



CGFD_Globalport 900, Inc._I-ACGR_30MAY22

ICTD Submission <ictdsubmission+canned.response@sec.gov.ph>
To: corporatefilings.01@gmail.com

Mon, May 30, 2022 at 3:30 PM

Your report/document has been SUCCESSFULLY ACCEPTED by ICTD.
(Subject to Verification and Review of the Quality of the Attached Document)
Official copy of the submitted document/report with Barcode Page (Confirmation Receipt) will be made available after 15 days from receipt through the SEC Express System at the SEC website at www.sec.gov.ph

NOTICE

Please be informed that pursuant to SEC Memorandum Circular No. 3, series of 2021, scanned copies of the printed reports with wet signature and proper notarization shall be filed in PORTABLE DOCUMENT FORMAT (PDF) **Secondary Reports** such as: 17-A, 17-C, 17-L, 17-Q, ICASR, 23-A, 23-B, I-ACGR, Monthly Reports, Quarterly Reports, Letters, through email at

ictdsubmission@sec.gov.ph

Note: All submissions through this email are no longer required to submit the hard copy thru mail, eFAST/OST or over- the- counter.

For those applications that require payment of filing fees, these still need to be filed and sent via email with the SEC RESPECTIVE OPERATING DEPARTMENT.

Further, note that other reports shall be filed thru the **ONLINE SUBMISSION TOOL (OST)** such as: AFS, GIS, GFFS, LCFS, LCIF, FCFS, FCIF, IHFS, BDFS, PHFS etc. ANO, ANHAM, FS-PARENT, FS-CONSOLIDATED, OPC_AO, AFS WITH NSPO FORM 1,2,3 AND 4,5,6, AFS WITH NSPO FORM 1,2,3 (FOUNDATIONS)

FOR MC28, please email to:

<https://apps010.sec.gov.ph>

For your information and guidance.

Thank you and keep safe.



SEC FORM – I-ACGR

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

GENERAL INSTRUCTIONS

A. Use of Form I-ACGR

This SEC Form shall be used as a tool to disclose Publicly-Listed Companies' compliance/non-compliance with the recommendations provided under the Code of Corporate Governance for Publicly-Listed Companies, which follows the "comply or explain" approach, and for harmonizing the corporate governance reportorial requirements of the SEC and the Philippine Stock Exchange (PSE).

B. Preparation of Report

These general instructions are not to be filed with the report. The report shall contain the numbers and captions of all items.

The I-ACGR has four columns, arranged as follows:

RECOMMENDED CG PRACTICE/POLICY	COMPLIANT/ NON-COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
Contains CG Practices/ Policies, labelled as follows: (1) "Recommendations" – derived from the CG Code for PLCs; (2) "Supplement to Recommendation" – derived from the PSE CG Guidelines for Listed Companies; (3) "Additional Recommendations" – CG Practices not found in the CG Code for PLCs and PSE CG Guidelines but are expected already of PLCs; and (4) "Optional Recommendation" – practices taken from the ASEAN Corporate Governance Scorecard	The company shall indicate compliance or non-compliance with the recommended practice.	The company shall provide additional information to support their compliance with the recommended CG practice	The PLCs shall provide the explanations for any non-compliance , pursuant to the "comply or explain" approach. Please note that the explanation given should describe the non-compliance and include how the overall Principle being recommended is still being achieved by the company. *"Not Applicable" or "None" shall not be considered as

<p>*Items under (1) – (3) must be answered/disclosed by the PLCs following the “comply or explain” approach. Answering of items under (4) are left to the discretion of PLCs.</p>			<p>sufficient explanation</p>
--	--	--	--------------------------------------

C. Signature and Filing of the Report

- a. Three (3) copies of a fully accomplished I-ACGR shall be filed with the Main Office of the Commission **on or before May 30 of the following year for every year that the company remains listed in the PSE;**
- b. At least one (1) complete copy of the I-ACGR shall be duly notarized and shall bear **original and manual** signatures
- c. The I-ACGR shall be signed under oath by: (1) Chairman of the Board; (2) Chief Executive Officer or President; (3) All Independent Directors; (4) Compliance Officer; and (5) Corporate Secretary.
- d. The I-ACGR shall cover all relevant information from January to December of the given year.
- e. All reports shall comply with the full disclosure requirements of the Securities Regulation Code.



SEC FORM – I-ACGR

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

1. For the fiscal year ended **December 31, 2021**
2. SEC Identification Number **PW-225** 3. BIR Tax Identification No. **000-477-902**
4. Exact name of issuer as specified in its charter **GLOBALPORT 900, INC.**
5. **Metro Manila, Philippines** 6. (SEC Use Only)
Province, Country or other jurisdiction Industry Classification Code:
7. **Unit 2701 One Corporate Center, Meralco**
Ave. cor. Julia Vargas Ave. Ortigas Center **1605**
Address of principal office Postal Code
8. **(632) 8637-8851**
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
The Board's Governance Responsibilities			
<p>Principle 1: 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>			
Recommendation 1.1			
<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 qualifications of directors are provided in Section 5 of the Manual Corporate Governance of the Company ("MCG") which may be accessed through the following link:</p>	
<p>2. Board has an appropriate mix of competence and expertise.</p>	Compliant	<p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</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>	Compliant	<p>The qualifications and relevant work experience of the Company's directors for the covered period are disclosed in the SEC Form 17-A (2020 Annual Report) which may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf</p>	
Recommendation 1.2			
<p>1. Board is composed of a majority of non-executive directors.</p>	Compliant	<p>Of the 9 members of the Board of Directors, only 4 are executive directors. This information is available in the Company's 2020 Annual Report which may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf</p>	

		af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
		<p>Note: New sets of Board of Directors and Officers were elected during a Special Stockholders' Meeting of the Company held on 12 January 2022.</p>	
Recommendation 1.3			
1. Company provides in its Board Charter and Manual on Corporate Governance a policy on training of directors.	Compliant	<p>Section 2.3 of MCG and Article V of the Charter of the Board of Directors ("Board Charter") provide the Company's policy on the training of its directors.</p> <p>The MCG and the Board Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0170a112770d81c8722/1653448734469/G900+-+Charter+of+Board+of+Directors-1-7.pdf</p>	
2. Company has an orientation program for first time directors.	Compliant	<p>Section 2.3 of the Company's MCG and Article V of the Board Charter provides for the policy on the orientation program for new directors and an annual continuing training for existing directors.</p>	
3. Company has relevant annual continuing training for all directors.	Compliant	<p>The MCG and the Board Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/16397</p>	

		<p>31247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0170a112770d81c8722/1653448734469/G900+-+Charter+of+Board+of+Directors-1-7.pdf</p>	
Recommendation 1.4			
<p>1. Board has a policy on board diversity.</p>	<p>Compliant</p>	<p>Section 2.5 of the Company's MCG and Article II of the Board Charter provide the policy on board diversity.</p> <p>The MCG and the Board Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0170a112770d81c8722/1653448734469/G900+-+Charter+of+Board+of+Directors-1-7.pdf</p> <p>The composition and relevant information on the members of the Board of Directors for the covered period are provided in the Company's 2020 Annual Report which may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf</p>	

Optional: Recommendation 1.4			
1. Company has a policy on and discloses measurable objectives for implementing its board diversity and reports on progress in achieving its objectives.			
Recommendation 1.5			
1. Board is assisted by a Corporate Secretary.	Compliant	Section 3 of the Company's MCG provides the policy for the appointment of the Corporate Secretary.	
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	<p>Atty. Agnes H. Maranan serves as the Corporate Secretary of the Company. Atty. Maranan is not the Compliance Officer of the Company.</p> <p>The MCG may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>Note: New sets of Board of Directors and Officers were elected during a Special Stockholders' Meeting of the Company held on 12 January 2022. Atty. Maranan is no longer a member of the Board of Directors of the Company.</p>	
4. Corporate Secretary attends training/s on corporate governance.	Compliant	The Corporate Secretary is a professional lawyer with years of experience in handling listed companies. The Corporate Secretary is also a lecturer in the Mandatory Continuing Legal Education (MCLE) conducted by the Supreme Court of the Philippines. The Corporate Secretary's profile is provided in the Company's 2020 Annual Report which may be accessed through the following link:	

		https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
Optional: Recommendation 1.5			
1. Corporate Secretary distributes materials for board meetings at least five business days before scheduled meeting.	Compliant		
Recommendation 1.6			
1. Board is assisted by a Compliance Officer.	Compliant	Section 4 of the Company's MCG provides the policy for the appointment of the Compliance Officer. The MCG may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf Note: New sets of Board of Directors and Officers were elected during a Special Stockholders' Meeting of the Company held on 12 January 2022.	
2. Compliance Officer has a rank of Senior Vice President or an equivalent position with adequate stature and authority in the corporation.	Compliant		
3. Compliance Officer is not a member of the board.	Compliant		
4. Compliance Officer attends training/s on corporate governance.	Compliant	The Compliance Officer is a professional lawyer with years of experience in handling listed companies. The Compliance Officer regularly complies with the Mandatory Continuing Legal Education (MCLE) requirement conducted by the Supreme Court of the Philippines. The Compliance Officer's profile is provided in the Company's 2020 Annual Report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/16534	

		47858843/G900_2020_17-A.pdf	
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			
1. Directors act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the company.	Compliant	The directors, especially those with executive functions, continue to look for projects and investments for the Company. This matter is disclosed in the 2020 Annual report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
Recommendation 2.2			
1. Board oversees the development, review and approval of the company's business objectives and strategy.	Compliant	These are included in the duties and functions of the Board provided in Section 2.7 of the MCG and Article III of the Board Charter. The MCG and Board Charter may be accessed through the following links: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0170a112770d81c8722/1653448734469/G900+-+Charter+of+Board+of+Directors-1-7.pdf	
2. Board oversees and monitors the implementation of the company's business objectives and strategy.	Compliant		
Supplement to Recommendation 2.2			
1. Board has a clearly defined and updated vision, mission and core values.	Compliant	The Mission, Vision and Core values are accessible through the following link:	

		https://www.globalport900.com/mission-vision-corevalues	
2. Board has a strategy execution process that facilitates effective management performance and is attuned to the company's business environment, and culture.	Compliant	The Board sets the goals and strategies for management direction and supervises the execution of these strategies to ensure long-term success and profitability in accordance with the Company's business environment and culture.	
Recommendation 2.3			
1. Board is headed by a competent and qualified Chairperson.	Compliant	<p>For the covered period, Mr. Edwin Joseph G. Galvez is the Chairperson of the Board. His qualifications and work experience are discussed in the 2020 Annual Report which may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf</p> <p>Note: New sets of Board of Directors and Officers were elected during a Special Stockholders' Meeting of the Company held on 12 January 2022.</p> <p>Currently, Ms. Sheila Marie B. Romero serves as the Chairperson and President of the Company. Her qualifications and work experience are discussed in the Information Statement for the 2022 Special Stockholders' Meeting, which may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61c032fa2f70593e63fd4fa7/1639985968782/Globalport+900%2C+Inc_SEC+Form+20-</p>	

		IS_20December2021.pdf	
Recommendation 2.4			
1. Board ensures and adopts an effective succession planning program for directors, key officers and management.	Compliant	The Board plans for the succession of the directors, key officers, and management based on the needs of the Company and on a merit basis.	
2. Board adopts a policy on the retirement for directors and key officers.	Compliant		
Recommendation 2.5			
1. Board aligns the remuneration of key officers and board members with long-term interests of the company.	Compliant	Section 2.12 of the Company's MCG delineates the policy on the remuneration of directors and officers. The MCG may be accessed through the following link:	
2. Board adopts a policy specifying the relationship between remuneration and performance.	Compliant	https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf	
3. Directors do not participate in discussions or deliberations involving his/her own remuneration.	Compliant		
Optional: Recommendation 2.5			
1. Board approves the remuneration of senior executives.	Compliant	While the board approves the remuneration of senior executives, since the Company has limited commercial operations for the covered period, the senior executives and members of the Board, do not receive any compensation.	
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	Compliant		

deferred bonuses.			
Recommendation 2.6			
1. Board has a formal and transparent board nomination and election policy.	Compliant	<p>The Company's nomination and election policy for the members of the Board of Directors are implemented by the Corporate Governance Committee. The functions of the Nomination Committee, which are performed by the Corporate Governance Committee, are provided in Section 5(A) of the Company's MCG and Article V of the Corporate Governance Committee Charter ("CG Committee Charter").</p> <p>The Company's policy on stockholders' rights and protection of minority stockholders are provided in Section 10 of its MCG.</p> <p>The MCG and the CG Committee Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0241d11f94e92dfb54c/1653448745662/G900+-Corporate+Governance+Committee+Charter-1-5.pdf</p>	
2. Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.	Compliant		
3. Board nomination and election policy includes how the company accepted nominations from minority shareholders.	Compliant		
4. Board nomination and election policy includes how the board shortlists candidates.	Compliant		
5. 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.	Compliant		
6. Board has a process for identifying the quality of directors that is aligned with the strategic direction of the company.	Compliant		
Optional: Recommendation to 2.6			
1. Company uses professional search firms or other external sources of candidates (such as director databases set up by director or shareholder bodies) when searching for			

candidates to the board of directors.			
Recommendation 2.7			
1. Board has 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.	Compliant	The Board is responsible for ensuring the integrity and transparency of related party transactions between the Company and its joint ventures, subsidiaries, associates, affiliates, major stockholders, officers and directors, including their spouses, children and dependent siblings and parents, and of interlocking director relationship by members of the Board. This responsibility is provided in Section 2.7 of the Company's MCG and the Related Party Transactions Committee Charter ("RPT Committee Charter"). The MCG and the RPT Committee Charter may be accessed through the following links: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-Manual+on+Corporate+Governance.pdf https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da031d228457a9fdd3f88/1653448758982/G900+-Related+Party+Transactions+Committee+Charter-1-5.pdf	
2. RPT policy includes appropriate review and approval of material RPTs, which guarantee fairness and transparency of the transactions.	Compliant		
3. RPT policy encompasses all entities within the group, taking into account their size, structure, risk profile and complexity of operations.	Compliant		
Supplement to Recommendations 2.7			
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	Compliant	The details of the Company's related property transactions are disclosed in its 2020 AFS which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/16534	

<p>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>47858843/G900_2020_17-A.pdf</p>	
<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.</p>	<p>Compliant</p>	<p>Under the Company's Material Related Party Transactions Policy ("MRPT Policy"), materiality threshold is set at ten percent (10%) of the Company's total assets based on its latest audited consolidated financial statements.</p> <p>An RPT is considered material if the same, either individually, or in aggregate over a twelve(12)-month period, with the same related party, meet the materiality threshold.</p> <p>The MRPT Policy may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/629099976a51021feadfb2d7/1653643675406/Globalport+900%2C+Inc.+MRPT+Policy.pdf</p>	
Recommendation 2.8			
<p>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).</p>	<p>Compliant</p>	<p>The power to select the Company's management and its committee heads are vested in the Board. Such power is granted by law and in the Company's MCG (Section 5).</p> <p>The MCG may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/629099976a51021feadfb2d7/1653643675406/Globalport+900%2C+Inc.+MCG.pdf</p>	

		<p>af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>The members of the management team are listed in the 2020 Annual Report which may be access through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf</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 power to assess the Company's management and its committee heads are vested in the Board. Such power is granted by law and in the Company's MCG (Sections 2.9 and 5) and Article II of the Board Charter. In addition, the Corporate Governance Committee oversees the implementation of corporate governance framework and periodically reviews the same.</p> <p>The MCG, Board Charter, and CG Committee Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0170a112770d81c8722/1653448734469/G900+-+Charter+of+Board+of+Directors-1-7.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0241d11f94e92dfb54c/165344</p>	

		8745662/G900+- +Corporate+Governance+Committee+Charter-1- 5.pdf	
Recommendation 2.9			
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.	Compliant	Under Section 5(D) of the Company's MCG and Article V of the CG Committee Charter, the Corporate Governance Committee of the Company is tasked to establish performance framework for both management and personnel.	
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.	Compliant	The MCG and the CG Committee Charter may be accessed through the following links: <a href="https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-
+Manual+on+Corporate+Governance.pdf">https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+- +Manual+on+Corporate+Governance.pdf <a href="https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0241d11f94e92dfb54c/1653448745662/G900+-
+Corporate+Governance+Committee+Charter-1-
5.pdf">https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0241d11f94e92dfb54c/1653448745662/G900+- +Corporate+Governance+Committee+Charter-1- 5.pdf	
Recommendation 2.10			
1. Board oversees that an appropriate internal control system is in place.	Compliant	The Board, through its Audit Committee, oversees the internal control system for the Company. The responsibilities of the Audit Committee are provided in Section 5 (C) of the Company's MCG and in Article V of the Audit Committee Charter.	
2. The internal control system includes a mechanism for monitoring and managing potential conflict of interest of the Management, members and shareholders.	Compliant	The MCG and Audit Committee Charter may be accessed through the following links:	

		https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9ffa0a112770d81c840e/1653448704764/G900+-+Audit+Committee+Charter-1-5.pdf	
3. Board approves the Internal Audit Charter.	Compliant	<p>Part of the functions of the Audit Committee is to recommend to the Board of Directors the approval of an Internal Audit Charter.</p> <p>The Company is in the process of drafting the Internal Audit Charter.</p> <p>The Audit Committee Charter may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9ffa0a112770d81c840e/1653448704764/G900+-+Audit+Committee+Charter-1-5.pdf</p>	
Recommendation 2.11			
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	<p>The Board has adopted a Board Risk Oversight Committee Charter ("BROC Charter"), which contains the following: (i) common language or register of risks, (ii) well-defined risk management goals, objectives and oversight, (iii) uniform processes of assessing risks and developing strategies to manage prioritized risks, (iv) designing and implementing risk management strategies, and (v) continuing assessments to improve risk strategies, processes and measures.</p>	
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		

		The BROC Charter may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0071a07da6e441352af/1653448717910/G900+-+Board+Risk+Oversight+Committee+Charter-1-7.pdf	
Recommendation 2.12			
1. Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary role.	Compliant	The duties and responsibilities of the Board of Directors are found in Article III of the Board Charter. The Board Charter may be accessed through the following link, which is also accessible through the Company's website https://www.globalport900.com/ :	
2. Board Charter serves as a guide to the directors in the performance of their functions.	Compliant	https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0170a112770d81c8722/1653448734469/G900+-+Charter+of+Board+of+Directors-1-7.pdf	
3. Board Charter is publicly available and posted on the company's website.	Compliant		
Additional Recommendation to Principle 2			
1. Board has a clear insider trading policy.	Compliant	The Company's whistle blowing policy includes the policy against insider trading. Such policy may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/6246a357cd09ef07ac3e29ad/1648796504211/G900+-+Whistleblowing+Policy.pdf	
Optional: Principle 2			
1. Company has a policy on granting loans to directors, either forbidding the practice or ensuring that the transaction is conducted at arm's length basis and at market rates.	Compliant	The Board of Directors does not allow any loans to any of its members. Therefore, the Company believes that it does not need any policy for such grants.	
2. Company discloses the types of decision	Compliant	All decisions of the board are disclosed. Company	

<p>requiring board of directors' approval.</p>		<p>transactions are disclosed in the 2020 AFS which may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf</p> <p>Board decisions and material transactions of the Company are also disclosed in the Company's page in the Philippine Stock Exchange Edge System, which may be accessed through the following link:</p> <p>https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=129</p>	
--	--	--	--

Principle 3: 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.

Recommendation 3.1

<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 constituted the following committees:</p> <ol style="list-style-type: none"> 1. Audit Committee; 2. Board Risk Oversight Committee; 3. Corporate Governance Committee; and 4. Related Party Transactions Committee. <p>The Committee Charters may be accessed through the Company's website at:</p> <p>https://www.globalport900.com/company-policies</p>	
--	------------------	---	--

Recommendation 3.2

<p>1. Board establishes an Audit Committee to enhance its oversight capability over the company's financial reporting, internal</p>	<p>Compliant</p>	<p>The establishment and responsibilities of the Audit Committee are discussed in Section 5(C) of the Company's MCG and Article V of the Audit</p>	
---	------------------	--	--

<p>control system, internal and external audit processes, and compliance with applicable laws and regulations.</p>		<p>Committee Charter.</p> <p>The MCG and the Audit Committee Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9ffa0a112770d81c840e/1653448704764/G900+-+Audit+Committee+Charter-1-5.pdf</p>	
<p>2. 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>Audit Committee is composed of at least three appropriately qualified non-executive directors, the majority of whom, including the Chairman is independent.</p> <p>Note: <i>New sets of Board of Directors and Officers were elected during a Special Stockholders' Meeting of the Company held on 12 January 2022.</i></p>	
<p>3. 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 background and experience of the members of the Audit Committee are provided in the 2020 Annual Report which may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf</p>	
<p>4. The Chairman of the Audit Committee is not the Chairman of the Board or of any other</p>	<p>Compliant</p>	<p>The incumbent Chairman of the Audit Committee is not the Chairman of the Board or of any other</p>	

committee.		committee.	
Supplement to Recommendation 3.2			
1. Audit Committee approves all non-audit services conducted by the external auditor.	Compliant	<p>The Audit Committee evaluates and determines the non-audit work of the external auditor as provided in Section 5(C) of the MCG and Article V of the Audit Committee Charter.</p> <p>The MCG and Audit Committee Charter may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9ffa0a112770d81c840e/1653448704764/G900+-+Audit+Committee+Charter-1-5.pdf</p>	
2. Audit Committee conducts regular meetings and dialogues with the external audit team without anyone from management present.	Compliant	The Audit Committee meets with the Company's external auditors from time to time to discuss its findings.	
Optional: Recommendation 3.2			
1. Audit Committee meet at least four times during the year.			
2. Audit Committee approves the appointment and removal of the internal auditor.			
Recommendation 3.3			
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	Compliant	Pursuant to the Company's MCG, the Company constituted a Corporate Governance Committee. Since the Company does not have a separate Nomination and Remuneration Committee, the functions of the Nomination and Remuneration	

<p>assigned to a Nomination and Remuneration Committee.</p>		<p>Committee are performed by the Corporate Governance Committee.</p> <p>The MCG and CG Committee Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0241d11f94e92dfb54c/1653448745662/G900+-+Corporate+Governance+Committee+Charter-1-5.pdf</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 members of the Corporate Governance Committee are independent directors.</p>	
<p>3. Chairman of the Corporate Governance Committee is an independent director.</p>	<p>Compliant</p>	<p>The incumbent Chairman of the Corporate Governance Committee is an independent director.</p>	
<p>Optional: Recommendation 3.3.</p>			
<p>1. Corporate Governance Committee meet at least twice during the year.</p>			
<p>Recommendation 3.4</p>			
<p>1. Board establishes a separate Board Risk Oversight Committee (BROC) that should be responsible for the oversight of a company's Enterprise Risk Management system to ensure its functionality and effectiveness.</p>	<p>Compliant</p>	<p>The Board has established a Board Risk Oversight Committee (BROC). The duties and responsibilities of the BROC are found in the BROC Charter which may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0071a07da6e441352af/1653448717910/G900+-</p>	

		+Board+Risk+Oversight+Committee+Charter-1-7.pdf	
2. BROC is composed of at least three members, the majority of whom should be independent directors, including the Chairman.	Compliant	The BROC is composed of at least three members, the majority of whom are independent directors, including the Chairman.	
3. The Chairman of the BROC is not the Chairman of the Board or of any other committee.	Compliant	The Chairman of the BROC is not the Chairman of the Board or of any other committee.	
4. At least one member of the BROC has relevant thorough knowledge and experience on risk and risk management.	Compliant	The members of the BROC have relevant knowledge and experience on risk and risk management.	
Recommendation 3.5			
1. Board establishes a Related Party Transactions (RPT) Committee, which is tasked with reviewing all material related party transactions of the company.	Compliant	The Board has established a Related Party Transactions Committee (" RPT Committee "). The duties and responsibilities of the RPT Committee are found in the RPT Charter which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da031d228457a9fdd3f88/1653448758982/G900+-+Related+Party+Transactions+Committee+Charter-1-5.pdf	
2. RPT Committee is composed of at least three non-executive directors, two of whom should be independent, including the Chairman.	Compliant	The RPT Committee is composed of three non-executive directors, two of whom are independent directors, including the Chairman.	
Recommendation 3.6			
1. All established committees have a Committee Charter stating in plain terms their respective purposes, memberships, structures, operations, reporting process, resources and other relevant information.	Compliant	All constituted committees have their respective Charters stating in plain terms their respective purposes, memberships, structures, operations, reporting process, resources and other relevant information.	

2. Committee Charters provide standards for evaluating the performance of the Committees.	Compliant	<p>All Committee Charters include a provision on Performance Evaluation.</p> <p>The Committee Charters may be accessed through the following link:</p> <p>https://www.globalport900.com/company-policies</p>	
3. Committee Charters were fully disclosed on the company's website.	Compliant	<p>The Committee Charters may be accessed through the Company's website at:</p> <p>https://www.globalport900.com/company-policies</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	Under Section 2.10 of the Company's MCG and Article III of the Board Charter, the members of the Board shall attend regular and special meetings in person or through teleconferencing and videoconferencing.	
2. The directors review meeting materials for all Board and Committee meetings.	Compliant	The MCG and Board Charter may be accessed through the following links:	
3. The directors ask the necessary questions or seek clarifications and explanations during the Board and Committee meetings.	Compliant	<p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0170a112770d81c8722/16534</p>	

		48734469/G900+-+Charter+of+Board+of+Directors-1-7.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 Company requires independent and non-executive directors to observe a low indicative limit on membership in other corporate boards. The same is provided in Section 2.4 of the Company's MCG. The MCG may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf	
Recommendation 4.3			
1. The directors notify the company's board before accepting a directorship in another company.	Compliant		
Optional: Principle 4			
1. Company does not have any executive directors who serve in more than two boards of listed companies outside of the group.	Compliant		
2. Company schedules board of directors' meetings before the start of the financial year.	Compliant		
3. Board of directors meet at least six times during the year.			
4. Company requires as minimum quorum of at least 2/3 for board decisions.	Compliant		
Principle 5: The board should endeavor to exercise an objective and independent judgment on all corporate affairs			

Recommendation 5.1			
1. The Board has at least 3 independent directors or such number as to constitute one-third of the board, whichever is higher.	Compliant	The Company has a total of nine (9) incumbent directors, a third of whom are independent. Note: One of the Independent Directors has recently resigned. The said position shall be filled up during the 2022 Annual Stockholders' Meeting.	
Recommendation 5.2			
1. The independent directors possess all the qualifications and none of the disqualifications to hold the positions.	Compliant	The qualifications of the independent directors are provided in the 2020 Annual Report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
Supplement to Recommendation 5.2			
1. Company has no shareholder agreements, by-laws provisions, or other arrangements that constrain the directors' ability to vote independently.	Compliant	The Company's MCG and By-laws may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/6246a013474d5d791a233259/1648795672077/G900_Amended+By-Laws_LATEST+%281%29.pdf	
Recommendation 5.3			
1. The independent directors serve for a cumulative term of nine years (reckoned from 2012).	Compliant	No independent director of the Company has served for more than 9 years.	

2. The company bars an independent director from serving in such capacity after the term limit of nine years.	Compliant		
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.	Compliant		
Recommendation 5.4			
1. The positions of Chairman of the Board and Chief Executive Officer are held by separate individuals.	Compliant	<p>For the covered period, the Company's Chairman is Mr. Edwin Joseph G. Galvez while the Chief Executive Officer is Mr. Marvee M. Espejo.</p> <p>Note: New sets of Board of Directors and Officers were elected during a Special Stockholders' Meeting of the Company held on 12 January 2022.</p>	
2. The Chairman of the Board and Chief Executive Officer have clearly defined responsibilities.	Compliant	<p>The respective roles of the Chairman and the CEO are complementary, ensuring an appropriate balance of power, increased accountability and further providing a greater capacity of the Board for independent decision making.</p> <p>The responsibilities of the Chairman and CEO are delineated in the amended by-laws of the Company and the Board Charter which may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/6246a013474d5d791a233259/1648795672077/G900_Amended+By-Laws_LATEST+%281%29.pdf</p>	

		https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0170a112770d81c8722/1653448734469/G900+-+Charter+of+Board+of+Directors-1-7.pdf	
Recommendation 5.5			
1. If the Chairman of the Board is not an independent director, the board designates a lead director among the independent directors.	Compliant	The Chairman of the Board of Directors is not an independent director.	
Recommendation 5.6			
1. Directors with material interest in a transaction affecting the corporation abstain from taking part in the deliberations on the transaction.	Compliant	Members of the Board observe their responsibility to ensure the integrity and transparency of related party transactions between the Company and related parties. This responsibility is provided in Section 2.7 of the Company's MCG and the RPT Policy. The MCG and RPT Policy may be accessed through the following links: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/629099976a51021feadfb2d7/1653643675406/Globalport+900%2C+Inc.+MRPT+Policy.pdf	
Recommendation 5.7			
1. The non-executive directors (NEDs) have separate periodic meetings with the external auditor and heads of the internal audit, compliance and risk functions,	Compliant	The non-executive directors have separate periodic meetings with the external auditor and heads of the internal audit, compliance and risk functions, without any executive present.	

without any executive present.			
2. The meetings are chaired by the lead independent director.	Compliant		
Optional: Principle 5			
1. None of the directors is a former CEO of the company in the past 2 years.	Compliant		
Principle 6: 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.			
Recommendation 6.1			
1. Board conducts an annual self-assessment of its performance as a whole.	Compliant	Per Article VI of the Board Charter, conducts an annual self-assessment exercise through a self-assessment questionnaire given to each director to ensure the effectiveness of their governance, to reflect on the performance of top management including the President and CEO, to highlight specific strengths and to identify areas of improvement. The assessment covers appraisal of the Board as a governing unit, of individual directors, of the different Board Committees, as well as of the Management. Each committee, as a body, evaluates its performance by filling up a self-assessment questionnaire that shall benchmark its practices against the expectations set out in their respective Charters. The Board Charter may be accessed through the Company's website at: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0170a112770d81c8722/1653448734469/G900+-+Charter+of+Board+of+Directors-1-	
2. The Chairman conducts a self-assessment of his performance.	Compliant		
3. The individual members conduct a self-assessment of their performance.	Compliant		
4. Each committee conducts a self-assessment of its performance.	Compliant		

		7.pdf	
5. Every three years, the assessments are supported by an external facilitator.	Compliant	For the next reporting cycle, the Company plans to hire an external facilitator to support the assessments.	
Recommendation 6.2			
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.	Compliant	Per Article VI of the Board Charter, conducts an annual self-assessment exercise through a self-assessment questionnaire given to each director to ensure the effectiveness of their governance, to reflect on the performance of top management including the President and CEO, to highlight specific strengths and to identify areas of improvement. The assessment covers appraisal of the Board as a governing unit, of individual directors, of the different Board Committees, as well as of the Management.	
2. The system allows for a feedback mechanism from the shareholders.	Compliant	https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0170a112770d81c8722/1653448734469/G900+-+Charter+of+Board+of+Directors-1-7.pdf	
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 as articulate acceptable and unacceptable conduct and practices in internal and external dealings of the company.	Compliant	The Code of Business Conduct and Ethics of the Company may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/6246a21257e14e7d3532afb4/1648796182473/G900+-+Code+of+Conduct.pdf	
2. The Code is properly disseminated to the Board, senior management and	Compliant	All members of the Board, senior management, and employees have been furnished with a copy of the	

employees.		Code.	
3. The Code is disclosed and made available to the public through the company website.	Compliant	https://www.globalport900.com/	
Supplement to Recommendation 7.1			
1. Company has clear and stringent policies and procedures on curbing and penalizing company involvement in offering, paying and receiving bribes.	Compliant	<p>The Company's MCG provides for the responsibility of the Board to exercise its duties in the best interest of the Company and its shareholders. Further, the Board believes that its current policies curtail any instances relating to bribes.</p> <p>The MCG may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p>	
Recommendation 7.2			
1. Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business Conduct and Ethics.	Compliant	The Board, through its Audit Committee, oversees the internal control system for the Company. The responsibilities of the Audit Committee are provided in Section 5 (C) of the Company's MCG and Article V of the Audit Committee Charter.	
2. Board ensures the proper and efficient implementation and monitoring of compliance with company internal policies.	Compliant	<p>The MCG and Audit Committee Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9ffa0a112770d81c840e/165344</p>	

		8704764/G900+--+Audit+Committee+Charter-1-5.pdf	
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	The Board's functions are provided in the MCG and Board Charter which may be accessed through the following links: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+--+Manual+on+Corporate+Governance.pdf https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0170a112770d81c8722/1653448734469/G900+--+Charter+of+Board+of+Directors-1-7.pdf	
Supplement to Recommendations 8.1			
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.	Compliant	The Company complies with the disclosure requirements of its annual and quarterly reports. The Company's Annual Reports may be accessed through the following link: https://www.globalport900.com/sec-pse-filings	
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;	Compliant	The Company's Annual Reports may be accessed through the following link: https://www.globalport900.com/sec-pse-filings	

and any imbalances between the controlling shareholders' voting power and overall equity position in the company.			
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 Board is always and timely informed with any transactions of the Company with related parties or otherwise.	
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		
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 of its shares from the market (e.g. share buy-back program).	Compliant	The trading of the Company's shares is currently suspended.	
Recommendation 8.3			
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.	Compliant	Information on the directors' qualifications and experience are disclosed in the 2020 Annual Report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
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	Compliant	Information on the officers' qualifications and experience are disclosed in the 2020 Annual Report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6	

judgment.		af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
Recommendation 8.4			
1. Company provides a clear disclosure of its policies and procedure for setting Board remuneration, including the level and mix of the same.	Compliant	The Board's remuneration is disclosed in the 2020 Annual Report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
2. Company provides a clear disclosure of its policies and procedure for setting executive remuneration, including the level and mix of the same.	Compliant	The officers' remuneration is disclosed in the 2020 Annual Report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
3. Company discloses the remuneration on an individual basis, including termination and retirement provisions.	Compliant	The relevant remuneration is disclosed in the 2020 Annual Report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
Recommendation 8.5			
1. Company discloses its policies governing Related Party Transactions (RPTs) and other unusual or infrequently occurring transactions in their Manual on Corporate Governance.	Compliant	The Company's MCG and the RPT Policy defines related party relationships and transactions and sets out the guidelines, review and approval processes, and materiality threshold. The MCG and RPT Policy may be accessed through	

		<p>the Company's website at:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/629099976a51021feadfb2d7/1653643675406/Globalport+900%2C+Inc.+MRPT+Policy.pdf</p>	
2. Company discloses material or significant RPTs reviewed and approved during the year.	Compliant	<p>The related party transactions of the Company are discussed in its 2020 Audited Financial Statements and its 2020 Annual Report:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf</p>	
Supplement to Recommendation 8.5			
1. Company requires directors to disclose their interests in transactions or any other conflict of interests.	Compliant	<p>The duties of the members of the Board require them to ensure the high standard of best practices for the Company. The disclosure of their interests to any transactions are implied in this duty.</p> <p>The MCG contains the duties of the Board:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p>	
Optional : Recommendation 8.5			

1. Company discloses that RPTs are conducted in such a way to ensure that they are fair and at arms' length.	Compliant	The related party transactions of the Company are discussed in its 2020 Audited Financial Statements and its 2020 Annual Report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.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's 2020 Annual Report and 2020 AFS may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
2. Board appoints an independent party to evaluate the fairness of the transaction price on the acquisition or disposal of assets.	Compliant	If needed, the Company gets the services of investment banks or independent valuation experts to provide advice on the fairness of transaction prices.	
Supplement to Recommendation 8.6			
1. Company discloses the existence, justification and details on shareholder agreements, voting trust agreements, confidentiality agreements, and such other agreements that may impact on the control, ownership, and strategic direction of the company.	Compliant	During the period, there were no agreements that may impact on the control, ownership, and strategic direction of the Company.	
Recommendation 8.7			
1. Company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).	Compliant	The Company's MCG, which have been submitted to the SEC on 02 August 2017, may be accessed through the following link:	

		https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf	
2. Company's MCG is submitted to the SEC and PSE.	Compliant		
3. Company's MCG is posted on its company website.	Compliant	and may be visited in the Company's website: https://www.globalport900.com/	
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	There are no changes to the Company's MCG, which have been submitted to the SEC on 02 August 2017, and may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf	
Optional: Principle 8			
1. Does the company's Annual Report disclose the following information:		The 2020 Annual Report may be accessed through the following link:	
a. Corporate Objectives	Compliant	https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
b. Financial performance indicators	Compliant		
c. Non-financial performance indicators	Compliant		
d. Dividend Policy	Compliant		
e. Biographical details (at least age, academic qualifications, date of first appointment, relevant experience, and	Compliant		

other directorships in listed companies) of all directors			
f. Attendance details of each director in all directors meetings held during the year	Compliant		
g. Total remuneration of each member of the board of directors	Compliant		
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		
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.	Compliant		
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.	Compliant		
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).	Compliant		

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>Section 5(C) of the MCG and Article V of the Audit Committee Charter contain the duties of the Audit Committee.</p> <p>The MCG and Audit Committee Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9ffa0a112770d81c840e/1653448704764/G900+-+Audit+Committee+Charter-1-5.pdf</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>Section 8 of the MCG contains the policy involving the external auditor.</p> <p>The MCG may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</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>Section 8 of the MCG contains the policy involving the external auditor.</p> <p>The MCG may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-</p>	

		+Manual+on+Corporate+Governance.pdf	
Supplement to Recommendation 9.1			
1. Company has a policy of rotating the lead audit partner every five years.	Compliant	The audited financial statements of the Company for the previous years reflect this policy.	
Recommendation 9.2			
1. Audit Committee Charter includes the Audit Committee's responsibility on: <ul style="list-style-type: none"> i. assessing the integrity and independence of external auditors; ii. exercising effective oversight to review and monitor the external auditor's independence and objectivity; and iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration relevant Philippine professional and regulatory requirements. 	Compliant	<p>The Audit Committee's duties and responsibilities are provided under Section 5(C) of the MCG and Article V of the Audit Committee Charter.</p> <p>The MCG and Audit Committee Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9ffa0a112770d81c840e/1653448704764/G900+-+Audit+Committee+Charter-1-5.pdf</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.	Compliant	<p>The Audit Committee's duties and responsibilities are provided under Section 5(C) of the MCG and Article V of the Audit Committee Charter. The MCG and Audit Committee Charter may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p>	

		https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9ffa0a112770d81c840e/1653448704764/G900+-+Audit+Committee+Charter-1-5.pdf	
Supplement to Recommendations 9.2			
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.	Compliant	<p>These obligations are included in the duties and responsibilities of the Audit Committee under Section 5(C) of the Company's MCG and Article V of the Audit Committee Charter.</p> <p>The MCG and Audit Committee Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9ffa0a112770d81c840e/1653448704764/G900+-+Audit+Committee+Charter-1-5.pdf</p>	
2. Audit Committee ensures that the external auditor has adequate quality control procedures.	Compliant	<p>These obligations are included in the duties and responsibilities of the Audit Committee under Section 5(C) of the Company's MCG and Article V of the Audit Committee Charter.</p> <p>The MCG and Audit Committee Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p>	

		https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9ffa0a112770d81c840e/1653448704764/G900+-+Audit+Committee+Charter-1-5.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	There are no non-audit services performed by the external auditor of the Company. The external auditor's services are disclosed in the 2020 Annual Report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
2. Audit Committee stays alert for any potential conflict of interest situations, given the guidelines or policies on non-audit services, which could be viewed as impairing the external auditor's objectivity.	Compliant	There are no non-audit services performed by the external auditor of the Company. The external auditor's services are disclosed in the 2020 Annual Report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
Supplement to Recommendation 9.3			
1. Fees paid for non-audit services do not outweigh the fees paid for audit services.	Compliant	There are no non-audit services performed by the external auditor of the Company. The external auditor's services are disclosed in the 2020 Annual Report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	

		af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
Additional Recommendation to Principle 9			
1. Company's external auditor is duly accredited by the SEC under Group A category.	Compliant	The Company's external auditor is BDO Roxas Cruz Tagle and Co.	
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		
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	The disclosures of the Company may be accessed in its 2020 Audited Financial Statements and its 2020 Annual Report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
2. Company adopts a globally recognized standard/framework in reporting sustainability and non-financial issues.	Compliant	The disclosures of the Company may be accessed in its 2020 Audited Financial Statements and its 2020 Annual Report which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	

		af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
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			
1. Company has media and analysts' briefings as channels of communication to ensure the timely and accurate dissemination of public, material and relevant information to its shareholders and other investors.	Compliant	<p>The Company primarily use its website and the PSE edge as channels of communication to ensure the timely and accurate dissemination of public, material and relevant information to its shareholders and other investors.</p> <p>The Company's website and page in the PSE Edge System may be accessed at:</p> <p>https://www.globalport900.com/</p> <p>https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=129</p>	
Supplemental to Principle 11			
1. Company has a website disclosing up-to-date information on the following:	Compliant	https://www.globalport900.com/	
a. Financial statements/reports (latest quarterly)	Compliant		
b. Materials provided in briefings to analysts and media	Compliant		
c. Downloadable annual report	Compliant		
d. Notice of ASM and/or SSM	Compliant		

e. Minutes of ASM and/or SSM	Compliant		
f. Company's Articles of Incorporation and By-Laws	Compliant		
Additional Recommendation to Principle 11			
1. Company complies with SEC-prescribed website template.	Compliant	https://www.globalport900.com/	
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	<p>The Board, with the assistance of the Audit Committee, ensures compliance with the Company's internal control system. The MCG and Audit Committee Charter contain the functions of the Board and the Audit Committee.</p> <p>The MCG and Audit Committee may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9ffa0a112770d81c840e/1653448704764/G900+-+Audit+Committee+Charter-1-5.pdf</p>	
2. Company has an adequate and effective enterprise risk management framework in the conduct of its business.	Compliant	Under the Section 2.7 of the MCG, the Board identifies key risk areas for the business and monitor the same with due diligence.	

		<p>The MCG may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p>	
Supplement to Recommendations 12.1			
<p>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.</p>	Compliant	<p>The Board constituted the BROCC Committee to enhance its oversight capability over the Company's external reporting, internal control system, and compliance with applicable laws and regulations.</p> <p>The Board of Directors annually reviews the Corporation's enterprise risk management functions as part of the annual review of its financial statements.</p> <p>The BROCC Charter may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0071a07da6e441352af/1653448717910/G900+-+Board+Risk+Oversight+Committee+Charter-1-7.pdf</p>	
Optional: Recommendation 12.1			
<p>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.</p>			
Recommendation 12.2			

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 engaged Deo Veritas Optimum, Inc. to provide audit services for internal accounting.	
Recommendation 12.3			
1. Company has a qualified Chief Audit Executive (CAE) appointed by the Board.	Compliant	The Company has internal auditors which report directly to the Audit Committee.	
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.	Compliant	Based on the assessment of the Board of Directors, it is not necessary to have a separate Internal Audit Department for the Company, taking into consideration its size, structure, risk profile and complexity of operations.	
3. In case of a fully outsourced internal audit activity, a qualified independent executive or senior management personnel is assigned the responsibility for managing the fully outsourced internal audit activity.	Compliant	Deo Veritas Optimum, Inc. is headed by Mr. Paolo Dela Vega.	
Recommendation 12.4			
1. Company has a separate risk management function to identify, assess and monitor key risk exposures.	Compliant	<p>The Company's risk management functions are provided in the MCG and BROCC Charter.</p> <p>The MCG and BROCC Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6</p>	

		af57b4e8912f9/t/628da0071a07da6e441352af/1653448717910/G900+-+Board+Risk+Oversight+Committee+Charter-1-7.pdf	
Supplement to Recommendation 12.4			
1. Company seeks external technical support in risk management when such competence is not available internally.	Compliant	<p>The Company's risk management functions are provided in the MCG and BROC Charter.</p> <p>The MCG and BROC Charter may be accessed through the following links:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628da0071a07da6e441352af/1653448717910/G900+-+Board+Risk+Oversight+Committee+Charter-1-7.pdf</p>	
Recommendation 12.5			
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).	Compliant	The Chairman of the BROC is effectively the Chief Risk Officer of the Company.	
2. CRO has adequate authority, stature, resources and support to fulfill his/her responsibilities.	Compliant	The Chairman of the BROC has background and relevant experience in risk management.	
Additional Recommendation to Principle 12			
1. Company's Chief Executive Officer and Chief Audit Executive attest in writing, at least annually, that a sound internal audit,	Compliant	The Company's 2020 Audited Financial Statements may be accessed through the following link:	

control and compliance system is in place and working effectively.		https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/628d9c8a20285369a8568275/1653447858843/G900_2020_17-A.pdf	
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			
1. Board ensures that basic shareholder rights are disclosed in the Manual on Corporate Governance.	Compliant	Section 10 of the Company's MCG provide for the stockholders' rights and protection of minority stockholders' interest. The MCG may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf	
2. Board ensures that basic shareholder rights are disclosed on the company's website.	Compliant	https://www.globalport900.com/	
Supplement to Recommendation 13.1			
1. Company's common share has one vote for one share.	Compliant		
2. Board ensures that all shareholders of the same class are treated equally with respect to voting rights, subscription rights and transfer rights.	Compliant	The rights of shareholders to vote are provided in the by-laws of the Company, as amended, which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/6246a013474d5d791a233259/1648795672077/G900_Amended+By-Laws_LATEST+%281%29.pdf	
3. Board has an effective, secure, and efficient voting system.	Compliant	The Company's voting system is provided in the by-laws which may be accessed through the following link:	

		https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/6246a013474d5d791a233259/1648795672077/G900_Amended+By-Laws_LATEST+%281%29.pdf	
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	The Company's voting system is provided in the by-laws which may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/6246a013474d5d791a233259/1648795672077/G900_Amended+By-Laws_LATEST+%281%29.pdf	
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	Section 10 of the Company's MCG provide for the stockholders' rights and protection of minority stockholders' interest. The MCG may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf	
6. Board clearly articulates and enforces policies with respect to treatment of minority shareholders.	Compliant	Section 10 of the Company's MCG provide for the stockholders' rights and protection of minority stockholders' interest. The MCG may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf	
7. Company has a transparent and specific	Compliant	The Company complies with the legal requirements	

dividend policy.		for declaration of dividends.	
Optional: Recommendation 13.1			
1. Company appoints an independent party to count and/or validate the votes at the Annual Shareholders' Meeting.	Compliant	Independent counting of votes is conducted by the stock transfer agent.	
Recommendation 13.2			
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.	Compliant	The Notice of Annual Stockholders' Meeting is uploaded in PSE Edge. Pursuant to the Revised Corporation Code the Definitive Information Statement is posted and distributed to stockholders of record as of record date at least 21 days before the meeting.	
Supplemental to Recommendation 13.2			
1. Company's Notice of Annual Stockholders' Meeting contains the following information:	Compliant		
a. The profiles of directors (i.e., age, academic qualifications, date of first appointment, experience, and directorships in other listed companies)	Compliant		
b. Auditors seeking appointment/re-appointment	Compliant		
c. Proxy documents	Compliant		
Optional: Recommendation 13.2			
1. Company provides rationale for the agenda items for the annual stockholders meeting	Compliant	The relevant information are discussed in the Information Statements attached to the Notice of Annual Stockholders' Meeting sent to stockholders	

		and disclosed through PSE Edge.	
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	Results of Annual Stockholders' Meetings are disclosed through PSE Edge immediately after its adjournment.	
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	All Minutes of the Annual or Special Stockholders' Meeting may be accessed through the Company's website at: https://www.globalport900.com/	
Supplement to Recommendation 13.3			
1. Board ensures the attendance of the external auditor and other relevant individuals to answer shareholders' questions during the ASM and SSM.	Compliant	The Company's external auditor and other relevant individuals are present to answer shareholders' questions during the ASM and SSM.	
Recommendation 13.4			
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	Under Section 2.7 of the Company's MCG, the Board is obligated to establish and maintain an alternative dispute resolution system for settlement of conflicts between the Corporation and its shareholders. Further, the Company recognizes and protects the interests of its shareholders as provided in Section 10 of the Company's MCG. The MCG may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf	
2. The alternative dispute mechanism is	Compliant	Under Section 2.7 of the Company's MCG, the Board	

<p>included in the company's Manual on Corporate Governance.</p>		<p>is obligated to establish and maintain an alternative dispute resolution system for settlement of conflicts between the Corporation and its shareholders. Further, the Company recognizes and protects the interests of its shareholders as provided in Section 10 of the Company's MCG.</p> <p>The MCG may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p>	
Recommendation 13.5			
<p>1. Board establishes an Investor Relations Office (IRO) to ensure constant engagement with its shareholders.</p>	Compliant	<p>The investor relations functions are performed by the Company's transfer agent - Banco de Oro Unibank, Inc. - Trust Banking Group</p> <p>Note: <i>The Company change its Stock Transfer Agent to Stock Transfer Service, Inc. effective 16 March 2022.</i></p>	
<p>2. IRO is present at every shareholder's meeting.</p>	Compliant	<p>The transfer agent is required to be present in shareholders' meetings.</p>	
Supplemental Recommendations to Principle 13			
<p>1. Board avoids anti-takeover measures or similar devices that may entrench ineffective management or the existing controlling shareholder group</p>	Compliant	<p>Given the company has no commercial operations, there is no necessity to avoid anti-takeover measures.</p>	
<p>2. Company has at least thirty percent (30%) public float to increase liquidity in the market.</p>	Non-compliant		<p>The Company's public float is 10%. The Company will adhere to this recommendation as soon as the suspension of</p>

			trading of the Company's shares is lifted.
Optional: Principle 13			
1. Company has policies and practices to encourage shareholders to engage with the company beyond the Annual Stockholders' Meeting	Compliant	Section 10 of the MCG recognizes the right of shareholders to set meetings for discussion of matters related to the business of the Company. The MCG may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf	
2. Company practices secure electronic voting in absentia at the Annual Shareholders' Meeting.	Compliant	The Requirements and Procedure for Participation in the ASM through Remote Communication and Voting <i>In Absentia</i> is discussed in the SEC 20-IS, which may be accessed through the Company's website and through PSE Edge at: https://www.globalport900.com/ https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=129	
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's policy on stockholders' rights and protection of minority stockholders are provided in Section 10 of its MCG. The MCG may be accessed through the following link:	

		https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf	
Recommendation 14.2			
1. Board establishes clear policies and programs to provide a mechanism on the fair treatment and protection of stakeholders.	Compliant	The Company's policy on stockholders' rights and protection of minority stockholders are provided in Section 10 of its MCG. The MCG may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+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's policy on stockholders' rights and protection of minority stockholders are provided in Section 10 of its MCG. The MCG may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf	
Supplement to Recommendation 14.3			
1. Company establishes an alternative	Compliant	While there is no express rule on alternative dispute	

<p>dispute resolution system so that conflicts and differences with key stakeholders is settled in a fair and expeditious manner.</p>		<p>resolution for intra-corporate dispute, the Company recognizes and protects the interests of its shareholders as provided in Section 10 of the Company's MCG.</p> <p>The MCG may be accessed through the following link:</p> <p>https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf</p>	
Additional Recommendations to Principle 14			
<p>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.</p>	Compliant	<p>The Company has not applied for any such exemption.</p>	
<p>2. Company respects intellectual property rights.</p>	Compliant	<p>The Company acknowledges intellectual property rights of individuals and entities it enters into transaction with by providing clauses on intellectual property rights in its contracts.</p>	
Optional: Principle 14			
<p>1. Company discloses its policies and practices that address customers' welfare</p>			
<p>2. Company discloses its policies and practices that address supplier/contractor selection procedures</p>			

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 various Policies of the Company may be accessed through the Company's website at: https://www.globalport900.com/company-policies	
Supplement to Recommendation 15.1			
1. Company has a reward/compensation policy that accounts for the performance of the company beyond short-term financial measures.	Compliant	Section 2.12 of the Company's MCG delineates the policy on the remuneration of directors and officers. The MCG may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/1639731247906/G900+-+Manual+on+Corporate+Governance.pdf	
2. Company has policies and practices on health, safety and welfare of its employees.	Compliant	The Company's policy on Occupational and Safety Health may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/6246a2af9fb6073162ec2145/1648796336092/G900+-+Occupational+and+Safety+Health+Standards.pdf	
3. Company has policies and practices on training and development of its employees.	Compliant	Section 11 of the Company's MCG provides for the Company's policy on professional training and development program. The MCG may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/61bc500fd2e62825b01bc721/16397	


		31247906/G900+-+Manual+on+Corporate+Governance.pdf	
Recommendation 15.2			
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.	Compliant	The Company's Code of Conduct may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/6246a21257e14e7d3532afb4/1648796182473/G900+-+Code+of+Conduct.pdf	
2. Board disseminates the policy and program to employees across the organization through trainings to embed them in the company's culture.	Compliant		
Supplement to Recommendation 15.2			
1. Company has clear and stringent policies and procedures on curbing and penalizing employee involvement in offering, paying and receiving bribes.	Compliant	The Company's Code of Conduct may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/6246a21257e14e7d3532afb4/1648796182473/G900+-+Code+of+Conduct.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's Whistleblowing policy may be accessed through the following link: https://static1.squarespace.com/static/60866e68df6af57b4e8912f9/t/6246a357cd09ef07ac3e29ad/1648796504211/G900+-+Whistleblowing+Policy.pdf	
2. Board establishes a suitable framework for whistleblowing that allows employees to have direct access to an independent member of the Board or a unit created to handle whistleblowing concerns.	Compliant		
3. Board supervises and ensures the enforcement of the whistleblowing	Compliant		

framework.			
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			
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.	Compliant	Relevant information are discussed in the 2020 Sustainability Report, which forms part of the 2020 Annual Report.	
Optional: Principle 16			
1. Company ensures that its value chain is environmentally friendly or is consistent with promoting sustainable development.			
2. Company exerts effort to interact positively with the communities in which it operates.			


SIGNATURES

Pursuant to the requirement of the Securities and Exchange Commission, this Integrated Annual Corporate Governance Report is signed under oath on behalf of Globalport 900, Inc. by the undersigned, in MAKATI CITY on MAY 16 2022.

By:




SHEILA MARIE B. ROMERO
Chairperson and President



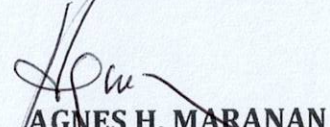
ARIEL R. ARRIOLA
Independent Director



PAUL VINCENT T. CUNANAN
Compliance Officer



DENNIS M. MORADA
Independent Director




AGNES H. MARANAN
Corporate Secretary

SUBSCRIBED AND SWORN to before me this MAY 16 2022 in MAKATI CITY affiants exhibiting to me their competent evidence of identities, as follows:

<u>NAME</u>	<u>GOVERNMENT ISSUED I.D.</u>	<u>DATE OF ISSUE/EXPIRY DATE</u>
SHEILA MARIE B. ROMERO	TIN ID No. 159-497-849	
ARIEL R. ARRIOLA	TIN ID No. 174-737-483	
DENNIS M. MORADA	TIN ID No. 173-360-038	
PAUL VINCENT T. CUNANAN	TIN ID No. 266-779-641	
AGNES H. MARANAN	UMID CRN-0111-7398389-1	

Doc No. 204
Page No. 42
Book No. 11
Series of 2022.


MICHELLE A. VALE CRUZ
NOTARY PUBLIC FOR MAKATI CITY
Roll No. 71772 / Appointment No. M-241
Unit 12-GS KL Tower, 117 Gamboa Street
Legaspi Village, Makati City
IBP No. 183308/01-03-2022/Cavite
PTR No. 8868822/01-18-2022/Makati City
MCLE Compliance No. VI-027525/06-24-19
Commission extended until 30 June 2022