



Board Diversity Compliance

2022 PROGRESS REPORT



Board Diversity Policy – Progress Report

Progress Report

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1. Introduction

CONVERGE ICT SOLUTIONS, INC. (the “Company”) acknowledges the expertise and contribution of the members of its Board of Directors. The Company sees it vital to diversify the board composition to garner a wide plethora of insights and perspectives from all its members. This policy supplement aims to provide metrics and standards towards assembling highly capable individuals for the benefit of the organization, without restrictions in the form or gender, race, nationality, or culture

The Company adheres to the SEC Memorandum Circular No. 19 Series of 2016 or the Code of Corporate Governance for Publicly Listed Companies (the “CG Code”). Recommendation 1.4 of the CG Code states that the Board shall have a policy on board diversity. The policy aims to avoid groupthink and ensure that optimal decision-making is achieved. The Company recognizes the importance of adhering with globally competitive governance frameworks.

2. Progress report

This report reflects the current status of the Company’s compliance with its Board Diversity Policy and the corresponding metrics related thereto.

DIVERSITY METRIC	WEIGHT / DEGREE OF CONSIDERATION	DETAILS	2022 STATUS	
			PARTICULARS	RATING
Gender	30% Broken down as follows: Male – 60% (or 5 out of 7) Female – 40%	The board must be composed of a good mix of male, female, or non-binary directors.	Male directors: <ul style="list-style-type: none"> • Jose Pamintuan De Jesus • Dennis Anthony H. Uy • Amando M. Tetangco, Jr. • Roman Felipe S. Reyes 	Male –6 out of 7 Female – 1 out of 7



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	*non-binary – 40% (or 2 out of 7)		<ul style="list-style-type: none"> Atty. Francisco Ed. Lim Saurabh N. Agarwal <p>Female director:</p> <ul style="list-style-type: none"> Maria Grace Y. Uy 	
Age	<p>10%</p> <p>Broken down as follows: Tenured directors – 80% Developing directors – 20%</p>	<p>The board must have a reasonable balance of age differences which shall provide for a mature yet dynamic set of perspectives.</p>	<p>Ages 70 onward:</p> <ul style="list-style-type: none"> Jose Pamintuan De Jesus – 88 y/o Roman Felipe S. Reyes – 71 y/o Amando M. Tetangco, Jr. – 70 y/o <p>Age 60 – 69:</p> <ul style="list-style-type: none"> Atty. Francisco Ed. Lim – 68 y/o <p>Ages 50 – 59:</p> <ul style="list-style-type: none"> Dennis Anthony H. Uy – 56 y/o Maria Grace Y. Uy – 55 y/o <p>Ages 40 – 49:</p> <ul style="list-style-type: none"> Saurabh N. Agarwal – 42 y/o 	<p>Tenured directors (Ages 50 above): 6 out of 7</p> <p>Developing directors (Ages 50 below): 1 out of 7</p>



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<p>Years of Industry Experience</p>	<p>30%</p> <p>Broken down as follows: 30 years – 20% < 30 years – 80%</p>	<p>The board must be composed of directors with industry experience, exposure, and expertise of at least 30 years in their field of specialization</p>	<p>30 years and above:</p> <ul style="list-style-type: none"> • Jose Pamintuan De Jesus • Amando M. Tetangco, Jr. • Roman Felipe S. Reyes • Atty. Francisco Ed. Lim <p>Less than 30 years:</p> <ul style="list-style-type: none"> • Dennis Anthony H. Uy • Maria Grace Y. Uy • Saurabh N. Agarwal 	<p>Directors with experience of 30 years and above: 4 out of 7</p> <p>Directors with less than 30 years of experience 3 out of 7</p>
<p>Industry Specializations</p>	<p>25%</p> <p>Broken down as follows: Telecommunications, Finance and Accounting, and Legal – 60% Other industries – 40%</p>	<p>The board must have directors which specialize in multiple industries, with high preference for Telecommunications, Finance and Accounting, Management, and Legal industries.</p>	<ul style="list-style-type: none"> • Jose Pamintuan De Jesus – Telecommunications, Utilities, Construction, Oil and Gas, Education • Dennis Anthony H. Uy - Technology, Media, Power, and Real estate • Maria Grace Y. Uy – Technology, Media, Accounting and Finance • Amando M. Tetangco, Jr. – Banking, Real Estate, Oil and Gas, Automotive, Medical, Accounting and Finance • Roman Felipe S. Reyes – Accounting and Finance, Banking, Utilities, Leisure, Television 	<p>7 out of 7 Directors have diversified industry specializations</p>



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			<ul style="list-style-type: none"> • Atty. Francisco Ed. Lim – Legal, Accounting and Finance, Real Estate, Aviation • Saurabh N. Agarwal – Technology, Power, and Utilities 	
Nationality	<p>5%</p> <p>Broken down as follows: Filipino – 90% Foreign – 10%</p>	<p>The board must be composed of directors hailing from different nationalities to provide for a healthy balance of local and global perspectives.</p>	<p>Filipino nationals:</p> <ul style="list-style-type: none"> • Jose Pamintuan De Jesus • Dennis Anthony H. Uy • Maria Grace Y. Uy • Amando M. Tetangco, Jr. • Roman Felipe S. Reyes • Atty. Francisco Ed. Lim <p>Foreign nationals:</p> <ul style="list-style-type: none"> • Saurabh N. Agarwal - Indian 	<p>Filipino nationals – 6 out of 7</p> <p>Foreign nationals – 1 out of 7</p>



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3. Implementation and Evaluation

The Company, in the selection of its Board of Directors must remain committed to ensure that the above metrics are taken into consideration. The Company is free to source nominations from peer or professional recommendations or from organizations that pool a variety of directors that fit the company's best interest.

Compliance to the metrics above shall be evaluated in accordance with the provisions of Manual of Corporate Governance Evaluation Questionnaire, Item II – Enhancing Board Composition and Operation.

4. Related document references

- Board Diversity Policy
- Manual on Corporate Governance
- Manual on Corporate Governance Evaluation Questionnaire