officer/Internal Audit Head are set forth in the CG Manual.

External Auditor. The Company's external auditor is appointed by the AC which reviews its qualifications, performance and independence. To ensure objectivity in the performance of its duties, the external auditor is subject to the rules on rotation and change, every five years; general prohibition on hiring by the Company of the external auditor's staff; and full and appropriate disclosure to, and prior approval by the AC of all audit and non-audit services and related fees. Approval of non-audit work by the external auditor is principally tested against the standard of whether such work will conflict with its role as an independent auditor or would compromise its objectivity or independence as such. Our external auditor is SGV & Co., a member practice of EY.

Chief Governance Officer. The primary responsibilities of the Chief Governance Officer include monitoring compliance with the provisions and requirements of corporate governance laws, rules and regulations, reporting violations and recommending the imposition of disciplinary actions, and adopting measures to prevent the repetition of such violations. The Chief Governance Officer assists the Board and the GNSC in the performance of their governance functions. Under the supervision and direction of the Chief Governance Officer, the Corporate Governance Office assists in the implementation of the corporate governance policies adopted by the Board.

Chief Risk Management Officer. The Chief Risk Management Officer ("CRMO") is tasked to: (i) plan the overall strategy of the different risk management units of the PLDT Group; (ii) review individual risk management activities and controls of the operational units; (iii) review internal and external factors that can negatively affect the PLDT Group risk profile; (iv) influence, and when necessary, challenge material risk decisions and initiatives; (v) monitor to ensure that risks are within the bounds of

the risk appetite of the PLDT Group; and (vi) review and escalate risks to the Top Management Team, the Risk Committee and the Board, as necessary, advising them on requisite actions.

Group Enterprise Risk Management Department (“GRMD”). The GRMD provides support to the CRMO by implementing an integrated risk management program with the goal of identifying, analysing and managing the PLDT Group’s risks to an acceptable level in order to enhance opportunities, reduce threats, and sustain competitive advantage. The implementation of the enterprise risk management (“ERM”) process ensures that critical risks are well understood and effectively managed across all functions and units within the PLDT Group. This is achieved through the operationalisation of the Enterprise Risk Management Framework (“ERMF”), a standardised approach to risk identification, assessment and management. The ERMF is aligned to the ISO 31000 Risk Management Standard, COSO’s Enterprise Risk Management Framework, risk considerations found in the S&P Global Corporate Sustainability Assessment, and GRI Standards. The GRMD manages execution of the Three Lines of Defense Model to ensure that all layers of the organization contribute to managing enterprise risks through the implementation of identified controls and mitigation strategies. The GRMD facilitates the risk assessment exercise of the Management Committee, implements activities to build an effective culture of risk across the organization, and communicates and reports significant risk exposures, including business risks, control issues and risk mitigation plans to the Risk Committee. The GRMD Head supervises the ERM process and spearheads the development, implementation, and improvement of ERM processes and documentation, and communicates the top risks and status of implementation of risk management strategies and action plans to the CRMO, Chief Executive Officer, and the Risk Committee.

Chief Sustainability Officer. The Chief Sustainability Officer (“CSO”) heads the Sustainability Office and assists the President and Chief Executive Officer and the Board in overseeing the Company’s overall sustainability strategy and its implementation to ensure that the Company’s conduct of business gives due importance to people, profit and planet.

Chief Data Privacy Officer. The Chief Data Privacy Officer (“CDPO”) heads the Privacy Office and is tasked to (i) ensure the PLDT Group’s compliance with data privacy laws, regulations, and best practices; (ii) provide direction to and coordinate closely with PLDT Group business units to ensure effective implementation of data privacy strategies including policies, procedures, processes, and compliance review; and (iii) collaborate with data protection authorities on behalf of the PLDT Group.

Chief Information Security Officer. The Chief Information Security Officer (“CISO”) heads the Cyber Security Operations Group and is tasked to (i) improve, develop and implement information and cybersecurity-related policies, processes and technologies; (ii) ensure compliance with applicable laws, regulations and standards; (iii) manage cybercrime related cases; (iv) collaborate with government and other private entities in the campaign against cyber threats and/or cybercrimes foreign and domestic; and (v) ensure alignment of all PLDT Group companies on information and cybersecurity-related practices.

POLICIES & PRACTICES

PLDT follows the corporate governance and sustainability standards prescribed by Philippine law or recommended under rules and regulations of the SEC and the PSE. As a foreign private issuer with American Depositary Shares listed and traded in the NYSE, PLDT also complies with governance standards laid out in the relevant laws of the US and rules and regulations of the US SEC and NYSE. Being an associated company of First Pacific Company Ltd., a company listed in the Hong Kong Stock Exchange, PLDT also benchmarks with the governance standards of Hong Kong.

Corporate Governance Framework. PLDT’s corporate governance framework is embodied in the integrated system of governance structures, policies and processes set forth in PLDT’s Articles of Incorporation, By-Laws, Manual on Corporate Governance, Code of Business Conduct and Ethics and Corporate Social Responsibility Statement. Our business principles are embodied in implementing policies including the Supplier/Contractor Relations Policy, Conflict of Interest Policy, Expanded Whistleblowing Policy, Policy on Gift-Giving Activities, Policy on Gifts, Entertainment and Sponsored Travel, Material Related Party Transactions Policy, Guidelines on Related Party Transactions, and Disclosure Rules, among others. The Company promotes a culture of good corporate governance through the implementation of these corporate governance policies, including the CG Manual, Code of Ethics and related policies. PLDT’s key subsidiaries have adopted corporate governance rules and policies similar in substance and form to the foregoing corporate governance policies and suited to their particular business environments and contexts and appointed their respective corporate governance or compliance officers.

All corporate governance policies of the Company are reviewed at least once every two years to ensure that they are appropriate for PLDT, benchmarked with global best practices, and compliant with applicable law and regulations. In 2021, PLDT’s Board of Directors acting through its Governance, Nomination and Sustainability Committee, reviewed the Company’s Policy on Gifts, Entertainment and Sponsored Travel, Policy on Gift-Giving Activities, Expanded Whistleblowing Policy, and Supplier/Contractor Relations Policy, and determined that these policies remain compliant with applicable law, regulations and best practices and are appropriate for the Company.

Manual on Corporate Governance (“CG Manual”).

Our CG Manual defines our corporate governance framework and structure. Supplementary to PLDT’s Articles of Incorporation and By-Laws, it assigns and delineates functions and responsibilities, and entrusts powers, authorities and resources for the execution of such functions and responsibilities. The CG Manual provides, among other matters, the composition and responsibilities of the Board, the Company’s duties towards its shareholders in general, its minority shareholders and its other stakeholders, and the Company’s obligation to comply with applicable disclosure rules.

A copy of the CG Manual can be found at the PLDT website through the QR code:



Code of Business Conduct and Ethics (“Code of Ethics”).

Our Code of Ethics defines the Company’s corporate governance principles of Integrity, Accountability, Transparency and Fairness, which the Company shall observe in the conduct of its business. It sets the governance and ethical standards that shall govern and guide all business relationships of the Company, its directors, officers and employees.

A copy of the Code of Ethics is found at the PLDT website through the QR code:



The implementation of the Code of Ethics is reinforced by enabling policies such as the Supplier/Contractor Relations Policy; Expanded Whistleblowing Policy; Gifts, Entertainment and Sponsored Travel Policy; and Policy on Gift-Giving Activities which, in conjunction with the Code of Ethics, embodies the Company’s anti-corruption policy.

Conflict of Interest Policy (“COI Policy”). This policy enjoins PLDT’s directors, employees and consultants to promptly disclose conflict of interest situations to the relevant authorities. If warranted, the person concerned should obtain appropriate approvals and inhibit from any action, transaction or decision involving an existing or potential conflict of interest. The Company has established an online conflict of interest disclosure system to facilitate the immediate disclosure of conflicts of interest.

Material Related Party Transactions (“MRPT”) Policy and Guidelines on the Proper Handling of Related Party Transactions (“RPT Guidelines”).

The Policy provides the processes, controls and safeguards for the proper handling of related party transactions, including review, approval and disclosure, consistent with applicable laws and regulations. The MRPT Policy applies to related party transactions that meet the Materiality Threshold as therein defined and covers PLDT and the PLDT Group. On the other hand, related party transactions that are below the Materiality Threshold in the MRPT Policy are covered by the RPT Guidelines. The RPT Guidelines provides the process of review, approval and disclosure of the Company’s RPTs that are subject to review and approval by the designated authorities. The review’s principal focus is whether an RPT is on arm’s length terms and in the best interest of PLDT and its shareholders as a whole, considering all relevant circumstances. MRPTs are reviewed by the Audit Committee, which is composed entirely of independent directors, and subject to approval by the Board. The Head of Financial Reporting and Controllership Sector, in coordination with the Company’s Disclosure Committee, is responsible for the disclosure of RPTs in the relevant financial reports of the Company as required under Philippine Accounting Standard 24, Related Party Disclosures, and other applicable disclosure requirements.

Policy on Gifts, Entertainment and Sponsored Travel (“Gifts Policy”).

The Gifts Policy provides safeguards in the receipt and acceptance of gifts given by third parties to ensure that such gifts would not affect the objective, independent or effective performance by directors, officers and employees of their duties to the Company. The Company has established an online Gifts disclosure system to facilitate the immediate disclosure of offers or receipt of Gifts from Third Parties.

Policy on Gift-Giving Activities (“Gift-Giving Policy”).

PLDT’s Gift-Giving Activities, which, together with the Code of Ethics, embodies the Company’s anti-corruption policy, prohibits direct and indirect bribery and corrupt practices in compliance with applicable laws and regulations. The Gift-Giving Policy provides guidance and procedural safeguards with respect to gift-giving activities to government officials and employees and to business partners, for or on behalf of the Company. The Policy seeks to ensure that such activities are compliant with applicable laws, respectful of the intended recipient’s gifts policy, and consistent with PLDT’s core values and policies. For the effective implementation of the anti-corruption policy: (a) the Gift-Giving Policy provides specific guidance, procedural safeguards and internal controls pertaining to the offering or giving of gifts which are prohibited or those which are regulated by law; (b) its implementation is reinforced by related policies such as the Company’s Corporate Governance Guidelines for Suppliers which prohibits bribery in connection with business transactions involving the Company and its suppliers, as well as Company policies on gifts, entertainment and sponsored travel, whistleblowing, supplier relations and conflict of interest; and (c) it is carried out through appropriate monitoring and preventive measures, which include internal controls, training and communication programs, whistleblowing facilities, third party due diligence and enforcement mechanisms.

Supplier/Contractor Relations Policy. This Policy establishes clear rules for arm’s length transactions and fair treatment of prospective and existing suppliers. The Policy specifically adopts the processes of vendor accreditation and competitive bidding as the general rule to ensure that contracts are awarded only to qualified and duly accredited vendors who offer the best value for money for PLDT’s requirements.

Expanded Whistleblowing Policy (“EWB Policy”).

This Policy provides guidelines on handling employee disclosures or complaints regarding (i) violations of corporate governance rules, including the aforementioned CG policies; (ii) questionable accounting and auditing matters; and (iii) violations or offenses (other than those in (i) and (ii) above) covered by the Company’s Human Resources Manual. The EWB Policy protects whistleblowers and witnesses from retaliation, and to ensure confidentiality and fairness in the handling of a disclosure or complaint, PLDT maintains a Whistleblowing Helplines and other reporting facilities, such as a dedicated electronic mailbox, special contact number, post office box and facsimile transmission system. All employees and stakeholders who come forward in good faith to report violations or any act that may be considered as contrary to the Company’s values may submit a disclosure or complaint regarding such violation to the Corporate Governance Office located at the 4/F Makati General Office Building, de la Rosa corner Legaspi Streets, Makati City or via electronic mail at CGOHotline@pldt.com.ph. In Smart, disclosure or complaints may be reported to governancematters@smart.com.ph. Anonymous disclosures or complaints are allowed and duly processed, subject to certain conditions. In all processes and activities related to a whistleblowing disclosure/complaint, utmost confidentiality is observed in order to ensure the integrity of the process and protect the parties, employees or officers who are allegedly involved therein.

As of December 31, 2021, no new whistleblowing complaints were received by PLDT, PLDT Global Corporation, ePLDT, Inc., Digital Telecommunications Philippines, Inc. and Digital Mobile Philippines, Inc. One (1) whistleblowing case was received by Smart Communication, Inc. which is under preliminary evaluation. On the other hand, PLDT received a total of eight (8) new reports for the covered period which are deemed to be: (a) under the jurisdiction of line

management, in accordance with the Company's standard reporting procedures, and/or (b) outside the scope of the EWB Policy or process.

Out of the eight (8) cases, four (4) reports were already resolved and closed, while the other four (4) reports are pending preliminary evaluation or remain under investigation/administrative proceedings.

Protection of Technology Resources and Information

The PLDT Group has established a Corporate Information Security Policy that is applicable to PLDT, Smart and DMPI, which contains policy statements and standards relating to the proper use of social media, data security, as well as the protection of information assets and the proper use of technology resources.

PLDT's Cyber Security Operations Group ("CSOG"), headed by the CISO, is tasked to create, implement and operationalise the Group's Information Security Management Systems framework and to support the review and update of its security policy and its supporting standards.

In 2021, the Group's cyber security strategy continued to focus on protecting the Company's critical assets. CSOG's internal processes are focused on this function which comprise our operations framework consisting of Predictive, Preventive, Detective and Responsive capabilities. The Predictive capability refers to the pre-attack stage when cyber threats are proactively identified prior to reaching the Group's environments; the Preventive and Detective capabilities take effect during an attack to minimize exposure of Group assets, while the Responsive capability addresses the post-attack scenario in order to accelerate response and minimize the impact of related operational, legal, financial, reputational and compliance risks. This approach is in line with the goal of establishing a cyber-resilient and trusted telecommunications and

digital infrastructure. The Group's end-to-end operations was especially customized by CSOG taking into careful consideration the threat landscape, our network infrastructure, and the products and services offered by the Group. The Group's investment in protection technologies integrate these Predictive, Preventive, Detective and Responsive capabilities. The processes and tools being implemented to be able to perform these functions are reflected in the diagram below.

Our CSOG adopts multiple layers of defense that are designed to reduce exposure to emerging threats, provide visibility into the threat landscape, slow down attackers' progress, and detect attacks before they can do serious damage.

Anchored on the belief that employees are an integral part of our strategy, CSOG recognizes that it is critical to shape employee behavior and provide motivation for risk-based decisions in order to have the right mindset and attitude in doing the right thing. Hence, a robust, no-nonsense Cybersecurity Awareness Program has become one of the pillars of our employee engagement strategy through the conduct of various campaigns, weekly awareness infographics, and regular phishing simulations to address the human aspect of cyber security. Efforts in this regard led to the prevention of possible incidents of phishing and other email-based scams in PLDT, Smart and/or ePLDT. In addition, CSOG has established the Cyber

Cyber Security Operational Framework

- ✓ **Predictive**
 - Periodic VAPT (Static and Dynamic)
 - Cyber Threat Intelligence
 - Threat Hunting (External)



- ✓ **Preventive**
 - Server hardening
 - Secure DNS
 - NAC
 - IAM, PAM
 - Security patching
 - Source code review
 - Enterprise risk management

- ✓ **Responsive**
 - Identification of infected devices
 - Isolation of compromised devices
 - Incident response and reporting
 - Investigation

- ✓ **Detective**
 - Perimeter security devices
 - Network security
 - Endpoint security
 - Web app security
 - Threat Hunting (Internal)

Governance, Risk, Compliance and Security Operations Center

Warrior Course Cadetship Program (the “Program”), which is the first online internship program of PLDT and Smart. Under the Program, interns from various schools were immersed in the daily activities of a CSOG employee, i.e., the “cyber warriors”. The interns were rotated among the different CSOG Pillars for familiarization with CSOG’s end-to-end operations with the goal of instilling a security-centric mindset.

Our CSOG, together with various stakeholders across the enterprise, also held the “Cyber D-Day: Cyber Crisis Simulation Exercise” wherein participants within the PLDT Group were subjected to a non-live, “peace-time” scenario. The successful run of the first Cyber D-Day v1.0 simulation exercise resulted to the baselining of cybersecurity response capabilities through testing of existing policies, protocols and technology and improvements in incident response. Recognizing the proliferation of ransomware as a leading cybersecurity risk, Cyber D-Day v2.0 was held in July 2021. The activity was successful in aligning the respective actions of CSOG, IT and Network in the Incident Response process to recover from a ransomware attack. These exercises show the Company’s continued efforts in ensuring that measures are in place to immediately address any threat.

In line with the PLDT Group’s Child Safeguarding Policy to ensure the online protection of children, a Child Protection Platform solution was developed as part of the multi-billion-peso investment on cyber security. Embedded into the 24/7 cyber security operations, this solution allows CSOG to continuously detect, respond, and prevent access

to online child sexual abuse and exploitation materials (“CSAEM”) within its network, both on the domain and content level. Additionally, users who access restricted websites or URLs shall be redirected to the NTC Landing Page. This solution utilizes strategic alliances with intelligence units and dedicated organizations through various means such as the integration of the Internet Watch Foundation Automation Tool and the application of information from the Canadian Centre for Child Protection for the blocking of CSAEM. As of December 2021, PLDT and Smart recorded an accumulation of over 154,000 blocked URLs linked to CSAEM. Through this initiative, the PLDT Group is able to fuel its spirit of “*malasakit*” by promoting a safer and cleaner cyberspace to its subscribers, especially the children who are the most susceptible to becoming victims of online abuse and exploitation.

Apart from this initiative, a groundbreaking ceremony for the MVP Cybersecurity Center for Excellence was held on January 2021 at the Villamor Air Base. This engagement between PLDT and Smart and the Philippine Air Force and the Armed Forces of the Philippines further elucidates the Group’s mission of ensuring that the Philippines is safe from cyber threats.

The PLDT Group continues to strive to protect the delivery of digital services that the organization needs to be successful, agile and resilient. Beyond protection, the Group aims to continue its pursuit of cyber security operational excellence, mature and sustain its competencies and serve as a frontline contributor to the growth of the business.

Personal Data Protection

Responsible stewardship. The Company continued to improve its policies and processes, gaining important learning from its experience in managing its various privacy programs, addressing privacy incidents, and responding to data subject concerns. In 2021, the Company updated its Breach Management Standards, Personal Data Privacy Risk Management Standards, Privacy Impact Assessment (“PIA”) Standards—including a new PIA template, Records of Data Processing Activities Standards, and Privacy Management Program Standards.

The Privacy Office also ramped up the implementation of the Data Privacy Management Assurance Platform, which will help automate and digitize documentation for the Company’s privacy operations. The platform will help all units in the Company comply with the Company’s privacy and data protection standards.

The Privacy Office worked closely with the People Group to ensure that privacy and data protection measures are in place when the MVP Group embarked on “We Got Your Vac”, the vaccination of employees and their dependents for the member companies and partners. A privacy impact assessment conducted under the guidance of the Privacy Office ensured that privacy risks were identified and addressed as the MVP Group planned and continues to implement the vaccination program.

In service to the community. The year 2021 was marked by the onslaught of scams conducted online and via SMS. The Privacy Office and the Cybersecurity Operations Group spearheaded PLDT and Smart’s cooperation with the National Privacy Commission and the National

Telecommunications Commission in protecting PLDT and Smart subscribers. Smart was decisive in immediately acting to cut the scammers’ capability to send out the phishing SMS that deceived mobile users into giving their personal information and parting with their hard-earned money. PLDT and Smart also took timely remedial measures such as taking down the identified URLs used by the scammers, a public information campaign to educate the public on the scammers’ modus operandi and sharing the results of its investigation with the government regulators.

The Privacy Office took part in PLDT and Smart’s education campaign for online safety, the “CyberSmart Online Caravan”. The series of events organized for students, teachers, and school administrators is intended to equip participants with the skills and knowledge to protect themselves in their digital activities. The Privacy Office discussed data subject rights and how these are important tools in ensuring that privacy and personal data are protected. It also answered questions on dealing with data breaches and remedies of victims of unauthorized use of personal data. The Privacy Office likewise emphasized the importance of personal vigilance in protecting the students against privacy violations.

Recognition for privacy advocacy. PLDT was one of the finalists in the National Privacy Commission’s Privacy Awareness Week Awards for 2021 for the category, PIC-Initiative of the Year. PLDT’s “DPO YOUiverse” is a privacy and data protection communication campaign for PLDT employees and consultants. The campaign aims to instill a culture of privacy within PLDT and includes an annual e-learning course, a web series that depicts the everyday

work experiences of employees as they deal with privacy and data protection issues, and regular infographics on various privacy-related topics.

Blackout Periods/Restriction on Trading of Shares.

PLDT’s Code of Ethics prohibits directors, officers and employees from dealing in the Company’s shares when in possession of material non-public information about and involving the Company and in any exceptional case,

prior notice to the Company should be made of any such dealing, in accordance with the Company’s Policy on Blackout Period/Restriction on Trading of Shares. To enable the timely filing of the required disclosures to the SEC and the PSE, directors and officers are enjoined to report to the Company their dealings in the Company’s shares, within three trading days from the date of the transaction, regardless of whether such dealings were made during or outside the blackout periods.

RESTRICTIONS ON BUYING AND/OR SELLING PLDT SHARES		
PLDT 2021 Results/Reports	Results/Reports Release Dates	Blackout Periods
Q1	May 6, 2021	April 21 – May 10, 2021
Q2	August 5, 2021	July 21 – August 9, 2021
Q3	November 4, 2021	October 20 – November 8, 2021
Full Year Unaudited Financial Results	March 3, 2022	February 1 – March 7, 2022



PLDT and Smart employees attend annual and monthly trainings on various programs conducted by HR including the Mobile Number Portability (MNP) cascades and #AllTogetherNow.

DIRECTORS' AND OFFICERS' SHAREHOLDINGS IN THE COMPANY IN THE YEAR 2021

The Company has clear policies regarding the trading by directors, officers and employees in the Company's own securities intended to align their interests with those of the shareholders and other stakeholders. See *Restriction on Trading of Shares*.

Trading in Company shares by directors and officers in the year 2021 are presented in the table below.

NUMBER OF COMPANY SHARES ¹				
	Starting Balance ²	Acquired	Disposed	Ending Balance ³
A. Directors				
Manuel V. Pangilinan	284,911	16,000		300,911
Manuel L. Argel, Jr.	1			1
Helen Y. Dee	25,120 ⁴			25,120
Ray C. Espinosa	31,743	8,000		39,743
James L. Go	876,154	59,570		935,724
Kazuyuki Kozu ⁵	1 ⁶			1
Bernido H. Liu	1			1
Artemio V. Panganiban	5,371	2,400		7,771
Alfredo S. Panlilio ⁷	15,505 ⁶	2,000		17,505
Albert F. Del Rosario	142,410			142,410
Bernadine T. Siy ⁷	1,500 ⁶			1,500
Naoki Wakai ⁸	1 ⁶			1
Marife B. Zamora	60			60
B. Officers				
Anabelle L. Chua	24,378			24,378
Victorico P. Vargas	12,965			12,965
Marilyn A. Victorio-Aquino ⁹	10,300	11,340		21,640
Gina Marina P. Ordoñez	5,141			5,141
Mary Rose L. Dela Paz	3,260	1,240		4,500
Mario G. Tamayo	6,575			6,575
Ma. Lourdes C. Rausa-Chan ¹⁰	9,800			9,800
Alejandro O. Caeg	9,315			9,315
Juan Victor I. Hernandez ¹¹	4,733	165	2,350	2,548 ¹²
Menardo G. Jimenez, Jr.	8,044			8,044
Katrina L. Abelarde	3,881		2,000	1,881
Benedict Patrick V. Alcosoba ¹³	1,454		150	1,304
Ma. Carina J. Amparo ¹⁴	0 ¹⁵			0
Marco Alejandro T. Borlongan	3,053			3,053
Mary Julie C. Carceller	0			0

¹ Includes directly and indirectly owned shares in the Company. Changes in shareholdings were disclosed in the *Statements of Changes in Beneficial Ownership of Securities* filed with the Securities Exchange Commission and Philippine Stock Exchange, Inc. and posted on the Company website at *PLDT Investor Relations>Shareholder Information>Beneficial Ownership*.

² As at December 31, 2020

³ As at December 31, 2021

⁴ Includes 2,780 shares for the account of Michelle Y. Dee-Santos and 245 shares under the name of Helen Y. Dee, both under PCD Nominee Corporation and 21,957 shares owned by Hydee Management Corporation. As chairperson and president of Hydee Management Corporation, Ms. Dee may exercise the voting right in respect of the 21,957 shares of Hydee Management Corporation.

⁵ Elected as director of the Company on July 6, 2021, replacing Mr. Junichi Igarashi who resigned effective at the close of business on July 5, 2021

⁶ As of date of election as director

⁷ Elected as director of the Company on June 8, 2021

⁸ Elected as director of the Company on August 26, 2021, replacing Mr. Shigeki Hayashi who resigned effective at the close of business on August 25, 2021

⁹ Appointed Corporate Secretary effective January 25, 2022

¹⁰ Ceased as Corporate Secretary and Chief Governance Officer of the Company effective at the close of business on January 24, 2022

¹¹ Separated effective November 16, 2021

¹² As of date of separation

¹³ Promoted to First Vice President effective November 4, 2021

¹⁴ Appointment as First Vice President effective May 1, 2021 was confirmed by the Board in its meeting held on November 4, 2021

¹⁵ As of date of appointment

NUMBER OF COMPANY SHARES ¹				
	Starting Balance ²	Acquired	Disposed	Ending Balance ³
Bernard H. Castro	0			0
Marisa V. Conde ¹⁶	2,325			2,325 ¹²
Joseph Michael Vincent G. Co ¹⁵	0			0
Joan A. De Venecia-Fabul	244			244
Gil Samson D. Garcia	33			33
Joseph Ian G. Gendrano	1,712	215	1,030	897
Victor Emmanuel S. Genuino II ¹⁷	0 ¹⁵			0
John John R. Gonzales ¹³	1,128			1,128
Ma. Criselda B. Guhit	2,694			2,694
Leah Camilla R. Besa-Jimenez	3,480			3,480
Princesita P. Katigbak	1,475			1,475
Albert Mitchell L. Locsin	2,478	70	2,540	8
Florentino D. Mabasa, Jr. ¹⁸	3,661			3,661 ¹⁹
Leo I. Posadas	3,065	1,200		4,265
Dale M. Ramos	2,660			2,660
Angel T. Redoble	1,105			1,105
Aileen D. Regio	2,052		1,850	202
Luis S. Reñon	55			55
Jeanine R. Rubin ²⁰	0 ²¹			0
Bernadette C. Salinas	669			669
Patrick S. Tang ²²	0			0
Victor Y. Tria	2,167			2,167
Jude Michael H. Turcuato	0			0
Melissa V. Vergel de Dios ²³	3,435	200		3,635
John Henri C. Yanez	968			968
Catherine Y. Yang	1,900			1,900
Ma. Magdalene A. Tan ²⁴	0			0
Abner Tito L. Alberto ²⁵	92 ²¹			92
Maria Cecilia H. Abad	633			633
Minerva M. Agas	1,625			1,625
Cecille M. Alzona	266			266
Elizabeth S. Andojar	1,090			1,090
Roy Victor E. Añonuevo	551			551
Tito Rodolfo B. Aquino, Jr.	890			890
Mitchie M. Arcaina	250			250
Jerameel A. Azurin	1,304			1,304
Francis A. Bautista	767			767
Rafael M. Bejar	1,275			1,275
Dianne M. Blanco	20			20
Wilson S. Bobier	612			612
Luis Gregorio D. Casas	211	110		321

¹⁶ Separated effective February 1, 2021

¹⁷ Appointment as First Vice President effective February 1, 2021 was confirmed by the Board in its meeting held on March 25, 2021

¹⁸ Ceased as Assistant Corporate Secretary of the Company effective at the close of business on June 8, 2021

¹⁹ As of date of separation

²⁰ Appointment as First Vice President effective April 1, 2021 was confirmed by the Board in its meeting held on August 5, 2021

²¹ As of date of appointment

²² Promoted to First Vice President effective November 4, 2021

²³ Appointed Chief Sustainability Officer effective November 4, 2021

²⁴ Appointed Officer-in-Charge of Corporate Governance effective January 25, 2022

²⁵ Appointed Assistant Corporate Secretary effective June 8, 2021 and promoted to Vice President effective November 4, 2021

NUMBER OF COMPANY SHARES ¹				
	Starting Balance ²	Acquired	Disposed	Ending Balance ³
Benjamin Jose C. Causon, Jr. ²⁶	297 ²⁷			297
Melvin Jeffrey C. Chan ²⁸	0 ²⁷			0
Ma. Monica M. Consing	298			298
Branden B. Dean	0			0
Ramil C. Enriquez ²⁶	553 ²⁷			553
Gene S. de Guzman	1,132			1,132
Aniceto M. Franco III	756			756
Leonard A. Gonzales	0			0
Silverio S. Ibay, Jr.	1,295			1,295
Gary F. Ignacio	1,108			1,108
Marven S. Jardiel	1,444			1,444
Alexander S. Kibanoff	1,444			1,444
Javier C. Lagdameo	1,775	100		1,875
Ser John S. Layug ²⁶	565 ²⁷			565
John Henry S. Lebumfacil ²⁹	110 ²⁷			110
Armando Dodjie T. Lim	532			532
Czar Christopher S. Lopez	1,970			1,970
Paolo Jose C. Lopez	1,500			1,500
Ma. Carmela F. Luque	1,635			1,635
Mark David P. Martinez ²⁶	116 ²⁷			116
Loreevi Gail O. Mercado	1,312			1,312
Oliver Carlos G. Odulio	1,484			1,484
Jonston Prince W. Ong ³⁰	0			0
Carlo S. Ople ³¹	1,338	105	1,400	43
Charles Louis L. Orcena	325		300	25
Serviliano L. Padiz, Jr.	499			499
Raymond A. Racho	576			576
Genaro C. Sanchez	5,723			5,723
Maria Christina C. Semira	969			969
Ma. Mercedes T. Siapatco	1,295			1,295
Arvin L. Siena	1,488			1,488
Carla Elena A. Tabuena	1,362			1,362
Jecyn Aimee C. Teng	652		600	52
Milan M. Topacio	457			457
Ma. Delia V. Villarino ³²	0 ³³			0
Radames Vittorio B. Zalameda	932			932

²⁶ Promoted to Vice President effective November 4, 2021

²⁷ As of date of appointment

²⁸ Appointment as Vice President effective June 1, 2021 was confirmed by the Board in its meeting held on November 4, 2021

²⁹ Appointment as Vice President effective November 1, 2020 was confirmed by the Board in its meeting held on March 25, 2021

³⁰ Separation from service to take effect March 31, 2022

³¹ Separation from service to take effect April 1, 2022

³² Appointment as Vice President effective May 16, 2021 was confirmed by the Board in its meeting held on November 4, 2021

³³ As of date of appointment

TRAINING & EDUCATION

The Company provides orientation and continuous training for its Board, Management and employees. New directors are briefed by the Chairman, President and CEO, Chief Financial Officer, Corporate Secretary and Chief Governance Officer on the Company's structure, business, operating and financial highlights, responsibilities of the Board and its Committees and how each operates. At or before such orientation, copies of all relevant corporate documents, including the Company's Articles of Incorporation, By-laws, Annual Report, CG Manual, Code of Ethics, and the Charters of the Board Committees are furnished to new directors. Updates on business and governance policies and requirements, and new laws applicable or relevant to the Company and its business are presented in Board meetings or furnished to directors. For the continuous training of its directors and officers, the Board, acting through its Governance, Nomination and Sustainability Committee, conducts an Annual In-House Corporate Governance Enhancement Session ("ACGES") that provides an opportunity for leadership to engage in discussion with international and local experts on relevant topics, including emerging trends and technologies, new laws and best business practices.

For employees, the People Group ("PG") in collaboration with various support teams in PLDT and Smart, conducts orientation and periodic training and refresher sessions on Company policies, skills building, and wellness and development. For new officers, the Corporate Governance Office in collaboration with PG, conducts orientation

on the Company's governance structure, corporate governance and related policies, and Management's role and responsibilities. At the end of such orientation, copies of all corporate governance policies, including the CG Manual and Code of Ethics, are furnished to new officers. Corporate governance orientation sessions for officers and employees include a discussion of the Gift-Giving Policy that prohibits bribery and corruption in compliance with applicable laws. In 2021, an online corporate governance refresher course was made available to PLDT and Smart employees, and in-person online refresher courses were likewise conducted for newly promoted PLDT management employees and Groups in PLDT and Smart with specific training needs. Employee training is supplemented by appropriate communication materials and feedback mechanisms.

To ensure that lines of communication between employees and Management are available and accessible, Whistleblowing Helplines and advisories were issued, an online knowledge hub of all Corporate Governance Policies was completed and guidance on conflict of interest disclosure, Gift-Giving and Gift-Receiving Policies was cascaded. As part of culture-building initiatives in Smart, the #CGSerye and #CGQ&A were launched to provide guidance on the application of corporate governance policies, while the #CGVACS initiative provided inspirational weekly quotes with express permission from "The Conscience Code" author, scholar, and Wharton School professor, Mr. G. Richard Snell.



Chairman MVP and President & CEO Al Panlilio with ACGES 2 speaker, Ms. Anna Wintour; ACGES 2 host, Atty. Mike T. Toledo; Independent Director and Penshoppe Group Chairman & CEO, Mr. Bernido H. Liu during his Closing Remarks; and ACGES 2 co-host, Ms. Rissa Mananquil-Trillo.

MONITORING & EVALUATION

PLDT monitors and evaluates the effectiveness of its corporate governance through the following, among other initiatives: (i) an annual performance self-assessment conducted by the Board and the Board Committees, (ii) the periodic review of the effectiveness of the implementation of the Company's CG policies, (iii) the annual compliance evaluation conducted by Management, and other tools employed to monitor the implementation of the CG policies.

In 2021, an annual self-assessment was conducted by the Board to evaluate its performance as the Board, as well as each Board Committee, and the individual directors. The process, which also includes an evaluation of the performance of the CEO and Management, enables the Board to identify strengths and areas for improvement and to elicit individual director's feedback and views on the Company's strategy, performance, and future direction. The members of the Board and the Board Committees accomplish their respective self-assessment questionnaires for this purpose.

PLDT monitored and evaluated its compliance with CG rules through a cross-functional evaluation system whereby the heads of the various business and support groups/units conduct an evaluation of their group/unit's CG compliance. The periodic process uses an evaluation

questionnaire consisting of the governance standards set forth in the CG Code for PLCs which are applicable and relevant to their respective functions. The results of the evaluation conducted by the heads are consolidated as input to the Company's Integrated Annual Corporate Governance Report ("I-ACGR") submitted to the SEC and PSE. PLDT likewise confirmed its compliance with its CG Manual which contains relevant provisions of the CG Code for PLCs and certain corporate governance standards under the US Securities Exchange Act and NYSE Listed Company Manual.

In compliance with the respective memorandum circulars of the SEC and the PSE, PLDT filed its I-ACGR on June 29, 2021, within the extended deadline of the SEC for submission due to the Covid-19 pandemic.¹⁰ PLDT has incorporated CG standards in the performance evaluation of employees and has included violations of CG rules as a cause for disqualification from incentives and rewards in its Policy on Employee Qualification for Incentives and Rewards. As applicable, PLDT conducts employee surveys to gain insights into the effectiveness of its corporate governance programs and initiatives. Valuable information is additionally obtained and analysed from the results of and feedback from our education activities, reports from business partners, customer complaints, reported violations and other sources of relevant information.

STAKEHOLDER ENGAGEMENT

The Company's General Practice on Stakeholder Engagement ("GP on Stakeholder Engagement") aims to promote a culture of good governance by the observance of the Company's core principles of integrity, accountability, fairness and transparency in dealings with its stakeholders.

In 2021, the GP on Stakeholder Engagement was reviewed and updated, and a copy is posted on the website at QR code:



In fulfilling our commitments to our stakeholders, we are guided by our Code of Ethics and Corporate Social Responsibility Statement ("CSR Statement"). The CSR Statement is the articulation of our belief that helping to improve the overall well-being of the Filipino people is an integral part of our business. The CSR Statement enumerates the broad responsibilities that PLDT assumes as it operates and conducts its business. Pursuant to the CSR Statement, the PLDT Group's social programs leverage its communications and digital services and the volunteer spirit of its employees to implement projects in education, agriculture, livelihood, health, arts, disaster preparedness, environment, digital tourism, sports, internet safety and digital wellness that aim to help Filipinos change their lives for the better. The Company's CSR programs and activities are reported in the Company's Sustainability Report that is released annually since 2016.

Investors/Shareholders. PLDT respects, promotes and upholds shareholders' rights such as, the right to vote;

preemptive right; the right to inspect corporate books and records, including minutes of Board meetings and stock registries, subject to certain conditions; right to timely receive relevant information, whether in printed or digital form; right to dividends; and appraisal right.

The Board promotes transparency and fairness in the conduct of the annual and special stockholders' meetings of the Company and explores and implements steps to reduce excessive or unnecessary costs and other administrative impediments to stockholders' participation in annual and special stockholders' meetings. Stockholders are encouraged to personally attend such meetings, raise questions, and exercise their voting rights. Online voting and participation by remote communication was made available to all stockholders from 2020, consistent with the Revised Corporation Code and related SEC issuances and in keeping with Covid-19 precautions.

Within a reasonable period of time before the meeting, stockholders are apprised of their right to appoint a proxy in case they are unable to personally attend such meeting and give their voting instructions in the proxy form provided. Relevant meeting materials such as the Notice, Agenda, Information Statement and Annual Report are made available to the stockholders in printed or digital form and through the Company's website to enable them to make a sound and informed judgment on all matters tabled for their consideration or approval. In 2021, pursuant to SEC guidelines, the electronic copy of the Information

¹⁰ PSEC Notice dated May 25, 2021 extended the deadline for the filing of the I-ACGR [from May 30, 2021] to June 30, 2021 recognising the difficulties that the Covid-19 pandemic and the imposition of the General Community Quarantine may present on the ability of Publicly-Listed Companies to timely comply with the filing requirement.

Statement, 2020 Management Report, 2020 Annual Report in SEC Form 17-A and Quarterly Report for the first quarter 2021 in SEC Form 17-Q were posted on the Company's website and the PSE Edge, and the Notice and Agenda were published in two (2) newspapers of general circulation (in print and online format).

The Company held its Annual Stockholders' Meeting ("ASM") in virtual format on June 8, 2021 with holders of 84.79% of the Company's total outstanding shares of Common and Voting Preferred Stocks as of the Record Date April 12, 2021 present via remote communication or represented by proxies in the meeting. The recorded webcast of the ASM was posted on the Company's website for two consecutive weeks.

To view the Minutes of the 2021 PLDT ASM, please access this QR code:



The Board ensures the disclosure and filing of reports with the SEC, PSE and, as applicable, US SEC and NYSE and posting on the Company's website, immediately after the meeting or the day after the meeting, of all significant actions taken in the meeting and the votes obtained for each of such actions.

The Board ensures that material information and transactions that could potentially affect the market price of the Company's shares are timely disclosed and filed with the SEC, PSE and as applicable, with the US SEC and NYSE. In this regard, information on, among other matters, earnings results, acquisition or disposal of significant assets, off balance-sheet transactions, related party transactions, Board membership changes, shareholdings of directors and officers and any changes thereto, and remuneration of directors and officers are promptly and accurately disclosed.

Disclosures/organizational announcements for the year 2021 may be accessed on the Company's website through the QR code:



PLDT regularly conducts quarterly analysts' and investors' briefings to discuss financial and operating results, podcasts of which are posted in the Investor Relations section of the PLDT website. Our Investor Relations Center has regular engagements and meetings with fund managers and investors, which include access to PLDT Management. Shareholders who wish to raise matters or concerns relating to the business of the Company, their investments and rights may elevate such matters to the Corporate Secretary, the Investor Relations Officer, concerned units of PLDT's Management or the Board.

The Company's dividend policy provides a regular dividend payout rate of 60% of Core Earnings Per Share as regular dividends. The dividend policy takes into account: (i) the elevated levels of capital expenditures to build a robust, superior network to support the continued growth of data traffic; (ii) plans to invest in new adjacent businesses that will complement the current business and provide future sources of profits and dividends; and (iii) management of cash and gearing levels. In the event that no investment opportunities arise, the Company may consider the option of returning additional cash to shareholders in the form of special dividends or share buybacks.

PLDT was able to pay out approximately 60% of its core earnings for the year 2021. Information on PLDT's 2021 Dividend Declarations is available through the QR code:



Customers. PLDT serves a broad range of customers from individuals, residential, micro, small and medium enterprise and large enterprise, including the public sector. We continuously endeavor to provide best-in-class experiences to fulfill our customers' needs and expectations on responsive products and services, quality of service, pricing, application process, service provisioning process, repair and restoration service and the billing and payment services. We engage with our customers through various traditional and digital touchpoints with the end view of knowing and understanding their product and service needs, promptly addressing their concerns and identifying areas where we could further enhance customer experience.

In 2021, in order to address the needs of customers amid the pandemic, the following projects, among others, were initiated by the Company:

- *Customer service automation & self-care solutions.* Several of our customer service transactions have been digitally enabled, including frequently requested concerns and self-care options for our customers. From June 2021, customers were able to check the status of their service application and repair requests through the Company's chatbot, hotline IVR, web and SMS services. Additionally, from September 2021, our customers were also able to find out in advance if their account is part of a scheduled service interruption by using our PLDT TRACK service available through SMS and web at www.pldthome.com/pldt-tracker.
- *Customer education programs.* The PLDT Cares YouTube channel was launched in July 2021 where video content with PLDT digital ambassadors is featured. Customers can learn from these how-to videos on a wide range of topics including simple to complex service-related issues and concerns. We have strengthened our efforts to assist new customers by delivering regular customer education content about troubleshooting, billing, payments and value-added services through SMS and email channels.
- *Customer experience improvements.* To understand our customers better, we have completed journey mapping workshops with internal stakeholders such as Billing, Collections, Sales, Marketing, Zones and Network teams to create a blueprint that will enable us to serve our customers' needs. We have also partnered with leading global industry experts in CX measurement to allow us to approximate customer satisfaction and net promoter scores starting December 2021.
- *Legal & regulatory support on Mobile Number Portability Act.* In support of the implementation of the Mobile Number Portability Act in September 2021, we have equipped our frontline channels via hotline, social media, web and stores to accept port-in requests from customers to the Smart network in a fast and convenient way.

- *Personalized customer servicing.* We have piloted several programs to serve the increasing needs of our customers through proactive service monitoring, scheduled maintenance notifications and emergency outage advisories.
- *Billing & credit efficiency programs.* Improvements in our billing systems were implemented starting July 2021 and existing billing cycles in the system were rationalized. This resulted to new customers being assigned to the billing cycle nearest the day of service activation thereby preventing pro-rated charges.
- *Assistance to calamity-affected customers.* As part of our efforts to assist customers affected by the ongoing Covid-19 pandemic and typhoons, especially the victims of Typhoon Odette in December 2021, the Company has offered several relief options to subscribers in the form of payment extensions, temporary disconnections, installment payment schemes and proactive bill rebates. Alternative service solutions in the form of “*libreng tawag*” and “*libreng charging stations*” were also set-up in areas where connectivity remained a challenge in severely affected areas.
- *Digital Field Operations Roll-out.* Continuous improvements have been implemented to transform how we serve our customers better during installation and repair activities. Customers are better informed of the status of their installation and repair requests by automated processes performed by our service providers from July 2021.

Employees. PLDT respects the dignity, rights, and interests of its employees, among which are the right to self-organization, safe and healthy working conditions, professional development, and community-building social activities. The value of employees to the business is underscored by the inclusion of people and culture transformation among the shared Company goals. Identifying, developing, and retaining talent is a core responsibility and accountability of every leader. Anchored on the foundational premise that the Company’s treatment of its employees will influence how employees, in turn, deliver service to customers, PLDT embeds employee experience at the core of all people initiatives, programs, and processes. Three principles guide the employee experience design: leader-led, employee-owned, digital-enabled. The vision for digital market leadership is hinged on a high-performing culture, and PLDT continuously engages employees to aspire for this goal by aligning groups and individuals to the Company’s shared goals and ensuring that the Company’s performance management system is performance driven and coaching centered. A digital platform is in place that enables a standard performance management system across PLDT and Smart. Supporting the objective of shaping a high-performing culture is a Total Rewards Program that is merit-based and addresses both short-term and long-term transformation goals. Compensation and incentives are determined on the bases of performance and accomplishment. Two major rewards programs are in place: the Short-term Incentive Plan (“STIP”) and the Transformation Incentive Plan (“TIP”).

To ensure that we enable the best integrated telco strategy, PLDT relentlessly pursues its agenda on succession management. Working with our Leaders on present requirements is an urgent groundwork activity while creating a talent pipeline and ecosystem for the

next horizon of products and services, including the development and implementation of capability building initiatives, series of targeted hiring in local and global markets and the revival of the Management Associate program.

A digital environment requires a strong learning culture. This is supported by PLDT’s corporate university that utilizes all learning modalities for the best reach and an internal career opportunity marketplace to enable talent mobility for all its employees.

PLDT organizes engagement programs that prioritize the well-being of employees and strengthen the quality of work relationships. These allow employees to engage in a broad range of character-developing and relationship building activities through CSR, sports, special interest groups, and family-oriented programs. Formal channels for employee feedback are made available through engagement surveys conducted at regular intervals to give employees the opportunity to share their perspectives about relevant Company matters. Digital and social platforms are optimized for employee crowdsourcing and internal communication.

Management-led digital dialogues provide opportunity for employees across various parts of the country to directly interact and voice out their suggestions and recommendations to top management.

Regulators. PLDT operates within relevant legislative and regulatory frameworks and complies with the requirements thereunder which are applicable to it. We participate in public policy forums, conferences and hearings conducted by government and regulatory agencies on disaster response, recovery and relief efforts due to the effects of natural calamities and the Covid-19 pandemic on subscribers and the nation at large. PLDT also participates in legislative hearings relative to initiatives and proposed legislation in the fields of Information and Communication Technology (“ICT”), corporate governance and labor-related matters. Our “Internet for All” advocacy and investments in network infrastructure and technologies to provide the widest coverage and superior quality of service at affordable prices are aligned with and support the Government’s objectives set out in the Public Telecommunications Policy Act.

Suppliers. PLDT maintains mutually beneficial relationships with like principled suppliers that uphold PLDT’s core values of fairness, accountability, integrity and transparency in their own businesses. Suppliers undergo an accreditation process before they engage in business with PLDT. Among the criteria for accreditation are financial and technical capability, compliance with applicable laws, including those pertaining to industrial relations, environment, health and safety, intellectual property rights, cyber security, data privacy and sustainability. The Company’s purchases, as a general rule, are made on the basis of competitive bidding among accredited and qualified suppliers.

Creditors. In accordance with our Code of Ethics, we protect the rights of our creditors by publicly disclosing all material information, such as earnings results and risk exposures relating to loan covenants. Our disclosure controls and procedures also include periodic reports to our creditors such as our latest certified financial statements, no default certification, and certification on compliance with financial ratio limits. PLDT’s credit

has been rated at investment grade by two major international credit rating agencies as of yearend 2021.

Communities. In the spirit of service to Filipino communities, the PLDT Group continues to build on its CSR programs by leveraging on its expertise, technological strength, and corporate culture. Serving the community is an integral part of making technology accessible to all. With our technology and services, PLDT and Smart are well-positioned to provide much needed assistance to communities. Our role and core competence are that of an 'enabler'- providing the technical skills, technologies and resources in key areas where PLDT and Smart have chosen to help develop communities: education, livelihood, health, arts, disaster preparedness and response, environment, agriculture, internet safety and digital wellness, digital tourism and sports.



ADVOCACY & NETWORKING



PLDT supports the advocacy for better governance and ethics in business as manifested in the Company's policy against corruption and bribery set forth in its Code of Ethics and Policy on Gift-Giving Activities and reinforced in specific policies such as the Gifts Policy, Supplier/ Contractor Relations Policy, Corporate Governance Guidelines for Suppliers, which prohibit bribery or acts which may be construed as bribery involving third parties in business dealings with the Company. These policies are implemented through anti-corruption programs and measures such as internal controls, training and communication, whistleblowing system, third party due diligence, and support for and participation in multi-sectoral anti-corruption initiatives to eliminate graft and corruption.

To demonstrate its commitment to the United Nations Global Compact ("UNGC"), PLDT and Smart are signatories to the Statement from Business Leaders for Renewed Global Cooperation. The Companies are registered under the UNGC as the only Philippine telco participants, a tier higher than signatories limited to local engagement. Participants actively engage with the UNGC at the global level to integrate into their companies' operations, the organization's Ten Principles on human rights, labor, environment and anti-corruption

In 2021, PLDT and Smart formalized membership in the UK-based Internet Watch Foundation ("IWF"). As the first companies in the Philippines to join the global coalition of more than 150 organizations in the fight

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against online sexual abuse and exploitation of children ("OSAEC"), membership in the coalition is an expression of the Group's commitment to curtail OSAEC and comply with the Anti-Child Pornography Law (Republic Act No. 9775).

As IWF members, PLDT and Smart have access to a wide database of OSAEC materials which are integrated into the Group's own child protection platform, a step forward in the Group's continuing efforts to protect children and subscribers and making cyberspace safe by blocking access to exploitative content on the internet.

PLDT continues to work with institutions and organizations engaged in programs and advocacy efforts in the field of corporate governance, compliance and business ethics. As a sponsoring partner member of the Ethics and Compliance Initiative ("ECI"), PLDT has access to ECI's vast online library on governance and related topics and opportunities to attend and participate in discussion groups and training sessions, as well as interact with other governance and ethics professionals around the world. In the process, PLDT is able to benchmark its governance practices against those of leading companies. Locally, PLDT is a premium member of the Integrity Initiative, Inc. and a member of the Good Governance Advocates and Practitioners of the Philippines ("GGAPP"). PLDT also participates in the activities of the Institute of Corporate Directors ("ICD") and its sister institute in the public sector, the Institute for Solidarity in Asia ("ISA").