





May 26, 2026

**SECURITIES AND EXCHANGE COMMISSION**

**The SEC Headquarters**

7907 Makati Avenue, Salcedo Village, Bel-Air,  
Makati City, 1209

Attention: **Atty. Rachel Esther J. Gumtang-Remalante**  
Director, Corporate Governance and Finance Department

Subject: Integrated Annual Corporate Governance Report (I-ACGR) for FY2025

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Gentlemen:

This is to kindly submit the Integrated Annual Corporate Governance Report (I-ACGR) for FY2025 for Converge Information and Communications Technology Solutions, Inc.

We trust you find everything in order.

Very truly yours,

**ORIGINAL SIGNED**

**Laurice P. Esteban – Tuason**  
Corporate Compliance Officer



# SECURITIES AND EXCHANGE COMMISSION

THE SEC HEADQUARTERS 7907 Makati Avenue, Salcedo Village, Bel-Air, Makati City  
1209 Trunk Line No:02-5322-7696 Email Us:www.sec.gov.ph/imessagemo@sec.gov.ph



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## Company Information

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**SEC Registration No.:** CS200716094

**Company Name:** CONVERGE INFORMATION AND COMMUNICATIONS TECHNOLOGY SOLUTIONS, INC.

**Industry Classification:** I64201

**Company Type:** Stock Corporation

## Document Information

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Acceptance of this document is subject to review of forms and contents



## SEC FORM – I-ACGR

### INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

1. For the fiscal year ended: December 31, 2025
2. SEC Identification Number: CS200716094 3. BIR Tax Identification No. 006-895-049
4. Exact name of issuer as specified in its charter CONVERGE ICT SOLUTIONS, INC.
5. Metro Manila, Philippines  
Province, Country or other jurisdiction of  
incorporation or organization
6.  (SEC Use Only)  
Industry Classification Code:
7. New Street Bldg., Mc Arthur Highway, Balibago, Angeles City, Pampanga 2009  
Address of principal office Postal Code
8. (02) 8667-0888  
Issuer's telephone number, including area code
9. N/A  
Former name, former address, and former fiscal year, if changed since last report.

**INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT**

	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
<b>The Board's Governance Responsibilities</b>			
<p><b>Principle 1:</b> The company should be headed by a competent, working board to foster the long- term success of the corporation, and to sustain its competitiveness and profitability in a manner consistent with its corporate objectives and the long- term best interests of its shareholders and other stakeholders.</p>			
<b>Recommendation 1.1</b>			
<p>1. Board is composed of directors with collective working knowledge, experience or expertise that is relevant to the company's industry/sector.</p>	Compliant	<p>The Board is composed of experienced individuals with diverse and complementing knowledge, skills, experiences, competencies, perspectives, and backgrounds. They actively assess, approve, monitor, and oversee the Company's key objectives and projects that will drive long term value to all stakeholders.</p>	
<p>2. Board has an appropriate mix of competence and expertise.</p>		<p>Our directors remain qualified to fulfil their roles and responsibilities and respond to the needs of the organization.</p>	
<p>3. Directors remain qualified for their positions individually and collectively to enable them to fulfill their roles and responsibilities and respond to the needs of the organization.</p>		<p>References: 2025 SEC Annual Report 17 - A Pages 57-62: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<b>Recommendation 1.2</b>			
<p>1. Board is composed of a majority of non-executive directors.</p>	Compliant	<p>The Board is composed of seven (7) directors, a majority or five (5) are non-executive directors where four (4) of which are independent directors.</p>	

Name	Position
Dennis Anthony H. Uy	Executive Director
Maria Grace Y. Uy	Executive Director
Jose P. De Jesus	Independent, Non – Executive Director
Amando M. Tetangco Jr.	Independent, Non – Executive Director
Roman Felipe S. Reyes	Independent, Non- Executive Director
Estela M. Perlas – Bernabe	Independent, Non- Executive Director
Park Weongi	Non- Executive Director
Francisco Ed. Lim*	Non- Executive Director

*\*Atty. Lim was a board member from June 8, 2020 until June 9, 2025. Atty. Lim resigned as Non-Executive Director and was succeeded by Mr. Park Weongi on July 8, 2025 to serve the unexpired term of Atty. Francis Ed. Lim.*

References:  
 2025 SEC Annual Report 17 - A Pages 57-62:  
<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-gfy25-17a-04132026-PSEPDEX-compressed.pdf>  
  
[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

**Recommendation 1.3**

1. Company provides in its Board Charter and Manual on Corporate Governance a policy on training of directors.	Compliant	Our Amended Manual on Corporate Governance and our Board Charter reflects the training and orientation program for continuing and first-time directors.
2. Company has an orientation program for first time directors.	Compliant	Converge has conducted annual continuing training for re-elected directors last October 20, 2025.  We have onboarded a new director – Mr. Park Weongi on July 8, 2025, following the resignation of Atty. Francis Ed. Lim last June 9, 2025. Mr. Park has undergone a new director orientation last October 7-8, 2025.
3. Company has relevant annual continuing training for all directors.	Compliant	

		<p>References:  2025 SEC Annual Report 17A Page 78:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Manual on Corporate Governance; Page 18 Item 14:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Board Charter; Page 5:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Board-Charter-amended-as-of-August-2022-1.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Board-Charter-amended-as-of-August-2022-1.pdf</a></p> <p>Mandatory Corporate Governance Training for Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/11/mandatory-corporate-governance-training-for-fy-2025.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/11/mandatory-corporate-governance-training-for-fy-2025.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=8e753e5d1e414316ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=8e753e5d1e414316ec6e1601ccee8f59</a></p> <p>Annex A - Corporate Governance Training for FY 2025</p>	
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**Recommendation 1.4**

<p>1. Board has a policy on board diversity.</p>	<p>Compliant</p>	<p>The Company maintains a Board Diversity Policy that supports a fair and inclusive culture regardless of age, gender, race, and nationality, with the aim of bringing together qualified and capable leaders.</p> <p>The 2025 Board Diversity Progress Report presents key metrics and progress in enhancing diversity across both the Board and the broader workforce, as further detailed in the Company's Sustainability Report.</p>	
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For 2025, the Company also created a formal Diversity, Inclusion, Equity, and Belongingness (DEIB) Policy which promotes a culture of diversity across all levels and all stakeholders thereby enjoining the organization to align with global and best practices of diversity.

References:

2025 SEC Annual Report 17A Page 79:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Manual on Corporate Governance; Page 3, Item 4 (a):

<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

Board Diversity Policy:

<https://corporate.convergeict.com/wp-content/uploads/2022/02/ITEM-VII-A.1-Board-Diversity-Policy.pdf>

Board Diversity Report for 2025:

<https://corporate.convergeict.com/wp-content/uploads/2026/03/board-diversity-compliance-progress-report-2025.pdf>

Sustainability Report Pages 37-39:

<https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf>

DEIB Policy:  
<https://corporate.convergeict.com/wp-content/uploads/2026/04/diversity-equity-inclusion-and-belonging-policy.pdf>

**Optional: Recommendation 1.4**

<p>1. Company has a policy on and discloses measurable objectives for implementing its board diversity and reports on progress in achieving its objectives.</p>	<p>Compliant</p>	<p>The 2025 Board Diversity Progress Report, which anchors on the Board Diversity Policy, reflects metrics and progress to fully implement diversity, both in board composition and personnel hiring. This is further emphasized in the company's sustainability report.</p> <p>For 2025, the Company also created a formal Diversity, Inclusion, Equity, and Belongingness (DEIB) Policy which promotes a culture of diversity across all levels and all stakeholders thereby enjoining the organization to align with global and best practices of diversity.</p> <p>References:          2025 SEC Annual Report 17A Page 79:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Manual on Corporate Governance; Page 3, Item 4 (a):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Board Diversity Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/ITEM-VII-A.1-Board-Diversity-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/ITEM-VII-A.1-Board-Diversity-Policy.pdf</a></p>	
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		<p>Board Diversity Report for 2025:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/03/board-diversity-compliance-progress-report-2025.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/03/board-diversity-compliance-progress-report-2025.pdf</a></p> <p>DEIB Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/diversity-equity-inclusion-and-belonging-policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/diversity-equity-inclusion-and-belonging-policy.pdf</a></p>		
<b>Recommendation 1.5</b>				
1. Board is assisted by a Corporate Secretary.	Compliant	<p>The Board has appointed a Corporate Secretary – Atty. Elvira C. Oquendo. Atty. Oquendo is not the Compliance Officer nor is she a member of the Board of Directors.</p> <p>References:  <u>Qualifications and appointment-</u>            2025 SEC Annual Report 17A Page 64:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p><u>Duties and functions-</u>            Manual on Corporate Governance, Pages 11-12, Item 6 (a-l).  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p>		
2. Corporate Secretary is a separate individual from the Compliance Officer.	Compliant			
3. Corporate Secretary is not a member of the Board of Directors.	Compliant			

4. Corporate Secretary attends training/s on corporate governance.	Compliant	<p>The Corporate Secretary attended a 4-hour training on corporate governance last October 20, 2025.</p> <p>References: 2025 SEC Annual Report 17A Page 78: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Mandatory Corporate Governance Training: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/11/mandatory-corporate-governance-training-for-fy-2025.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/11/mandatory-corporate-governance-training-for-fy-2025.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=8e753e5d1e414316ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=8e753e5d1e414316ec6e1601ccee8f59</a></p> <p>Annex A – Corporate Governance Training for FY 2025</p>	
<b>Optional: Recommendation 1.5</b>			
1. Corporate Secretary distributes materials for board meetings at least five business days before scheduled meeting.	Compliant	<p>In 2025, for every board meeting, the Corporate Secretary provided materials at least five business days before scheduled meeting via email to give directors ample time to review the board meeting materials.</p> <p>Manual on Corporate Governance Pages 11 – 12, 14: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	
<b>Recommendation 1.6</b>			
1. Board is assisted by a Compliance Officer.	Compliant	The Company has appointed Laurice P. Esteban-Tuason as its Senior Vice President and Corporate Compliance Officer.	
2. Compliance Officer has a rank of Senior Vice President or an equivalent position with adequate stature and authority in the corporation.	Compliant	The Compliance Officer is not a member of the Board.	

<p>3. Compliance Officer is not a member of the board.</p>	<p>Compliant</p>	<p>References:  Position, duties, and responsibilities:  Manual on Corporate Governance, Pages 12-13, Item 7(A-I).  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Background and qualifications of Ms. Laurice P. Esteban-Tuason:  2025 SEC Annual Report 17A Pages 65:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p>	
<p>4. Compliance Officer attends training/s on corporate governance.</p>	<p>Compliant</p>	<p>The Compliance Officer attended a 4- hour training on corporate governance last October 20, 2025.</p> <p>References:  2025 SEC Annual Report 17A Page 78:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	

		<p>Mandatory Corporate Governance Training for Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/11/mandatory-corporate-governance-training-for-fy-2025.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/11/mandatory-corporate-governance-training-for-fy-2025.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=8e753e5d1e414316ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=8e753e5d1e414316ec6e1601ccee8f59</a></p> <p>Annex A - Corporate Governance Training for FY 2025</p>	
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**Principle 2:** The fiduciary roles, responsibilities and accountabilities of the Board as provided under the law, the company's articles and by-laws, and other legal pronouncements and guidelines should be clearly made known to all directors as well as to stockholders and other stakeholders.

**Recommendation 2.1**

<p>1. Directors act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the company.</p>	<p>Compliant</p>	<p>Our directors always have the best interest of the company in mind. This is evident through their active participation in regular board meetings, committee meetings and Annual Stockholder's Meetings (ASM). Their involvement is also reflected in our corporate documents, reports, and materials, and are signed off by the committee chairman and the chairman of the board.</p> <p>Our Manual on Corporate Governance provides for the duties and functions of the board, which includes identifying key risk areas and performance indicators and monitoring these factors with due diligence to anticipate and prepare for possible threats to its operational and financial viability.</p> <p>To address sustainability-related matters, encompassing economic, environmental (climate), and social risks and opportunities, the Board has delegated specific responsibilities to the Board Risk Oversight Committee (BROC).</p> <p>BROC reviews the alignment of investment decisions with sustainability opportunities and risks, reinforcing sustainability as a priority across all aspects of our operations.</p>	
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Directors ensure that related party transactions are entered on an arm's length basis and that Transfer Pricing regulations are being observed pursuant to the provisions of the RPT Policy.

This means that the company is compliant with transfer pricing regulations under Section 50 of the National Internal Revenue Code and BIR Regulation No. 2-2013, which adopt OECD guidelines.

References:

Manual on Corporate Governance, Page 4, Item D (2):

<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

2025 SEC Annual Report 17A Pages 70-71 (RPT and Transfer Pricing), 72-81 (Corporate Governance of Converge), Pages 73-76 (attendance in board and committee meetings for FY 2025):

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

RPT Policy:

<https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf>

Sustainability Report Pages 12-14

<https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf>

		<p>2026 Definitive Information Statement Pages 8-10:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a></p> <p>2025 Definitive Information Statement Pages 8-10:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p>	
<b>Recommendation 2.2</b>			
1. Board oversees the development, review and approval of the company's business objectives and strategy.	Compliant	The Board oversees the development, review and approval of the Company's business objectives and strategy, as well as its implementation through their participation in committee meetings and ASM or special meetings.	
2. Board oversees and monitors the implementation of the company's business objectives and strategy.	Compliant	<p>The Company's budget, business plan and strategy map were presented and approved by the Board during the various Board Meetings for FY2025. Shareholders may request for copies of the minutes through the Office of the Corporate Secretary.</p> <p>The board actively assesses, approves, monitors, and oversees the Company's key objectives and projects that will drive long term value to all stakeholders. In 2025, the Board assessed and approved the key projects and the corresponding expected budgetary requirements and capital structure presented by the management team, including the following:</p> <ul style="list-style-type: none"> <li>- Execution programs to drive subscriber growth</li> <li>- Enhancing enterprise product portfolio to further empower customers' digitalization efforts</li> <li>- Improve customer service initiatives to reduce churn</li> <li>- Further implement network digitalization programs</li> </ul> <p>Our Manual on Corporate Governance provides for the duties and functions of the board, which includes identifying key risk areas and performance indicators and monitoring these</p>	

factors with due diligence to anticipate and prepare for possible threats to its operational and financial viability.

References:

Manual on Corporate Governance, Page 3-9, Item D (1-4):

<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

2025 SEC Annual Report 17A Pages 14-15, 57, 72:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Board Charter Page 6, Item 4:

<https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Board-Charter-amended-as-of-February-2024.pdf>

Sustainability Report Pages 12-14

<https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf>

2026 Definitive Information Statement Pages 8-10:

<https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf>

2025 Definitive Information Statement Pages 8-10:

[https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25\\_compressed.pdf](https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf)

**Supplement to Recommendation 2.2**

<p>1. Board has a clearly defined and updated vision, mission, and core values.</p>	<p>Compliant</p>	<p>In July 2025, Converge updated its mission, vision, and values statement to be reflective of its dynamic growth and its strategic directions.</p> <p><b>Mission:</b> To enrich everyday life through inspired innovations and human-centric solutions.</p> <p><b>Vision:</b> To be the foremost technology leader that powers the digital journeys of tomorrow, uplifting the human spirit and moving the country forward.</p> <p><b>Values:</b> <i>Malasakit</i> (Genuine Care), Innovation, Customer Centricity, Excellence, Passion for Learning, Inclusivity, and Courage.</p> <p>References: 2025 SEC Annual Report 17A Page 4: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Corporate website: <a href="https://corporate.convergeict.com/">https://corporate.convergeict.com/</a></p>	
<p>2. Board has a strategy execution process that facilitates effective management performance and is attuned to the company's business environment, and culture.</p>	<p>Compliant</p>	<p>The Company aligns its strategic decisions with industry trends and demographic shifts. These strategies are reviewed and approved by the Board annually or as needed during formal meetings, with records maintained by the Corporate Secretary.</p> <p>The Corporate Governance Manual clearly defines the Board's responsibilities, including risk identification and performance oversight to mitigate potential issues.</p>	

		<p>A Corporate Performance Management Process is in place to align strategies with key performance indicators, supported by regular evaluations and performance-based incentives.</p> <p>The Board and Management ensure that business strategies are consistent with the Company's mission, vision, values, and objectives. These strategies focus on product diversification, innovation, and service quality, while the Board provides oversight to support growth and minimize adverse impacts.</p> <p>The Board Risk Oversight Committee (BROC) oversees the development and implementation of sustainability strategies, policies, and practices, with a focus on ESG and climate-related risks. It ensures the Company remains informed of key sustainability risks and opportunities, and that these considerations are integrated into investment decision-making.</p> <p>References:  2025 SEC Annual Report 17-A Pages 6 -18 (Business Segments):  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>   <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a>   Sustainability Report Pages 12-14  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p>	
<b>Recommendation 2.3</b>			
1. Board is headed by a competent and qualified Chairperson.	Compliant	The Chairman of the Board, Mr. Jose P. de Jesus, meets all qualifications and performs his duties as set out in our Amended Manual on Corporate Governance.	

He leads and manages the Board, sets clear expectations on culture, values, and behavior, and presides over meetings to ensure effective communication and strategic direction.

Mr. de Jesus has held key leadership roles in both the public and private sectors. He was awarded the Philippine Legion of Honor, Rank of Commander, in June 1992 by then President Corazon C. Aquino, and the Lux in Domino Award (Most Outstanding Alumnus) by Ateneo de Manila University in July 2012.

His expertise includes general management, technology, media and telecommunications, corporate governance, risk management, regulatory matters, and human resource management.

References:

Website

<https://corporate.convergeict.com/corporate-profile/board-of-directors>

SEC Annual Report 17A Pages 57-58:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Duties and responsibilities:

Manual on Corporate Governance, Page 4, Item 4 C:

<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

Results of Organizational Meeting of Board of Directors:

<https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results->

[of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf](#)

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=71b32babb2653140ec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59)

**Recommendation 2.4**

<p>1. Board ensures and adopts an effective succession planning program for directors, key officers, and management.</p>	<p>Compliant</p>	<p>The Company has a Succession Planning Policy to ensure business continuity in the event of voluntary or involuntary departure of any Board or Senior Management member. A talent pool of high-performing candidates has been identified for potential nomination, election, or appointment.</p> <p>The policy has been strengthened to emphasize the value of the Board of Directors' expertise, experience, and wisdom. Directors may continue to serve based on their ability to perform their duties effectively and their willingness to serve, regardless of age, but subject to the provisions of SEC Memorandum Circular No 7- 2026: Term and Term Limit of Directors. The updated Succession Planning Policy was approved by the Board in February 2024.</p> <p>References: Succession Planning Policy: <a href="https://corporate.convergeict.com/wp-content/uploads/2023/05/Revised-Succession-Planning-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/05/Revised-Succession-Planning-Policy.pdf</a></p> <p>2025 SEC Annual Report 17A Page 69: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<p>2. Board adopts a policy on the retirement for directors and key officers.</p>	<p>Compliant</p>	<p>The Company has in place a Retirement Plan which covers directors, key officers, and employees, that is aligned with the</p>	

		<p>market in order to attract and retain the best talents in the long-term perspective.</p> <p>The Remuneration Committee oversees Board and senior management compensation, applying a pay-for-performance system with variable pay and a retirement plan.</p> <p>References:  2025 SEC Annual Report 17A Page 69:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Succession Planning Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/05/Revised-Succession-Planning-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/05/Revised-Succession-Planning-Policy.pdf</a></p> <p>Sustainability Report Page 33:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p> <p>Annex C - Remuneration and Retirement Plans.</p>	
<b>Recommendation 2.5</b>			
<p>1. Board aligns the remuneration of key officers and board members with long-term interests of the company.</p>	<p>Compliant</p>	<p>The Company has a Remuneration Committee which performs oversight functions over the management's recommendations on remuneration plans, incentive schemes and other compensation and benefits. The Remuneration Committee does not determine the directors' compensation.</p> <p>The company keeps abreast of industry standards to ensure that remunerations are competitive. The Company has in place the Performance Incentive Framework (PIF) which specifically identifies the relationship between remuneration</p>	

		<p>and performance. The Company recognizes the significance of linking performance and pay in order to create and foster a “Pay for Performance” culture across the organization. Hence, it strives to create a rewards system that is directly proportional to the performance contribution and achievement levels.</p> <p>References:  2025 SEC Annual Report 17A Page 69:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Sustainability Report Page 14:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p> <p>Remuneration Committee Charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Remuneration-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Remuneration-Committee-Charter.pdf</a></p> <p>Annex C - Remuneration and Retirement Plans.</p>	
<p>2. Board adopts a policy specifying the relationship between remuneration and performance.</p>	<p>Compliant</p>	<p>The company keeps abreast of industry standards to ensure that remunerations are competitive. The Company has in place the Performance Incentive Framework (PIF) which specifically identifies the relationship between remuneration and performance.</p> <p>The Company recognizes the significance of linking performance and pay in order to create and foster a “Pay for Performance” culture across the organization with a conscious intention to integrate ESG metrics into measure of performance across directors, management, and entire workforce.</p>	

Converge strives to create a rewards system that is directly proportional to the performance contribution and achievement levels.

2025 SEC Annual Report 17A Page 69:  
<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Remuneration Committee Charter:  
<https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Remuneration-Committee-Charter.pdf>

Sustainability Report Page 14:  
<https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf>

Annex C - Remuneration and Retirement Plans.

In 2025, the directors did not participate in the discussions and deliberations of their own remuneration.

The following are the remuneration arrangement for the directors:

Nature	Amount
Board Meetings	Per diem of P50,000.00 every meeting
Committee Meetings	Per diem of P30,000.00 per meeting
Stockholders Meeting	Per Diem of P50,000.00 per stockholders meeting

3. Directors do not participate in discussions or deliberations involving his/her own remuneration.

Compliant

		<p>Variable remuneration</p>	<p>Minimum bonus of P2,000,000.00, subject to the performance of the company at year-end.</p>	
<p>Directors' compensation: 2025 SEC Annual Report 17A Pages 67-68:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-gfy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-gfy25-17a-04132026-PSEPDEX-compressed.pdf</a>   <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a>   Manual on Corporate Governance, Page 9, Item 4 (F):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>				
<b>Optional: Recommendation 2.5</b>				
<p>1. Board approves the remuneration of senior executives.</p>	<p>Compliant</p>	<p>The Remuneration Committee provides guidance to assist the Board in developing a compensation philosophy or policy; oversee the development and administration of the Company's executive compensation programs; establish an effective performance management framework; and assist the Board in the succession planning for Officers and in overseeing the development and implementation of professional development programs for officers.</p> <p>For 2025, Converge strategically adopted industry and market best practices for Remuneration and Benefits. The company continues to adopt a pay for performance approach, with a conscious intention to integrate ESG metrics into measure of performance across directors, management, and entire workforce.</p>		

		<p>Remuneration Committee Charter (duties and responsibilities):</p> <p><a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Remuneration-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Remuneration-Committee-Charter.pdf</a></p> <p>Sustainability Report Page 14:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p> <p>The Company keeps abreast of industry standards to ensure that remunerations are competitive. Upon recommendation of the Remunerations Committee, the Board, since 2021, has the Performance Incentive Framework (PIF) which specifically identifies the relationship between remuneration and performance. The Company recognizes the significance of linking performance and pay and in order to create and foster a "Pay for Performance" culture across the organization.</p> <p>2025 SEC Annual Report 17A Page 80:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Annex C - Remuneration and Retirement Plans.</p>	
<p>2. Company has measurable standards to align the performance-based remuneration of the executive directors and senior executives with long-term interest, such as claw back provision and deferred bonuses.</p>	<p>Compliant</p>	<p>The Board adopts a policy specifying the relationship between remuneration and performance. The company keeps abreast of industry standards to ensure that remunerations are competitive.</p> <p>The Company has also in place the Performance Incentive Framework (PIF) which specifically identifies the relationship</p>	

between remuneration and performance. The Company recognizes the significance of linking performance and pay in order to create and foster a "Pay for Performance" culture across the organization.

Hence, it strives to create a rewards system that is directly proportional to the performance contribution and achievement levels. This PIF is created to drive the Company's goal to improve performance and retention with a competitive annual incentive strategy that is based on clear performance metrics in order to motivate and reward to achieve high levels of performance on an annual basis.

Notwithstanding this, management may reserve the right to impose claw back and bonus deferral mechanisms, subject to internal deliberations and considerations.

The Board has approved the Employee Stock Option Plan (ESOP) for certain employees of the Company. Likewise, the Company has a performance assessment matrix which is linked to the merits of the employee, as reflected in his/her performance evaluation.

References:

2025 SEC Annual Report 17A Page 80:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>

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Sustainability Report Page 14:

<https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf>

Annex C - Remuneration and Retirement Plans.

Recommendation 2.6			
1. Board has a formal and transparent board nomination and election policy.	Compliant	<p>The Company has in place its nomination and election policy to ensure transparency of the nomination process to the board. The policy likewise ensures that there is an alignment between the qualifications of the nominees with the strategic direction of the Company.</p> <p>Nomination and Election Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Nomination-and-Election-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Nomination-and-Election-Policy.pdf</a></p> <p>Our Nomination and Election (Nomelec) policy is written in accordance with and disclosed in the Company's Manual on Corporate Governance which provides that the Corporate Governance and Nominations Committee shall be responsible for the selection and election of the board and board committee members.</p> <p>Manual on Corporate Governance Page 8, Item 4 (D) (4):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Our Nomelec policy states that all nominations are accepted from shareholders regardless of the number of shareholdings. The screening and shortlisting of candidates is provided. The assessment process is indicated in the policy.</p> <p>Nomination and Election Policy Page 1 (2)(1):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Nomination-and-Election-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Nomination-and-Election-Policy.pdf</a></p> <p>Our Nomination Process begins before every Annual Stockholders Meeting and is facilitated by the NOMELEC Committee. Nominees are sourced from:</p>	
3. Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.			
4. Board nomination and election policy includes how the company accepted nominations from minority shareholders.			
5. Board nomination and election policy includes how the board shortlists candidates.			
6. Board nomination and election policy includes an assessment of the effectiveness of the Board's processes in the nomination, election, or replacement of a director.			
7. Board has a process for identifying the quality of directors that is aligned with the strategic direction of the company.			

1. Nominations submitted by stockholders of record; and
2. Directorial candidates sourced from external search firms.

Our Nomelec Policy includes a mechanism where professional search firms or other external sources of candidates will be utilized in searching for candidates to the Board of Directors. For 2025, the company has reached out to the Institute of Corporate Directors to provide a shortlist of directorial candidates that fit the requirements set by Converge.

The committee then screens and vets the nominees based on qualifications and disqualifications set under the company Board Charter, Amended Manual on Corporate Governance, By - laws, Revised Corporation Code, Securities Regulation Code, and existing laws and regulations, in accordance with the requirements under each type of directorship.

Nominees for independent directors are subject to additional criteria and must submit a Certification of Independence in accordance with SEC requirements.

Upon screening, the committee finalizes the list of nominees for endorsement to the board for election during the ensuing Annual Stockholders Meeting.

During the time that there was a vacancy due to the resignation of Atty. Francis Lim on June 9, 2025, the Company reached out to the Institute of Corporate Directors and solicited nominations from shareholders to select a new director. This led to the nomination and election of Mr. Park Weongi on July 8, 2025.

Nomination and Election Policy Pages 1-2 (2) (3-5):  
<https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Nomination-and-Election-Policy.pdf>

		<p>The Nomelec Policy also provides that the effectiveness of the Nomelec process shall be assessed and evaluated in the assessment of the Corporate Governance and Nomination Committee performance.</p> <p>Nomination and Election Policy Page 3:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Nomination-and-Election-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Nomination-and-Election-Policy.pdf</a></p> <p>References:  2025 SEC Annual Report 17A Page 79:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a> <p>2026 Definitive Information Statement Pages 4-12:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a></p> <p>2025 Definitive Information Statement Pages 4 - 12:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p> <p>Manual on Corporate Governance Page 8, Item 4 (D) (4):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	
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<b>Optional: Recommendation to 2.6</b>			
1. Company uses professional search firms or other external sources of candidates (such as director databases set up by director or	Compliant	Our Nomelec policy states that the Company shall endeavor to use professional search firms or other external sources of candidates (such as director databases set up by director or shareholder bodies) when searching for candidates to the	

<p>shareholder bodies) when searching for candidates to the board of directors.</p>		<p>board of directors. The Company has embodied this practice throughout nomination processes and meetings.</p> <p>For FY 2025, as is with the prior years, the Company reached out to the Institute of Corporate Directors to provide a shortlist of directorial candidates the fit the requirements set by Converge.</p> <p>Our Nomination Process begins before every Annual Stockholders Meeting and is facilitated by the NOMELEC Committee. Nominees are sourced from:</p> <ol style="list-style-type: none"> <li>1. Nominations submitted by stockholders of record; and</li> <li>2. Directorial candidates sourced from external search firms.</li> </ol> <p>Our Nomelec Policy includes a mechanism where professional search firms or other external sources of candidates will be utilized in searching for candidates to the Board of Directors. For 2025, the company has reached out to the Institute of Corporate Directors to provide a shortlist of directorial candidates that fit the requirements set by Converge.</p> <p>The committee then screens and vets the nominees based on qualifications and disqualifications set under the company Board Charter, Amended Manual on Corporate Governance, By - laws, Revised Corporation Code, Securities Regulation Code, and existing laws and regulations, in accordance with the requirements under each type of directorship.</p> <p>Nominees for independent directors are subject to additional criteria and must submit a Certification of Independence in accordance with SEC requirements.</p> <p>Upon screening, the committee finalizes the list of nominees for endorsement to the board for election during the ensuing Annual Stockholders Meeting.</p>	
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		<p>During the time that there was a vacancy due to the resignation of Atty. Francis Lim on June 9, 2025, the Company reached out to the Institute of Corporate Directors and solicited nominations from shareholders to select a new director. This led to the nomination and election of Mr. Park Weongi on July 8, 2025.</p> <p>References:  2025 SEC Annual Report 17A Page 79:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Nomination and Election Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Nomination-and-Election-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Nomination-and-Election-Policy.pdf</a></p> <p>The backgrounds of our directors are listed in SEC Annual Report 17A Pages 57-62:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Manual on Corporate Governance page 5, Item 2 (b):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	
<b>Recommendation 2.7</b>			
1. Board has overall responsibility in ensuring that there is a group-wide policy and system governing related party	Compliant	The Board of Directors adopted a Related Party Transactions Policy pursuant to SEC Memorandum Circular No. 10, Series of 2019.	

<p>transactions (RPTs) and other unusual or infrequently occurring transactions.</p>		<p>The Related Party Transactions Policy aims to ensure the integrity, arms' length status, and transparency of all Related Party Transactions of the Company, its subsidiaries, affiliates, and related parties.</p> <p>Related Party Transactions shall be reviewed, approved, ratified, and disclosed as required under relevant laws, rules, and regulations. The RPT policy outlines and defines material RPTs and how this should be reviewed and approved.</p> <p>The Board, through the Related Party Transactions Committee ensures that all RPTs are conducted on an arm's length basis, and that no shareholder or stakeholder is unduly disadvantaged.</p> <p>References:  Manual on Corporate Governance, Page 10 Item 5 (A):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Related Party Transactions Policy, Page 4  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf</a></p> <p>2025 SEC Annual Report 17A Pages 70, 79-80:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<p>2. RPT policy includes appropriate review and approval of material RPTs, which</p>	<p>Compliant</p>	<p>Our Related Party Transactions Policy states that all RPTs shall be conducted on an arm's length basis, and that no shareholder or stakeholder shall be unduly disadvantaged.</p>	

<p>guarantee fairness and transparency of the transactions.</p>		<p>All individual Material RPTs shall be approved by at least two-thirds (2/3) vote of the board of directors, with at least a majority of the independent directors voting to approve the Material RPT.</p> <p>For aggregate RPT transactions within a twelve (12)- month period that breaches the materiality threshold of ten percent (10%) of the Company's total assets, the same board approval would be required for the aggregate transaction/s that meets and exceeds the materiality threshold covering the same related party.</p> <p>References:  Related Party Transactions Policy, Page 8  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf</a></p> <p>2025 SEC Annual Report 17A Pages 70, 79-80:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Manual on Corporate Governance Page 6, Item 4 (D) (2) (O):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	
<p>3. RPT policy encompasses all entities within the group, taking into account their size, structure, risk profile and complexity of operations.</p>	<p>Compliant</p>	<p>Our RPT Policy covers Converge ICT Solutions, Inc., its wholly owned subsidiaries, affiliates, and related parties.</p> <p>References:  Related Party Transactions Policy, Page 4:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf</a></p>	

		<p>2025 SEC Annual Report 17A Pages 70, 79-80:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Manual on Corporate Governance Page 6, Item 4 (D) (2) (O):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	
<b>Supplement to Recommendations 2.7</b>			
<p>1. Board clearly defines the threshold for disclosure and approval of RPTs and categorizes such transactions according to those that are considered <i>de minimis</i> or transactions that need not be reported or announced, those that need to be disclosed, and those that need prior shareholder approval. The aggregate amount of RPTs within any twelve (12) month period should be considered for purposes of applying the thresholds for disclosure and approval.</p>	<p>Compliant</p>	<p>The members of the board, substantial shareholders, and officers shall fully disclose to the Board all material facts related to Material RPTs as well as their direct and indirect financial interest in any transaction or matter that may affect or is affecting the Company.</p> <p>Such disclosure shall be made at the board meeting where the Material RPT will be presented for approval and before the completion or execution of the Material RPT.</p> <p>Related party transaction/s, either individually, or in aggregate over a twelve (12)-month period with the same related party, amounting to ten percent (10%) or higher of the Company's Total Assets based on its latest Audited Financial Statement (AFS) shall be considered as Material RPT.</p> <p>References:  Related Party Transactions Policy  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf</a></p>	

		<p>Related Party Transactions Committee Charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/11/RPT-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/11/RPT-Committee-Charter.pdf</a></p> <p>2025 SEC Annual Report 17A Pages 70, 79-80:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
2. Board establishes a voting system whereby a majority of non-related party shareholders approve specific types of related party transactions during shareholders' meetings.	Compliant	<p>The RPT policy provides that should the majority vote of the independent directors is not obtained, the 2/3 of shareholders may ratify the RPT.</p> <p>Related Party Transactions Policy  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf</a></p> <p>Related Party Transactions Committee Charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/11/RPT-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/11/RPT-Committee-Charter.pdf</a></p>	
<b>Recommendation 2.8</b>			
1. Board is primarily responsible for approving the selection of Management led by the Chief Executive Officer (CEO) and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer, and Chief Audit Executive).	Compliant	<p>The Board acknowledges its responsibility in the approval and selection of management heads as per its Amended Manual on Corporate Governance and Nomination and Elections (NOMELEC) Policy.</p> <p>References:  Manual on Corporate Governance Page 6, Item 4 (D)(2)(P).  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	

NOMELEC Policy:

<https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Nomination-and-Election-Policy.pdf>

At the Organizational Meeting of the Board of Directors held on May 30, 2025, the following were elected and/or appointed:

<b>Position</b>	<b>Name</b>
Chairman of the Board	Jose P. de Jesus
Chief Executive Officer	Dennis Anthony H. Uy
President and Chief Resources Officer	Maria Grace Y. Uy
Chief Operations Officer	Benjamin Rex Emilio B. Azada
Chief Finance Officer	Robert Leo A. Yu
Chief Network Transformation Officer	Paulo Martin G. Santos
Treasurer and Chief Risk Officer	Christine Renee R. Blabagno
Corporate Secretary	Elvira C. Oquendo
Assistant Corporate Secretary	Ia Laurienne S. Ramiro - Castro
Corporate Compliance Officer and Corporate Sustainability Officer	Laurice P. Esteban-Tuason
Vice President & Head of Investor Relations	Owen Kieffer D. Ocampo
Officer-in-Charge of Internal Audit*	Jenelyn M. Del Rosario

\* The Audit Committee, through the organizational meeting of board of directors on May 30, 2025, has appointed Ms. Jenelyn M. Del Rosario as Officer-in-Charge of Internal Audit. She has held the role since November 12, 2024.

		<p>Effective February 5, 2026, Mr. Anthony Vergel B. Velasco was reappointed as Head of Internal Audit during the Organization Meeting of the Board of Directors.</p> <p>References:  2025 SEC Annual Report 17A Pages 63-66:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>Re-appointment of Mr. Velasco:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/01/sec-form-17-c-converge-change-in-directors-appointment-of-anthony-vergel-b-velasco-as-svp-and-head-of-internal-audit-and-resignation-of-jenelyn-del-rosario-as-oic-internal-audit-sgd.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/01/sec-form-17-c-converge-change-in-directors-appointment-of-anthony-vergel-b-velasco-as-svp-and-head-of-internal-audit-and-resignation-of-jenelyn-del-rosario-as-oic-internal-audit-sgd.pdf</a></p> <p>Website  <a href="https://corporate.convergeict.com/corporate-profile/meet-the-team">https://corporate.convergeict.com/corporate-profile/meet-the-team</a></p>	
<p>2. Board is primarily responsible for assessing the performance of Management led by the Chief Executive Officer (CEO) and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer, and Chief Audit Executive).</p>	<p>Compliant</p>	<p>The Board adheres to its responsibility of assessing the performance of its management.</p> <p>For FY 2025, the Board conducted a self – assessment evaluation in accordance with our Amended Manual on Corporate Governance Manual, Section 49(h) and Section 177 of the Revised Corporation Code of the Philippines, and</p>	

pursuant to Principle 6 of the Code of Corporate Governance for Publicly Listed Companies (SEC Memorandum Circular No. 19 – 2016).

In the conduct of its assessment, the Company benchmarked on multiple principles, notably the ASEAN Corporate Governance Scorecard (ACGS) which scopes on: a) structure and composition, highlighting diversity and competencies b) responsibilities and duties, which include strategy, oversight, and accountability c) board processes, that highlights internal processes and d) dynamics and relationships, which shows how the board functions collectively.

The assessment covered evaluations of each individual Director, the Chairman, Chief Executive Officer, President, Corporate Compliance Officer, Chief Risk Officer, Chief Audit Executive, and related Board Committees.

The evaluation followed the process below:



In the above process, responses to the evaluation form cover overall performance for 2025. The same is measured through quantitative and qualitative means. A 4-point Likert scale is used to answer an enumeration of questions per evaluation segments while a freeform qualitative evaluation is used to supplement the quantitative responses and serves as a medium for directors to freely express their opinions on their ratings.

The evaluation was made part of discussions during the Corporate Governance Committee meetings for 2025. The committee, which is also chaired by the Chairman of the board, was appraised of the evaluation process. The forms were handed out to the board through physical and digital versions which were then submitted back to the office of the

		<p>Corporate Compliance Officer for tabulation and reporting. Tabulation of results was handled by the Corporate Compliance Officer and all responses submitted by the board were kept private and confidential.</p> <p>The Corporate Compliance Officer provided the directors with the results of the assessment and outlined the methodology of evaluation, criteria and metrics, and the process of the assessment. Said assessment was discussed with the board's Corporate Governance Committee and the Board of Directors.</p> <p>For FY 2025, the Company was not required to enlist an external facilitator for the assessment, as this was done in 2023 and will be conducted every three years thereafter.</p> <p>References: Manual on Corporate Governance Page 6, Item 4 (D)(2)(P). <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>2025 SEC Annual Report 17A Page 77-78: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<b>Recommendation 2.9</b>			
<p>1. Board establishes an effective performance management framework that ensures that Management's performance is at par with the standards set by the Board and Senior Management.</p>	<p>Compliant</p>	<p>The Board has adopted a Corporate Performance Management Process which is designed to align corporate strategies with group and individual key performance indicators, followed by a series of evaluation discussions with multiple internal groups. Evaluation processes are data driven and considers industry standards and benchmarks.</p>	

<p>2. Board establishes an effective performance management framework that ensures that personnel's performance is at par with the standards set by the Board and Senior Management.</p>	<p>Compliant</p>	<p>The Company adopts the "Pay for Performance" framework which provides rewards that are directly proportional to contribution and achievement levels of employees and management. This framework aims to improve performance and retention in the organization and evaluations are based on clear performance metrics set out annually.</p> <p>References:  Manual on Corporate Governance Page 6, Item 4 (D)(2)(P).  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>2025 SEC Annual Report 17A Page 80:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Sustainability Report Page 14:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p> <p>Annex C - Remuneration and Retirement Plans.</p>	
<b>Recommendation 2.10</b>			
<p>1. Board oversees that an appropriate internal control system is in place.</p>	<p>Compliant</p>	<p>A system of internal controls over operations, reporting and compliance has been put in place.</p> <p>These controls are implemented by the management through the Chief Risk Officer and is overseen by the Audit Committee as the board's arm in ensuring that all financial reporting, internal controls, internal and external activities, and management of conflict of interests are compliant with applicable laws and regulations.</p>	
<p>2. The internal control system includes a mechanism for monitoring and managing potential conflict of interest of the</p>	<p>Compliant</p>		

Management, members, and shareholders.

The Corporate Governance Committee alongside the Board Risk Oversight Committee approved the Minimum Internal Controls matrix of the Company.

Our conflict-of-interest mechanisms involve our directors, the management, employees, and external business partners to answer a conflict-of-interest declaration as part of their onboarding or engagement with us.

The Company likewise uses the Integrated Governance, Risk, Compliance (GRC) Approach which serves as the overarching umbrella framework that aligns with the Council of Sponsoring Organizations (COSO) to strengthen its internal controls.



(Report of the Audit and RPT Committee for December 31, 2025, and Attestation of Internal Control Systems)

References:

Manual on Corporate Governance Page 6, Item 4 (D)(2)(Q); Pages 13-15, Items 9 and 11:

<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

		<p>Conflict of Interest Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/FINAL-Conflicts-of-Interest-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/FINAL-Conflicts-of-Interest-Policy.pdf</a></p> <p>Sustainability Report Pages 19, 43:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p> <p>Quality Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/03/POL-ENT-QMS-001_Quality-Policy-v2.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/03/POL-ENT-QMS-001_Quality-Policy-v2.pdf</a></p> <p>Enterprise Risk Management website:  <a href="https://corporate.convergeict.com/corporate-governance/enterprise-risk-management">https://corporate.convergeict.com/corporate-governance/enterprise-risk-management</a></p> <p>SEC Annual Report 17A Pages 19, 84 (Joint Attestation of Internal Control Systems):  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Annex I – Minimum Internal Controls</p>	
3. Board approves the Internal Audit Charter.	Compliant	<p>The Board's Audit Committee has approved the Internal Audit Charter on May 5, 2021.</p> <p>References:  Audit Committee Charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf</a></p>	

		Annex B - Internal Audit Charter  Manual on Corporate Governance Page 6, Item 4 (D)(2)(Q). <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a>	
<b>Recommendation 2.11</b>			
1. Board oversees that the company has in place a sound enterprise risk management (ERM) framework to effectively identify, monitor, assess and manage key business risks.	Compliant	The Board of Directors, through the Board Risk Oversight Committee (BROC), maintains ultimate responsibility for the Company's ERM framework.	
2. The risk management framework guides the board in identifying units/business lines and enterprise-level risk exposures, as well as the effectiveness of risk management strategies.	Compliant	<ul style="list-style-type: none"> <li>• The Chief Executive Officer (CEO): Acts as the comprehensive risk executive, setting the tone for risk tolerances and the execution of mitigation strategies.</li> <li>• The Chief Risk Officer (CRO): Reports directly to the President, serving as the organization's ultimate risk champion. The CRO oversees the development and continuous improvement of all ERM tools, methodologies, and the specialized Risk Transfer pillar.</li> <li>• The Risk Management Office (RMO): Led by the RMO Head, this team of experts implements the framework across all departments, ensuring that risk awareness is embedded in the corporate culture rather than treated as a siloed function.</li> </ul> <p>The Company's risk management approach is anchored on the OCEG GRC (Governance, Risk, and Compliance) Capability Model as its overarching framework, combining the strategic depth of COSO Enterprise Risk Management with the practical application of ISO 31000:2018.</p> <p>This integrated framework provides a clear and structured approach to managing risks, embedding financial, operational, and ESG considerations into day-to-day operations. In coordination with the Sustainability Council, the ERM Group ensures that climate, social, and regulatory risks are</p>	

		<p>assessed and managed with the same level of discipline as core business risks.</p> <p>The risk management framework, being an integral part of our operations are also emphasized in our Sustainability Report.</p> <p>References:  Manual on Corporate Governance  Page 6, Item 4 (D)(2)(R):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>2025 SEC Annual Report 17A Page 18 - 27:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Sustainability Report Page 12:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p> <p>Website (ERM Framework and policy excerpts):  <a href="https://corporate.convergeict.com/corporate-governance/enterprise-risk-management">https://corporate.convergeict.com/corporate-governance/enterprise-risk-management</a></p>	
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**Recommendation 2.12**

<p>1. Board has a Board Charter that formalizes and clearly states its roles, responsibilities, and accountabilities in carrying out its fiduciary role.</p>	<p>Compliant</p>	<p>The Board adopted a Board Charter that clearly states the responsibilities and functions of directors. The Board responsibilities are likewise reflected in the Manual on Corporate Governance, made available publicly through the company website.</p>	
<p>2. Board Charter serves as a guide to the directors in the performance of their functions.</p>		<p>References:  Board Charter:</p>	

<p>3. Board Charter is publicly available and posted on the company's website.</p>		<p><a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Board-Charter-amended-as-of-February-2024.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Board-Charter-amended-as-of-February-2024.pdf</a></p> <p>Manual on Corporate Governance Page 4, Item 4 (D): <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	
<b>Additional Recommendation to Principle 2</b>			
<p>1. Board has a clear insider trading policy.</p>	<p>Compliant</p>	<p>The Board and the Company have formally adopted an Insider Trading Policy which safeguards material non-public information of the Company and ensures that Insiders while in possession of such information shall not gain an unfair advantage in dealing and trading of the Company's securities. Under the said policy, trading activities by directors and officers must be reported within three (3) trading days from date of transaction.</p> <p>References: 2025 SEC Annual Report 17A Page 79: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Insider Trading Policy: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Insider-Trading-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Insider-Trading-Policy.pdf</a></p>	
<b>Optional: Principle 2</b>			
<p>1. Company has a policy on granting loans to directors, either forbidding the practice or ensuring that the transaction is</p>	<p>Compliant</p>	<p>The Board adopted a resolution which prohibits loans from the company to and from directors. For 2025, the same resolution holds true and no amendments thereto were made.</p>	

<p>conducted at arm's length basis and at market rates.</p>		<p>References: Annex E – Secretary's Certificate on forbidding loans from the Corporation to any members of the Board.</p>	
<p>2. Company discloses the types of decision requiring board of directors' approval.</p>	<p>Compliant</p>	<p>All decisions involving the Company's businesses and assets are either approved by the Board or delegated to authorized officers.</p> <p>Our Amended Manual on Corporate Governance requires full public disclosure of all material information, this includes any information that may affect the Company's share price, earnings results, acquisitions or disposals of assets, changes in the Board, related party transactions, and directors' shareholdings and ownership changes.</p> <p>The Company also disclosed remuneration of directors and senior management, corporate strategy, and balance sheet transactions.</p> <p>All disclosures are made through the prescribed stock exchange procedures and published in the annual report.</p> <p>The Board remains committed to timely and complete disclosure of material information and ensures all required filings are made in the interest of stakeholders.</p> <p>The above-mentioned disclosure practices are also guided by the Company's Continuous Disclosure Policy.</p> <p>References: Article III Section 1 of the Company's Amended By-Laws <a href="https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf">https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf</a></p> <p>Material transactions approved by the board are disclosed to the SEC and PSE through 17-C: <a href="https://corporate.convergeict.com/investor-relations#sec-pse-disclosures">https://corporate.convergeict.com/investor-relations#sec-pse-disclosures</a> '</p>	

		<p>Amended Manual on Corporate Governance Page 9(D)(4)(D)(E), 19 (15):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Continuous Disclosure Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/02/Corporate-Site-Continuous-Disclosure-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/02/Corporate-Site-Continuous-Disclosure-Policy.pdf</a></p>	
<p><b>Principle 3:</b> Board committees should be set up to the extent possible to support the effective performance of the Board's functions, particularly with respect to audit, risk management, related party transactions, and other key corporate governance concerns, such as nomination and remuneration. The composition, functions and responsibilities of all committees established should be contained in a publicly available Committee Charter.</p>			
<p><b>Recommendation 3.1</b></p>			
<p>1. Board establishes board committees that focus on specific board functions to aid in the optimal performance of its roles and responsibilities.</p>	<p>Compliant</p>	<p>The Board has established key committees, namely:</p> <ol style="list-style-type: none"> <li>1. Audit Committee</li> <li>2. Related Party Transactions Committee</li> <li>3. Corporate Governance and Nominations Committee</li> <li>4. Board Risk Oversight Committee</li> <li>5. Remuneration Committee</li> </ol> <p>Prior to July 2025, the Audit Committee and Related Party Transactions Committee were independent committees and functioned as the Audit and RPT Committee. This occurred following the resignation of Atty. Francis Ed. Lim as non-executive director on June 9, 2025 who was then succeeded by Mr. Park Weongi on July 8, 2025.</p> <p>References:  2025 SEC Annual Report 17A Pages 74-76:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p>	

		<p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Manual on Corporate Governance Pages 10-11, Item 5 (A-E) <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Results of Organizational Meeting of Board of Directors: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>Material Information- Merging of ARPT Committee: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/07/material-information-transactions-board-meeting-dated-july-8-2025.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/07/material-information-transactions-board-meeting-dated-july-8-2025.pdf</a></p> <p>Website <a href="https://corporate.convergeict.com/board-committees/">https://corporate.convergeict.com/board-committees/</a></p>	
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**Recommendation 3.2**

<p>1. Board establishes an Audit Committee to enhance its oversight capability over the company's financial reporting, internal control system, internal and external audit processes, and compliance with applicable laws and regulations.</p>	<p>Compliant</p>	<p>The Board has established an Audit Committee to perform the following duties:</p> <ol style="list-style-type: none"> <li>1. Financial reporting: Review of accounting and reporting issues, transactions, professional regulatory pronouncements, and its impact on financial statements.</li> <li>2. Internal controls: Review effectiveness of internal controls, provide assessments and recommendations.</li> <li>3. Audit processes: Review of internal and external audit activities and ensure its compliance with audit standards.</li> </ol> <p>The Compliance with laws and regulations, particularly about financial reporting is also overseen by the Audit Committee.</p>	
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The overall compliance however is overseen by the Corporate Governance Committee through the Corporate Compliance Officer.

References:

2025 SEC Annual Report 17A Pages 74-75

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Manual on Corporate Governance: Pages 10-11, Item 5 (A)

<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

Website

<https://corporate.convergeict.com/corporate-profile/board-committees>

Audit Committee Charter:

<https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf>

Results of Organizational Meeting of Board of Directors:

<https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=71b32babb2653140ec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59)

Annex B - Internal Audit Charter

<p>4. Audit Committee is composed of at least three appropriately qualified non-executive directors, the majority of whom, including the Chairman is independent.</p>	<p>Compliant</p>	<p>The Audit Committee is composed of the following:</p> <ol style="list-style-type: none"> <li>1. Roman Felipe S. Reyes (Chairman – Independent and Non-Executive Director)</li> <li>2. Amando M. Tetangco, Jr. (member – Independent and Non-Executive Director)</li> <li>3. Estela M. Perlas - Bernabe (member – Independent and Non-Executive Director)</li> </ol> <p>Prior to July 2025, the Audit Committee and Related Party Transactions Committee were independent committees. Post July 2025, the Audit committee and RPT committee were merged to function as the Audit and RPT committee, ensuring that all members of said committee are composed of independent directors.</p> <p>References:  2025 SEC Annual Report 17A Pages 74-75:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>Material Information- Merging of ARPT Committee:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/07/material-information-transactions-board-meeting-dated-july-8-2025.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/07/material-information-transactions-board-meeting-dated-july-8-2025.pdf</a></p> <p>Website</p>	
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		<p><a href="https://corporate.convergeict.com/corporate-profile/board-committees">https://corporate.convergeict.com/corporate-profile/board-committees</a></p> <p>Qualifications and type of directorship: 2025 SEC Annual Report 17A Pages 57-62: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<p>5. All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing, and finance.</p>	<p>Compliant</p>	<p>The members of the audit committee have backgrounds in accounting, audit, and finance.</p> <p>Qualifications and background of Audit Committee: 2025 SEC Annual Report 17A Pages 57-62: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<p>6. The Chairman of the Audit Committee is not the Chairman of the Board or of any other committee.</p>	<p>Compliant</p>	<p>The Chairman of the Audit Committee, Roman Felipe S. Reyes, is not the Chairman of the Board or of any other committee.</p> <p>References: 2025 SEC Annual Report 17A Page 57-62, 74-75: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	

		<p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>Website  <a href="https://corporate.convergeict.com/corporate-profile/board-committees">https://corporate.convergeict.com/corporate-profile/board-committees</a></p>	
<b>Supplement to Recommendation 3.2</b>			
<p>1. Audit Committee approves all non-audit services conducted by the external auditor.</p>	<p>Compliant</p>	<p>Pursuant to its Audit Committee Charter, the Audit Committee approves all audit and non-audit services conducted by its external auditor, Isla Lipana &amp; Co.</p> <p>References:  2025 SEC Annual Report 17A Pages 48 - 49:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-gfy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-gfy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>2026 Definitive Information Statement Pages 10, 33-34:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a></p> <p>2025 Definitive Information Statement Pages 10,31:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p> <p>Manual on Corporate Governance Pages 13-14:</p>	

<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

Audit Committee Charter:  
<https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf>

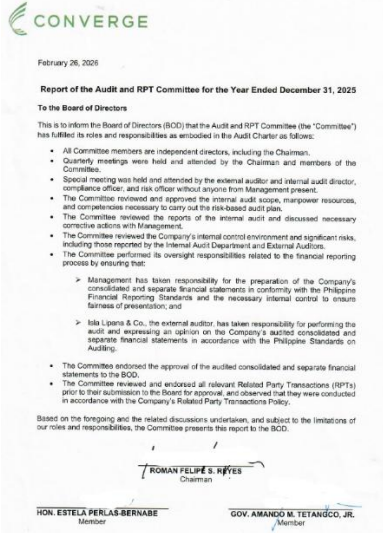
Results of Organizational Meeting of Board of Directors:  
<https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=71b32babb2653140ec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59)

2. Audit Committee conducts regular meetings and dialogues with the external audit team without anyone from management present.

Compliant

On May 6, 2025, the Audit Committee met with the external auditor without anyone from management present, as also disclosed on its year-end report dated December 31, 2025



References:  
2025 SEC Annual Report 17A Pages 73, 83:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

**Optional: Recommendation 3.2**

1. Audit Committee meet at least four times during the year.

Compliant

The Audit Committee, pursuant to its Audit Charter met for a total of eight (8) times for FY 2025. Four (4) meetings therein were held independently as Audit Committee and four (4) meetings were held as a combined Audit and Related Party Transactions Committee.

Director	Audit Committee Only				Audit and RPT Committee Combined				%
	Jan 14	Feb 26	Mar 14	May 7	Aug 5	Sept 26	Nov 5	Dec 9	
Roman Felipe Reyes S.	✓	✓	✓	✓	✓	✓	✓	✓	100
Amando M. Tetangco, Jr.	✓	✓	✓	✓	✓	✓	✓	✓	100
Estela M. Perlas Bernabe	✓	✓	✓	✓	✓	✓	✓	✓	100

Prior to July 2025, the Audit Committee and Related Party Transactions Committee were independent committees. Post July 2025, the Audit committee and RPT committee were merged to function as the Audit and RPT committee, ensuring that all members of said committee are composed of independent directors.

References:  
 2025 SEC Annual Report 17A Page 61:  
<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>

		<p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Material Information- Merging of ARPT Committee:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/07/material-information-transactions-board-meeting-dated-july-8-2025.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/07/material-information-transactions-board-meeting-dated-july-8-2025.pdf</a></p>	
<p>2. Audit Committee approves the appointment and removal of the internal auditor.</p>	<p>Compliant</p>	<p>The Audit Committee, through the organizational meeting of board of directors on May 30, 2025, has appointed Ms. Jenelyn M. Del Rosario as Officer-in-Charge of Internal Audit. She has held the role since November 12, 2024.</p> <p>Effective February 5, 2026, Mr. Anthony Vergel B. Velasco was reappointed as Head of Internal Audit during the Organization Meeting of the Board of Directors.</p> <p>The approval on the appointment and removal of the internal auditor is reflected in the Company's Audit Committee charter.</p> <p>References:  2025 SEC Annual Report 17A Pages 63, 65  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>2026 Definitive Information Statement Pages 22, 25, 63:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a></p> <p>2025 Definitive Information Statement Pages 22, 24-25:</p>	

		<p><a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p> <p>Manual on Corporate Governance Pages 13-14, Item 9: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Results of Organizational Meeting of Board of Directors 2025: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>Reappointment of Internal Auditor for 2026: <a href="https://corporate.convergeict.com/wp-content/uploads/2026/01/sec-form-17-c-converge-change-in-directors-appointment-of-anthony-vergel-b-velasco-as-svp-and-head-of-internal-audit-and-resignation-of-jenelyn-del-rosario-as-oic-internal-audit-sgd.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/01/sec-form-17-c-converge-change-in-directors-appointment-of-anthony-vergel-b-velasco-as-svp-and-head-of-internal-audit-and-resignation-of-jenelyn-del-rosario-as-oic-internal-audit-sgd.pdf</a></p> <p>Audit Committee Charter: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf</a></p>	
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**Recommendation 3.3**

<p>1. Board establishes a Corporate Governance Committee tasked to assist the Board in the performance of its corporate governance responsibilities, including the functions that were formerly assigned to a Nomination and Remuneration Committee.</p>	<p>Compliant</p>	<p>The Board has established a Corporate Governance Committee that is responsible for assisting the Board in performing its corporate governance responsibilities and reviewing and evaluating the qualifications of all persons nominated to the Board and other appointments requiring Board approval.</p>	
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		<p>It assists the Board in assessing the effectiveness of the Board's processes and procedures in the election and replacement of directors.</p> <p>References:  Corporate Governance Functions and members:  Manual on Corporate Governance, Page 10, Item 5 (B):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>2025 SEC Annual Report 17A Page 75  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Corporate Governance Committee charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Corporate-Governance-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Corporate-Governance-Committee-Charter.pdf</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>Website:  <a href="https://corporate.convergeict.com/corporate-profile/board-committees">https://corporate.convergeict.com/corporate-profile/board-committees</a></p>	
<p>2. Corporate Governance Committee is composed of at least three members, all of whom should be independent directors.</p>	<p>Compliant</p>	<p>The Corporate Governance Committee is composed of four (4) members, all of whom are independent directors:</p>	

1. Jose P. de Jesus (Chairman, Independent Director)
2. Amando M. Tetangco, Jr. (member, Independent Director)
3. Roman Felipe S. Reyes (member, Independent Director)
4. Estela M. Perlas – Bernabe (member, Independent director)

References:

Committee composition:

2025 SEC Annual Report 17A Page 75:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Qualifications and background of Corporate Governance Committee:

2025 SEC Annual Report 17A Pages 57-62:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Results of Organizational Meeting of Board of Directors:

<https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=71b32babb2653140ec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59)

Corporate Governance Committee Charter:

		<a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Corporate-Governance-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Corporate-Governance-Committee-Charter.pdf</a>	
3. Chairman of the Corporate Governance Committee is an independent director.	Compliant	<p>The Corporate Governance Committee Chairman, Mr. Jose P. de Jesus is an independent director.</p> <p>References:  2025 SEC Annual Report 17A Pages 57-58:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Independent Director Certification (Marked as Annex E-1):  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a></p> <p><a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>Website:  <a href="https://corporate.convergeict.com/corporate-profile/board-of-directors">https://corporate.convergeict.com/corporate-profile/board-of-directors</a></p>	

**Optional: Recommendation 3.3.**

1. Corporate Governance Committee meet at least twice during the year.

Compliant

The Corporate Governance Committee met four (4) times for FY 2025 and was able to meet this recommendation, pursuant to its Corporate Governance Committee Charter.

Director	Mar 12, 2025	May 23, 2025	Jun 19, 2025	Dec 4, 2025	%
Jose P. de Jesus	✓	✓	✓	✓	100
Amando M. Tetangco Jr.	✓	✓	✓	✓	100
Roman Felipe S. Reyes	✓	✓	✓	✓	100
Estela M. Perlas-Bernabe	✓	✓	✓	✓	100
Francis Ed. Lim*	✓	✓	N/A	N/A	100

\*Francis Ed Lim was a Non-Executive Director and member of the Corporate Governance and Nominations Committee from June 8, 2020 until his resignation on June 9, 2025

References:

Corporate Governance Committee charter:

<https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Corporate-Governance-Committee-Charter.pdf>

2025 SEC Annual Report 17A Page 75:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

**Recommendation 3.4**

1. Board establishes a separate Board Risk Oversight Committee (BROC) that should be responsible for the oversight of a company's Enterprise Risk Management

Compliant

The Board Risk Oversight Committee (BROC) oversees the Company's Enterprise Risk Management (ERM) system, including risks originating from subsidiaries, affiliates, and investments. It also ensures the functionality and effectiveness of the ERM system, the sustainability framework, and periodic

<p>system to ensure its functionality and effectiveness.</p>		<p>review of this framework to ensure it remains appropriate considering material changes to the Company's size, complexity, business strategy, and business and regulatory environments.</p> <p>The BROC also oversees strategies designed to respond to sustainability-related (including climate) risks and opportunities and ensures that sustainability-related and climate-related risks and opportunities are taken into consideration when making investment decisions (for example, plans for capital expenditure, major acquisitions and divestments, joint ventures, business transformation, innovation, new business areas, and asset retirements).</p> <p>References:  BROC information and functions:  Manual on Corporate Governance, Page 10, Item 5 (C):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>BROC charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Board-Risk-Oversight-Committee-Charter_updated.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Board-Risk-Oversight-Committee-Charter_updated.pdf</a></p> <p>Sustainability Report Pages 12-13:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p>	
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		<p>2025 SEC Annual Report 17A Pages 19-27:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Website  <a href="https://corporate.convergeict.com/corporate-profile/board-committees">https://corporate.convergeict.com/corporate-profile/board-committees</a></p> <p><a href="https://corporate.convergeict.com/corporate-governance/enterprise-risk-management">https://corporate.convergeict.com/corporate-governance/enterprise-risk-management</a></p>	
<p>2. BROC is composed of at least three members, the majority of whom should be independent directors, including the Chairman.</p>	<p>Compliant</p>	<p>Majority of the Board Risk Oversight Committee (BROC) are composed of independent directors, including the chairman.</p> <p>Three (3) out of four (4) director members are independent and one (1) is a non-executive director. The BROC members are as follows:</p> <ol style="list-style-type: none"> <li>1. Amando M. Tetangco, Jr. (Chairman, independent director)</li> <li>2. Roman Felipe S. Reyes (member, independent director)</li> <li>3. Jose P. de Jesus (member, independent director)</li> <li>4. Park Weongi (member, non-executive director)</li> </ol> <p>Atty. Francis Ed Lim was a Non-Executive Director and a member of the Board Risk Oversight Committee from June 8, 2020 until his resignation on June 9, 2025. He was succeeded by Park Weongi on July 8, 2025. Mr. Park was made part of the Board Risk Oversight Committee thereafter.</p> <p>Mr. Tetangco, Jr. only chairs the BROC and holds no other chairmanship position in any other committee.</p>	

		<p>References:  Committee composition:  2025 SEC Annual Report 17A Pages 75-76:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>BROC charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Board-Risk-Oversight-Committee-Charter_updated.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Board-Risk-Oversight-Committee-Charter_updated.pdf</a></p> <p>Website  <a href="https://corporate.convergeict.com/corporate-profile/board-committees">https://corporate.convergeict.com/corporate-profile/board-committees</a></p>	
<p>3. The Chairman of the BROC is not the Chairman of the Board or of any other committee.</p>	<p>Compliant</p>	<p>The Company is compliant as Mr. Amando M. Tetangco, Jr. is only Chairman of the BROC and not of the Board or any other committee.</p> <p>References:  Committee composition:  2025 SEC Annual Report 17A Pages 75-76:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p>	

		<p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>BROC charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Board-Risk-Oversight-Committee-Charter_updated.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Board-Risk-Oversight-Committee-Charter_updated.pdf</a></p> <p>Manual on Corporate Governance, Page 10, Item 5 (C):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Website  <a href="https://corporate.convergeict.com/corporate-profile/board-committees">https://corporate.convergeict.com/corporate-profile/board-committees</a></p>	
<p>4. At least one member of the BROC has relevant thorough knowledge and experience on risk and risk management.</p>	<p>Compliant</p>	<p>The majority of BROC members have relevant experience and knowledge on risk management.</p> <ol style="list-style-type: none"> <li>1. Amando M. Tetangco, Jr. (Chairman, Independent Director) – Expertise: Corporate Finance, Economics, Risk Management, Legal, Regulatory, Corporate Governance</li> <li>2. Roman Felipe S. Reyes (member, Independent Director) – Expertise: Accounting and Financial Reporting, Risk Management, Corporate Governance</li> </ol>	

3. Jose P. de Jesus (member, Independent Director) –  
Expertise: General Management, Technology, Media and Telecommunications Industries, Corporate Governance, Risk Management, Regulatory, Human Resource Management
4. Park Weongi (member, Non-Executive Director) –  
Expertise: Information Technology, IT Service Delivery, Network Infrastructure, Network Sustainability, Consulting

Atty. Francis Ed Lim was a Non-Executive Director and a member of the Board Risk Oversight Committee from June 8, 2020 until his resignation on June 9, 2025. He was succeeded by Park Weongi on July 8, 2025. Mr. Park was made part of the Board Risk Oversight Committee thereafter.

Qualifications and background of BROOC Committee:

2025 SEC Annual Report 17A Pages 57-62:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

BROOC information and functions:

Manual on Corporate Governance, Page 10, Item 5 (C):

<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

Results of Organizational Meeting of Board of Directors:

<https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf>

		<p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>BROC charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Board-Risk-Oversight-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Board-Risk-Oversight-Committee-Charter.pdf</a></p> <p>Website  <a href="https://corporate.convergeict.com/corporate-profile/board-committees">https://corporate.convergeict.com/corporate-profile/board-committees</a></p> <p><a href="https://corporate.convergeict.com/corporate-governance/enterprise-risk-management">https://corporate.convergeict.com/corporate-governance/enterprise-risk-management</a></p>	
<b>Recommendation 3.5</b>			
<p>1. Board establishes a Related Party Transactions (RPT) Committee, which is tasked with reviewing all material related party transactions of the company.</p>	<p>Compliant</p>	<p>The Board has established an RPT Committee which reviews and monitors all related party transactions of the company.</p> <p>References:  Composition of RPT Committee:  2025 SEC Annual Report 17A Page 75:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p>	

		<p>RPT Committee charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/11/RPT-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/11/RPT-Committee-Charter.pdf</a></p> <p>Website  <a href="https://corporate.convergeict.com/corporate-profile/board-committees">https://corporate.convergeict.com/corporate-profile/board-committees</a></p>	
<p>2. RPT Committee is composed of at least three non-executive directors, two of whom should be independent, including the Chairman.</p>	<p>Compliant</p>	<p>The RPT Committee is composed of all independent directors as follows:</p> <ol style="list-style-type: none"> <li>1. Roman Felipe S. Reyes (Chairman, Independent, non-executive director)</li> <li>2. Estela M. Perlas – Bernabe (member, Independent, non-executive director)</li> <li>3. Amando M. Tetangco, Jr. (member, Independent, non-executive director)</li> </ol> <p>The RPT committee is composed of three (3) independent directors, including the Chairman of the RPT Committee.</p> <p>Atty. Francis Ed Lim was a Non-Executive Director and a member of the Related Party Transactions Committee from June 8, 2020 until his resignation on June 9, 2025.</p> <p>Prior to July 2025, the Audit Committee and Related Party Transactions Committee were independent committees. Post July 2025, the Audit committee and RPT committee were merged to function as the Audit and RPT committee, ensuring that all members of said committee are composed of independent directors.</p> <p>References:  Composition of RPT Committee: SEC Annual Report 17A Page 75:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p>	

		<p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>Material Information- Merging of ARPT Committee:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/07/material-information-transactions-board-meeting-dated-july-8-2025.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/07/material-information-transactions-board-meeting-dated-july-8-2025.pdf</a></p> <p>Website  <a href="https://corporate.convergeict.com/corporate-profile/board-committees">https://corporate.convergeict.com/corporate-profile/board-committees</a></p> <p>Qualifications and type of directorship:  2025 SEC Annual Report 17A Pages 57-62:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>RPT Committee charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/11/RPT-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/11/RPT-Committee-Charter.pdf</a></p>	
<b>Recommendation 3.6</b>			
1. All established committees have a Committee Charter stating in plain terms their respective purposes, memberships,		The Board Committees have in place their respective charters which will state their individual purposes, membership,	

<p>structures, operations, reporting process, resources, and other relevant information.</p>	<p>Compliant</p>	<p>structure, operations, reporting process, resources, and relevant information, with standards for evaluation.</p>	
<p>2. Committee Charters provide standards for evaluating the performance of the Committees.</p>		<p>The Committee Charters include provisions for the annual self-evaluation of each committee's performance. The performance assessment is anchored on multiple best practices and principles, notably the ASEAN Corporate Governance Scorecard. Results of the performance assessment are lodged with the office of the Corporate Compliance Officer and is likewise disclosed in our Annual Report.</p>	
<p>3. Committee Charters were fully disclosed on the company's website.</p>		<p>All Committee Charters are fully disclosed on the company website.</p> <p>References: Website: <a href="https://corporate.convergeict.com/corporate-governance">https://corporate.convergeict.com/corporate-governance</a></p> <p>2025 SEC Annual Report 17A Pages 77-78: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Results of Organizational Meeting of Board of Directors: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p>	

**Principle 4:** To show full commitment to the company, the directors should devote the time and attention necessary to properly and effectively perform their duties and responsibilities, including sufficient time to be familiar with the corporation's business.

**Recommendation 4.1**

1. The Directors attend and actively participate in all meetings of the Board, Committees, and shareholders in person or through tele-/videoconferencing conducted in accordance with the rules and regulations of the Commission.

Compliant

The directors attend and actively participate in all meetings of the Board. For FY 2025, there were a total of ten (10) board meetings held. The dates and attendance breakdown of director attendance in board meetings are disclosed in our Annual Report but are summarized as follows:

NAME	MEETINGS ATTENDED / HELD	PERCENTAGE
<b>Dennis Anthony H. Uy</b>	10 out of 10	100%
<b>Maria Grace Y. Uy</b>	10 out of 10	100%
<b>Jose P. de Jesus</b>	10 out of 10	100%
<b>Amando M. Tetangco Jr.</b>	9 out of 10	90%
<b>Roman Felipe S. Reyes</b>	10 out of 10	100%
<b>Estela M. Perlas Bernabe</b>	10 out of 10	100%
<b>Park Weongi*</b>	5 out of 5	100%
<b>Francisco Ed. Lim*</b>	5 out of 5	100%

*\* Atty. Lim was a board member from June 8, 2020 until June 9, 2025. Atty. Lim resigned as Non-Executive Director and was succeeded by Mr. Park Weongi on July 8, 2025 to serve the unexpired term of Atty. Francis Ed. Lim.*

**Breakdown of Board Meetings**

MEETING TYPE	FREQUENCY
Regular Board Meeting	6
Special Board Meeting	3
Annual Stockholders Meeting	1
Organizational Board Meeting	1
Non - Executive Directors Meeting	1

Our directors likewise attended committee meetings, pursuant to the mandates of our Amended Manual on Corporate Governance and respective committee charters. The dates and attendance of directors on each committee meeting are disclosed in our Annual Report.

	Audit Committee	Related Party Transactions Committee	Corporate Governance Committee	Board Risk Oversight Committee	Remuneration Committee
<b>Director Attendance / Meetings Held</b>					
Dennis Anthony H. Uy*					1 out of 1
Maria Grace Y. Uy*					1 out of 1
Jose P. de Jesus			4 out of 4	4 out of 4	2 out of 2
Amando M. Tetangco Jr.	4 out of 4		4 out of 4	4 out of 4	

<b>Roman Felipe S. Reyes</b>	4 out of 4	2 out of 2	4 out of 4	3 out of 4	
<b>Estela M. Perlas Bernabe</b>	4 out of 4	2 out of 2	4 out of 4		2 out of 2
<b>Park Weongi**</b>				2 out of 2	1 out of 1
<b>Francisco Ed. Lim**</b>		2 out of 2	4 out of 4	2 out of 2	1 out of 1

*\*Dennis Anthony H. Uy and Maria Grace Y. Uy were members of the Remuneration Committee until May 30, 2025 only.*

*\*\*Francis Ed Lim was a Non-Executive Director and a member of the Related Party Transactions Committee, Corporate Governance Committee, Board Risk Oversight Committee, and Remuneration Committee from June 8, 2020 until his resignation on June 9, 2025. He was succeeded by Park Weongi on July 8, 2025. Mr. Park was made part of the Board Risk Oversight Committee, and Remuneration Committee thereafter.*

References:

2025 SEC Annual Report 17A Pages 73-76:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

2026 Definitive Information Statement Pages 28-31:

<https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf>

2025 Definitive Information Statement Pages 27 - 28:

[https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25\\_compressed.pdf](https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf)

Copies of the minutes of these decisions and matters discussed are lodged with the Office of the Corporate Secretary and respective Committee Secretaries.

<p>2. The directors review meeting materials for all Board and Committee meetings.</p>	<p>Compliant</p>	<p>Our directors devote sufficient time to familiarize themselves with the corporation's business. They are constantly aware of and knowledgeable with the corporation's operations to enable them to meaningfully contribute to the Board's work.</p> <p>They attend and actively participate in Board and committee meetings, review meeting materials and, if called for, ask questions or seek explanation.</p> <p>References: Amended Manual on Corporate Governance (3)(b) page 73 <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Copies of the minutes of these decisions and matters discussed are lodged with the Office of the Corporate Secretary and respective Committee Secretaries.</p>	
<p>3. The directors ask the necessary questions or seek clarifications and explanations during the Board and Committee meetings.</p>	<p>Compliant</p>	<p>The directors attend and actively participate in all meetings of the Board and its committees. This is evidenced in the minutes of the meeting and actual audio-video recording of all meetings held.</p> <p>Copies of the minutes of these decisions and matters discussed are lodged with the Office of the Corporate Secretary and respective Committee Secretaries.</p> <p>References: 2025 SEC Annual Report 17A Pages 73-74: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>2026 Definitive Information Statement Page 10:</p>	

<https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf>

2025 Definitive Information Statement Page 10:  
[https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25\\_compressed.pdf](https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf)

**Recommendation 4.2**

1. Non-executive directors concurrently serve in a maximum of five publicly listed companies to ensure that they have sufficient time to fully prepare for minutes, challenge Management's proposals/views, and oversee the long-term strategy of the company.

Compliant

The non-executive directors do not hold directorship positions in more than five publicly listed companies (PLC).

Name	Directorship in other PLCs
Amando M. Tetangco Jr.	3
	SM Investments Corporation (PSE:SM) SM Prime Holdings, Inc. (PSE:SMPH) Shell Pilipinas Corporation (PSE:SHLPH)
	4
Estela M. Perlas- Bernabe	BDO Unibank (PSE:BDO)
	San Miguel Food and Beverage, Inc. (PSE:FB)
	SM Prime Holdings, Inc. (PSE:SMPH)
	Aboitiz Power Corporation (PSE: AP)

References:  
 2025 SEC Annual Report 17A Page 78-79:  
<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf>  
  
[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

2026 Definitive Information Statement Page 33:  
<https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf>

2025 Definitive Information Statement Page 30:

[https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25\\_compressed.pdf](https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf)

**Recommendation 4.3**

1. The directors notify the company's board before accepting a directorship in another company.

Compliant

The directors disclosed their directorships in other companies through their disclosures. Mr. Amando M. Tetangco Jr. and Justice Estela M. Perlas - Bernabe had additional directorships after joining the Converge board.

Prior to any directorship in another company, the above directors have provided ample notification to the Corporate Secretary and the Corporate Compliance Officer pursuant to the provisions of our Board Charter and Recommendation 4.3 of SEC Memorandum Circular No. 19, Series of 2016 (Code of Corporate Governance).

Additional directorships that come after joining the Converge board are disclosed in our annual report.

References:  
 2025 SEC Annual Report 17A Page 78-79:  
<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf>  
  
[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

2026 Definitive Information Statement Page 33:  
<https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf>

2025 Definitive Information Statement Page 30:  
[https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25\\_compressed.pdf](https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf)

		Board Charter, pages 2-3. <a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Board-Charter-amended-as-of-February-2024.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Board-Charter-amended-as-of-February-2024.pdf</a>	
<b>Optional: Principle 4</b>			
1. Company does not have any executive directors who serve in more than two boards of listed companies outside of the group.	Compliant	<p>The Company's executive directors namely, Dennis Anthony H. Uy and Maria Grace Y. Uy, do not serve in any publicly listed companies outside the group.</p> <p>References:  2025 SEC Annual Report 17A Page 78-79:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-gfy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-gfy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a> 2026 Definitive Information Statement Page 33: <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a> 2025 Definitive Information Statement Page 30: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a>	
2. Company schedules board of directors' meetings before the start of the financial year.	Compliant	<p>The Company, through its Corporate Secretary, utilizes a monitoring calendar where all board and committee meetings are plotted in advance before the start of the ensuing financial year.</p> <p>Regular board meetings are held on the second Tuesday every other month with Special Board meetings set in between.</p>	

Board committee meetings are likewise set at the start of each year. The board and committee meetings are set in the directors' calendars.

References:  
 2025 SEC Annual Report 17A Page 73:  
<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>  
  
[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

3. Board of directors meet at least six times during the year.

Compliant

The directors attend and actively participate in all meetings of the Board. For FY 2025, there were a total of ten (10) board meetings held. The dates and attendance breakdown of director attendance in board meetings are disclosed in our Annual Report but are summarized as follows:

NAME	MEETINGS ATTENDED / HELD	PERCENTAGE
<b>Dennis Anthony H. Uy</b>	10 out of 10	100%
<b>Maria Grace Y. Uy</b>	10 out of 10	100%
<b>Jose P. de Jesus</b>	10 out of 10	100%
<b>Amando M. Tetangco Jr.</b>	9 out of 10	90%
<b>Roman Felipe S. Reyes</b>	10 out of 10	100%
<b>Estela M. Perlas Bernabe</b>	10 out of 10	100%
<b>Park Weongi*</b>	5 out of 5	100%
<b>Francisco Ed. Lim*</b>	5 out of 5	100%

\* Atty. Lim was a board member from June 8, 2020 until June 9, 2025. Atty. Lim resigned as Non-Executive Director and was succeeded by Mr. Park Weongi on July 8, 2025 to serve the unexpired term of Atty. Francis Ed. Lim.

**Breakdown of Board Meetings**

MEETING TYPE	FREQUENCY
Regular Board Meeting	6
Special Board Meeting	3
Annual Stockholders Meeting	1
Organizational Board Meeting	1
Non - Executive Directors Meeting	1

References:

2025 SEC Annual Report 17A Pages 73 - 74:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

4. Company requires as minimum quorum of at least 2/3 for board decisions.

Compliant

For FY2025, the Board of Directors obtained a minimum 2/3 quorum for all board decisions and board meetings held. The Board Charter likewise embodied the minimum quorum of 2/3.

Board Charter:

<https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Board-Charter-amended-as-of-February-2024.pdf>

**Principle 5:** The board should endeavor to exercise an objective and independent judgment on all corporate affairs

**Recommendation 5.1**

<p>1. The Board has at least 3 independent directors or such number as to constitute one-third of the board, whichever is higher.</p>	<p>Compliant</p>	<p>For FY 2025, the Company's Board of Directors includes 4 independent directors (representing almost 57% of total board representation)</p> <ol style="list-style-type: none"><li>1. Jose P. de Jesus (Chairman of the Board, Independent Director)</li><li>2. Amando M. Tetangco, Jr. (Independent Director)</li><li>3. Roman Felipe S. Reyes (Independent Director)</li><li>4. Estela M. Perlas – Bernabe (Independent Director)</li></ol> <p>The Company likewise abides with the provisions of the Revised Corporation Code (RCC), as evidenced in its annual report.</p> <p>Independent Directors are vetted in accordance with their qualifications and disqualifications pursuant to existing regulations, the provisions of our Nomination and Election Policy, and our Amended Manual on Corporate Governance.</p> <p>For the Annual Stockholders' Meeting for FY2025, there are 4 out of 7 directors nominated as independent directors.</p> <p>References: 2025 SEC Annual Report 17A Pages 57: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Results of Organizational Meeting of Board of Directors: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p>	
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		<p>2026 Definitive Information Statement Page 17, Annexes E 1-4:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a></p> <p>2025 Definitive Information Statement Page 17, Annexes E 1-5:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p>	
<b>Recommendation 5.2</b>			
<p>1. The independent directors possess all the qualifications and none of the disqualifications to hold the positions.</p>	Compliant	<p>Mr. De Jesus, Mr. Tetangco Jr., Mr. Reyes, and Mrs. Perlas-Bernabe, our independent directors possess all the qualifications and none of the disqualifications to become independent directors.</p> <p>Independent Directors are vetted in accordance with their qualifications and disqualifications pursuant to existing regulations, the provisions of our Nomination and Election Policy, and our Amended Manual on Corporate Governance.</p> <p>Our Independent Directors, through their Certification of Independent Directors signify that they comply with necessary regulatory requirements and provisions of internal company policies.</p> <p>References:  Qualifications and background of independent directors:  SEC Annual Report 17A Pages 50 - 54, 62 - 63:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	

		<p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>2026 Definitive Information Statement – Certification of Independent Director, Annexes E-1, E-2, E- 3, and E-4:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a></p> <p>Definitive Information Statement – Certification of Independent Director, Annexes E-1, E-2, E- 3, and E-4:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p>	
<b>Supplement to Recommendation 5.2</b>			
1. Company has no shareholder agreements, by-laws provisions, or other arrangements that constrain the directors' ability to vote independently.	Compliant	<p>There are no such agreements, by-laws provisions or other arrangements that constrain the directors' ability to vote independently.</p> <p>References:  Amended By-Laws:  <a href="https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf">https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf</a></p>	
<b>Recommendation 5.3</b>			
1. The independent directors serve for a cumulative term of nine years.	Compliant	<p>Under our Board Charter, each independent director shall serve for a maximum of nine (9) years. For FY2025, Messrs. de Jesus, Tetangco, and Reyes have served for five (5) years since 2020, while Justice Perlas-Bernabe is within her third year.</p>	
2. The company bars an independent director from serving in such capacity after the term limit of nine years.			

3. In the instance that the company retains an independent director in the same capacity after nine years, the board provides meritorious justification and seeks shareholders' approval during the annual shareholders' meeting.

No independent director has exceeded the nine (9) year term limit.

The Company also follows the provisions of the SEC Memorandum Circular No. 7 – 2026: Term Limit of Independent Directors.

Name	Board member since	Years served*
Jose P. De Jesus	June 2020	5 years and 6 months
Amando M. Tetangco Jr.	June 2020	5 years and 6 months
Roman Felipe S. Reyes	June 2020	5 years and 6 months
Estela M. Perlas - Bernabe	May 2023	2 years and 7 months

\*Counted from initial appointment up to December 31, 2025

References:

2025 SEC Annual Report 17A Pages 57-62:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadc64d70b69f0a3140b)

Board Charter:

<https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Board-Charter-amended-as-of-February-2024.pdf>

2026 Definitive Information Statement Annexes E-1, E-2, E- 3, and E-4:

<https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf>

		<p>2025 Definitive Information Statement Annexes E-1, E-2, E- 3, and E-4:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p> <p>SEC Memorandum Circular No. 7 – 2026: Term Limit of Independent Directors.  <a href="https://www.sec.gov.ph/wp-content/uploads/2026/01/2026MC_SEC-MC-No-7-S-of-2026-Term-Limit-of-Independent-Directors-1.pdf">https://www.sec.gov.ph/wp-content/uploads/2026/01/2026MC_SEC-MC-No-7-S-of-2026-Term-Limit-of-Independent-Directors-1.pdf</a></p>	
<b>Recommendation 5.4</b>			
<p>1. The positions of Chairman of the Board and Chief Executive Officer are held by separate individuals.</p>	<p>Compliant</p>	<p>The Chairman of the Board is Mr. Jose P. de Jesus while the Chief Executive Officer is Mr. Dennis Anthony H. Uy.</p> <p>References:  Separation of Chairman and CEO:  Manual on Corporate Governance, Page 4, Item 4 (C):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Position and background of Chairman and CEO:  2025 SEC Annual Report 17A Pages 50 – 52:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p>	

<p>2. The Chairman of the Board and Chief Executive Officer have clearly defined responsibilities.</p>	<p>Compliant</p>	<p>The Chairman and the CEO have clearly defined responsibilities as indicated in the Company's Manual on Corporate Governance.</p> <p>References: Manual on Corporate Governance, Page 4, Item 4 (C): <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	
<b>Recommendation 5.5</b>			
<p>1. If the Chairman of the Board is not an independent director, the board designates a lead director among the independent directors.</p>	<p>Compliant</p>	<p>Mr. de Jesus is the Chairman of the Board and an Independent Director and performs his duties as such in accordance with the Amended Manual on Corporate Governance.</p> <p>References: 2026 Definitive Information Statement Annex E-1: <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a></p> <p>2025 Definitive Information Statement Annex E-1: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p> <p>Manual on Corporate Governance, Page 4, Item 4 (C): <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	
<b>Recommendation 5.6</b>			
<p>1. Directors with material interest in a transaction affecting the corporation abstain from taking part in the deliberations on the transaction.</p>	<p>Compliant</p>	<p>Directors with material interest adhere to the principle to abstain from taking part on transaction deliberations. Directors are bound by the provision of our RPT policy which states that: Directors and officers with personal interest in a transaction shall fully and timely disclose all material facts, including their respective interests in the Material RPT, and abstain from the discussion, approval, and management of such transaction or matter affecting the Company.</p>	

		<p>In case they refuse to abstain, their attendance shall not be counted for purposes of assessing the quorum and their votes shall not be counted for purposes of determining majority approval.</p> <p>For FY 2025, no director had any material interest in a transaction involving or may affect the Company.</p> <p>References:  Material Related Party Transactions Policy Pages 7-8, Item 5 (5.1.2 and 5.1.5)  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf</a></p> <p>2025 SEC Annual Report 17A Pages 70-71,79-80:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<b>Recommendation 5.7</b>			
<p>1. The non-executive directors (NEDs) have separate periodic meetings with the external auditor and heads of the internal audit, compliance, and risk functions, without any executive present.</p>	<p>Compliant</p>	<p>The non-executive directors met independently with the External Auditor, Internal Audit Director, Corporate Compliance Officer, and Risk Management Director without anyone from management present.</p> <p>The meeting was held last May 6, 2025, chaired by Mr. Jose P. de Jesus, Chairman of the Board, and Independent Director.</p>	
<p>2. The meetings are chaired by the lead independent director.</p>	<p>Compliant</p>	<p>References:  2025 SEC Annual Report 17A Page 73, 83:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p>	

		<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a> Annex D - Notice of the meeting of Non-Executive Directors	
<b>Optional: Principle 5</b>			
1. None of the directors is a former CEO of the company in the past 2 years.	Compliant	Mr. Dennis Anthony H. Uy presently serves as the Company's CEO and Executive Director since July 18, 2012. There are no former CEOs in the past 2 years holding a board seat.	
<b>Principle 6:</b> The best measure of the Board's effectiveness is through an assessment process. The Board should regularly carry out evaluations to appraise its performance as a body and assess whether it possesses the right mix of backgrounds and competencies.			
<b>Recommendation 6.1</b>			
1. Board conducts an annual self-assessment of its performance as a whole.	Compliant	<p>The Board adheres to its responsibility of assessing the performance of its management.</p> <p>For FY 2025, the Board conducted a self – assessment evaluation in accordance with our Amended Manual on Corporate Governance Manual, Section 49(h) and Section 177 of the Revised Corporation Code of the Philippines, and pursuant to Principle 6 of the Code of Corporate Governance for Publicly Listed Companies (SEC Memorandum Circular No. 19 – 2016).</p> <p>In the conduct of its assessment, the Company benchmarked on multiple principles, notably the ASEAN Corporate Governance Scorecard (ACGS) which scopes on: a) structure and composition, highlighting diversity and competencies b) responsibilities and duties, which include strategy, oversight, and accountability c) board processes, that highlights internal processes and d) dynamics and relationships, which shows how the board functions collectively.</p> <p>The assessment covered evaluations of each individual Director, the Chairman, Chief Executive Officer, President, Corporate Compliance Officer, Chief Risk Officer, Chief Audit Executive, and related Board Committees.</p>	
2. The Chairman conducts a self-assessment of his performance.			
3. The individual members conduct a self-assessment of their performance.			
4. Each committee conducts a self-assessment of its performance.			

The evaluation followed the process below:



In the above process, responses to the evaluation form cover overall performance for 2025. The same is measured through quantitative and qualitative means. A 4-point Likert scale is used to answer an enumeration of questions per evaluation segments while a freeform qualitative evaluation is used to supplement the quantitative responses and serves as a medium for directors to freely express their opinions on their ratings.

The evaluation was made part of discussions during the Corporate Governance Committee meetings for 2025. The committee, which is also chaired by the Chairman of the board, was apprised of the evaluation process. The forms were handed out to the board through physical and digital versions which were then submitted back to the office of the Corporate Compliance Officer for tabulation and reporting. Tabulation of results was handled by the Corporate Compliance Officer and all responses submitted by the board were kept private and confidential.

The Corporate Compliance Officer provided the directors with the results of the assessment and outlined the methodology of evaluation, criteria and metrics, and the process of the assessment. Said assessment was discussed with the board's Corporate Governance Committee and the Board of Directors.


For FY 2025, the Company was not required to enlist an external facilitator for the assessment, as this was done in 2023 and will be conducted every three years thereafter.

References:

		<p>Manual on Corporate Governance Page 6, Item 4 (D)(2)(P).  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>2025 SEC Annual Report 17A Pages 77-78:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<p>5. Every three years, the assessments are supported by an external facilitator.</p>	<p>Compliant</p>	<p>This principle is included in our Revised Manual on Corporate Governance.</p> <p>Our first assessment was in 2021 and on the third-year assessment in 2023, our board assessment was facilitated by an external provider through the Institute of Corporate Directors (ICD). Adopting the best practices from the 2023 assessment, we amended our FY 2025 assessment to reflect changes noted in the prior year.</p> <p>Converge shall enlist and external facilitator for its 2026 Board Performance Assessment.</p> <p>References:  Manual on Corporate Governance Pages 19-21, Item 17:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>2025 SEC Annual Report 17A Pages 77-78:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p>	

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**Recommendation 6.2**

<p>1. Board has in place a system that provides, at the minimum, criteria, and process to determine the performance of the Board, individual directors, and committees.</p>	<p>Compliant</p>	<p>The Board adheres to its responsibility of assessing the performance of its management.</p> <p>For FY 2025, the Board conducted a self – assessment evaluation in accordance with our Amended Manual on Corporate Governance Manual, Section 49(h) and Section 177 of the Revised Corporation Code of the Philippines, and pursuant to Principle 6 of the Code of Corporate Governance for Publicly Listed Companies (SEC Memorandum Circular No. 19 – 2016).</p> <p>In the conduct of its assessment, the Company benchmarked on multiple principles, notably the ASEAN Corporate Governance Scorecard (ACGS) which scopes on: a) structure and composition, highlighting diversity and competencies b) responsibilities and duties, which include strategy, oversight, and accountability c) board processes, that highlights internal processes and d) dynamics and relationships, which shows how the board functions collectively.</p> <p>The assessment covered evaluations of each individual Director, the Chairman, Chief Executive Officer, President, Corporate Compliance Officer, Chief Risk Officer, Chief Audit Executive, and related Board Committees.</p> <p>The evaluation followed the process below:</p>  <p>Our annual stakeholder engagement process employs a holistic approach to engaging and addressing the concerns of</p>	
<p>2. The system allows for a feedback mechanism from the shareholders.</p>			

various stakeholders. The platform contracted by the team in preparation for the Annual Stockholders Meeting allows stakeholders to raise questions for the Board members and management team to address during the said meeting. On top of this, Converge has also established seasoned teams dedicated in managing relationships with these stakeholders throughout the year, including but not limited to the Investor Relations team, Corporate Communications and Media Relations team, Government Relations team, and Supply Chain Management team. Each business unit is responsible for identifying, planning, executing, and monitoring their stakeholder engagements, while stakeholder prioritization is undertaken by the organization as a whole and is the first step of our annual materiality review.

The Investor Relations team is responsible for keeping the Company's investors and stakeholders up to date with financial and operational affairs.

As such, the team conducts/attends the following activities beyond the annual stockholders meeting:

- 1) Quarterly analyst and investor briefings (May 26, Aug 1, Nov 6, 2025, and Mar 13, 2026)
- 2) Quarterly non-deal roadshows
- 3) Adhoc conferences organized by third party financial institutions
- 4) Adhoc one-on-one meetings and asset tours with investors

In partnership with the Corporate Communications and Public Relations Department, the Company also utilizes media briefings as a mode of communication for quarterly financial and operational results.

Other information, including but not limited to Company Background, Corporate Governance, Sustainability, and news, are available on the corporate website (<https://corporate.convergeict.com/>). Converge also maintains other social media accounts as part of stakeholder engagement:

		<ul style="list-style-type: none"> <li>• LinkedIn: <a href="https://www.linkedin.com/company/convergeict">https://www.linkedin.com/company/convergeict</a></li> <li>• Facebook: <a href="https://www.facebook.com/ConvergePH/">https://www.facebook.com/ConvergePH/</a></li> <li>• Instagram: <a href="https://www.instagram.com/convergeict">https://www.instagram.com/convergeict</a></li> <li>• X (formerly Twitter): <a href="https://x.com/ExperienceCNVRG">https://x.com/ExperienceCNVRG</a></li> </ul> <p>Our Board of Directors does not directly engage with stakeholders other than senior management but delegates this task to the management team. The BROC reviews and endorses any notable findings from the stakeholder engagement efforts conducted by the management team to the Board of Directors.</p> <p>References: Manual on Corporate Governance Pages 19-21, Item 17: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>2025 SEC Annual Report 17A Pages 77-78, 85: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Sustainability Report Page 14 -15, 18: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p>	
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**Principle 7:** Members of the Board are duty-bound to apply high ethical standards, taking into account the interests of all stakeholders.

**Recommendation 7.1**

1. Board adopts a Code of Business Conduct and Ethics, which provide standards for professional and ethical behavior, as well	Compliant	The Board adopts a well-established Code of Business Conduct and Ethics. The code was updated in 2025 to reflect its evolving	
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<p>as articulate acceptable and unacceptable conduct and practices in internal and external dealings of the company.</p>		<p>organizational culture, expanded business scope, and heightened regulatory and sustainability expectations.</p> <p>The updated Code of Business Ethics strengthens governance and compliance by integrating globally recognized ethical frameworks, formalizing governance, risk, and third-party oversight, and consolidating key integrity areas such as conflict of interest, anti-bribery and anti-corruption, and fraud management. It also advances sustainability commitments by embedding material topics and addressing ethical conduct in a digital, hybrid, and future-ready work environment.</p> <p>References:  2025 SEC Annual Report 17A Page 81:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Code of Business Ethics:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf</a></p> <p>Sustainability Report Page 19, 31:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p>	
<p>2. The Code is properly disseminated to the Board, senior management, and employees.</p>	<p>Compliant</p>	<p>The Code was made available to the Board, senior management, and employees through the corporate website and internal email communications. Trainings on the Code are being conducted for new hires and all employees are required to confirm their knowledge and acceptance of the Code.</p> <p>References:  Code of Business Ethics</p>	

		<a href="https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf</a>  2025 SEC Annual Report 17A Page 81: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a>	
3. The Code is disclosed and made available to the public through the company website.	Compliant	The Code is publicly available through the Company's website.  Reference: Code of Business Ethics: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf</a>	
<b>Supplement to Recommendation 7.1</b>			
1. Company has clear and stringent policies and procedures on curbing and penalizing company involvement in offering, paying, and receiving bribes.	Compliant	The Company has amended its anti-bribery and anti-corruption (ABAC) policy and has structured the same in accordance with the United Nations Global Compact's (UNGC) tenth principle which provides that "Businesses should work against corruption in all its forms, including extortion and bribery."  We develop awareness, engagement, and empowerment initiatives in relation to our amended ABAC policy. To this end, we review annually, our ABAC policy to ensure that the provisions therein are still relevant.  Our Third-Party Code of Conduct contains provisions relating to our ABAC policy. We have also integrated ABAC clauses in our supplier contracts.  The policy was made available to the Board, senior management, and employees through the corporate website	

		<p>and internal email communications. Trainings on these policies are being conducted for new hires and all employees are required to confirm their knowledge and acceptance of these policies.</p> <p>References:  Anti-Bribery and Anti-Corruption Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/Amended-Anti-Bribery-and-Anti-Corruption-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/Amended-Anti-Bribery-and-Anti-Corruption-Policy.pdf</a></p> <p>Third-Party Code of Conduct:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CORP-WEBSITE-POL-CGDP-BCM-0002-TP-CODE-OF-CONDUCT-POLICY.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CORP-WEBSITE-POL-CGDP-BCM-0002-TP-CODE-OF-CONDUCT-POLICY.pdf</a></p> <p>2025 SEC Annual Report 17A Pages 69 - 70:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-gfy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-gfy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Sustainability Report Pages 19, 43-45:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p>	
<b>Recommendation 7.2</b>			
1. Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics.	Compliant	The Board adopts a Code of Business Conduct and Ethics, which provides standards for professional and ethical behavior, as well as articulate acceptable and unacceptable conduct and practices in internal and external dealings.	
2. Board ensures the proper and efficient implementation and monitoring of	Compliant	The Code is disseminated to the Board, Management and employees. It shall also be disclosed and made available to the public through the Company website	

<p>compliance with company internal policies.</p>		<p>Pursuant to its Board Charter, the Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics and internal policies.</p> <p>An ethics committee within the Company has a direct reporting line to the Board of Directors.</p> <p>The Board, through the BROCC and Audit Committees heavily influence proper monitoring and actions the company takes with respect to ensuring a sustainability focused ESG plan.</p> <p>The Corporate Governance Committee oversees proper implementation of the Amended Manual on Corporate Governance, Code of Business Ethics, and policies concerning the regulatory, ethics, and governance operations of the company.</p> <p>The implementation and monitoring of compliance with internal policies such as our manual on corporate governance is annually evaluated and reported through our Manual on Corporate Governance Evaluation.</p> <p>The Ethics and Fraud team reports regularly to the Corporate Governance Committee and updates them on matters involving key compliance policies including reports, incidents, and non-compliance matters, if any.</p> <p>Code of Business Ethics:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf</a></p> <p>Whistleblowing Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/Whistleblowing-Policy-V2.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/Whistleblowing-Policy-V2.pdf</a></p> <p>Board Charter Item 10 pages 9 – 10:  <a href="https://corporate.convergeict.com/wp-">https://corporate.convergeict.com/wp-</a></p>	
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		<a href="content/uploads/2022/08/CONVERGE-Board-Charter-amended-as-of-February-2024.pdf">content/uploads/2022/08/CONVERGE-Board-Charter-amended-as-of-February-2024.pdf</a>  2025 SEC Annual Report 17A Page 81: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a>  Sustainability Report Page 19: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a>  2026 Definitive Information Statement Annex F: <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a>	
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**Disclosure and Transparency**

**Principle 8:** The company should establish corporate disclosure policies and procedures that are practical and in accordance with best practices and regulatory expectations.

**Recommendation 8.1**

1. Board establishes corporate disclosure policies and procedures to ensure a comprehensive, accurate, reliable, and timely report to shareholders and other stakeholders that gives a fair and complete picture of a company's financial condition, results and business operations.	Compliant	<p>The Board adopts the disclosure rules of the Philippine Stock Exchange and Securities and Exchange Commission, and which is also now embodied in the Insider Trading Policy and the Continuous Disclosure Policy. The Company has made material information disclosures available in its Annual Report.</p> <p>Our Continuous Disclosure Policy serves as a guideline for appropriate disclosure of material information, other than confidential information, which shall be disclosed to the public and investors, in a timely accurate, complete, comprehensible appropriate, and fair manner to help promote investor confidence in the integrity of the Company.</p>	
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		<p>References:  2025 SEC Annual Report 17-A, Pages 79, 86:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Insider Trading Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Insider-Trading-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Insider-Trading-Policy.pdf</a></p> <p>Continuous Disclosure Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/02/Corporate-Site-Continuous-Disclosure-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/02/Corporate-Site-Continuous-Disclosure-Policy.pdf</a></p>	
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**Supplement to Recommendations 8.1**

<p>1. Company distributes or makes available annual and quarterly consolidated reports, cash flow statements, and special audit revisions. Consolidated financial statements are published within ninety (90) days from the end of the fiscal year, while interim reports are published within forty-five (45) days from the end of the reporting period.</p>	<p>Compliant</p>	<p>The Company has made available its annual and quarterly consolidated reports, cash flow statements, and special audit revisions, as well as the timely reporting of its consolidated financial statements.</p> <p>Our Consolidated Financial Statements and 17-Q/ Interim reports are published within 90 days and 45 days respectively after the end of the reporting period.</p> <p>References:  2025 SEC Annual Report 17-A Page 86:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
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		<p>Third Quarter Report:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/11/cnvrq-9m25-17q-110625.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/11/cnvrq-9m25-17q-110625.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=c04f63bbb27f8cbcec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=c04f63bbb27f8cbcec6e1601ccee8f59</a></p> <p>Second Quarter Report:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/08/cnvrq-1h25-17q-081325.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/08/cnvrq-1h25-17q-081325.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=d39af95b65cc2c44ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=d39af95b65cc2c44ec6e1601ccee8f59</a></p> <p>First Quarter Report  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/CNVRG_1Q25_17Q-vF.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/CNVRG_1Q25_17Q-vF.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=b2e9bcc3d541501dec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=b2e9bcc3d541501dec6e1601ccee8f59</a></p> <p>Reports and Statements  Website:  <a href="https://corporate.convergeict.com/investor-relations#sec-pse-disclosures">https://corporate.convergeict.com/investor-relations#sec-pse-disclosures</a></p>	
<p>2. Company discloses in its annual report the principal risks associated with the identity of the company's controlling shareholders; the degree of ownership concentration; cross-holdings among company affiliates; and any imbalances between the controlling shareholders' voting power and overall equity position in the company.</p>	<p>Compliant</p>	<p>The Company's Annual Report highlights the following risks that might affect the business and shareholders:</p> <ol style="list-style-type: none"> <li>1. Project Governance &amp; Execution Excellence (Operational Transformation)</li> <li>2. Business Disruption &amp; Infrastructure Resilience</li> <li>3. Climate Resilience &amp; Transition Strategy (Business Disruption)</li> <li>4. Strategic Competitive Positioning &amp; Market Expansion</li> <li>5. Customer Retention &amp; Experience Excellence</li> <li>6. Data Privacy, Governance &amp; Subscriber Trust</li> <li>7. Corporate Integrity &amp; Anti-Fraud Governance</li> </ol>	

8. Cyber Security, Data Integrity & Trust
9. Macroeconomic Resilience & Capital Management (Financial Pressure)
10. Occupational Health, Safety, and Environment (OHSE) & ESG Stewardship
11. Revenue Assurance & Margin Integrity (Financial Pressure)
12. Political and Regulatory Uncertainties
13. Human Capital & Culture
14. Technology Change & Operational Transformation
15. Strategic Partner & Supply Chain Ecosystem (Operational Vulnerability)

The Company's risk management approach is anchored on the OCEG GRC (Governance, Risk, and Compliance) Capability Model as its overarching framework, combining the strategic depth of COSO Enterprise Risk Management with the practical application of ISO 31000:2018.

This integrated framework provides a clear and structured approach to managing risks, embedding financial, operational, and ESG considerations into day-to-day operations. In coordination with the Sustainability Council, the ERM Group ensures that climate, social, and regulatory risks are assessed and managed with the same level of discipline as core business risks.

References:

2025 SEC Annual Report 17A, Pages 19-27:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Sustainability Report Page 12:

		<a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a>  Website: <a href="https://corporate.convergeict.com/corporate-governance/enterprise-risk-management">https://corporate.convergeict.com/corporate-governance/enterprise-risk-management</a>	
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**Recommendation 8.2**

1. Company has a policy requiring all directors to disclose/report to the company any dealings in the company's shares within three business days.	Compliant	The Company has an Insider Trading Policy that requires directors and officers to disclose/report to the Company any dealings in the company's shares within three business days.	
2. Company has a policy requiring all officers to disclose/report to the company any dealings in the company's shares within three business days.	Compliant	References: 2025 SEC Annual Report 17A, Page 79: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a>  Insider Trading Policy: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Insider-Trading-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Insider-Trading-Policy.pdf</a>  SEC Form 23-A, SEC Form 23-B (Under Statements of Beneficial Ownership): <a href="https://corporate.convergeict.com/investor-relations#sec-pse-disclosures">https://corporate.convergeict.com/investor-relations#sec-pse-disclosures</a>	

**Supplement to Recommendation 8.2**

1. Company discloses the trading of the corporation's shares by directors, officers (or persons performing similar functions) and controlling shareholders. This includes the disclosure of the company's purchase	Compliant	The Company discloses the trading of the corporation's shares by directors, officers (or persons performing similar functions) and controlling shareholders through:	
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<p>of its shares from the market (e.g., share buy-back program).</p>		<p>Statement of Changes in Beneficial Ownership of Securities has been published in the company website:  <a href="https://corporate.convergeict.com/investor-relations#sec-pse-disclosures">https://corporate.convergeict.com/investor-relations#sec-pse-disclosures</a></p> <p>Public Ownership Report as of December 31, 2025:  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=76451246e3d078cd64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=76451246e3d078cd64d70b69f0a3140b</a></p> <p><a href="https://corporate.convergeict.com/wp-content/uploads/2025/12/public-ownership-report-december-2025.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/12/public-ownership-report-december-2025.pdf</a></p> <p>List of Top 100 Stockholder for the reporting period December 31, 2025:  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=877f9ee1bb0911ba64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=877f9ee1bb0911ba64d70b69f0a3140b</a></p> <p>2025 SEC Annual Report 17A, Pages 30-31 (minimum public ownership), 68-70 (securities ownership):  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
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**Recommendation 8.3**

<p>1. Board fully discloses all relevant and material information on individual board members to evaluate their experience and qualifications and assess any potential conflicts of interest that might affect their judgment.</p>	<p>Compliant</p>	<p>The individual board members' experiences and qualifications, and assessment of any potential conflicts of interest, are fully disclosed.</p> <p>References:  2025 SEC Annual Report 17A, Pages 57-62, 80-81:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p>	
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<p>2. Board fully discloses all relevant and material information on key executives to evaluate their experience and qualifications and assess any potential conflicts of interest that might affect their judgment.</p>	<p>Compliant</p>	<p>The individual key executives' experiences and qualifications, and assessment of any potential conflicts of interest, are fully disclosed. Likewise, these key executives have executed conflicts of interest disclosure forms.</p> <p>References: 2025 SEC Annual Report 17A, Pages 69 - 70: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Conflict of Interest Policy: <a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/FINAL-Conflicts-of-Interest-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/FINAL-Conflicts-of-Interest-Policy.pdf</a></p>	
<p><b>Recommendation 8.4</b></p>			

<p>1. Company provides a clear disclosure of its policies and procedure for setting Board remuneration, including the level and mix of the same.</p>	<p>Compliant</p>	<p>As disclosed in our SEC Annual Report 17-A, each board director receives the following:</p> <table border="1" data-bbox="999 165 1839 587"> <thead> <tr> <th data-bbox="999 165 1420 204">Nature</th> <th data-bbox="1420 165 1839 204">Amount</th> </tr> </thead> <tbody> <tr> <td data-bbox="999 204 1420 272">Board Meetings</td> <td data-bbox="1420 204 1839 272">Per diem of P50,000.00 every meeting</td> </tr> <tr> <td data-bbox="999 272 1420 341">Committee Meetings</td> <td data-bbox="1420 272 1839 341">Per diem of P30,000.00 per meeting</td> </tr> <tr> <td data-bbox="999 341 1420 443">Stockholders Meeting</td> <td data-bbox="1420 341 1839 443">Per Diem of P50,000.00 per stockholders meeting</td> </tr> <tr> <td data-bbox="999 443 1420 587">Variable remuneration</td> <td data-bbox="1420 443 1839 587">Minimum bonus of P2,000,000.00, subject to the performance of the company at year-end.</td> </tr> </tbody> </table> <p>References:            2025 SEC Annual Report 17A, Pages 67-68:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>   <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Amended By-Laws            Article III, Section 10  <a href="https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf">https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf</a></p>	Nature	Amount	Board Meetings	Per diem of P50,000.00 every meeting	Committee Meetings	Per diem of P30,000.00 per meeting	Stockholders Meeting	Per Diem of P50,000.00 per stockholders meeting	Variable remuneration	Minimum bonus of P2,000,000.00, subject to the performance of the company at year-end.	
Nature	Amount												
Board Meetings	Per diem of P50,000.00 every meeting												
Committee Meetings	Per diem of P30,000.00 per meeting												
Stockholders Meeting	Per Diem of P50,000.00 per stockholders meeting												
Variable remuneration	Minimum bonus of P2,000,000.00, subject to the performance of the company at year-end.												
<p>2. Company provides a clear disclosure of its policies and procedure for setting executive remuneration, including the level and mix of the same.</p>	<p>Compliant</p>	<p>The Board has adopted a Remuneration Program for directors, key officers, and management. Remunerations of the Board and executives are available in the Company's 17-A.</p> <p>The directors do not participate in discussions and/or deliberations involving their own remuneration.</p>											

		<p>References: Please see attached Annex "C" for the Remuneration and Retirement Plans</p> <p>2025 SEC Annual Report 17A, Pages 67-68, 80: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
3. Company discloses the remuneration on an individual basis, including termination and retirement provisions.	Compliant	<p>Remunerations of the Board and executives are available in the Company's 17-A.</p> <p>References: Please see attached Annex "C" for the Remuneration and Retirement Plans</p> <p>2025 SEC Annual Report 17A, Pages 67-68, 80: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<b>Recommendation 8.5</b>			
1. Company discloses its policies governing Related Party Transactions (RPTs) and other unusual or infrequently occurring transactions in their Manual on Corporate Governance.	Compliant	<p>The Company has its Conflict-of-Interest Policy and Material RPT Policy.</p> <p>Directors with conflict of interest abide with the provisions of the RPT policy and Conflict of Interest Policy.</p> <p>The Company's policy with respect to related party transactions is to ensure that these transactions are entered on an arm's length basis and entered into on terms comparable</p>	

to those available from or to unrelated third parties, as the case may be.

The Board has the overall responsibility in ensuring that there is a group-wide policy and system governing related party transactions (RPTs) and other unusual or infrequently occurring transactions, particularly those which pass certain thresholds of materiality. Our policy includes the appropriate review and approval of material or significant RPTs, which guarantee fairness and transparency of the transactions. Our policy encompasses all entities within the organization, taking into account their size, structure, risk profile and complexity of operations

References:

Conflict of Interest Policy:

<https://corporate.convergeict.com/wp-content/uploads/2020/10/FINAL-Conflicts-of-Interest-Policy.pdf>

RPT Policy:

<https://corporate.convergeict.com/wp-content/uploads/2023/11/RPT-Committee-Charter.pdf>

2025 SEC Annual Report 17A, Pages 79-80:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Manual on Corporate Governance Page 6, Item 2 (0)

<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

<p>2. Company discloses material or significant RPTs reviewed and approved during the year.</p>	<p>Compliant</p>	<p>The Company provides disclosures on related party transactions.</p> <p>2025 SEC Annual Report 17A Page 70-71 and Note 20 of FS:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<b>Supplement to Recommendation 8.5</b>			
<p>1. Company requires directors to disclose their interests in transactions or any other conflict of interests.</p>	<p>Compliant</p>	<p>Directors disclose their interests in transactions or any potential or actual conflict of interests pursuant to the provisions of the RPT policy and Conflict of Interest Policy.</p> <p>References:  2025 SEC Annual Report 17A Page 70-71 and Note 20 of FS:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>RPT Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf</a></p> <p>Conflict of Interest Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/FINAL-Conflicts-of-Interest-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/FINAL-Conflicts-of-Interest-Policy.pdf</a></p>	

**Optional: Recommendation 8.5**

<p>1. Company discloses that RPTs are conducted in such a way to ensure that they are fair and at arms' length.</p>	<p>Compliant</p>	<p>Directors with conflict of interest abide with the provisions of the RPT policy and Conflict of Interest Policy.</p> <p>The Company's policy with respect to related party transactions is to ensure that these transactions are entered on an arm's length basis and entered into on terms comparable to those available from or to unrelated third parties, as the case may be.</p> <p>The Board has the overall responsibility in ensuring that there is a group-wide policy and system governing related party transactions (RPTs) and other unusual or infrequently occurring transactions, particularly those which pass certain thresholds of materiality. Our policy includes the appropriate review and approval of material or significant RPTs, which guarantee fairness and transparency of the transactions. Our policy encompasses all entities within the organization, taking into account their size, structure, risk profile and complexity of operations</p> <p>References: RPT Policy: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf</a></p> <p>2025 SEC Annual Report 17A, Pages 70-71, 79-80: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
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Manual on Corporate Governance Page 6, Item 2 (0)  
<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

**Recommendation 8.6**

1. Company makes a full, fair, accurate and timely disclosure to the public of every material fact or event that occur, particularly on the acquisition or disposal of significant assets, which could adversely affect the viability or the interest of its shareholders and other stakeholders.

Compliant

The Company adopts the PSE disclosure rules and submit full, fair, accurate and timely disclosure of every material fact or event that occur.

Disclosures for 2025	
PSE Form 4 -30	12 disclosures
SEC Form 17-C	20 disclosures (last 6 months of 2025)
Top 100 Stockholders (common)	4 disclosures (1 per quarter)
Public Ownership Report	5 disclosures (1 per quarter, 1 amendment)

References:

2025 SEC Annual Report 17-A Page 86:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

PSE Edge – Company Disclosures:

[https://edge.pse.com.ph/companyDisclosures/form.do?cmpy\\_id=680](https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=680)

The Board has also put in place its RPT Policy and adopted a provision on disclosures regarding material transactions.

References:

RPT Policy:

<https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf>

		<p>Continuous Disclosure Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/02/Corporate-Site-Continuous-Disclosure-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/02/Corporate-Site-Continuous-Disclosure-Policy.pdf</a></p> <p>Annex H -2025 Material Fact Disclosures</p>	
<p>2. Board appoints an independent party to evaluate the fairness of the transaction price on the acquisition or disposal of assets.</p>	Compliant	<p>Outside the ordinary course of business, there were no acquisition or disposal of material assets.</p> <p>Moreover, the Board, in its RPT policy provides that an independent party shall evaluate the fairness of the transaction price on the acquisition or disposal of assets to related parties.</p> <p>The Company also complies with transfer pricing regulations under Section 50 of the National Internal Revenue Code and BIR Regulation No. 2-2013, which adopt OECD guidelines.</p> <p>References:  RPT Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/FINAL-VERSION-Related-Party-Transactions-Policy.pdf</a></p> <p>2025 SEC Annual Report 17-A Pages 46-48:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<b>Supplement to Recommendation 8.6</b>			
<p>1. Company discloses the existence, justification, and details on shareholder agreements, voting trust agreements, confidentiality agreements, and such other agreements that may impact on</p>	Compliant	<p>The Company adopts the PSE disclosure rules and submits full, fair, accurate and timely disclosure of every material fact or event that occur.</p>	

<p>the control, ownership, and strategic direction of the company.</p>		<p>For FY 2025, there were no disclosures of this nature that occurred.</p> <p>Disclosures:  <a href="https://corporate.convergeict.com/investor-relations#sec-pse-disclosures">https://corporate.convergeict.com/investor-relations#sec-pse-disclosures</a></p> <p>For FY2025, the list of disclosures made are in page 86 of the Annual Report 17-A.  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Continuous Disclosure Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/02/Corporate-Site-Continuous-Disclosure-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/02/Corporate-Site-Continuous-Disclosure-Policy.pdf</a></p> <p>Annex H -2025 Material Fact Disclosures</p>	
<b>Recommendation 8.7</b>			
<p>1. Company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).</p>	<p>Compliant</p>	<p>The Company has a sound Manual on Corporate Governance published and is likewise available for the public's reference through the corporate website.</p> <p>The MCG was submitted to the SEC and PSE in June 2020 but was later amended on October 8, 2021, and was then amended again in 2023 to reflect the separation of the audit and related party transactions committee. The amended MCG was submitted accordingly to the SEC and is posted in the company's website.</p>	
<p>2. Company's MCG is submitted to the SEC and PSE.</p>	<p>Compliant</p>		
<p>3. Company's MCG is posted on its company website.</p>	<p>Compliant</p>	<p>References:  Manual on Corporate Governance:</p>	

		<a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a>  2025 SEC Annual Report 17-A Page 72: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a>	
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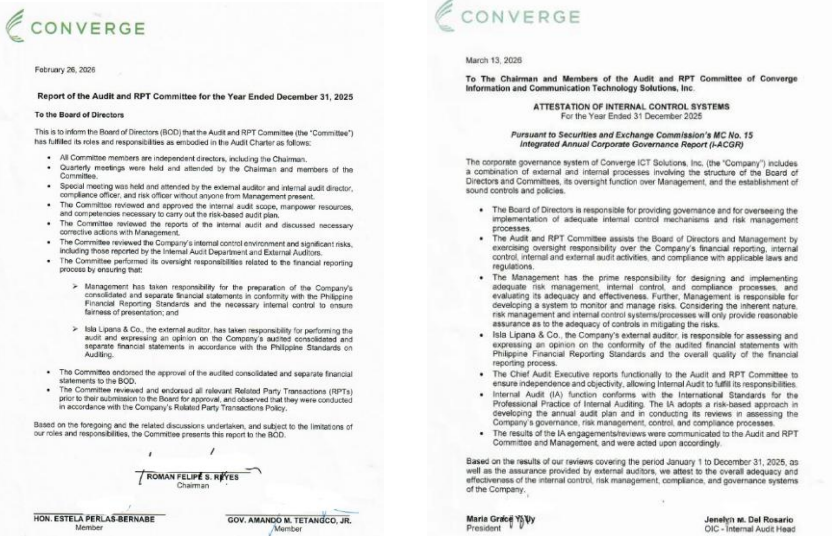
**Supplement to Recommendation 8.7**

1. Company submits to the SEC and PSE an updated MCG to disclose any changes in its corporate governance practices.	Compliant	<p>The MCG was submitted to the SEC and PSE in June 2020 but was later amended on October 8, 2021, and was then amended again in 2023 to reflect the separation of the audit and related party transactions committee. The amended MCG was submitted accordingly to the SEC and is posted in the company's website.</p> <p>References:  Manual on Corporate Governance:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a>   2025 SEC Annual Report 17-A Page 72:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>   <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
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**Optional: Principle 8**

1. Does the company's Annual Report disclose the following information:	Compliant	The Company discloses all relevant public information in its SEC Annual Report 17-A.	
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a. Corporate Objectives	Compliant	a. Corporate Objectives – page 4	
b. Financial performance indicators	Compliant	b. Financial performance indicators – page 33-45	
c. Non-financial performance indicators	Compliant	c. Non-financial performance indicators – excerpts in pages 33-45	
d. Dividend Policy	Compliant	d. Dividend policy – page 32	
e. Biographical details (at least age, academic qualifications, date of first appointment, relevant experience, and other directorships in listed companies) of all directors	Compliant	e. Biographical details – pages 57 - 62	
f. Attendance details of each director in all directors' meetings held during the year	Compliant	f. Attendance details – pages 73-76	
g. Total remuneration of each member of the board of directors	Compliant	g. Total remuneration of each director– pages 67-68	
2. The Annual Report contains a statement confirming the company's full compliance with the Code of Corporate Governance and where there is non-compliance, identifies and explains reason for each such issue.	Compliant	<p>References: 2025 SEC Annual Report 17A <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>The Company's Annual Report contains a statement confirming the Company's full compliance with the Code of Corporate Governance and where there is non-compliance, identifies and explains reason for each such issue.</p> <p>References: 2025 SEC Annual Report 17A, Page 72:</p>	

		<p><a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Manual on Corporate Governance Page 19  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	
<p>3. The Annual Report/Annual CG Report discloses that the board of directors conducted a review of the company's material controls (including operational, financial and compliance controls) and risk management systems.</p>	<p>Compliant</p>	<p>The Report of the Audit Committee for the Year Ended December 31, 2025, and the Attestation of Internal Control Systems discloses and contains statements that the Board, through the Audit Committee conducted a review on the adequacy of the company's material/internal controls and risk management systems.</p>	
<p>4. The Annual Report/Annual CG Report contains a statement from the board of directors or Audit Committee commenting on the adequacy of the company's internal controls/risk management systems.</p>	<p>Compliant</p>	 <p>(Report of the Audit and RPT Committee for December 31, 2025, and Attestation of Internal Control Systems)</p> <p>References:</p>	

		<p>2025 SEC Annual Report 17A - Report of the Audit Committee for the Year Ended December 31, 2025, Page 83 and Attestation of Internal Control Systems, Page 84</p> <p><a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<p>5. The company discloses in the Annual Report the key risks to which the company is materially exposed to (i.e., financial, operational including IT, environmental, social, economic).</p>	<p>Compliant</p>	<p>The Company's Annual Report highlights the following risks that might affect the business and shareholders:</p> <ol style="list-style-type: none"> <li>1. Project Governance &amp; Execution Excellence (Operational Transformation)</li> <li>2. Business Disruption &amp; Infrastructure Resilience</li> <li>3. Climate Resilience &amp; Transition Strategy (Business Disruption)</li> <li>4. Strategic Competitive Positioning &amp; Market Expansion</li> <li>5. Customer Retention &amp; Experience Excellence</li> <li>6. Data Privacy, Governance &amp; Subscriber Trust</li> <li>7. Corporate Integrity &amp; Anti-Fraud Governance</li> <li>8. Cyber Security, Data Integrity &amp; Trust</li> <li>9. Macroeconomic Resilience &amp; Capital Management (Financial Pressure)</li> <li>10. Occupational Health, Safety, and Environment (OHSE) &amp; ESG Stewardship</li> <li>11. Revenue Assurance &amp; Margin Integrity (Financial Pressure)</li> <li>12. Political and Regulatory Uncertainties</li> <li>13. Human Capital &amp; Culture</li> <li>14. Technology Change &amp; Operational Transformation</li> <li>15. Strategic Partner &amp; Supply Chain Ecosystem (Operational Vulnerability)</li> </ol> <p>These risks are likewise elaborately discussed in the company's sustainability report.</p>	

		<p>References:  2025 SEC Annual Report 17A, Pages 19-27:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Sustainability Report Page 12:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p>	
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**Principle 9:** The company should establish standards for the appropriate selection of an external auditor, and exercise effective oversight of the same to strengthen the external auditor's independence and enhance audit quality.

**Recommendation 9.1**

1. Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and fees of the external auditors.	Compliant	<p>The Audit Committee formally embodied in its charter the process for approving and recommending the appointment, reappointment, removal, and fees of the external auditors.</p> <p>For FY 2025, the external auditors were not removed or changed. The reappointment of external auditors and approval of fees were made during the May 30, 2025 organizational meeting.</p>	
2. The appointment, reappointment, removal, and fees of the external auditor is recommended by the Audit Committee, approved by the Board, and ratified by the shareholders.	Compliant	<p>References:  Audit Committee Charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf</a></p>	
3. For removal of the external auditor, the reasons for removal or change are disclosed to the regulators and the public through the company website and required disclosures.	Compliant	<p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p>	

		<p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>2025 SEC Annual Report 17A, Pages 55-56:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<b>Supplement to Recommendation 9.1</b>			
<p>1. Company has a policy of rotating the lead audit partner every five years.</p>	<p>Compliant</p>	<p>The Company has engaged Isla Lipana &amp; Co., with Mr. Nelson Charsegun L. Aquino as the engagement partner, for the audit of the Company's books in 2025.</p> <p>Mr. Aquino and Isla Lipana &amp; Co., are set to be re-elected in the upcoming May 29, 2026 Annual Stockholders Meeting.</p> <p>The Company has complied with the revised SRC Rule 68, paragraph 3(b)(iv). In addition, pursuant to the revised SRC Rule 68, paragraph 3(b)(ix), and the Company's Manual on Corporate Governance, the engagement partner shall be rotated after every five (5) years.</p> <p>References:  Manual on Corporate Governance Page 13, Item 8:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>2026 Definitive Information Statement Pages 33-34:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a></p>	

		<p>2025 Definitive Information Statement Page 31:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p> <p>2025 SEC Annual Report 17A, Pages 55-56:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-gfy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-gfy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>Audit Committee Charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf</a></p>	
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<b>Recommendation 9.2</b>			
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<p>1. Audit Committee Charter includes the Audit Committee's responsibility on:</p> <ul style="list-style-type: none"> <li>i. assessing the integrity and independence of external auditors;</li> <li>ii. exercising effective oversight to review and monitor the external auditor's independence and objectivity; and</li> </ul>	<p>Compliant</p>	<p>These responsibilities have been embraced by the Audit Committee since its inception and are now embodied in the Audit Committee Charter for FY 2025.</p> <p>References:          Audit Committee Charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf</a></p> <p>Manual on Corporate Governance Page 10, Item 5 (A):</p>	
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<p>iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration relevant Philippine professional and regulatory requirements.</p>		<p><a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>2025 SEC Annual Report 17A, Pages 70 - 73:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<p>2. Audit Committee Charter contains the Committee's responsibility on reviewing and monitoring the external auditor's suitability and effectiveness on an annual basis.</p>	<p>Compliant</p>	<p>The Audit Committee Charter presently provides that the Committee shall obtain reasonable assurance with respect to work of the external assurance providers, as well as enhancing the Board's oversight capability over the Company's financial reporting, internal control system, internal and external audit processes, and compliance with applicable laws and regulations.</p> <p>References:  2025 SEC Annual Report 17A, Pages 55-56, 82-84:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Audit Committee Charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf</a></p> <p>Manual on Corporate Governance Page 10, Item 5 (A):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	

**Supplement to Recommendations 9.2**

<p>1. Audit Committee ensures that the external auditor is credible, competent and has the ability to understand complex related party transactions, its counterparties, and valuations of such transactions.</p>	<p>Compliant</p>	<p>The amended Manual on Corporate Governance and Audit Committee Charter provides that the Committee shall obtain reasonable assurance with respect to work of the external assurance providers.</p> <p>References:            Audit Committee Charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf</a></p> <p>Manual on Corporate Governance Page 10, Item 5 (A):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	
<p>2. Audit Committee ensures that the external auditor has adequate quality control procedures.</p>	<p>Compliant</p>	<p>The Audit Committee Charter provides that the Committee shall obtain reasonable assurance with respect to work of the external assurance providers.</p> <p>For FY 2025, the Audit Committee has ascertained that its external auditor, Isla Lipana &amp; Co. adheres to accounting standards and quality control procedures, as noted in the report to the Audit committee for 2025.</p> <p>References:            Audit Committee Charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf</a></p> <p>2025 SEC Annual Report 17A Page 83 (Report to the Audit Committee for the year ended December 31, 2025):  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p>	

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Manual on Corporate Governance Page 10, Item 5 (A); Page 13 Item 8:  
<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

**Recommendation 9.3**

1. Company discloses the nature of non-audit services performed by its external auditor in the Annual Report to deal with the potential conflict of interest.

Compliant

The non-audit services performed in FY2025 by the external auditor was disclosed in the Company's SEC Annual Report 17-A.

The non-audit fees are for services rendered by the external auditor in relation to the agreed-upon procedures for the increase in authorized capital stock of a subsidiary in 2025 and for services rendered for the Company's Annual Stockholders' Meeting in 2024.

2025	
Audit related fees	Php 3,325,000
<b>Non- Audit fees</b>	<b>Php 50,000</b>

References:  
 2025 SEC Annual Report 17A, Pages 55-56:  
<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf>  
  
[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

2. Audit Committee stays alert for any potential conflict of interest situations, given the guidelines or policies on non-

Compliant

The Audit Committee stays alert for any potential conflict of interest by obtaining statement from the external auditor about their relationships with the Company, including the non-audit services performed in the past, and discuss the

<p>audit services, which could be viewed as impairing the external auditor's objectivity.</p>		<p>information with the external auditors to review and confirm their independence.</p> <p>References: Manual on Corporate Governance Page 13, Item 8: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Audit Committee Charter <a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Amended-Audit-Committee-Charter.pdf</a></p>	
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**Supplement to Recommendation 9.3**

<p>1. Fees paid for non-audit services do not outweigh the fees paid for audit services.</p>	<p>Compliant</p>	<p>The non-audit services performed in FY2025 by the external auditor was disclosed in the Company's SEC Annual Report 17-A.</p> <p>The non-audit fees are for services rendered by the external auditor in relation to the agreed-upon procedures for the increase in authorized capital stock of a subsidiary in 2025 and for services rendered for the Company's Annual Stockholders' Meeting in 2024.</p> <table border="1" data-bbox="1003 963 1839 1070"> <thead> <tr> <th colspan="2" style="text-align: center;"><b>2025</b></th> </tr> </thead> <tbody> <tr> <td>Audit related fees</td> <td style="text-align: right;">Php 3,325,000</td> </tr> <tr> <td><b>Non- Audit fees</b></td> <td style="text-align: right;"><b>Php 50,000</b></td> </tr> </tbody> </table> <p>References: 2025 SEC Annual Report 17A, Pages 55-56: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	<b>2025</b>		Audit related fees	Php 3,325,000	<b>Non- Audit fees</b>	<b>Php 50,000</b>	
<b>2025</b>									
Audit related fees	Php 3,325,000								
<b>Non- Audit fees</b>	<b>Php 50,000</b>								

Additional Recommendation to Principle 9			
1. Company's external auditor is duly accredited by the SEC under Group A category.	Compliant	<p>Isla, Lipana &amp; Co. is duly accredited by the SEC under the Group A category with SEC Accreditation No. 0142-SEC (Group A).</p> <p>References: Annex F - Isla Lipana &amp; Co. Certificate of Accreditation</p>	
2. Company's external auditor agreed to be subjected to the SEC Oversight Assurance Review (SOAR) Inspection Program conducted by the SEC's Office of the General Accountant (OGA).	Compliant	<p>Isla Lipana and Co. was subjected to SOAR in October 2022</p> <ol style="list-style-type: none"> <li>1. Year it was subjected to SOAR, if subjected – 2022</li> <li>2. Name of the Audit Firm – Isla Lipana &amp; Co.</li> <li>3. Members of the engagement team inspected by SEC – No member of the engagement team was covered by the inspection.</li> </ol>	
Principle 10: The company should ensure that the material and reportable non-financial and sustainability issues are disclosed.			
Recommendation 10.1			
1. Board has a clear and focused policy on the disclosure of non-financial information, with emphasis on the management of economic, environmental, social and governance (EESG) issues of its business, which underpin sustainability.	Compliant	<p>We have created a Sustainability Policy to provide a framework for decision-making and management throughout the organization, encompassing initiatives in the economic, environmental, social, and governance domains.</p> <p>Converge has reported in accordance with the Global Reporting Initiative (GRI) Standards 2021 and the AA1000 AccountAbility Principles (AA100AP, 2018) – Inclusivity, Materiality, Responsiveness and Impact. The report contains disclosures in accordance with the Telecommunications Sustainability Accounting Standard (Version 2023-12) by the International Sustainability Standards Board (ISSB). The report likewise makes reference to International Financial Reporting Standards (IFRS) Sustainability Disclosure Standards S1 and S2 in respect of topics determined to be financially material to Converge, following guidelines as set by the Philippines Sustainability Report Committee</p> <p>The company's 2025 sustainability report covers pertinent discussions and disclosures on the positive and negative economic, environmental, and social impacts of the</p>	

		<p>company's performance from January 1 to December 31, 2025. It also features significant events and sustainability-related initiatives that Converge took part in over the year.</p> <p>BSI Philippines, Inc. was commissioned by Converge to conduct and independent assurance of its sustainability report.</p> <p>References: Sustainability Report/ External Assurance Pages 2, 12, 78-79: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p> <p>Sustainability Policy: <a href="https://corporate.convergeict.com/wp-content/uploads/2023/07/Converge-ICT-Sustainability-Policy-Rev2.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/07/Converge-ICT-Sustainability-Policy-Rev2.pdf</a></p> <p>ESG Related Policies: <a href="https://corporate.convergeict.com/sustainability">https://corporate.convergeict.com/sustainability</a></p>	
<p>2. Company adopts a globally recognized standard/framework in reporting sustainability and non-financial issues.</p>	<p>Compliant</p>	<p>We have created a Sustainability Policy to provide a framework for decision-making and management throughout the organization, encompassing initiatives in the economic, environmental, social, and governance domains.</p> <p>Converge has reported in accordance with the Global Reporting Initiative (GRI) Standards 2021 and the AA1000 AccountAbility Principles (AA100AP, 2018) – Inclusivity, Materiality, Responsiveness and Impact. The report contains disclosures in accordance with the Telecommunications Sustainability Accounting Standard (Version 2023-12) by the International Sustainability Standards Board (ISSB). The report likewise makes reference to International Financial Reporting Standards (IFRS) Sustainability Disclosure Standards S1 and S2 in respect of topics determined to be financially material to</p>	

		<p>Converge, following guidelines as set by the Philippines Sustainability Report Committee</p> <p>The company's 2025 sustainability report covers pertinent discussions and disclosures on the positive and negative economic, environmental, and social impacts of the company's performance from January 1 to December 31, 2025. It also features significant events and sustainability-related initiatives that Converge took part in over the year.</p> <p>BSI Philippines, Inc. was commissioned by Converge to conduct and independent assurance of its sustainability report.</p> <p>References: Sustainability Report/ External Assurance Pages 2, 12, 84 - 85: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p> <p>Sustainability Policy: <a href="https://corporate.convergeict.com/wp-content/uploads/2023/07/Converge-ICT-Sustainability-Policy-Rev2.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/07/Converge-ICT-Sustainability-Policy-Rev2.pdf</a></p> <p>ESG Related Policies: <a href="https://corporate.convergeict.com/sustainability">https://corporate.convergeict.com/sustainability</a></p>	
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**Principle 11:** The company should maintain a comprehensive and cost-efficient communication channel for disseminating relevant information. This channel is crucial for informed decision-making by investors, stakeholders, and other interested users.

**Recommendation 11.1**

<p>1. Company has media and analysts' briefings as channels of communication to ensure the timely and accurate dissemination of public, material, and</p>	<p>Compliant</p>	<p>The Company has media and analysts' briefings which provide timely and accurate dissemination of public, material, and relevant information to its shareholders and investors.</p> <p>Other information and news about the company are also available through other modes and channels.</p>	
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relevant information to its shareholders and other investors.

Briefing	Notice date	Actual briefing date
1Q	May 6, 2025	May 15, 2025
2Q	August 1, 2025	August 13, 2025
3Q	November 3, 2025	November 6, 2025
4Q	February 25, 2026	March 13, 2026

References:

<https://corporate.convergeict.com/newsroom>

Briefing Materials and notices:

1<sup>st</sup> Quarter:

[https://corporate.convergeict.com/wp-content/uploads/2025/02/1Q25-Analyst-Briefing-Slides\\_vF.pdf](https://corporate.convergeict.com/wp-content/uploads/2025/02/1Q25-Analyst-Briefing-Slides_vF.pdf)

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=6a02901273c60888ec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=6a02901273c60888ec6e1601ccee8f59)

2<sup>nd</sup> Quarter:

<https://corporate.convergeict.com/wp-content/uploads/2025/08/1h2025-cnvrq-analyst-presentation-08132025.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=912365c3107eab20ec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=912365c3107eab20ec6e1601ccee8f59)

3<sup>rd</sup> Quarter:

<https://corporate.convergeict.com/wp-content/uploads/2025/11/9m2025-cnvrq-11625-vf.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=3e85d2512feef05cec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=3e85d2512feef05cec6e1601ccee8f59)

4<sup>th</sup> Quarter:

<https://corporate.convergeict.com/wp-content/uploads/2025/03/fy2025-cnvrq-investor-briefing-presentation-31326vF.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=6b58b97582c5a0d464d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=6b58b97582c5a0d464d70b69f0a3140b)

Media accounts:

- LinkedIn: <https://www.linkedin.com/company/convergeict>
- Facebook: <https://www.facebook.com/ConvergePH/>
- Instagram: <https://www.instagram.com/convergeict>
- X (formerly Twitter): <https://x.com/ExperienceCNVRG>

**Supplemental to Principle 11**

1. Company has a website disclosing up-to-date information on the following:	Compliant	The Company discloses the following up-to-date information on its website ( <a href="https://corporate.convergeict.com/">https://corporate.convergeict.com/</a> ):
a. Financial statements/reports (latest quarterly)	Compliant	a. Financial statements report – SEC Annual Report 17A Page 81 Exhibit 1: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>
b. Materials provided in briefings to analysts and media	Compliant	<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a>  b. Materials provided in briefings to analysts and media:
c. Downloadable annual report	Compliant	Briefing Materials and notices: 1 <sup>st</sup> Quarter: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/1Q25-Analyst-Briefing-Slides_vF.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/1Q25-Analyst-Briefing-Slides_vF.pdf</a>
d. Notice of ASM and/or SSM	Compliant	<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=6a02901273c60888ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=6a02901273c60888ec6e1601ccee8f59</a>
e. Minutes of ASM and/or SSM	Compliant	2 <sup>nd</sup> Quarter: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/08/1h2025-cnvrg-analyst-presentation-08132025.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/08/1h2025-cnvrg-analyst-presentation-08132025.pdf</a>
f. Company's Articles of Incorporation and By-Laws	Compliant	

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=912365c3107eab20ec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=912365c3107eab20ec6e1601ccee8f59)

3<sup>rd</sup> Quarter:

<https://corporate.convergeict.com/wp-content/uploads/2025/11/9m2025-cnvrq-11625-vf.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=3e85d2512feef05cec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=3e85d2512feef05cec6e1601ccee8f59)

4<sup>th</sup> Quarter:

<https://corporate.convergeict.com/wp-content/uploads/2025/03/fy2025-cnvrq-investor-briefing-presentation-31326vF.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=6b58b97582c5a0d464d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=6b58b97582c5a0d464d70b69f0a3140b)

c. Downloadable Annual Report – 17A:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadedfc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadedfc64d70b69f0a3140b)

d. 2025 Notice of ASM and/or SSM:

[https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25\\_compressed.pdf](https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf)

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=75d11185e729ec61ec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=75d11185e729ec61ec6e1601ccee8f59)

2026 Notice of ASM and/or SSM:

<https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-notice-and-agenda-for-publication.pdf>

		<p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=26ef37dac1652a1764d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=26ef37dac1652a1764d70b69f0a3140b</a></p> <p>e. Minutes of ASM:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM">https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM</a></p> <p>f. Articles of Incorporation and By-Laws -  <a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/CONVERGE-Amended-Articles-of-Incorporation-28-SEPT-2020.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/CONVERGE-Amended-Articles-of-Incorporation-28-SEPT-2020.pdf</a></p> <p><a href="https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf">https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf</a></p>	
<b>Additional Recommendation to Principle 11</b>			
<p>1. Company complies with SEC-prescribed website template.</p>	<p>Compliant</p>	<p>Main website:  <a href="https://corporate.convergeict.com/">https://corporate.convergeict.com/</a></p> <p>Corporate Governance:  <a href="https://corporate.convergeict.com/corporate-governance/">https://corporate.convergeict.com/corporate-governance/</a></p> <p>Board of Directors and Senior Management:  <a href="https://corporate.convergeict.com/corporate-profile/board-of-directors">https://corporate.convergeict.com/corporate-profile/board-of-directors</a></p> <p>Sustainability:  <a href="https://corporate.convergeict.com/sustainability">https://corporate.convergeict.com/sustainability</a></p> <p>Enterprise Risk Management:  <a href="https://corporate.convergeict.com/corporate-governance/enterprise-risk-management">https://corporate.convergeict.com/corporate-governance/enterprise-risk-management</a></p> <p>SEC/PSE Disclosures:</p>	

<https://corporate.convergeict.com/investor-relations#sec-pse-disclosures>

Investor Relations:  
<https://corporate.convergeict.com/investor-relations>

**Internal Control System and Risk Management Framework**

**Principle 12:** To ensure the integrity, transparency, and proper governance in the conduct of its affairs, the company should have a strong and effective internal control system and enterprise risk management framework.

**Recommendation 12.1**

1. Company has an adequate and effective internal control system in the conduct of its business.

Compliant

Management has established a system of internal controls embedded within the Company's business processes.

These controls involve the Board of Directors, their respective committees, and management implementing internal control mechanisms and risk management processes in accordance with applicable standards, laws, and regulations.

The Company's approach is anchored on the OCEG GRC (Governance, Risk, and Compliance) Capability Model as its overarching framework, combining the strategic depth of COSO Enterprise Risk Management with the practical application of ISO 31000:2018.

This integrated framework provides a clear and structured approach to managing risks, embedding financial, operational, and ESG considerations into day-to-day operations. In coordination with the Sustainability Council, the ERM Group ensures that climate, social, and regulatory risks are assessed and managed with the same level of discipline as core business risks.



February 26, 2026

**Report of the Audit and RPT Committee for the Year Ended December 31, 2025**

**To the Board of Directors**

This is to inform the Board of Directors (BCD) that the Audit and RPT Committee (the "Committee") has fulfilled its roles and responsibilities as enshrined in the Audit Charter as follows:

- All Committee members are independent directors, including the Chairman.
- Quarterly meetings were held and attended by the Chairman and members of the Committee.
- Special meeting was held and attended by the external auditor and internal audit director, compliance officer, and risk officer without anyone from Management present.
- The Committee reviewed and approved the internal audit scope, manpower resources, and competencies necessary to carry out the risk-based audit plan.
- The Committee reviewed the reports of the internal audit and discussed necessary corrective actions with Management.
- The Committee reviewed the Company's internal control environment and significant risks, including those reported by the Internal Audit Department and External Auditors.
- The Committee performed its oversight responsibilities related to the financial reporting process by ensuring that:
  - Management has taken responsibility for the preparation of the Company's consolidated and separate financial statements in conformity with the Philippine Financial Reporting Standards and the necessary internal control to ensure fairness of presentation; and
  - Isia Lipana & Co., the external auditor, has taken responsibility for performing the audit and expressing an opinion on the Company's audited consolidated and separate financial statements in accordance with the Philippine Standards on Auditing.
- The Committee endorsed the approval of the audited consolidated and separate financial statements to the BCD.
- The Committee reviewed and endorsed all relevant Related Party Transactions (RPTs) prior to their submission to the Board for approval, and observed that they were conducted in accordance with the Company's Related Party Transactions Policy.

Based on the foregoing and the related discussions undertaken, and subject to the limitations of our roles and responsibilities, the Committee presents this report to the BCD.

*(Signature)*  
ROMAN FELIPE S. REYES  
Chairman

HON. ESTELA PERLAS-BERNABE  
Member

GOV. AMANDO M. TETANGCO, JR.  
Member



March 13, 2026

**To The Chairman and Members of the Audit and RPT Committee of Convergence Information and Communication Technology Solutions, Inc.**

**ATTESTATION OF INTERNAL CONTROL SYSTEMS**  
For the Year Ended 31 December 2025

**Pursuant to Securities and Exchange Commission's SEC No. 15**  
**Integrated Annual Corporate Governance Report (IACGR)**

The corporate governance system of Convergence ICT Solutions, Inc. (the "Company") includes a combination of external and internal processes involving the structure of the Board of Directors and Committees, its oversight function over Management, and the establishment of sound controls and policies.

- The Board of Directors is responsible for providing governance and for overseeing the implementation of adequate internal control mechanisms and risk management processes.
- The Audit and RPT Committee assesses the Board of Directors and Management by exercising oversight responsibility over the Company's financial reporting, internal control, internal and external audit activities, and compliance with applicable laws and regulations.
- The Management has the prime responsibility for designing and implementing adequate risk management, internal control, and compliance processes, and evaluating its adequacy and effectiveness. Further, Management is responsible for developing a system to monitor and manage risks. Considering the inherent nature, risk management and internal control systems/processes will only provide reasonable assurance as to the adequacy of controls in mitigating the risks.
- Isia Lipana & Co., the Company's external auditor, is responsible for assessing and expressing an opinion on the conformity of the audited financial statements with Philippine Financial Reporting Standards and the overall quality of the financial reporting process.
- The Chief Audit Executive reports functionally to the Audit and RPT Committee to ensure independence and objectivity, allowing Internal Audit to fulfill its responsibilities.
- Internal Audit (IA) function conforms with the International Standards for the Professional Practice of Internal Auditing. The IA adopts a risk-based approach in developing the annual audit plan and in conducting its reviews in assessing the Company's governance, risk management, control, and compliance processes.
- The results of the IA engagements/reviews were communicated to the Audit and RPT Committee and Management, and were acted upon accordingly.

Based on the results of our reviews covering the period January 1 to December 31, 2025, as well as the assurance provided by external auditors, we attest to the overall adequacy and effectiveness of the internal control, risk management, compliance, and governance systems of the Company.

Maria Grace M. Uy  
President

Jesselyn M. Dal Rosario  
OIC - Internal Audit Head

(Report of the Audit and RPT Committee for December 31, 2025, and Attestation of Internal Control Systems)

**References:**

**Quality Policy:**

[https://corporate.convergeict.com/wp-content/uploads/2023/03/POL-ENT-QMS-001\\_Quality-Policy-v2.pdf](https://corporate.convergeict.com/wp-content/uploads/2023/03/POL-ENT-QMS-001_Quality-Policy-v2.pdf)

**Enterprise Risk Management website:**

<https://corporate.convergeict.com/corporate-governance/enterprise-risk-management>

A risk-based review of the internal control system is conducted by Internal Audit. To embody this principle, the Internal Audit Charter was adopted:

**References:**

Annex B - Internal Audit Charter

Annex I - Minimum Internal Controls

		<p>2025 SEC Annual Report 17A - Attestation of Internal Control Systems Page 84:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<p>2. Company has an adequate and effective enterprise risk management framework in the conduct of its business.</p>	<p>Compliant</p>	<p>The Company's enterprise risk management approach is anchored on the OCEG GRC (Governance, Risk, and Compliance) Capability Model as its overarching framework, combining the strategic depth of COSO Enterprise Risk Management with the practical application of ISO 31000:2018.</p> <p>This integrated framework provides a clear and structured approach to managing risks, embedding financial, operational, and ESG considerations into day-to-day operations. In coordination with the Sustainability Council, the ERM Group ensures that climate, social, and regulatory risks are assessed and managed with the same level of discipline as core business risks.</p>	



February 26, 2026

**Report of the Audit and RPT Committee for the Year Ended December 31, 2025**

**To the Board of Directors**

This is to inform the Board of Directors (BCD) that the Audit and RPT Committee (the "Committee") has fulfilled its roles and responsibilities as enshrined in the Audit Charter as follows:

- All Committee members are independent directors, including the Chairman.
- Quarterly meetings were held and attended by the Chairman and members of the Committee.
- Special meeting was held and attended by the external auditor and internal audit director, compliance officer, and risk officer without anyone from Management present.
- The Committee reviewed and approved the internal audit scope, manpower resources, and competencies necessary to carry out the risk-based audit plan.
- The Committee reviewed the reports of the internal audit and discussed necessary corrective actions with Management.
- The Committee reviewed the Company's internal control environment and significant risks, including those reported by the Internal Audit Department and External Auditors.
- The Committee performed its oversight responsibilities related to the financial reporting process by ensuring that:
  - Management has taken responsibility for the preparation of the Company's consolidated and separate financial statements in conformity with the Philippine Financial Reporting Standards and the necessary internal control to ensure fairness of presentation; and
  - Isla Lipans & Co., the external auditor, has taken responsibility for performing the audit and expressing an opinion on the Company's audited consolidated and separate financial statements in accordance with the Philippine Standards on Auditing.
- The Committee endorsed the approval of the audited consolidated and separate financial statements to the BCD.
- The Committee reviewed and endorsed all relevant Related Party Transactions (RPTs) prior to their submission to the Board for approval, and observed that they were conducted in accordance with the Company's Related Party Transactions Policy.

Based on the foregoing and the related discussions undertaken, and subject to the limitations of our roles and responsibilities, the Committee presents this report to the BCD.

*[Signature]*  
ROMAN FELIPE S. REYES  
Chairman

HON. ESTELA PERLAS BERNABE  
Member

GOV. AMANDO M. TETANGCO, JR.  
Member



March 13, 2026

**To The Chairman and Members of the Audit and RPT Committee of Convergence Information and Communication Technology Solutions, Inc.**

**ATTESTATION OF INTERNAL CONTROL SYSTEMS**  
For the Year Ended 31 December 2025

**Pursuant to Securities and Exchange Commission's SEC No. 15**  
**Integrated Annual Corporate Governance Report (IACGR)**

The corporate governance system of Convergence ICT Solutions, Inc. (the "Company") includes a combination of external and internal processes involving the structure of the Board of Directors and Committees, its oversight function over Management, and the establishment of sound controls and policies.

- The Board of Directors is responsible for providing governance and for overseeing the implementation of adequate internal control mechanisms and risk management processes.
- The Audit and RPT Committee assists the Board of Directors and Management by exercising oversight responsibility over the Company's financial reporting, internal control, internal and external audit activities, and compliance with applicable laws and regulations.
- The Management has the prime responsibility for designing and implementing adequate risk management, internal control, and compliance processes, and evaluating its adequacy and effectiveness. Further, Management is responsible for developing a system to monitor and manage risks. Considering the inherent nature, risk management and internal control systems/processes will only provide reasonable assurance as to the adequacy of controls in mitigating the risks.
- Isla Lipans & Co., the Company's external auditor, is responsible for assessing and expressing an opinion on the conformity of the audited financial statements with Philippine Financial Reporting Standards and the overall quality of the financial reporting process.
- The Chief Audit Executive reports functionally to the Audit and RPT Committee to ensure independence and objectivity, allowing Internal Audit to fulfill its responsibilities.
- Internal Audit (IA) function conforms with the International Standards for the Professional Practice of Internal Auditing. The IA adopts a risk-based approach in developing the annual audit plan and in conducting its reviews in assessing the Company's governance, risk management, control, and compliance processes.
- The results of the IA engagements/reviews were communicated to the Audit and RPT Committee and Management, and were acted upon accordingly.

Based on the results of our reviews covering the period January 1 to December 31, 2025, as well as the assurance provided by external auditors, we attest to the overall adequacy and effectiveness of the internal control, risk management, compliance, and governance systems of the Company.

Maria Grace M. Uy  
President

Jesselyn M. Dal Rosario  
CIC - Internal Audit Head

(Report of the Audit and RPT Committee for December 31, 2025, and Attestation of Internal Control Systems)

References:

BROC charter:

[https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Board-Risk-Oversight-Committee-Charter\\_updated.pdf](https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Board-Risk-Oversight-Committee-Charter_updated.pdf)

2025 SEC Annual Report 17A Report to the Audit Committee and Attestation of Internal Control Systems Pages 83-84:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Risk Factors and Risk Management  
2025 SEC Annual Report 17A Pages 19 - 27:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Sustainability Report Page 12:  
<https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf>

Website:  
<https://corporate.convergeict.com/corporate-governance/enterprise-risk-management>

**Supplement to Recommendations 12.1**

1. Company has a formal comprehensive enterprise-wide compliance program covering compliance with laws and relevant regulations that is annually reviewed. The program includes appropriate training and awareness initiatives to facilitate understanding, acceptance, and compliance with the said issuances.

Compliant

The Company has established a comprehensive compliance program that covers both regulatory and corporate governance aspects of compliance. The compliance program utilizes a GRC approach, integrating our internal controls to ensure compliance with issuances and organization wide understanding.

The Company through its Fraud and Ethics Team also ensures that an annual compliance training program is cascaded to the organization.

The Compliance program is being revisited annually for appropriate calibration and adherence to current compliance standards.

The Company's compliance program is being led by the Corporate Compliance Officer, Laurice Esteban-Tuason.

Reference:  
2025 SEC Annual Report 17A Page 19:  
<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Sustainability Report Pages 19:  
<https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf>

**Optional: Recommendation 12.1**

1. Company has a governance process on IT issues including disruption, cyber security, and disaster recovery, to ensure that all key risks are identified, managed, and reported to the board.

Compliant

The company has established an IT governance process to address issues related to disruption, cyber security, and disaster recovery.

The Company's resilience strategy is anchored on an ISO 22301:2019-certified Business Continuity Management System, supported by a dedicated team, emergency response plans, and regular drills and training. It also conducts hazard assessments of key facilities to guide risk mitigation and insurance coverage.

Converge also treats cybersecurity as a core component of customer trust and operational resilience Its security framework is anchored on the ISO 27001:2022 Information Security Management System, ensuring globally aligned and regularly audited controls.

The Company also conducts regular vulnerability assessments and penetration testing to proactively identify and address risks. Cybersecurity considerations, including emerging AI-driven threats, are embedded in the Company's strategic roadmap to support secure and resilient digital expansion.

Key risks are managed and reported to the board through the Board Risk Oversight Committee (BROC).

2025 SEC Annual Report 17A Pages 19-27:  
<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf>

		<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a>  Sustainability Report Pages 12, 22-23, 61-62: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a>	
<b>Recommendation 12.2</b>			
1. Company has in place an independent internal audit function that provides an independent and objective assurance, and consulting services designed to add value and improve the company's operations.	Compliant	The Company has in place an independent audit function that provides an independent and objective assurance, and consulting services designed to add value and improve the company's operations.  References: Annex B- Internal Audit Charter	
<b>Recommendation 12.3</b>			
1. Company has a qualified Chief Audit Executive (CAE) appointed by the Board.	Compliant	The Company has appointed Ms. Jenelyn M. De Rosario as Officer- in – Charge, Internal Audit at the Organizational Meeting of the Board of Directors on May 30, 2025.  Effective February 5, 2026, Ms. Del Rosario was succeeded by Mr., Anthony Vergel B. Velasco as the Head of Internal Audit. Mr. Velasco served as the company's chief audit executive in the years prior FY 2025.  The responsibilities of the Chief Audit Executive are stated in our Amended Manual on Corporate Governance.  References: Responsibilities: Manual on Corporate Governance Pages 13-14 Item 9: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a>  Qualifications:	

		<p>2025 SEC Annual Report 17A Page 65:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>Re-appointment of Mr. Velasco:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/01/sec-form-17-c-converge-change-in-directors-appointment-of-anthony-vergel-b-velasco-as-svp-and-head-of-internal-audit-and-resignation-of-jenelyn-del-rosario-as-oic-internal-audit-sgd.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/01/sec-form-17-c-converge-change-in-directors-appointment-of-anthony-vergel-b-velasco-as-svp-and-head-of-internal-audit-and-resignation-of-jenelyn-del-rosario-as-oic-internal-audit-sgd.pdf</a></p> <p>Annex B - Internal Audit Charter</p>	
<p>2. CAE oversees and is responsible for the internal audit activity of the organization, including that portion that is outsourced to a third-party service provider.</p>	<p>Compliant</p>	<p>The Chief Audit Executive leads the Company in overseeing the internal audit activity of the organization.</p> <p>The Company has appointed Ms. Jenelyn M. De Rosario as Officer- in – Charge, Internal Audit at the Organizational Meeting of the Board of Directors on May 30, 2025.</p> <p>Effective February 5, 2026, Ms. Del Rosario was succeeded by Mr., Anthony Vergel B. Velasco as the Head of Internal Audit. Mr. Velasco served as the company's chief audit executive in the years prior FY 2025.</p> <p>References:  Manual on Corporate Governance Pages 13-14 Item 9:</p>	

		<a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a>  Re-appointment of Mr. Velasco: <a href="https://corporate.convergeict.com/wp-content/uploads/2026/01/sec-form-17-c-converge-change-in-directors-appointment-of-anthony-vergel-b-velasco-as-svp-and-head-of-internal-audit-and-resignation-of-jenelyn-del-rosario-as-oic-internal-audit-sgd.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/01/sec-form-17-c-converge-change-in-directors-appointment-of-anthony-vergel-b-velasco-as-svp-and-head-of-internal-audit-and-resignation-of-jenelyn-del-rosario-as-oic-internal-audit-sgd.pdf</a>  Annex B - Internal Audit Charter	
3. In case of a fully outsourced internal audit activity, qualified independent executive or senior management personnel is assigned the responsibility for managing the fully outsourced internal audit activity.	Compliant	The Company's Internal Audit is not outsourced either fully or partially and follows the purpose, authority, and responsibility defined in the Internal Audit Charter. The Charter determines the internal audit activity's position within the organization, including the head of internal audit's reporting lines, access to records, people and property, and the scope of its activities.  References:  Annex B - Internal Audit Charter  2025 SEC Annual Report 17A Pages 82: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a>	
<b>Recommendation 12.4</b>			
1. Company has a separate risk management function to identify, assess and monitor key risk exposures.	Compliant	The Company has a separate Enterprise Risk Management function, led by the Chief Risk Officer, to identify, assess and monitor key risk exposures. Day-to-day operations of the function are managed by our Vice President for Enterprise Risk Management.	

		<p>Following the ISO 31000 Standard, we have instituted an Enterprise Risk Management (ERM) Program aligned with our Manual of Corporate Governance, to manage imminent and emerging risks in our internal and external operating environments. Under our ERM Program, we respond to risks and manage them to increase our shareholder value and competitive advantage.</p> <p>References:  BROC charter:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Board-Risk-Oversight-Committee-Charter_updated.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/09/CONVERGE-Board-Risk-Oversight-Committee-Charter_updated.pdf</a></p> <p>Manual on Corporate Governance Page 10 Item 5 (C):  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>2025 SEC Annual Report 17A Pages 18 - 26:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Website:  <a href="https://corporate.convergeict.com/corporate-governance/enterprise-risk-management">https://corporate.convergeict.com/corporate-governance/enterprise-risk-management</a></p>	
<b>Supplement to Recommendation 12.4</b>			
<p>1. Company seeks external technical support in risk management when such competence is not available internally.</p>	<p>Compliant</p>	<p>The Company has all the competencies required to provide risk management support. In 2025 the Company has appointed Ms. Christine Renee R. Blabagno as its dedicated Chief Risk Officer and she has formed a dedicated Enterprise Risk Management Group to ensure that risks are addressed accordingly.</p>	

Our Risk Governance is led by the Board of Directors through the Board Risk Oversight Committee (BROC), which sets the Company's risk appetite and oversees ERM effectiveness. The CEO provides overall direction on risk tolerance and mitigation execution, while the Chief Risk Officer (CRO) leads the ERM function, overseeing tools, methodologies, and risk transfer initiatives. The Risk Management Office (RMO) implements the framework across the organization, embedding risk awareness into company culture.

In line with the strategic roadmap, key corporate risks are assigned to designated Risk Owners at the group level, with defined action plans and ongoing progress monitoring to ensure clear accountability across the organization.

Our risk management framework is anchored on the OCEG GRC Capability Model, integrating COSO ERM and ISO 31000:2018 to provide a structured, enterprise-wide approach to managing risk. It embeds financial, operational, and ESG considerations into daily operations, with climate, social, and regulatory risks managed in coordination with the Sustainability Council and ERM Group.

References:

2025 SEC Annual Report 17A Pages 19 - 27:

<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Manual on Corporate Governance Page 10 Item 5 (C):

<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

Results of Organizational Meeting of Board of Directors:  
<https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=71b32babb2653140ec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59)

Website:  
<https://corporate.convergeict.com/corporate-governance/enterprise-risk-management>

**Recommendation 12.5**


<p>1. In managing the company's Risk Management System, the company has a Chief Risk Officer (CRO), who is the ultimate champion of Enterprise Risk Management (ERM).</p>	<p>Compliant</p>	<p>In 2025, the Company transitioned the Chief Risk Officer (CRO) role from the President to a dedicated senior executive to ensure focused oversight on evolving risk environments.</p> <p>During the May 30, 2025 Organizational Meeting, the Board has appointed Ms. Christine Renee R. Blabagno as its dedicated Chief Risk Officer.</p> <p>Under this structure, a specialized Enterprise Risk Management (ERM) Group was established, composed of experts in enterprise and operational risk. This enhancement strengthens the Risk Management program and ensures that risk mitigation and insurance strategies evolve in step with the Company's expanding physical and digital assets, helping protect shareholder value.</p> <p>The Company's CRO and ERM team reports directly to the BROCC.</p> <p>The CRO performs her duties in accordance with the Manual on Corporate Governance and all other applicable charters.</p> <p>Manual on Corporate Governance</p>	
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<p>2. CRO has adequate authority, stature, resources, and support to fulfill his/her responsibilities.</p>	<p>Compliant</p>	<p>Authority and stature – Our CRO, Christine Renee R. Blabagno is fully qualified to discharge her duties as CRO.</p> <p>Resources – The CRO has established a dedicated Enterprise Risk Management (ERM) Team that will aid her in reporting to the BROC and in addressing key risks of the company.</p> <p>Qualifications:  2025 SEC Annual Report 17A Pages 19-27:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p>	

		<p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>The CRO performs her duties in accordance with the Manual on Corporate Governance and all other applicable charters.</p> <p>Manual on Corporate Governance  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>Website:  <a href="https://corporate.convergeict.com/corporate-governance/enterprise-risk-management">https://corporate.convergeict.com/corporate-governance/enterprise-risk-management</a></p>	
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**Additional Recommendation to Principle 12**

<p>1. Company's Chief Executive Officer and Chief Audit Executive attest in writing, at least annually, that a sound internal audit, control and compliance system is in place and working effectively.</p>	<p>Compliant</p>	<p>For FY 2025, the Company's Chief Executive Officer, President and Officer-in-Charge, Internal Audit attested in writing, that a sound internal audit, control and compliance system is in place and working effectively.</p>	
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		 <p>(Report of the Audit and RPT Committee for December 31, 2025, and Attestation of Internal Control Systems)</p> <p>References:</p> <p>2025 SEC Annual Report 17- A -Report to the Audit Committee for the year ended December 31, 2024, and Attestation of Internal Control Systems, Pages 83-84:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
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**Cultivating a Synergic Relationship with Shareholders**

**Principle 13:** The company should treat all shareholders fairly and equitably, and also recognize, protect and facilitate the exercise of their rights.

**Recommendation 13.1**

<p>1. Board ensures that basic shareholder rights are disclosed in the Manual on Corporate Governance.</p>	<p>Compliant</p>	<p>The Company's Manual on Corporate Governance is compliant in disclosing the basic rights of its shareholders.</p> <p>References: Manual on Corporate Governance Item 12, Pages 15-18:</p>	
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		<a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a>	
2. Board ensures that basic shareholder rights are disclosed on the company's website.	Compliant	<p>Basic shareholder rights are enumerated in the Company's Manual on Corporate Governance (MCG). The MCG is available on the company's website.</p> <p>References: Manual on Corporate Governance Item 12, Pages 15-18: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	
<b>Supplement to Recommendation 13.1</b>			
1. Company's common share has one vote for one share.	Compliant	<p>The Company's common share has one vote for one share.</p> <p>References: Amended By-Laws: <a href="https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf">https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf</a></p>	
2. Board ensures that all shareholders of the same class are treated equally with respect to voting rights, subscription rights and transfer rights.	Compliant	<p>All shareholders of the same class are treated equally, but the Board shall give minority stockholders the right to propose the holding of meetings and the items for discussion in the agenda that relate directly to the business of the corporation.</p> <p>References: Amended Manual on Corporate Governance Pages 15- 18: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Amended By-Laws: <a href="https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf">https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf</a></p>	

<p>3. Board has an effective, secure, and efficient voting system.</p>	<p>Compliant</p>	<p>Voting process is reflected in the Definitive Information Statement and a secure, real-time electronic voting in absentia was observed during the 2025 ASM. The same real-time electronic voting in absentia shall be observed for the 2026 ASM.</p> <p>Stockholders are provided a secure link where they can register and vote electronically in absentia. Voting remains to be open until during the ASM.</p> <p>Voting will be by poll. Upon registration at the annual stockholders' meeting, each stockholder will be provided with an electronic ballot to enable him to vote real-time on each item or proposal in the agenda. Shareholders may cast their votes until the end of the ASM.</p> <p>The Corporate Secretary and the Company's stock transfer agent will be responsible for counting and tabulating all the votes based on the number of shares entitled to vote owned by the stockholders who are present or represented by proxies at any meeting of the stockholders, and the results will be validated by SyCip Gorres Velayo &amp; Co., an independent third party tabulator</p> <p>References:  2026 Definitive Information Statement Pages 8, 36-37:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a></p> <p>2025 Definitive Information Statement, Pages 8, 33-34:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p> <p>Amended By-Laws:</p>	
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4. Board has an effective shareholder voting mechanisms such as supermajority or "majority of minority" requirements to protect minority shareholders against actions of controlling shareholders.	Compliant	<p>To afford minority shareholders protection against actions of controlling shareholders, Converge, as a publicly listed company, have for its board composition at least 2/3 independent directors, and have its material contracts approved by at least 2/3 of the entire membership of the Board, with at least a majority of the independent directors approving the same, pursuant to Section 31 of the Revised Corporation Code. The same provision is likewise embodied in the RPT Policy of the Company.</p> <p>The protection of the rights and interests of the minority shareholders is also embodied in the Company's Manual on Corporate Governance.</p> <p>Manual on Corporate Governance Item 12, Pages 15-18:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	
5. Board allows shareholders to call a special shareholders' meeting and submit a proposal for consideration or agenda item at the AGM or special meeting.	Compliant	<p>Special meetings may be held upon written call signed by the shareholders of record.</p> <p>The Company follows SEC Memorandum Circular No. 14, series of 2020, which provides that stockholders who alone, or together with other shareholders, holding at least five percent (5%) of the outstanding capital stock of the Company, shall have the right to include items on the agenda prior to the annual stockholders meeting.</p> <p>Reference:  Manual on Corporate Governance Item 12, Pages 15-18:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	

		<p>2026 Definitive Information Statement Page 10:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a></p> <p>2025 Definitive Information Statement, Page 10:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p>	
6. Board clearly articulates and enforces policies with respect to treatment of minority shareholders.	Compliant	<p>Minority shareholders have similar rights to all other shareholders and are given the right to nominate directors.</p> <p>Reference:  Manual on Corporate Governance Item 12, Pages 15-18:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p>	
7. Company has a transparent and specific dividend policy.	Compliant	<p>Converge has a transparent and specific dividend policy.</p> <p>The Dividend Policy is aimed at maintaining a dividend payment ratio for all outstanding common shares of the Company of approximately 25% to 30% of its net income based on the latest audited financial statements net income, subject to the requirements of the applicable laws and regulations and the absence of circumstances which may restrict the payment of such dividends as may be determined by management and approved by the Board of Directors.</p> <p>References:  Dividend Policy:  2025 SEC Annual Report 17A, Page 32  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>   <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	

Optional: Recommendation 13.1									
<p>1. Company appoints an independent party to count and/or validate the votes at the Annual Shareholders' Meeting.</p>	Compliant	<p>The Company appointed SyCip Gorres Velayo &amp; Co., as external validator to validate the votes at the FY2025 ASM and shall be the same validators for the 2026 ASM.</p> <p>The Company's stock transfer agent and the Office of the Corporate Secretary will tabulate all votes received and SyCip Gorres Velayo &amp; Co., as independent third party, will validate the results. The Corporate Secretary shall report the results of voting during the meeting</p> <p>References: Minutes of the 2025 ASM Page 2: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM">https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM</a></p> <p>2026 Definitive Information Statement Pages 8, 36-37: <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a></p> <p>2025 Definitive Information Statement, Pages 8, 33-34: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p>							
Recommendation 13.2									
<p>1. Board encourages active shareholder participation by sending the Notice of Annual and Special Shareholders' Meeting with sufficient and relevant information at least 28 days before the meeting.</p>	Compliant	<p>For FY2026 as is with FY 2025, the Notice for the Annual Stockholders' Meeting was sent more than 28 days before the ASM.</p> <table border="1" style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th style="text-align: center;">Year</th> <th style="text-align: center;">Days from notice and before ASM</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">2026 - May 29, 2026 ASM</td> <td style="text-align: center;">28</td> </tr> <tr> <td style="text-align: center;">2025- May 30, 2025 ASM</td> <td style="text-align: center;">35</td> </tr> </tbody> </table>	Year	Days from notice and before ASM	2026 - May 29, 2026 ASM	28	2025- May 30, 2025 ASM	35	
Year	Days from notice and before ASM								
2026 - May 29, 2026 ASM	28								
2025- May 30, 2025 ASM	35								

References:

Minutes of the 2025 ASM Page 1:  
<https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM>

Notice and agenda of 2026 ASM:  
<https://corporate.convergeict.com/wp-content/uploads/2026/01/sec-form-17-c-converge-board-matters-on-05-february-2026-sgd.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=26ef37dac1652a1764d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=26ef37dac1652a1764d70b69f0a3140b)

Notice of 2025 ASM:  
[https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25\\_compressed.pdf](https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf)

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=75d11185e729ec61ec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=75d11185e729ec61ec6e1601ccee8f59)

2026 Definitive Information Statement Pages 2-3:  
<https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf>

2025 Definitive Information Statement Pages 2 – 3:  
[https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25\\_compressed.pdf](https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf)

**Supplemental to Recommendation 13.2**

<p>1. Company's Notice of Annual Stockholders' Meeting contains the following information:</p>	<p>Compliant</p>	<p>The Company's Annual Stockholders Meeting Notice and Agenda contains the following:</p> <p>a. Director Profile – Pages 17-22  b. Re-appointment of auditor – Page 10  c. Proxy documents – Pages 11 - 12</p> <p>There is no bundling of several items into the same resolution, and each agenda item was explained. Our 2026 ASM agenda are as follows:</p> <ol style="list-style-type: none"> <li>1. Call to Order</li> <li>2. Proof of Service of Notice</li> <li>3. Certification of Presence of Quorum</li> <li>4. Approval of the Minutes of the Previous Meeting held on May 30, 2025</li> <li>5. Report of Management</li> <li>6. Presentation of the Management Report and Ratification of the Audited Financial Statements as of 31 December 2025</li> <li>7. Ratification of all acts of the Board of Directors and Management for the period of January 1, 2025, to December 31, 2025, adopted in the ordinary course of business</li> <li>8. Election of Directors, including Independent Directors, for the year 2026</li> <li>9. Appointment of External Auditors</li> <li>10. Consideration of such other matters as may properly come before the meeting</li> <li>11. Adjournment</li> </ol> <p>References:  2026 Definitive Information Statement Pages 2-3, 8-10:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf</a></p> 2025 Definitive Information Statement Pages 2-3, 8-10:	
<p>a. The profiles of directors (i.e., age, academic qualifications, date of first appointment, experience, and directorships in other listed companies)</p>			
<p>b. Auditors seeking appointment/re-appointment</p>			
<p>c. Proxy documents</p>			

		<p><a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p> <p>Results of Organizational Meeting of Board of Directors:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a></p> <p>Notice and agenda of 2026 ASM:  <a href="https://corporate.convergeict.com/wp-content/uploads/2026/01/sec-form-17-c-converge-board-matters-on-05-february-2026-sgd.pdf">https://corporate.convergeict.com/wp-content/uploads/2026/01/sec-form-17-c-converge-board-matters-on-05-february-2026-sgd.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=26ef37dac1652a1764d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=26ef37dac1652a1764d70b69f0a3140b</a></p> <p>Notice and agenda of 2025 ASM:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=75d11185e729ec61ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=75d11185e729ec61ec6e1601ccee8f59</a></p>	
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**Optional: Recommendation 13.2**

<p>1. Company provides rationale for the agenda items for the annual stockholders meeting</p>	<p>Compliant</p>	<p>Agenda rationale for the ASM is reflected in the Definitive Information Statement.</p> <p>There is no bundling of several items into the same resolution, and each agenda item was explained. Our 2026 ASM agenda are as follows:</p> <ol style="list-style-type: none"> <li>1. Call to Order</li> <li>2. Proof of Service of Notice</li> </ol>	
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3. Certification of Presence of Quorum
4. Approval of the Minutes of the Previous Meeting held on May 30, 2025
5. Report of Management
6. Presentation of the Management Report and Ratification of the Audited Financial Statements as of 31 December 2025
7. Ratification of all acts of the Board of Directors and Management for the period of January 1, 2025, to December 31, 2025, adopted in the ordinary course of business
8. Election of Directors, including Independent Directors, for the year 2026
9. Appointment of External Auditors
10. Consideration of such other matters as may properly come before the meeting
11. Adjournment

References:

2026 Definitive Information Statement Pages 2-3, 8-10:  
<https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf>

2025 Definitive Information Statement. Pages 8 - 10:  
[https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25\\_compressed.pdf](https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf)

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<https://corporate.convergeict.com/wp-content/uploads/2026/01/sec-form-17-c-converge-board-matters-on-05-february-2026-sgd.pdf>

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Notice and agenda of 2025 ASM:

[https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25\\_compressed.pdf](https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf)

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=75d11185e729ec61ec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=75d11185e729ec61ec6e1601ccee8f59)

**Recommendation 13.3**

1. Board encourages active shareholder participation by making the result of the votes taken during the most recent Annual or Special Shareholders' Meeting publicly available the next working day.

Compliant

The Results of the Annual Stockholders Meeting and Results of the Organizational Meeting are disclosed with the PSE on the same day as the ASM.

References:  
Results of ASM and Organizational Meeting:  
<https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf>  
  
[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=71b32babb2653140ec6e1601ccee8f59](https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59)

2. Minutes of the Annual and Special Shareholders' Meetings were available on the company website within five business days from the end of the meeting.

Compliant

Minutes of the Annual and Special Shareholders' Meetings were available on the company website within five business days from the end of the meeting.

Document	Date uploaded
Minutes of the Annual Stockholders Meeting (May 30, 2025)	June 3, 2025
Results of the Annual Stockholders Meeting and Organizational Meeting (May 30, 2025)	May 30, 2025

References:  
2026 Definitive Information Statement:  
<https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf>

		<p>2025 Definitive Information Statement:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a></p> <p>Results of 2025 ASM:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a></p> <p>Minutes of the 2025 ASM:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM">https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM</a></p>	
<b>Supplement to Recommendation 13.3</b>			
1. Board ensures the attendance of the external auditor and other relevant individuals to answer shareholders questions during the ASM and SSM.	Compliant	<p>The external auditor and relevant individuals attended the FY 2025 ASM to answer shareholder questions, as evidenced by the Minutes of the Meeting.</p> <p>The attendance of the external auditor and relevant individuals shall also be recorded in the minutes of the May 29, 2026 ASM.</p> <p>References:  Minutes of the 2025 ASM:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM">https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM</a></p>	
<b>Recommendation 13.4</b>			
1. Board makes available, at the option of a shareholder, an alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner.	Compliant	The Company recognizes the right of shareholders. The Board is committed to establishing and maintaining an alternative dispute resolution system in the Company that can amicably settle conflicts or differences between the Company and its stockholders.	

<p>2. The alternative dispute mechanism is included in the company's Manual on Corporate Governance.</p>	<p>Compliant</p>	<p>In resolving intra-corporate disputes, a stockholder, at his option, may file for mediation under Republic Act No. 9285 or the Alternative Dispute Resolution Act of 2004. If the intra-corporate dispute is not resolved by mediation, the parties may bring the matter to arbitration in accordance with the Philippine Arbitration Law, in force. The venue of arbitration shall be the Philippines.</p> <p>Manual on Corporate Governance pages 15-18:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>The Board made available, at the option of a shareholder, an alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner.</p>	
<b>Recommendation 13.5</b>			
<p>1. Board establishes an Investor Relations Office (IRO) to ensure constant engagement with its shareholders.</p>	<p>Compliant</p>	<p>Mr. Owen Kieffer D. Ocampo is the appointed Vice President &amp; Head of Investor Relations.</p> <p><a href="mailto:investors.relations@convergeict.com">investors.relations@convergeict.com</a>  <a href="mailto:owen.ocampo@convergeict.com">owen.ocampo@convergeict.com</a>  +63 2 8248 7227</p> <p>References:  Investor Relations website:  <a href="https://corporate.convergeict.com/investor-relations/">https://corporate.convergeict.com/investor-relations/</a></p> <p>2025 SEC Annual Report 17A, Page 85:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	

2. IRO is present at every shareholder's meeting.	Compliant	<p>The IRO is present at every shareholder's meeting.</p> <p>Minutes of the ASM:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM">https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM</a></p>	
<b>Supplemental Recommendations to Principle 13</b>			
1. Board avoids anti-takeover measures or similar devices that may entrench ineffective management or the existing controlling shareholder group	Compliant	<p>The Company's By-Laws contain no anti-takeover provisions.</p> <p>Amended By-Laws  <a href="https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf">https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf</a></p>	
2. Company has at least thirty percent (30%) public float to increase liquidity in the market.	Compliant	<p>As of Dec 31, 2025, the company's public float is 30.64%, as can be seen on the public ownership report as of December 31, 2025</p> <p>References:  Public Ownership Report filed January 2025:  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=76451246e3d078cd64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=76451246e3d078cd64d70b69f0a3140b</a></p> <a href="https://corporate.convergeict.com/wp-content/uploads/2025/12/public-ownership-report-december-2025.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/12/public-ownership-report-december-2025.pdf</a>	
<b>Optional: Principle 13</b>			
1. Company has policies and practices to encourage shareholders to engage with the company beyond the Annual Stockholders' Meeting	Compliant	<p>The Company encourages shareholders engagement.</p> <p>In support of its Sustainability Commitment, Converge Information and Communications Technology Solutions, Inc. recognizes its accountability to its internal and external stakeholders. It commits to:</p>	

- Identifying actual and potential impacts on stakeholders arising from Converge's operations.
- Engaging with stakeholders to help identify, understand, and respond to issues and concerns about
- Converge's operations that may affect them; and
- Communicating with stakeholders on sustainability-related decisions, actions, and performance.

The Investor Relations team is responsible for keeping the Company's investors and stakeholders up to date with financial and operational affairs.

As such, the team conducts/attends the following activities beyond the annual stockholders meeting:

- 1) Quarterly analyst and investor briefings (May 26, Aug 1, Nov 6, 2025, and Mar 13, 2026)
- 2) Quarterly non-deal roadshows
- 3) Adhoc conferences organized by third party financial institutions
- 4) Adhoc one-on-one meetings and asset tours with investors

In partnership with the Corporate Communications and Public Relations Department, the Company also utilizes media briefings as a mode of communication for quarterly financial and operational results.

References:

Manual on Corporate Governance Page 21-22 Item 19:

<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

Sustainability Report Page 18:

<https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf>

Investor Relations briefings:

		<p><a href="https://corporate.convergeict.com/investor-relations">https://corporate.convergeict.com/investor-relations</a></p> <p>Stakeholder Commitment Statement:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/07/Corporate-Stakeholder-Commitment-Statement.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/07/Corporate-Stakeholder-Commitment-Statement.pdf</a></p>	
<p>2. Company practices secure electronic voting in absentia at the Annual Shareholders' Meeting.</p>	<p>Compliant</p>	<p>Voting process is reflected in the Definitive Information Statement and a secure, real-time electronic voting in absentia was observed during the 2025 ASM. The same real-time electronic voting in absentia shall be observed for the 2026 ASM.</p> <p>Pursuant to Sections 57 and 23 of the Revised Corporation Code which allow voting in absentia by the stockholders, the Corporation has set up <a href="https://conveneagm.com/ph/convergeict_asm2026">https://conveneagm.com/ph/convergeict_asm2026</a> as the designated online web address which may be accessed by the stockholders to register and vote, real-time or in absentia on the matters presented for resolution at the meeting. A stockholder who votes in absentia as well as a stockholder participating via remote communication shall be deemed present for purposes of quorum</p> <p>Stockholders are provided a secure link where they can register and vote electronically in absentia. Voting remains to be open until during the ASM.</p> <p>Voting will be by poll. Upon registration at the annual stockholders' meeting, each stockholder will be provided with an electronic ballot to enable him to vote real-time on each item or proposal in the agenda. Shareholders may cast their votes until the end of the ASM.</p> <p>The Corporate Secretary and the Company's stock transfer agent will be responsible for counting and tabulating all the votes based on the number of shares entitled to vote owned by the stockholders who are present or represented by proxies</p>	

at any meeting of the stockholders, and the results will be validated by SyCip Gorres Velayo & Co., an independent third party tabulator

References:

2026 Definitive Information Statement Pages 8, 36-37:  
<https://corporate.convergeict.com/wp-content/uploads/2026/04/converge-asm2026-dis-with-annexes.pdf>

2025 Definitive Information Statement, Pages 8, 33-34:  
[https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25\\_compressed.pdf](https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf)

Results of voting:  
 Minutes of the 2025 ASM Page 8:  
<https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM>

**Duties to Stakeholders**

**Principle 14:** The rights of stakeholders established by law, by contractual relations and through voluntary commitments must be respected. Where stakeholders' rights and/or interests are at stake, stakeholders should have the opportunity to obtain prompt effective redress for the violation of their rights.

**Recommendation 14.1**

1. Board identifies the company's various stakeholders and promotes cooperation between them and the company in creating wealth, growth, and sustainability.

Compliant

The Company was able to report information on the Company's policies and programs for its stakeholders through its sustainability report. For FY 2025, through our stakeholder engagements, we have identified the following material topics:

MATERIAL TOPIC	FINANCIALLY MATERIAL	STRATEGIC FOCUS
Customer Welfare	✓	✓
Workforce Welfare	✓	✓
Economic Contributions	✓	✓
Access to Information and Communications	✓	✓

Customer Privacy and Data Security	✓	✓
Climate Adaption and Resilience	✓	✓
Anti-Corruption	✓	
Diversity, Equity, and Inclusion	✓	
Energy and Emissions	✓	
Waste Management	✓	
Local Sourcing and Supplier Support		
Competitive Behavior and Open Internet		
Supplier Environmental Assessment		
Supplier Social Assessment		

We acknowledge our responsibility to both internal and external stakeholders, as outlined in our Corporate Stakeholder Commitment Statement. This includes understanding and addressing current and potential impacts, responding to their concerns, and transparently communicating our sustainability decisions and performance.

Embedded within this commitment is our pledge to uphold the principles of inclusivity, materiality, responsiveness, and impact, as outlined in the AA1000 AccountAbility Principles Standard 2018).

References:

Sustainability Report Pages 15 - 21:

<https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf>

Website:

<https://corporate.convergeict.com/sustainability>

Manual on Corporate Governance, Page 22, Item 20:

		<p><a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a></p> <p>Stakeholder Commitment Statement:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/07/Corporate-Stakeholder-Commitment-Statement.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/07/Corporate-Stakeholder-Commitment-Statement.pdf</a></p> <p>Sustainability Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/07/Converge-ICT-Sustainability-Policy-Rev2.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/07/Converge-ICT-Sustainability-Policy-Rev2.pdf</a></p>	
<b>Recommendation 14.2</b>			
<p>1. Board establishes clear policies and programs to provide a mechanism on the fair treatment and protection of stakeholders.</p>	<p>Compliant</p>	<p>The Company, through its Manual on Corporate Governance, provides for the rights and fair treatment of stakeholders.</p> <p>This is further evidenced through our Human Rights Policy, Human Rights Due Diligence, and Third-Party Due Diligence Procedures.</p> <p>Any mistreatment of our stakeholders is covered by our Human Rights Policy, Whistleblowing Policy, and Employee Discipline Policy.</p> <p>References:  Website:  <a href="https://corporate.convergeict.com/investor-relations">https://corporate.convergeict.com/investor-relations</a></p> <p>Human Rights Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/Human-Rights-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/Human-Rights-Policy.pdf</a></p> <p>Whistleblowing Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/Whistleblowing-Policy-V2.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/Whistleblowing-Policy-V2.pdf</a></p>	

Whistleblowing Platform:  
<https://corporate.convergeict.com/corporate-governance/whistleblowing-platform>

Manual on Corporate Governance, Page 21-22, Item 19:  
<https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf>

**Recommendation 14.3**

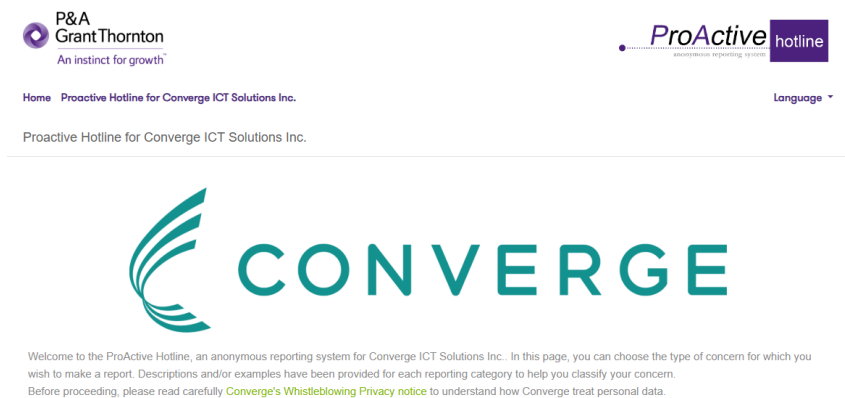
1. Board adopts a transparent framework and process that allow stakeholders to communicate with the company and to obtain redress for the violation of their rights.

Compliant

The Company has a framework that allows stakeholders to communicate with the Company and to obtain redress for the violation of their rights through the Whistleblower Policy.

Moreover, our Human Rights Policy provides for remediation should there be instances advertent or inadvertent infringement of human rights. Our grievance mechanisms are set in out Whistleblower Policy.

Through our Corporate Stakeholder Commitment Statement, we recognize our accountability to internal and external stakeholders to identify actual and potential impacts, respond to their concerns about these impacts and communicate with them our sustainability related decisions, action plans, and performance.



Welcome to the ProActive Hotline, an anonymous reporting system for Converge ICT Solutions Inc.. In this page, you can choose the type of concern for which you wish to make a report. Descriptions and/or examples have been provided for each reporting category to help you classify your concern. Before proceeding, please read carefully [Converge's Whistleblowing Privacy notice](#) to understand how Converge treat personal data.

### Select a category

- Conflict of Interest
- Corruption
- Data Privacy
- ESG violations
- Falsification of Documents
- Financial Reporting Concerns
- Human Rights Policy Violations
- Misconduct, Unethical behavior or Policy Violations
- Public Safety and Environment
- Theft, Fraud or Misappropriation

[Submit a report](#)



As a report for you?



Home > Human Rights Policy Violations for Convergence ICT Solutions Inc. Language \*

#### 9. Human Rights Policy Violations

for Convergence ICT Solutions Inc.

**Your report will be communicated to:**

Convergence ICT Solutions Inc.  
 250 Avenue T. Centre 201 E. Thompson  
 2100  
 1001

What is your relationship with Company in relation to this report?

Employee  
  Customer  
  Supplier  
  Concerned Citizen  
  Other

Kindly provide a description of what happened and how you came to know the wrongdoing. Please provide only the salient details of the wrongdoing. *Required*

Where did the wrongdoing take place? *Required*

When did the wrongdoing take place? We encourage you to provide the specific details. *Required*

Who is involved in the wrongdoing? Is the management aware? Please provide specific details in relation to this. *Required*

Have you reported this previously? If so, what, when and to whom? What action did they take? *Required*

Are there any risks of retaliation to you or others? Briefly describe the severity and probability of the risk. (Please note that if the risk involves your security or safety, please report to the appropriate authorities.) If already reported to the appropriate authorities, kindly include here and describe the progress. *Required*

Is there anyone else with third-hand knowledge we can contact? Please provide names and respective contact details there here. If none, please leave this space blank.

If you have a document or file that is applicable, please upload in (.doc, .png, .pdf, .xls, .png) file with a maximum of 50MB.

When you submit this report, you will be issued an Access Key or Reference Code. Please write it down and keep it in a safe place. We ask that you return to the website in three (3) business days using the Access Key. Doing so will give you the opportunity to assess the progress of your report, receive your report, check for a response, etc.

References:  
Whistleblower Policy:

		<p><a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/Whistleblowing-Policy-V2.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/Whistleblowing-Policy-V2.pdf</a></p> <p>Whistleblowing Platform: <a href="https://corporate.convergeict.com/corporate-governance/whistleblowing-platform">https://corporate.convergeict.com/corporate-governance/whistleblowing-platform</a></p> <p>2025 SEC Annual Report 17A, Pages 69 - 70: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Sustainability Report Page 21: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p> <p>Stakeholder Commitment Statement: <a href="https://corporate.convergeict.com/wp-content/uploads/2023/07/Corporate-Stakeholder-Commitment-Statement.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/07/Corporate-Stakeholder-Commitment-Statement.pdf</a></p>	
<b>Supplement to Recommendation 14.3</b>			
<p>1. Company establishes an alternative dispute resolution system so that conflicts and differences with key stakeholders is settled in a fair and expeditious manner.</p>	<p>Compliant</p>	<p>The Company has established alternative mechanisms. The same mechanism is likewise mentioned in the Company's MCG.</p> <p>In resolving intra-corporate disputes, a stockholder, at his option, may file for mediation under Republic Act No. 9285 or the Alternative Dispute Resolution Act of 2004. If the intra-corporate dispute is not resolved by mediation, the parties may bring the matter to arbitration in accordance with the Philippine Arbitration Law, in force. The venue of arbitration shall be the Philippines.</p>	

		References: Manual on Corporate Governance, Page 21-22, Item 19: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a>	
<b>Additional Recommendations to Principle 14</b>			
1. Company does not seek any exemption from the application of a law, rule, or regulation especially when it refers to a corporate governance issue. If an exemption was sought, the company discloses the reason for such action, as well as presents the specific steps being taken to finally comply with the applicable law, rule, or regulation.	Compliant	The Company did not have any requests for exemption for FY2025.	
2. Company respects intellectual property rights.	Compliant	<p>The Company has disclosed with the PSE and SEC its efforts to combat piracy and violation of its intellectual property rights.</p> <p>This is also embodied in our Code of Business Ethics as we commit to:</p> <ul style="list-style-type: none"> <li>(1) Protect and honor the intellectual property rights of competitors, business partners, clients, suppliers, former employers, and other parties; and</li> <li>(2) Safeguard Company's intellectual property, including its packaged knowledge.</li> </ul> <p>References: 2025 SEC Annual Report 17A, Page 16: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Code of Business Ethics:</p>	

<https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf>

**Optional: Principle 14**

1. Company discloses its policies and practices that address customers' welfare.

Compliant

The Company has policies and programs focused on the satisfaction and welfare of its customers.

Customer Welfare remains a material topic for us in 2025. We have made initiatives to address and improve Customer Welfare.

We have updated our Human Rights Policy to provide extensive customer welfare by committing to uphold their rights to:

- Freedom of Expression and Access to Information
- Data Privacy;
- Children's Rights
- AI implications
- ESG impacts

This is further strengthened as we have implemented the Child Online Safeguarding Policy which protects our customers, particularly children on their use of the digital space.

References:  
Sustainability Report Pages 25-29:  
<https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf>

Human Rights Policy:  
<https://corporate.convergeict.com/wp-content/uploads/2022/08/Human-Rights-Policy.pdf>

Child Online Safeguarding Policy:  
<https://corporate.convergeict.com/wp-content/uploads/2023/02/Child-Online-Safeguarding-Policy.pdf>

		<p>Customer Support Platforms:  <a href="https://www.convergeict.com/support-platforms/">https://www.convergeict.com/support-platforms/</a></p>	
<p>2. Company discloses its policies and practices that address supplier/contractor selection procedures.</p>	<p>Compliant</p>	<p>Recognizing the impact of our suppliers in our operation affects our sustainable business, we established a policy for a third-party due diligence governing all transactions with external shareholders, vendors, and service providers, including business partners.</p> <p>Our Human Rights Policy likewise provides for our commitments in responsible sourcing and business partnerships where we recognize the risk relating to conflict minerals and the risk that our business partners may resort to bribery and corruption when doing business on our behalf.</p> <p>Our Code of Business Ethics requires that a business partner must undergo the vendor prequalification process and due diligence process. Our business partners must enter into a written agreement and be trained on applicable policies and guidelines on compliance.</p> <p>The Company has a supplier/contractor selection process embodied in its External Service Provider Accreditation Process which outlines how our suppliers/contractors are selected and made to comply with our policies, procedures, and onboarding requirements.</p> <p>Reference:  Human Rights Policy Pages 6-7:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/Human-Rights-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/Human-Rights-Policy.pdf</a></p> <p>Code of Business Ethics Pages 10-11:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf</a></p> <p>Sustainability Report Pages 40-44, 66-68:</p>	

<https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf>

Third Party Code of Conduct Policy:  
<https://corporate.convergeict.com/wp-content/uploads/2022/02/CORP-WEBSITE-POL-CGDP-BCM-0002-TP-CODE-OF-CONDUCT-POLICY.pdf>

**Principle 15:** A mechanism for employee participation should be developed to create a symbiotic environment, realize the company's goals, and participate in its corporate governance processes.

**Recommendation 15.1**

1. Board establishes policies, programs and procedures that encourage employees to actively participate in the realization of the company's goals and in its governance.

Compliant

The Company engages its employees in participating with Corporate Governance activities.

Our policy commitments for responsible business conduct mainly revolve around two important documents. The first is our Human Rights Policy, which was approved by the Board, and includes the stipulations on conducting due diligence, applying the precautionary principle, and respecting human rights. The policy gives particular attention to customers, employees, and other workers on our premises, children, suppliers, and communities.

The second key policy document is our Code of Business Ethics, which was approved by our CEO. It was crafted with reference to the Organization for Economic Cooperation and Development's Convention on Combating Bribery of Foreign Public Officials in International Business Transactions. It applies to all directors, officers, and employees.

References:  
 2025 SEC Annual Report 17A, Pages 62 - 71:  
<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf>

		<p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Code of Business Ethics Pages 10-11: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf</a></p> <p>Whistleblower Policy: <a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/Whistleblowing-Policy-V2.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/Whistleblowing-Policy-V2.pdf</a></p> <p>Whistleblowing Platform: <a href="https://corporate.convergeict.com/corporate-governance/whistleblowing-platform">https://corporate.convergeict.com/corporate-governance/whistleblowing-platform</a></p> <p>Sustainability Report Page 15 - 20: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p>	
<b>Supplement to Recommendation 15.1</b>			
<p>1. Company has a reward/compensation policy that accounts for the performance of the company beyond short-term financial measures.</p>	<p>Compliant</p>	<p>The Board has approved the Employee Stock Option Plan (ESOP) for certain employees of the Company. Likewise, the Company has a performance assessment matrix which is linked to the merits of the employee, as reflected in his/her performance evaluation.</p> <p>Sustainability Report Page 33: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p>	
<p>2. Company has policies and practices on health, safety, and welfare of its employees.</p>	<p>Compliant</p>	<p>As a responsible and ethical employer, Converge is committed to adhering to relevant labor laws and regulations, prioritizing the protection of our employees' human rights and freedoms.</p> <p>The Code of Business Ethics Policy underscores our responsibility as a conscientious employer, emphasizing ethical</p>	

employment and work practices that uphold Workers' Rights. The Company continuously strengthens its labor-management relations through the Converge Employee Council and recognizes the dedication of employees through provision of merit increases and annual performance-based bonuses.

The Company also places strong emphasis on continuous learning and development, skill enhancement, and personal and professional growth among employees by providing a variety of programs, learning platforms, and support systems.

Furthermore, Converge takes proactive measures to enhance diversity and inclusion throughout the organization. Our Diversity, Equity and Inclusion Framework and roll-out plan reflects our commitment to fostering an inclusive workplace.

References:

2025 SEC Annual Report 17A, Page 17:  
<https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-gfy25-17a-04132026-PSEPDEX-compressed.pdf>

[https://edge.pse.com.ph/openDiscViewer.do?edge\\_no=0572ca7c38cadefc64d70b69f0a3140b](https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b)

Sustainability Report Pages 31-36:  
<https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf>

Human Rights Policy Pages 6-7:  
<https://corporate.convergeict.com/wp-content/uploads/2022/08/Human-Rights-Policy.pdf>

Occupational Safety and Health (OSH) Policy:  
[https://corporate.convergeict.com/wp-content/uploads/2025/01/OSH-Policy\\_Website.pdf](https://corporate.convergeict.com/wp-content/uploads/2025/01/OSH-Policy_Website.pdf)

		<p>Health and Wellness Manual:  <a href="https://corporate.convergeict.com/wp-content/uploads/2023/11/Health-and-Wellness-Manual-1.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/11/Health-and-Wellness-Manual-1.pdf</a></p>	
<p>3. Company has policies and practices on training and development of its employees.</p>	<p>Compliant</p>	<p>The Company has policies and practices on the training and development of its employees. It has established a Learning and Development department and Learning Management System, to empower employees to be more competitive in their respective fields.</p> <p>We have disclosed through our 2025 Sustainability Report our target of 40 training hours average per employee. In 2025, we exceeded our goal of 40 training hours per employee, logging 43 hours training average per employee, marking a significant milestone in our ongoing commitment to learning and development.</p> <p>We enhanced our approach by moving beyond generic modules to targeted, group-wide programs that build core tech competencies, strengthen skills and confidence, and support the workforce in responding to evolving business needs and market demands.</p> <p>References:  2025 SEC Annual Report 17A, Page 17:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrg-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p> <p>Sustainability Report Page 31-36:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p>	

**Recommendation 15.2**

<p>1. Board sets the tone and makes a stand against corrupt practices by adopting an anti-corruption policy and program in its Code of Conduct.</p>	<p>Compliant</p>	<p>The Company has amended its anti-bribery and anti-corruption (ABAC) policy and has structured the same in accordance with the United Nations Global Compact's (UNGC) tenth principle.</p> <p>We develop awareness, engagement, and empowerment initiatives in relation to our amended ABAC policy. To this end, we review annually, our ABAC policy to ensure that the provisions therein are still relevant.</p> <p>Our Third-Party Code of Conduct contains provisions relating to our ABAC policy. We have also integrated ABAC clauses in our supplier contracts.</p> <p>The policy was made available to the Board, senior management, and employees through the corporate website and internal email communications. Trainings on these policies are being conducted for new hires and all employees are required to confirm their knowledge and acceptance of these policies.</p> <p>References:  Anti-Bribery and Anti-Corruption Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/Amended-Anti-Bribery-and-Anti-Corruption-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/Amended-Anti-Bribery-and-Anti-Corruption-Policy.pdf</a></p> Third-Party Code of Conduct: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CORP-WEBSITE-POL-CGDP-BCM-0002-TP-CODE-OF-CONDUCT-POLICY.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CORP-WEBSITE-POL-CGDP-BCM-0002-TP-CODE-OF-CONDUCT-POLICY.pdf</a> 2025 SEC Annual Report 17A Pages 69 -70: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>	
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		<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a>  Sustainability Report Page 19: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a>	
2. Board disseminates the policy and program to employees across the organization through trainings to embed them in the company's culture.	Compliant	The Company cascades the Code of Conduct/Business Ethics and Anti-Bribery and Anti-Corruption policies through: <ol style="list-style-type: none"> <li>1. Internal email dissemination</li> <li>2. New hires onboarding orientation</li> <li>3. Policy specific trainings</li> <li>4. Corporate website</li> <li>5. Annual Policy Confirmation activities</li> </ol> Anti-Bribery and Anti-Corruption Policy: <a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/Amended-Anti-Bribery-and-Anti-Corruption-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/Amended-Anti-Bribery-and-Anti-Corruption-Policy.pdf</a>  2025 SEC Annual Report 17A Pages 69 - 70: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a>  Sustainability Report Page 19, 31-36: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a>	
<b>Supplement to Recommendation 15.2</b>			
1. Company has clear and stringent policies and procedures on curbing and penalizing	Compliant	The Company has amended its anti-bribery and anti-corruption (ABAC) policy and has structured the same in	

<p>employee involvement in offering, paying, and receiving bribes.</p>		<p>accordance with the United Nations Global Compact's (UNGC) tenth principle.</p> <p>We develop awareness, engagement, and empowerment initiatives in relation to our amended ABAC policy. To this end, we review annually, our ABAC policy to ensure that the provisions therein are still relevant.</p> <p>Our Third-Party Code of Conduct contains provisions relating to our ABAC policy. We have also integrated ABAC clauses in our supplier contracts.</p> <p>The policy was made available to the Board, senior management, and employees through the corporate website and internal email communications. Trainings on these policies are being conducted for new hires and all employees are required to confirm their knowledge and acceptance of these policies.</p> <p>References:  Anti-Bribery and Anti-Corruption Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/Amended-Anti-Bribery-and-Anti-Corruption-Policy.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/Amended-Anti-Bribery-and-Anti-Corruption-Policy.pdf</a></p> Third-Party Code of Conduct: <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CORP-WEBSITE-POL-CGDP-BCM-0002-TP-CODE-OF-CONDUCT-POLICY.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CORP-WEBSITE-POL-CGDP-BCM-0002-TP-CODE-OF-CONDUCT-POLICY.pdf</a> 2025 SEC Annual Report 17A Pages 69 - 70: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a> <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a>	
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Sustainability Report Page 19, 31-36:  
<https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf>

**Recommendation 15.3**

1. Board establishes a suitable framework for whistleblowing that allows employees to freely communicate their concerns about illegal or unethical practices, without fear of retaliation

Compliant

The Company has a Whistleblowing Policy and program that allows employees to freely communicate their concerns about illegal or unethical practices, without fear of retaliation.

Converge recognizes that our business impacts create an innate sense of accountability to our society. As a Company responsible to its various stakeholders, we are ready to take hold of the opportunities to promote a culture of integrity and good governance.

This will help us act in the best interests of the business and our stakeholders. We believe that having good governance can improve the performance of our business, and help Converge become more stable and productive, while reducing risks to improve reputation and trust.

Our Whistleblowing Platform is managed by an independent Third-Party under Grant Thornton Solutions



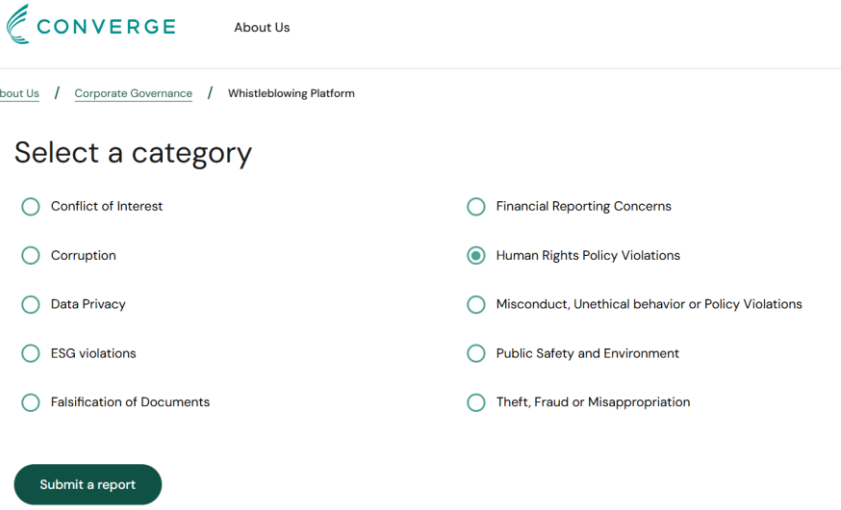
[Home](#) [Proactive Hotline for Converge ICT Solutions Inc.](#)

[Language](#) ▾

Proactive Hotline for Converge ICT Solutions Inc.



Welcome to the ProActive Hotline, an anonymous reporting system for Converge ICT Solutions Inc.. In this page, you can choose the type of concern for which you wish to make a report. Descriptions and/or examples have been provided for each reporting category to help you classify your concern. Before proceeding, please read carefully [Converge's Whistleblowing Privacy notice](#) to understand how Converge treat personal data.

		 <p>References: Whistleblower Policy: <a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/Whistleblowing-Policy-V2.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/Whistleblowing-Policy-V2.pdf</a></p> <p>Whistleblowing Platform: <a href="https://corporate.convergeict.com/corporate-governance/whistleblowing-platform">https://corporate.convergeict.com/corporate-governance/whistleblowing-platform</a></p> <p>2025 SEC Annual Report 17A, Pages 69 - 70: <a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvr-g-fy25-17a-04132026-PSEPDEX-compressed.pdf</a></p> <p><a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a></p>	
<p>2. Board establishes a suitable framework for whistleblowing that allows employees to have direct access to an independent</p>	<p>Compliant</p>	<p>The Company has a Whistleblowing Program which provides that any redress or complaint, without fear of retaliation, may be brought to the Corporate Governance and Data Privacy Group or the People &amp; Culture Group.</p>	

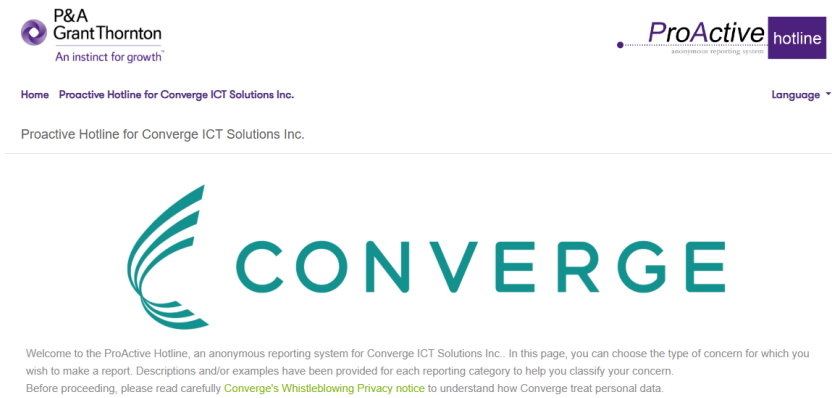
member of the Board or a unit created to handle whistleblowing concerns.

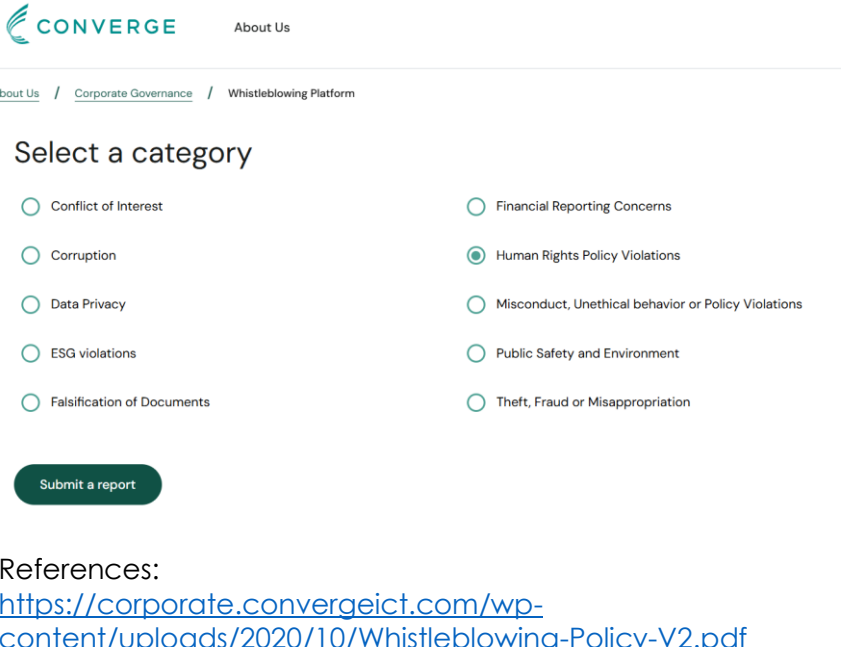
The Company has also established a Whistleblowing Platform, directly accessible by the Board.

Our Whistleblowing Platform is managed by an independent Third-Party under Grant Thornton Solutions.

The screenshot shows the ProActive Hotline interface. At the top left is the P&A Grant Thornton logo with the tagline "An instinct for growth". To the right is the "ProActive hotline" logo. Below these are navigation links: "Home Proactive Hotline for Convergence ICT Solutions Inc." and a "Language" dropdown menu. The main heading reads "Proactive Hotline for Convergence ICT Solutions Inc." Below this is the "CONVERGE" logo, which consists of a stylized green wing icon followed by the word "CONVERGE" in large, bold, green capital letters. A welcome message follows: "Welcome to the ProActive Hotline, an anonymous reporting system for Convergence ICT Solutions Inc.. In this page, you can choose the type of concern for which you wish to make a report. Descriptions and/or examples have been provided for each reporting category to help you classify your concern. Before proceeding, please read carefully Convergence's Whistleblowing Privacy notice to understand how Convergence treat personal data." Below the message is a "CONVERGE About Us" link. A breadcrumb trail shows "About Us / Corporate Governance / Whistleblowing Platform". The main section is titled "Select a category" and contains ten radio button options arranged in two columns: "Conflict of Interest", "Corruption", "Data Privacy", "ESG violations", "Falsification of Documents", "Financial Reporting Concerns", "Human Rights Policy Violations" (which is selected), "Misconduct, Unethical behavior or Policy Violations", "Public Safety and Environment", and "Theft, Fraud or Misappropriation". At the bottom is a dark green "Submit a report" button.

References:  
Whistleblowing Platform:

		<p><a href="https://corporate.convergeict.com/corporate-governance/whistleblowing-platform">https://corporate.convergeict.com/corporate-governance/whistleblowing-platform</a></p> <p>Whistleblowing Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/Whistleblowing-Policy-V2.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/Whistleblowing-Policy-V2.pdf</a></p>	
<p>3. Board supervises and ensures the enforcement of the whistleblowing framework.</p>	<p>Compliant</p>	<p>The Company has a Whistleblowing Policy. The Board, through the Corporate Governance Committee and the independent Compliance Office, supervises and ensures the enforcement of the whistleblowing frameworks</p> <p>Our Whistleblowing Platform is managed by an independent Third-Party under Grant Thornton Solutions.</p>  <p>Home Proactive Hotline for Converge ICT Solutions Inc. Language</p> <p>Proactive Hotline for Converge ICT Solutions Inc.</p> <p><b>CONVERGE</b></p> <p>Welcome to the ProActive Hotline, an anonymous reporting system for Converge ICT Solutions Inc.. In this page, you can choose the type of concern for which you wish to make a report. Descriptions and/or examples have been provided for each reporting category to help you classify your concern. Before proceeding, please read carefully <a href="#">Converge's Whistleblowing Privacy notice</a> to understand how Converge treat personal data.</p>	

		
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**Principle 16:** The company should be socially responsible in all its dealings with the communities where it operates. It should ensure that its interactions serve its environment and stakeholders in a positive and progressive manner that is fully supportive of its comprehensive and balanced development.

**Recommendation 16.1**

<p>1. Company recognizes and places importance on the interdependence between business and society and promotes a mutually beneficial relationship that allows the company to grow its business, while contributing to the advancement of the society where it operates.</p>	<p>Compliant</p>	<p>To address the needs of the communities we operate in, we go beyond legal, environmental, and care not only about our financial performance but also our economic, environmental, and social impacts, including human rights impacts.</p> <p>Our efforts are aligned with global and national goals of sustainable development. These efforts are enumerated in our Sustainability Policy.</p> <p>References: Sustainability Report Pages 61-68 <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p>	
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Sustainability Policy:  
<https://corporate.convergeict.com/wp-content/uploads/2023/04/Converge-ICT-Sustainability-Policy.pdf>

**Optional: Principle 16**

1. Company ensures that its value chain is environmentally friendly or is consistent with promoting sustainable development.

Compliant

At Converge, we recognize that a socially responsible supply chain safeguards our stakeholders against legal and compliance risks, fosters trust among our customers and investors, and positively influences local communities. We support a sustainable supply chain that upholds the UN Guiding Principles on Business and Human Rights.

Our Human Rights Policy includes a dedicated section on responsible sourcing and business partnerships. Our Human Rights Policy provides for our commitments in responsible sourcing and business partnerships where we recognize the risk relating to conflict minerals.

Our Code of Business Ethics requires that a business partner must undergo the vendor prequalification process and due diligence process. Our business partners must enter into a written agreement and be trained on applicable policies and guidelines on compliance.

Our Third-Party Code of Conduct outlines clear expectations for third parties, emphasizing strict adherence to the highest legal, ethical, and professional standards. These measures ensure alignment with our core values and prevent complicity in unjust pay, child labor, forced labor, discrimination, and other violations across our supply chain.

References:  
 Human Rights Policy Pages 6-7:  
<https://corporate.convergeict.com/wp-content/uploads/2022/10/Human-Rights-Policy.pdf>

Code of Business Ethics Pages 10-11:

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		<p><a href="https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/12/code-of-business-ethics-public.pdf</a></p> <p>Sustainability Report Pages 40-41, 59-60:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p> <p>Third Party Code of Conduct Policy:  <a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CORP-WEBSITE-POL-CGDP-BCM-0002-TP-CODE-OF-CONDUCT-POLICY.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CORP-WEBSITE-POL-CGDP-BCM-0002-TP-CODE-OF-CONDUCT-POLICY.pdf</a></p>	
<p>2. Company exerts effort to interact positively with the communities in which it operates</p>	<p>Compliant</p>	<p>To address the needs of the communities we operate in, we go beyond legal, environmental, and care not only about our financial performance but also our economic, environmental, and social impacts, including human rights impacts.</p> <p>To this effect, we have a dedicated community relations manager that handle community interactions and engagement. Through our manager, we engage with stakeholders to help identify, understand, and respond to issues and concerns about Converge's operations that may affect them.</p> <p>Our efforts are aligned with global and national goals of sustainable development. These efforts are enumerated in our Sustainability Policy.</p> <p>References:  Sustainability Report Pages 61-68:  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a></p>	

		<p>Sustainability Policy: <a href="https://corporate.convergeict.com/wp-content/uploads/2023/07/Converge-ICT-Sustainability-Policy-Rev2.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/07/Converge-ICT-Sustainability-Policy-Rev2.pdf</a></p> <p>Stakeholder Commitment: <a href="https://corporate.convergeict.com/wp-content/uploads/2023/07/Corporate-Stakeholder-Commitment-Statement.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/07/Corporate-Stakeholder-Commitment-Statement.pdf</a></p>	
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## LIST OF ANNEXES TO THE IACGR 2025

ANNEX	DOCUMENT REFERENCE
<b>A</b>	Corporate Governance Trainings FY 2025
<b>B</b>	Internal Audit Charter
<b>C</b>	Remuneration and Retirement Plans
<b>D</b>	Notice of the meeting of Non-Executive Directors
<b>E</b>	Secretary's Certificate on forbidding loans from the Corporation to any members of the Board
<b>F</b>	Isla Lipana & Co. Certificate of Accreditation
<b>G</b>	2025 Material Fact Disclosures
<b>H</b>	Minimum Internal Controls

## RELEVANT WEB LINKS

DOCUMENT	URL
Articles of Incorporation	<a href="https://corporate.convergeict.com/wp-content/uploads/2020/10/CONVERGE-Amended-Articles-of-Incorporation-28-SEPT-2020.pdf">https://corporate.convergeict.com/wp-content/uploads/2020/10/CONVERGE-Amended-Articles-of-Incorporation-28-SEPT-2020.pdf</a>
By - Laws	<a href="https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf">https://corporate.convergeict.com/wp-content/uploads/2021/05/CONVERGE-Amended-By-Laws-28-SEPT-2020.pdf</a>
Corporate site	<a href="https://corporate.convergeict.com/">https://corporate.convergeict.com/</a>
Converge commercial site	<a href="https://www.convergeict.com/">https://www.convergeict.com/</a>
Corporate Governance site	<a href="https://corporate.convergeict.com/corporate-governance">https://corporate.convergeict.com/corporate-governance</a>
Board Directors	<a href="https://corporate.convergeict.com/corporate-profile/board-of-directors">https://corporate.convergeict.com/corporate-profile/board-of-directors</a>
Board Committees	<a href="https://corporate.convergeict.com/corporate-profile/board-committees">https://corporate.convergeict.com/corporate-profile/board-committees</a>
Investor Relations site	<a href="https://corporate.convergeict.com/investor-relations">https://corporate.convergeict.com/investor-relations</a>
PSE Edge site	<a href="https://edge.pse.com.ph/companyInformation/form.do?cmpy_id=680">https://edge.pse.com.ph/companyInformation/form.do?cmpy_id=680</a>
SEC/PSE disclosures - site	<a href="https://corporate.convergeict.com/investor-relations#sec-pse-disclosures">https://corporate.convergeict.com/investor-relations#sec-pse-disclosures</a>
Sustainability site	<a href="https://corporate.convergeict.com/sustainability">https://corporate.convergeict.com/sustainability</a>
Enterprise Risk Management site	<a href="https://corporate.convergeict.com/corporate-governance/enterprise-risk-management">https://corporate.convergeict.com/corporate-governance/enterprise-risk-management</a>
Customer support platforms	<a href="https://www.convergeict.com/support/customer-support">https://www.convergeict.com/support/customer-support</a>
List of Top 100 Stockholders 2025	<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=877f9ee1bb0911ba64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=877f9ee1bb0911ba64d70b69f0a3140b</a>
Notice of 2025 ASM	<a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a>  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=75d11185e729ec61ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=75d11185e729ec61ec6e1601ccee8f59</a>
Minutes of 2025 ASM	<a href="https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM">https://corporate.convergeict.com/wp-content/uploads/2025/06/Converge-Information-and-Communications-Technology-Solutions-Inc.-2025-Minutes-of-the-ASM</a>
Results of 2025 ASM	<a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a>
Results of Organizational Meeting of BOD 2025	<a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/SEC-Form-17-C-CONVERGE-Results-of-2025-ASM-and-Organizational-Meetings-v.F-SGD.pdf</a>  <a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=71b32babb2653140ec6e1601ccee8f59</a>
Definitive Information Statement 2025	<a href="https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/02/FOR-PUBLIC-CNVRG-DEFINITIVE-INFORMATION-STATEMENT-4.25.25_compressed.pdf</a>
SEC Annual Report 2025	<a href="https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/04/cnvrq-fy25-17a-04132026-PSEPDEX-compressed.pdf</a>

# INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT 2025

CONVERGE ICT SOLUTIONS, INC.

	<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=0572ca7c38cadefc64d70b69f0a3140b</a>
Sustainability Report 2025	<a href="https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/03/2025-Converge-Sustainability-Report.pdf</a>
Public Ownership Report	<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=76451246e3d078cd64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=76451246e3d078cd64d70b69f0a3140b</a>  <a href="https://corporate.convergeict.com/wp-content/uploads/2025/12/public-ownership-report-december-2025.pdf">https://corporate.convergeict.com/wp-content/uploads/2025/12/public-ownership-report-december-2025.pdf</a>
Material Transactions	<a href="https://corporate.convergeict.com/investor-relations#sec-pse-disclosures">https://corporate.convergeict.com/investor-relations#sec-pse-disclosures</a>
Stakeholder Commitment Statement	<a href="https://corporate.convergeict.com/wp-content/uploads/2023/07/Corporate-Stakeholder-Commitment-Statement.pdf">https://corporate.convergeict.com/wp-content/uploads/2023/07/Corporate-Stakeholder-Commitment-Statement.pdf</a>
Amended Manual on Corporate Governance	<a href="https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/02/CONVERGE-Amended-Manual-on-Corporate-Governance.pdf</a>
Board charter	<a href="https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Board-Charter-amended-as-of-February-2024.pdf">https://corporate.convergeict.com/wp-content/uploads/2022/08/CONVERGE-Board-Charter-amended-as-of-February-2024.pdf</a>

## **ANNEX A – Corporate Governance Trainings for FY 2025**





**November 5, 2025**

**SECURITIES AND EXCHANGE COMMISSION**

8/F SEC Headquarters,  
7907 Makati Avenue, Bel-Air,  
Makati City 1209

Attention: **Hon. Rachel Esther J. Gumtang-Remalante**  
Director, Corporate Governance and Finance Department

Subject: **Mandatory Corporate Governance Training for FY2025**

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Gentlemen:

This is to kindly submit to your good office the following report on Mandatory Corporate Governance Training for FY2025 of the Board of Directors and Senior Management of Converge Information and Communications Technology Solutions, Inc.

We trust you find everything in order.

Very truly yours,

**ORIGINAL SIGNED**

**Laurice P. Esteban - Tuason**

Corporate Compliance Officer and Corporate Sustainability Officer

Pursuant to the Code of Corporate Governance, the directors and senior management attended at least four (4) hours of training for FY 2025

NAME	POSITION/DESIGNATION	DATE	NO. OF HOURS
Jose P. De Jesus	Chairman of the Board / Independent Director	September 8, 2025	4 hours
Dennis Anthony H. Uy	Executive Director, Chief Executive Officer	October 20, 2025	4 hours
Maria Grace Y. Uy	Executive Director, President, Chief Resource Officer	October 20, 2025	4 hours
Estela M. Perlas – Bernabe	Independent Director	July 25, 2025	4.5 hours
Roman Felipe S. Reyes	Independent Director	October 20, 2025	4 hours
Amando M. Tetangco Jr.	Independent Director	October 3, 2025	4 hours
Park Weongi	Non – Executive, Non – Independent Director	October 7 – 8 , 2025	8 hours
Benjamin Rex Emilio B. Azada	Chief Operations Officer	October 20, 2025	4 hours
Robert Leo A. Yu	Chief Finance Officer	August 5 - 6, 2025	8 hours
Paulo Martin G. Santos	Chief Technology Officer	October 20, 2025	4 hours
Arlene G. San Juan	Treasurer	October 20, 2025	4 hours
Christine Renee R. Blabagno	Chief Risk Officer	October 20, 2025	4 hours
Elvira C. Oquendo	Corporate Secretary	October 20, 2025	4 hours
Ia Laurienne S. Ramiro – Castro	Assistant Corporate Secretary	October 20, 2025	4 hours
Laurice P. Esteban – Tuason	Corporate Compliance Officer and Corporate Sustainability Officer	October 20, 2025	4 hours
Owen Kieffer D. Ocampo	Vice President and Head - Investor Relations	October 20, 2025	4 hours
Jenelyn M. Del Rosario	Officer-in-Charge of Internal Audit	October 20, 2025	4 hours



This

# Certificate of Attendance

is presented to

**Jose P. De Jesus**

for having completed the seminar on

## Corporate Governance

08 September 2025

02:00 p.m. to 05:00 p.m.

Online seminar via MS Teams

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke extending to the right.

**Joseph Ian M. Canlas**  
Partner, SGV & Co.



Institute of Corporate Directors

presents this

## Certificate of Participation

to

# Dennis Anthony H. Uy

Converge Information and Communications  
Technology Solutions, Inc.

for having completed the

## Advance Corporate Governance Training

held on

October 20, 2025 | 1:00 PM - 5:00 PM  
through Zoom Meetings

A handwritten signature in black ink that reads "Jalandoni".

Ms. Catherine Denise Jalandoni  
Executive Director



Institute of Corporate Directors

presents this

## Certificate of Participation

to

# Maria Grace Y. Uy

Converge Information and Communications  
Technology Solutions, Inc.

for having completed the

## Advance Corporate Governance Training

held on

October 20, 2025 | 1:00 PM - 5:00 PM  
through Zoom Meetings

Ms. Catherine Denise Jalandoni  
Executive Director



# *Certificate of Attendance*

*is presented to*

**ESTELA P. BERNABE**

*for attending and participating in the*

**2025 Annual Corporate Governance Seminar**

*Topics:*

*Artificial Intelligence and its Impact on Business*

*Changing Consumer Behavior as it Applies to Business and Banking*

*Stewardship as the Guiding Principle for your Board and People Agenda*

*July 25, 2025*

*8:00 am – 12:30 pm*

*Narra Hall, BDO Towers Valero, Makati City*

A handwritten signature in black ink, appearing to read "Federico P. Tancongo".

**Atty. Federico P. Tancongo**

Senior Vice President & Chief Compliance Officer

BDO Unibank, Inc.

*This seminar is accredited by the Securities and Exchange Commission (SEC) per its advisement letter dated 29 July 2025 signed by Atty. Rachel Esther J. Gumtang-Remalante, Director of Corporate Governance and Finance Department, with reference number 202507-032-OD.*



Institute of Corporate Directors

presents this

## Certificate of Participation

to

# Roman Felipe S. Reyes

Converge Information and Communications  
Technology Solutions, Inc.

for having completed the

## Advance Corporate Governance Training

held on

October 20, 2025 | 1:00 PM - 5:00 PM  
through Zoom Meetings

A handwritten signature in black ink that reads "Jalandoni".

Ms. Catherine Denise Jalandoni  
Executive Director



Institute of Corporate Directors

presents this

**Certificate of Participation**

to

**Amando M. Tetangco, Jr.**

SM Investments Corporation

for having completed the

**2025 Corporate  
Governance Seminar**

held on

October 3, 2025 | 1:00 PM - 5:00 PM  
at Conrad Hotel, Pasay City

Ms. Catherine Denise Jalandoni  
Executive Director



Institute of Corporate Directors

presents this

## Certificate of Participation

to

# Park Weongi

Converge Information and Communications and  
Technology Solutions, Inc.

for having completed the

## Corporate Governance Orientation Program

held on

October 7, 2025 | 8:00 AM - 12:00 PM

October 8, 2025 | 8:00 AM - 12:00 PM

through Zoom Meetings

Ms. Catherine Denise Jalandoni  
Executive Director



Institute of Corporate Directors

presents this

## Certificate of Participation

to

# Benjamin Rex Emilio B. Azada

Converge Information and Communications  
Technology Solutions, Inc.

for having completed the

## Advance Corporate Governance Training

held on

October 20, 2025 | 1:00 PM - 5:00 PM  
through Zoom Meetings

A handwritten signature in black ink that reads "Jalandoni".

Ms. Catherine Denise Jalandoni  
Executive Director



Institute of Corporate Directors

presents this

## Certificate of Participation

to

# Robert Leo A. Yu

Converge ICT

for having completed the

## Corporate Governance Orientation Program

held on

August 5, 2025 | 8:00 AM - 12:00 PM

August 6, 2025 | 8:00 AM - 12:00 PM

through Zoom Meetings

Ms. Catherine Denise Jalandoni  
Executive Director



Institute of Corporate Directors

presents this

## Certificate of Participation

to

# Paulo Martin G. Santos

Converge Information and Communications  
Technology Solutions, Inc.

for having completed the

## Advance Corporate Governance Training

held on

October 20, 2025 | 1:00 PM - 5:00 PM  
through Zoom Meetings

A handwritten signature in black ink that reads 'Jalandoni'.

Ms. Catherine Denise Jalandoni  
Executive Director



Institute of Corporate Directors

presents this

## Certificate of Participation

to

# Arlene G. San Juan

Converge Information and Communications  
Technology Solutions, Inc.

for having completed the

## Advance Corporate Governance Training

held on

October 20, 2025 | 1:00 PM - 5:00 PM  
through Zoom Meetings

A handwritten signature in black ink that reads "Jalandoni".

Ms. Catherine Denise Jalandoni  
Executive Director



Institute of Corporate Directors

presents this

## Certificate of Participation

to

# Christine Renee R. Blabagno

Converge Information and Communications  
Technology Solutions, Inc.

for having completed the

## Advance Corporate Governance Training

held on

October 20, 2025 | 1:00 PM - 5:00 PM  
through Zoom Meetings

A handwritten signature in black ink that reads 'Jalandoni'.

Ms. Catherine Denise Jalandoni  
Executive Director



Institute of Corporate Directors

presents this

## Certificate of Participation

to

# Elvira C. Oquendo

Converge Information and Communications  
Technology Solutions, Inc.

for having completed the

## Advance Corporate Governance Training

held on

October 20, 2025 | 1:00 PM - 5:00 PM  
through Zoom Meetings

A handwritten signature in black ink that reads 'Jalandoni'.

Ms. Catherine Denise Jalandoni  
Executive Director



Institute of Corporate Directors

presents this

## Certificate of Participation

to

# la Laurienne S. Ramiro-Castro

Converge Information and Communications  
Technology Solutions, Inc.

for having completed the

## Advance Corporate Governance Training

held on

October 20, 2025 | 1:00 PM - 5:00 PM  
through Zoom Meetings

A handwritten signature in black ink that reads 'Jalandoni'.

Ms. Catherine Denise Jalandoni  
Executive Director



Institute of Corporate Directors

presents this

## Certificate of Participation

to

**Laurice P. Esteban-Tuason**

Converge Information and Communications  
Technology Solutions, Inc.

for having completed the

## Advance Corporate Governance Training

held on

October 20, 2025 | 1:00 PM - 5:00 PM  
through Zoom Meetings

A handwritten signature in black ink that reads "Jalandoni".

Ms. Catherine Denise Jalandoni  
Executive Director



Institute of Corporate Directors

presents this

## Certificate of Participation

to

**Owen Kieffer D. Ocampo**

Converge Information and Communications  
Technology Solutions, Inc.

for having completed the

## Advance Corporate Governance Training

held on

October 20, 2025 | 1:00 PM - 5:00 PM  
through Zoom Meetings

A handwritten signature in black ink that reads "Jalandoni".

Ms. Catherine Denise Jalandoni  
Executive Director



Institute of Corporate Directors

presents this

## Certificate of Participation

to

**Jenelyn M. Del Rosario**

Converge Information and Communications  
Technology Solutions, Inc.

for having completed the

## Advance Corporate Governance Training

held on

October 20, 2025 | 1:00 PM - 5:00 PM  
through Zoom Meetings

A handwritten signature in black ink that reads 'Jalandoni'.

Ms. Catherine Denise Jalandoni  
Executive Director

## ANNEX B – Internal Audit Charter



### INTERNAL AUDIT CHARTER

#### Introduction

A comprehensive internal audit activity will be pursued to provide management with evaluations of the effectiveness of internal controls over accounting, operational, information technology (IT), and administrative functions. Internal Audit will take into consideration that company activities are always to be conducted with the highest standards of business ethics, integrity, and honest dealings in all areas and functions within the company and with all outside parties.

#### Organizational Independence and Objectivity

The CONVERGE Internal Audit Department (IAD) must be independent of the activities they review and avert conflict of interests. Such independence permits IAD auditors to perform their work freely and objectively. IAD auditors need to maintain an objective, impartial and unbiased mental attitude in fact and in appearance, not subordinating their judgment on audit matters to others.

To achieve the independence of IAD, the Audit Director (Head of Internal Audit) shall report functionally to the Audit Committee of the Board of Directors and administratively to the President and Chief Executive Officer.

#### Code of Ethics and Professional Standards

All internal audit activities will be governed and carried out in accordance with the [International Standards for the Professional Practice of Internal Auditing \(Standards\)](#) and the [Code of Ethics](#).

#### Scope of Work

The Audit Director will direct a broad, comprehensive internal auditing activity within CONVERGE. The internal audit activity will primarily examine and evaluate the adequacy of the effectiveness of the systems of risk management, control, and governance, and those policies, procedures, and plans the company and its subsidiaries have adopted to guide their activities to ensure:

- Risks (i.e. Financial, Operational, IT, etc.) are properly identified and effectively managed;
- Significant financial, managerial, and operating information are accurate, complete, reliable, and timely;
- Employees' actions are in compliance with policies, standards, procedures, and applicable laws and regulations;
- Resources are acquired economically, used efficiently, and adequately protected.
- Programs, plans, and objectives are achieved accordingly; and
- Significant legislative or regulatory issues impacting CONVERGE are recognized and addressed appropriately.



### Responsibility

Responsibilities of the Audit Director include, but are not necessarily limited to, the following:

- Develop an agile/flexible annual audit plan using an appropriate risk-based methodology to determine the priorities of the internal audit activities and submit that plan to the Audit Committee for review and approval as well as periodic updates.
- Implement the annual audit plan, as approved, including as appropriate, any special tasks or projects requested by senior management and the Board Audit Committee.
- Maintain professional audit staff with sufficient knowledge, skills, experience, and professional certifications (CPA, CIA, CISA, CFE, PMP, etc.) to meet the requirements of this Charter.
- Issue periodic report to the Board Audit Committee and Senior Management summarizing results of audit activities.
- Provide assessment on the adequacy and effectiveness of CONVERGE's control processes for handling its activities and managing risks.
- Keep the Board Audit Committee informed of emerging trends and successful practices in internal auditing.
- Assist in the investigation of significant suspected fraudulent activities within CONVERGE and notify Senior Management and the Board Audit Committee of the results.
- Consider the scope of work of the external auditors and regulators, as appropriate for the purpose of providing optimal audit coverage to CONVERGE at a reasonable overall cost.

### Internal Audit Reports

Internal audit reports will be issued for each regular audit performed in the format specified and in accordance with the procedures established in the internal auditing activity. Accordingly, management will be held responsible for ensuring that corrective action is taken or planned within a reasonable period after a deficiency is reported. In this regard, the Audit Director will report to the Board Audit Committee any instance where a significant deficiency is not closed in such a manner, within a reasonable time, by the concerned management.

Additionally, senior management will receive a quarterly summary of the internal audit activities and major findings reported within his/her administrative area for his/her review.

### Quality Assurance and Improvement Program

The Audit Director should develop and maintain a quality assurance and improvement program that covers all aspects of the internal audit activity and continuously monitor its effectiveness. The program includes appropriate supervision, periodic internal assessments and ongoing monitoring of quality assurance, and external assessments.

### Authority

The Audit Director and IAD staff are authorized to:



- Have full, free, and unrestricted access to all functions, records, property, and personnel within the company and its affiliates relevant to the audit engagements;
- Allocate resources, set frequencies, select subjects, determine the scope of work and apply the techniques required to accomplish audit objectives; and
- Obtain the necessary assistance of personnel in units of CONVERGE where they perform audits, as well as other specialized services from within or outside CONVERGE.

On the other hand, the Audit Director and the IAD staff are NOT authorized to:

- Perform accounting or other operational functions outside their IAD responsibilities that might require subsequent audit/review.
- Initiate or approve accounting transactions external to the Internal Audit Department.
- Direct the activities of any CONVERGE and its affiliates employee not employed by IAD, except to the extent such employees have been appropriately assigned to auditing teams or otherwise assist the IAD auditors.

**APPROVED BY THE AUDIT COMMITTEE**

This 5th day of March 2021

**AUDIT AND RELATED PARTY TRANSACTIONS COMMITTEE**

Name	Signature and Date
<b>ROMAN FELIPE S. REYES</b> Chairman, Independent Non-Executive Director	<b>ORIGINAL SIGNED</b>
<b>MARIA GRACE Y. UY</b> Member, Executive Director	
<b>JOSE PAMINTUAN DE JESUS</b> Member, Independent Non-Executive Director	
<b>AMANDO M. TETANGCO, JR</b> Member, Independent Non-Executive Director	
<b>SAURABH NARAYAN AGARWAL</b> Member, Non-Executive Director	

## ANNEX C - Remuneration, and Retirement Plans

Converge ICT Solutions, Inc. (CICT) recognizes the strategic significance of **linking employee performance and pay** in order to create and foster a **“Pay for Performance”** culture across the organization. Hence, it strives to create a rewards system that is directly proportional to the employees’ contribution and achievement levels.

This reward system is created to drive the Company’s goal to **improve employee performance and retention** with a competitive annual incentive strategy that is based on clear performance metrics in order to motivate and reward employees to achieve high levels of performance on an annual basis.



CNVRG to have a **competitive retirement plan** that is **aligned with the market** in order to **attract and retain the best talents** in a long-term perspective, which will:

- Establish a **long-term incentive** that will encourage employees to spend a life-long career with the company.
- Enable employees to attain **financial independence** upon reaching their retirement age.
- **Reward** employees for their **long years of service and loyalty**.

...all in the spirit of our Mission – **“Delighting our customers by taking care of our own.”**

## ANNEX D – Notice of the meeting of Non-Executive Directors



The image is a screenshot of a Zoom meeting invitation. At the top right, there are icons for edit, delete, more options, and close. The main title is '(HYBRID) Non Executive Directors' Meeting' with a blue square icon to the left. Below the title, the date and time are 'Tuesday, May 6, 2025 · 4:00 – 5:00pm'. Underneath, it says '14 guests' with a person icon, and further details: '5 yes (1 in a meeting room)' and '9 awaiting'. To the right of these details are icons for chat, email, and a dropdown arrow. A message icon is also visible. The main body of the invitation contains the text: 'Good day! This is a hybrid meeting. Directors who will kindly attend online may join using this Zoom link. Thank you!'. Below this is the topic 'Topic: CONVERGE - Committee Meetings' and the instruction 'Join Zoom Meeting'. A blue hyperlink is provided: <https://us06web.zoom.us/j/89856505934?pwd=YWdrdW5xbnBKb2FjZUFURDhGVU9hUT09>. At the bottom, the meeting ID '898 5650 5934' and passcode '724415' are listed. The bottom of the screenshot is partially cut off, showing '10 minutes before'.

## ANNEX E – Secretary’s Certificate on forbidding loans from the Corporation to any members of the Board

REPUBLIC OF THE PHILIPPINES)  
\_\_\_\_\_ ) S.S.  
Pasay City

### SECRETARY’S CERTIFICATE

I, **ELVIRA C. OQUENDO**, of legal age, Filipino, with address at the Reliance IT Center, 99 E. Rodriguez Jr. Avenue, Bo. Ugong, Pasig City, in my capacity as the Corporate Secretary of **CONVERGE INFORMATION AND COMMUNICATIONS TECHNOLOGY SOLUTIONS, INC.** (the “Corporation”), a corporation incorporated under the laws of the Republic of the Philippines with principal office at New Street Bldg., Mc Arthur Highway, Balibago, Angeles City, Pampanga, after being duly sworn to and in accordance with law depose and state that:

1. At the meeting of the Board of Directors of the Corporation held on 07 April 2022, at which meeting a quorum was present and acting throughout, the Board of Directors unanimously approved and adopted the policy to forbid the granting of loans by the Corporation to any members of its Board of Directors.

2. The foregoing Board approval has not been revoked, amended, nor in any manner modified, and accordingly, the same may be relied upon until written notice to the contrary is issued by the Corporation.

IN WITNESS WHEREOF, I have hereunto set my hands this 12 day of MAY 2022  
at Pasay City.

ORIGINAL SIGNED

**ELVIRA C. OQUENDO**  
Corporate Secretary

**SUBSCRIBED AND SWORN TO** before me on MAY 12 2022 in  
Pasay City, Philippines, affiant who is personally known to me, exhibiting to me her Driver’s  
License No.  with expiry date on

Doc. No. 439 ;  
Page No. 29 ;  
Book No. III ;  
Series of 2022.

*Aguinto*  
**ATTY. JACQUELINE ANN R. QUINTO**  
Notary Public of Pasay City  
3/F, PNB Financial Center, Pres. D. Macapagal  
Avenue, CCP Complex, 1307 Pasay City  
Roll of Attorney’s No. 63265  
Commission No. 19-27 / Until 30 June 2022  
PTR No. A-5434748; 01/26/2022; Taguig City  
IBP No. 199846; 01/20/2022  
MCLE Compliance No. VI-009456; 06/07/2018

## ANNEX F – Isla Lipana & Co. Certificate of Accreditation



ACCREDITATION No. 0142-SEC

### CERTIFICATE OF ACCREDITATION

THIS IS TO CERTIFY that

### ISLA LIPANA & CO.

has been accredited by the Commission as an auditing firm for companies classified under **Group A** for SEC as provided in Revised Securities Regulation Code Rule 68 and SEC Memorandum Circular No. 20, Series of 2019.

By this accreditation, the firm shall adhere to the regulatory and reportorial requirements as set out in the said Circular and in the relevant regulations issued by the respective financial sector regulators of the covered institutions.

This Certificate is **valid for a period of five years to engage in the audit of 2026 to 2030 financial statements** of SEC covered institutions unless suspended or revoked, for a cause, after due notice and hearing.

The accreditation by the Commission of the auditing firm named herein is permissive only and does not constitute a recommendation or indorsement of its engagement.

Issued at Makati City, Philippines this 24<sup>th</sup> day of February, Two Thousand and Twenty-Six.

  
EMMANUEL Y. ARTIZA  
General Accountant

## ANNEX G – 2025 Material Fact Disclosures

Disclosures for every material fact or event that occurs for 2025		
Date	Title	Type
13-Mar-26	Material Information / Transactions FY2025 Results Briefing Presentation Materials	<a href="#">4-30</a>
6-Mar-26	Material Information / Transactions on the Company's FY 2025 Results	<a href="#">4-30</a>
6-Mar-26	Press release on the Company's FY 2025 Results	<a href="#">17-C</a>
6-Mar-26	Material Information / Transactions on the Approval of the 2025 Audited Financial Statements of Converge Information and Communications Technology Solutions, Inc.	<a href="#">4-30</a>
25-Feb-26	Notice of FY 2025 Analysts/Investors Briefing	<a href="#">17-C</a>
7-Nov-25	Material Information / Transactions – 9M/3Q 2025 Financial and Operational Results	<a href="#">4-30</a>
7-Nov-25	Material Information / Transactions – 9M/3Q 2025 Results Briefing Presentation Materials	<a href="#">4-30</a>
6-Nov-25	Press Release on the Company's 9M/3Q 2025 Results	<a href="#">17-C</a>
3-Nov-25	Notice of 9M/3Q 2025 Analysts'/Investors' Briefing	<a href="#">17-C</a>
22-Oct-25	Clarification of News Reports	<a href="#">17-C</a>
22-Sep-25	Press Release – Surf2Sawa by Converge furthers drive for affordable internet services, surpasses 500,000 active prepaid broadband subscribers	<a href="#">17-C</a>
9-Sep-25	Change in Directors and/or Officers (Resignation, Removal or Appointment, Election and/or Promotion): Change in Designation of Mr. Paulo Martin G. Santos	<a href="#">17-C</a>
1-Sep-25	Share Buy-Back Transactions - September 1, 2025	<a href="#">17-C</a>
26-Aug-25	Share Buy-Back Transactions - August 26, 2025	<a href="#">17-C</a>
22-Aug-25	Share Buy-Back Transactions - August 22, 2025	<a href="#">17-C</a>
20-Aug-25	Material Information/Transactions – Share Buyback Program	<a href="#">4-30</a>
13-Aug-25	Material Information / Transactions – 1H/2Q 2025 Results Briefing Presentation Materials	<a href="#">4-30</a>
13-Aug-25	Press Release on the Company's 1H/2Q 2025 Results	<a href="#">17-C</a>
13-Aug-25	Material Information / Transactions on the Company's 1H/2Q 2025 Results	<a href="#">4-30</a>
8-Aug-25	Clarification of News Report	<a href="#">17-C</a>
1-Aug-25	Notice of 1H/2Q 2025 Analysts'/Investors' Briefing	<a href="#">17-C</a>
25-Jul-25	Clarification of News Reports	<a href="#">17-C</a>
22-Jul-25	Clarification of News Reports	<a href="#">17-C</a>

# INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT 2025

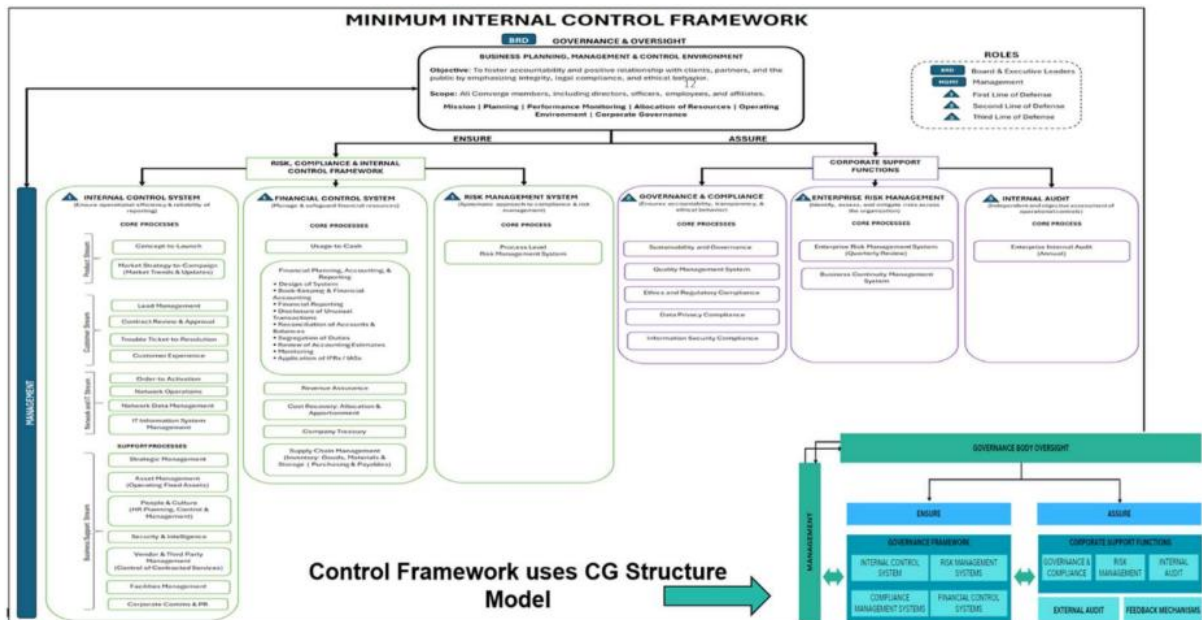
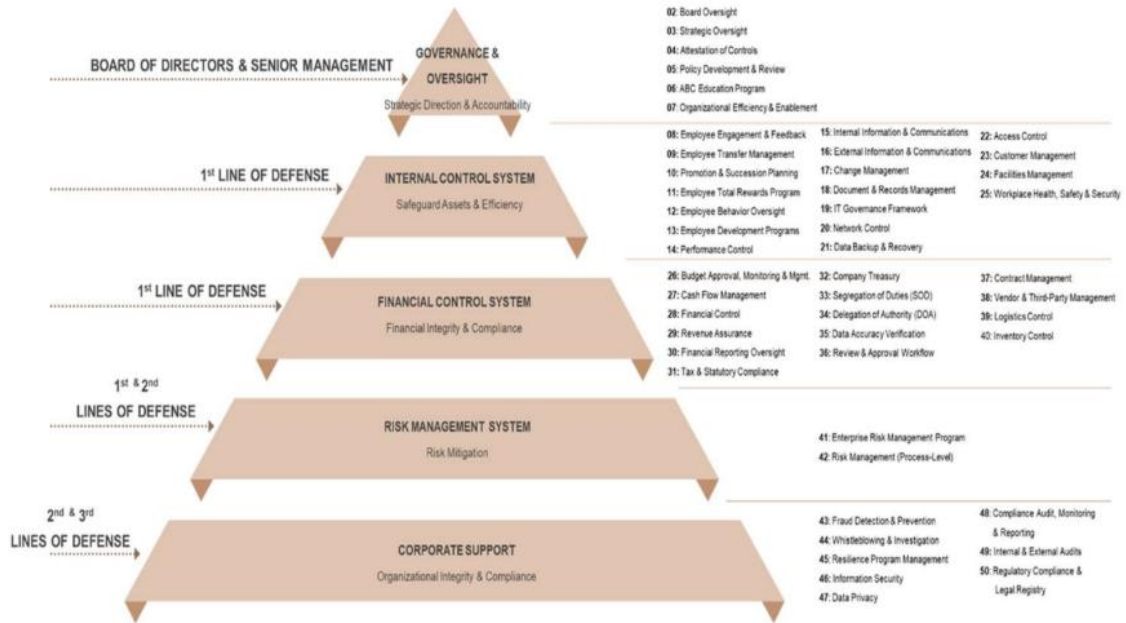
CONVERGE ICT SOLUTIONS, INC.

8-Jul-25	Change in Directors and/or Officers (Resignation, Removal or Appointment, Election and/or Promotion): Election of Mr. Park Weongi as Non-Executive Director to serve the unexpired term of Atty. Francis Lim, Appointment of Ms. Arlene G. San Juan as Treasurer	<a href="#">17-C</a>
8-Jul-25	Material Information / Transactions – New Memberships on the Board Committees	<a href="#">4-30</a>
9-Jun-25	Change in Directors and/or Officers (Resignation, Removal or Appointment, Election and/or Promotion): Resignation of Atty. Francis Ed. Lim as Non-Executive Director	<a href="#">17-C</a>
30-May-25	Change in Directors and/or Officers (Resignation, Removal or Appointment, Election and/or Promotion): Retirement of Jesus "Boboy" C. Romero as Chief Operations Officer, Appointment of Benjamin Rex Emilio B. Azada as Chief Operations Officer, Appointment of Ia Laurienne S. Ramiro-Castro as Assistant Corporate Secretary	<a href="#">17-C</a>
30-May-25	Results of Organizational Meeting of Board of Directors	<a href="#">17-C</a>
30-May-25	Results of Annual or Special Stockholders' Meeting	<a href="#">17-C</a>
15-May-25	Material Information / Transactions – 1Q 2025 Results Briefing Presentation Materials	<a href="#">4-30</a>
15-May-25	Material Information / Transactions on the Company's 1Q 2025 Results	<a href="#">4-30</a>
15-May-25	Press Release on the Company's 1Q 2025 Results	<a href="#">17-C</a>
6-May-25	Notice of 1Q 2025 Analysts'/Investors' Briefing	<a href="#">17-C</a>
23-Apr-25	Clarification of News Reports	<a href="#">17-C</a>
26-Mar-25	Clarification of News Reports	<a href="#">17-C</a>
21-Mar-25	[Amend-1] Declaration of Cash Dividends	<a href="#">17-C</a>
17-Mar-25	Declaration of Cash Dividends	<a href="#">17-C</a>
20-Feb-25	Clarification of News Reports	<a href="#">17-C</a>
15-Jan-25	Notice of Annual or Special Stockholders' Meeting	<a href="#">17-C</a>

List of Top 100 Stockholders (Common Shares) for 2025	
1/14/2026	Top 100 Stockholders as of December 31, 2025
	<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=877f9ee1bb0911ba64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=877f9ee1bb0911ba64d70b69f0a3140b</a>
10/14/2025	Top 100 Stockholders as of September 30, 2025
	<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=932362bd1a10a7eeec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=932362bd1a10a7eeec6e1601ccee8f59</a>
7/15/2025	Top 100 Shareholders as of June 30, 2025
	<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=621b1ef81a7616abec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=621b1ef81a7616abec6e1601ccee8f59</a>
4/14/2025	Top 100 Stockholders as of March 31, 2025
	<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=91b0303b82ae86a3ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=91b0303b82ae86a3ec6e1601ccee8f59</a>
Public Ownership Reports for 2025	
1/14/2026	Public Ownership Report for December 31, 2025
	<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=76451246e3d078cd64d70b69f0a3140b">https://edge.pse.com.ph/openDiscViewer.do?edge_no=76451246e3d078cd64d70b69f0a3140b</a>
10/3/2025	Public Ownership Report for September 30, 2025
	<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=8d985c329344ba6dec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=8d985c329344ba6dec6e1601ccee8f59</a>
7/9/2025	Public Ownership Report for June 30, 2025
	<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=19efb07c2c3f148aec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=19efb07c2c3f148aec6e1601ccee8f59</a>
4/10/2025	Public Ownership Report for March 31, 2025
	<a href="https://edge.pse.com.ph/openDiscViewer.do?edge_no=68252241760c9a27ec6e1601ccee8f59">https://edge.pse.com.ph/openDiscViewer.do?edge_no=68252241760c9a27ec6e1601ccee8f59</a>

# ANNEX H – Minimum Internal Controls

## 50 MINIMUM INTERNAL CONTROLS ENTITY LEVEL



Pursuant to the requirement of the Securities and Exchange Commission, this **Integrated Annual Corporate Governance Report** is signed on behalf of the registrant by the undersigned, thereunto duly authorized.

**ORIGINAL SIGNED**

**Jose P. de Jesus**

Chairman of the Board, Independent Director

**ORIGINAL SIGNED**

**Dennis Anthony H. Uy**  
Chief Executive Officer

**ORIGINAL SIGNED**

**Maria Grace Y. Uy**  
President

**ORIGINAL SIGNED**

**Amando M. Tetangco, Jr.**  
Independent Director

**ORIGINAL SIGNED**

**Roman Felipe S. Reyes**  
Independent Director

**ORIGINAL SIGNED**

**Estela M. Perlas - Bernabe**  
Independent Director

**ORIGINAL SIGNED**

**Elvira C. Oquendo**  
Corporate Secretary

**ORIGINAL SIGNED**

**Laurice P. Esteban – Tuason**  
Corporate Compliance Officer

MAY 26 2026

SUBSCRIBED AND SWORN TO \_\_\_\_ day of May 2026 at PASIG CITY. Affiants exhibiting to me the following as competent evidence of identity:

Name	Valid ID No.		Place of Issue
Jose P. de Jesus			
Dennis Anthony H. Uy			
Maria Grace Y. Uy			
Amanda M. Tetangco Jr.	INFORMATION REDACTED		
Roman Felipe S. Reyes			
Estela M. Perlas - Bernabe			
Elvira C. Oquendo			
Laurice P. Esteban Tuason			

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Series of 2026.

**ATTY. MELVIN G. CALIMAG**

Notary Public for Pasig City

Appointment No. 40 (2025-2026) Until 31 Dec. 2026

Roll of Attorneys No. 69624

MCLE Certificate No. VIII-0024389

PTR No. 3963762 / 08 Jan. 2026 Pasig

IBP Lifetime No. 016289

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