

SECURITIES AND EXCHANGE COMMISSION

SEC FORM - I-ACGR

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

1. For the fiscal year ended
Dec 31, 2024
2. SEC Identification Number
184044
3. BIR Tax Identification Number
000-775-860
4. Exact name of issuer as specified in its charter
JG SUMMIT HOLDINGS, INC.
5. Province, country or other jurisdiction of incorporation
METRO MANILA, PHILIPPINES
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
43rd Floor, Robinsons Equitable Tower, ADB Avenue corner Poveda Street, Ortigas
Center, Pasig City, Metro Manila
Postal Code
1605
8. Issuer's telephone number, including area code
(632) 8633-7631 to 40
9. Former name, former address, and former fiscal year, if changed since last report
N/A

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.





JG Summit Holdings, Inc.

JGS

PSE Disclosure Form I-ACGR - Integrated Annual Corporate Governance Report
Reference: SEC Code of Corporate Governance for Publicly-Listed Companies, PSE Corporate Governance Guidelines, and ASEAN Corporate Governance Scorecard

Description of the Disclosure

Please find attached the Integrated Annual Corporate Governance Report of JG Summit Holdings, Inc. for the year 2024.

Filed on behalf by:

Name	Maria Celia Fernandez-Estavillo
Designation	Chief Legal Officer and Corporate Secretary

COVER SHEET

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S.E.C. Registration Number

J	G		S	U	M	M	I	T		H	O	L	D	I	N	G	S	,		I	N	C	.						
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(Company's Full Name)

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(Business Address: No. Street City/Town/Province)

LAURINDA R. ROGERO
Chief Compliance Officer

Contact Person

8633-7631 to 40

Company Telephone Number

1	2
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Month

3	1
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Day

I	-	A	C	G	R
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FORM TYPE

Last Thursday of May

Month	Day
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Month	Day
Annual Meeting	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

Issuer of Securities under
SEC-BED Order No. 512, Series of 1993; SEC-BED Order No. 623, Series of 1993; SEC-BED Order No. 693, Series of
1994; SEC-BED Order No. 966, Series of 1994; and SEC-CFD Order No. 080, Series of 1998

Secondary License Type, If Applicable

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Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

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Foreign

To be accomplished by SEC Personnel concerned

[illegible]

File Number

LCU

[illegible]

Document I.D.

Cashier

STAMPS

STAMPS

Remarks: pls. use blank ink for scanning purposes



JG SUMMIT HOLDINGS, INC.

43rd FLOOR ROBINSONS EQUITABLE TOWER ADB AVE. COR. POVEDA RD. ORTIGAS CENTER, PASIG CITY
TEL. NO.: 633-7631 to 40, 240-8801 FAX NO.: 633-9207, 240-9106

28 May 2025

SECURITIES AND EXCHANGE COMMISSION (SEC)

G/F Secretariat Building
PICC Complex, Roxas Boulevard, Pasay City

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

THE PHILIPPINE STOCK EXCHANGE, INC. (PSE)

6/F PSE Tower
5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

Attention: **Ms. Stefanie Ann B. Go**
Officer in Charge, Disclosure Department

Re: **Integrated Annual Corporate Governance Report for the year ended 2024**

In compliance with the SEC Memorandum Circular No. 15, Series of 2017 on the submission of the Integrated Annual Corporate Governance Report (I-ACGR), we hereby submit to the Commission the attached I-ACGR of JG Summit Holdings, Inc. (JGSHI) for the year ended 2024.

Laurinda Rogero
LAURINDA R. ROGERO
CHIEF COMPLIANCE OFFICER
TIN # 235-138-924



SEC FORM – I-ACGR

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

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|----|---|--|
| 1. | For the calendar year ended | 2024 |
| 2. | SEC Identification Number SEC Registration No. | 184044 |
| 3. | BIR Tax Identification No. | 000-775-860-000 |
| 4. | Exact name of issuer as specified in its charter | JG SUMMIT HOLDINGS, INC. |
| 5. | Metro Manila, Philippines | 6. <input type="text"/> (SEC Use Only) |
| | Province, Country or other jurisdiction of incorporation or organization | Industry Classification Code: |
| | 43 RD Floor, Robinsons Equitable Tower, ADB Ave.,
Corner Poveda Road St. Ortigas Center, Pasig City | 1605 |
| 7. | Address of principal office | Postal Code |
| | (632) 8633-7631 to 40 | |
| 8. | Issuer's telephone number, including area code | |
| | None | |
| 9. | Former name, former address, and former fiscal year, if changed since last report. | |



**INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT
AS OF DECEMBER 31, 2024**

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT			
	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
The Board's Governance Responsibilities			
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.			
Recommendation 1.1			
1. Board is composed of directors with collective working knowledge, experience or expertise that is relevant to the company's industry/sector.	Compliant	<p>[Provide information or link/reference to a document containing information on the following:</p> <ol style="list-style-type: none"> 1. Academic qualifications, industry knowledge, professional experience, expertise and relevant trainings of directors 2. Qualification standards for directors to facilitate the selection of potential nominees and to serve as benchmark for the evaluation of its performance] <p>The Company recognizes the benefits of having a diverse Board and its value in maintaining sound corporate governance while achieving strategic objectives and sustainable growth. Each Director provides a unique business perspective, experience and set of skills, all valuable to the Company. The Directors' biographical details are set out in the Annual Report, Definitive Information Statement, and Company Website, as enumerated below.</p>	
2. Board has an appropriate mix of competence and expertise.	Compliant		
3. Directors remain qualified for their positions individually and collectively to enable them to fulfill their roles and responsibilities	Compliant	<ol style="list-style-type: none"> 1. The qualification standards for directors are provided in the following: <p>Revised Corporate Governance Manual ("RCGM"), 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 2. Qualifications for or Disqualifications from Directorship, pp. 11-13, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT			
	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
and respond to the needs of the organization.		<p>Board Charter, JGSHI Website, Corporate Governance>Board and Board Committees, https://www.jgsummit.com.ph/docs/2023/06/Board Charter.pdf</p> <p>Amended By-Laws, 14 July 2023, Article III. Board of Directors, Section 12. Guidelines on the Nomination and Election of Independent Directors, B. Qualifications of Independent Directors, pp. 13-14, https://www.jgsummit.com.ph/corporate-governance/articles-of-incorporation-and-by-laws</p> <p>2. The academic qualifications, industry knowledge, professional experience, expertise, diverse composition, and relevant trainings of the Directors are disclosed in the following:</p> <p>Definitive Information Statement (“DIS”), SEC Form 20-IS, 2024, Profiles of the Nominees for Election to the Board of Directors for the Year 2024, pp. 13-16, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>DIS, SEC Form 20-IS, 2025, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, 129-132, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>Annual and Sustainability Report (“ASR”), SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, pp. 82-</p>	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (g) Trainings and Continuing Education Programs for the Directors and Key Officers, pp. 26-27, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 2. Board Diversity, p. 337; 4. Board Competencies (Matrix), pp. 337-338; E. Board Trainings, pp. 352-353, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Board of Directors, JGSHI Website, Corporate Governance>Board and Board Committees>Board Profile, https://www.jgsummit.com.ph/corporate-governance/board-profile</p> <p>Corporate Governance Training of Directors and Officers, JGSHI Website, Corporate Governance>Board and Board Committees>Board Development, https://www.jgsummit.com.ph/corporate-governance/board-development (See Certificates here: https://www.jgsummit.com.ph/docs/2025/04/CG%20JG_2024%20D%26Os%20CG%20Training%20%2804.22.2025%29.pdf)</p>	
Recommendation 1.2			
1. Board is composed of a majority of	Compliant	[Identify or provide link/reference to a document identifying the directors and the type of their directorships]	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
nonexecutive directors.		<p>The directors of the Company are elected at the Annual Stockholders' Meeting to hold office until the next succeeding annual meeting and until their respective successors have been elected and qualified. In 2024, the composition of the Board, all of whom possess the necessary qualifications and none of the disqualifications, is as follows: Non-Executive and Non-Independent Directors (3); Non-Executive and Independent Directors (4) and Executive Directors and Non-Independent Directors including the President and CEO (2). At present, the Company has one (1) female Non-Executive and Non-Independent Director, and one (1) female Non-Executive and Independent Director elected in the 3 June 2024 shareholders' meeting.</p> <p>DIS, SEC Form 20-IS, 2024, Profiles of the Nominees for Election to the Board of Directors for the Year 2024, pp. 13-16, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>DIS, SEC Form 20-IS, 2025, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, 129-132, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, pp. 82-85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 2. Board Diversity, p. 337, 4. Board Competencies (Matrix), pp. 337-338,</p>	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A 2024.pdf Results of Annual Stockholders Meeting , SEC Form 17-C, 3 June 2024, Election of the Members of the Board of Directors, pp. 2 and 6, https://www.jgsummit.com.ph/docs/2024/06/PSE%20Disclosure%20Form%2024-24%20%E2%80%93%20Results%20of%20Annual%20Stockholders%E2%80%99%20Meeting%20held%20on%20June%203%2C%202024.pdf Board of Directors , JGSHI Website, Corporate Governance>Board and Board Committees>Board Profile, https://www.jgsummit.com.ph/corporate-governance/board-profile	
Recommendation 1.3			
1. Company provides in its Board Charter and Manual on Corporate Governance a policy on training of directors.	Compliant	[Provide link or reference to the company's Board Charter and Manual on Corporate Governance relating to its policy on training of directors.] RCGM , 13 November 2024, Article IX. Communication, Education and Training, B. Education and Training, p. 46, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual Board Charter , JGSHI Website, Governance>Board and Board Committees, p.12, https://www.jgsummit.com.ph/docs/2023/06/Board Charter.pdf	
2. Company has an orientation program for first time directors.	Compliant	[Provide information or link/reference to a document containing information on the orientation program and trainings of directors for the previous year, including the number of hours attended and topics covered.]	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT

	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
3. Company has relevant annual continuing training for all directors.	Compliant	<p>Information on the training requirement and compliance of directors are found in the following:</p> <p>RCGM, 13 November 2024, Article IX. Communication, Education and Training, B. Education and Training, p. 46, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (g) Trainings and Continuing Education Programs for the Directors and Key Officers, pp. 26-27, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, E. Board Trainings, pp. 352-353, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Corporate Governance Training of Directors and Officers, JGSHI Website, Corporate Governance>Board and Board Committees>Board Development, https://www.jgsummit.com.ph/corporate-governance/board-development (See Certificates here: https://www.jgsummit.com.ph/docs/2025/04/CG%20JG_2024%20D%26Os%20CG%20Training%20%2804.22.2025%29.pdf)</p>	
Recommendation 1.4			
1. Board has a policy on board diversity.	Compliant	<p>[Provide information on or link/reference to a document containing information on the company's board diversity policy.</p> <p>Indicate gender composition of the board.]</p>	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT			
	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>The Company recognizes the benefits of having a diverse Board and its value in maintaining sound corporate governance while achieving strategic objectives and sustainable growth. Board diversity shall be considered from varied aspects when structuring the Board's composition including but not limited to gender, age, culture and educational background, geographical location, professional experience, skills, knowledge, and length of service of directors, among others.</p> <p>At present, the Company has one (1) female Non-Executive and Non-Independent Director, and one (1) female Non-Executive and Independent Director elected in the 3 June 2024 shareholders' meeting.</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 1. Composition of the Board of Directors, pp. 10-11; Section 3.2.4, Duties and Functions of the Board, p. 14, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 2. Board Diversity, p. 337, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Board Diversity Policy, JGSHI Website, Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/board-diversity-policy</p>	
Optional: Recommendation 1.4			

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT			
	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
1. Company has a policy on and discloses measurable objectives for implementing its board diversity and reports on progress in achieving its objectives.	Compliant	<p>[Provide information on or link/reference to a document containing the company's policy and measurable objectives for implementing board diversity.</p> <p>Provide link or reference to a progress report in achieving its objectives.]</p> <p>In line with the RCGM, Board Diversity Policy, and Nomination and Election Policy framework, the Board through the Governance, Nomination, Remuneration and Sustainability Committee ("GNRSC") reviewed the structure, size and composition of the Board. In accordance with its objectives to have at least four (4) Non-Executive and Independent Directors, one of whom shall be female, with each director having diverse backgrounds in various fields advantageous to the businesses of the Company and possessing all the qualifications and none of the disqualifications, the GNRSC, on 7 April 2024, approved the nomination of a new Non-Executive and Independent Director for election to the Board of Directors on 15 May 2024 during the 2024 Annual Stockholders' Meeting.</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 1. Composition of the Board of Directors, pp.10-11; Section 3.2.4, Duties and Functions of the Board, p. 14, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 2. Board Diversity; 3. Nomination and Election, p. 337, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT			
	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>Board Diversity Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/board-diversity-policy</p> <p>Board Nomination and Election Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/board-nomination-and-election-policy</p> <p>DIS, SEC Form 20-IS, 2024, Profiles of the Nominees for Election to the Board of Directors for the Year 2024, pp. 13-16, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>DIS, SEC Form 20-IS, 2025, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, pp. 129-132, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, pp. 82-85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 2. Board Diversity, p. 337; 4. Board Competencies (Matrix), pp. 337-338; F. Board Performance Assessment, pp. 353-354, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT			
	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>Board Assessment, JGSHI Website, Corporate Governance>Board and Board Committees>Board Development, https://www.jgsummit.com.ph/corporate-governance/board-development; Board Self-Assessment Questionnaires are likewise found in said link.</p> <p>Board Composition and Diversity, JGSHI Website, Corporate Governance>Board and Board Committees>Board Structure, https://www.jgsummit.com.ph/corporate-governance/board-structure</p>	
Recommendation 1.5			
1. Board is assisted by a Corporate Secretary.	Compliant	[Provide information on or link/reference to a document containing information on the Corporate Secretary, including his/her name, qualifications, duties and functions.]	
2. Corporate Secretary is a separate individual from the Compliance Officer.	Compliant	<p>The Company's Corporate Secretary is Atty. Maria Celia H. Fernandez-Estavillo and information regarding her responsibilities and qualifications are found in:</p> <p>PSE Disclosure Form 4-8 - Change in Directors and or Officers, 20 September 2020, SEC Form 17-C, p. 2, https://www.jgsummit.com.ph/docs/2020/10/PSE%20Disclosure%20Form%204-8%20-%20Change%20in%20Directors%20and%20Officers.pdf</p>	
3. Corporate Secretary is not a member of the Board of Directors.	Compliant	<p>RCGM, 13 November 2024, Article III. Governance Structure, E. The Corporate Secretary, Section 1. Qualifications of the Corporate Secretary, pp. 30-31, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT			
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		<p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, pp. 82-85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>DIS, SEC Form 20-IS, 2025, Item 9, Directors and Executive Officers of the Registrant, Executive Officers, No. 2 – Atty. Maria Celia H. Fernandez-Estavillo, p. 133, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Executive Officers, No. 2 – Atty. Maria Celia H. Fernandez-Estavillo, p. 85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, The Corporate Secretary, p. 333, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf The Corporate Secretary, JGSHI Website, Corporate Governance>Board and Board Committees>Board Structure, https://www.jgsummit.com.ph/corporate-governance/board-structure</p>	
4. Corporate Secretary attends training/s on corporate governance.	Compliant	<p>[Provide information or link/reference to a document containing information on the corporate governance training attended, including number of hours and topics covered]</p> <p>The Corporate Secretary attended the following CG Trainings:</p>	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT			
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		<p>DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (g) Trainings and Continuing Education Programs for the Directors and Key Officers, pp. 26-27, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>Corporate Governance Training of Directors and Officers, JGSHI Website, Corporate Governance>Board and Board Committees>Board Development, https://www.jgsummit.com.ph/corporate-governance/board-development (See Certificates here: https://www.jgsummit.com.ph/docs/2025/04/CG%20JG_2024%20D%26Os%20CG%20Training%20%2804.22.2025%29.pdf)</p>	
Optional: Recommendation 1.5			
1. Corporate Secretary distributes materials for board meetings at least five business days before scheduled meeting.	Compliant	<p>[Provide proof that corporate secretary distributed board meeting materials at least five business days before scheduled meeting]</p> <p>Materials to the meeting were distributed in accordance with the By-Laws and RCGM:</p> <p>Amended By-Laws of JG Summit Holdings, Inc. ("Amended By-Laws"), 14 July 2023, Article III. Board of Directors, Section 5. Notice of Meetings, p. 11, https://www.jgsummit.com.ph/corporate-governance/articles-of-incorporation-and-by-laws</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 6.3. Board Meetings and Quorum Requirement, p. 18, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT			
	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>ASR, SEC Form 17-A, Sustainability Report, 2024, 1. General Requirements: Quorum, Notification, Frequency, paragraph 1, pp. 339-340, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
Recommendation 1.6			
1. Board is assisted by a Compliance Officer.	Compliant	[Provide information on or link/reference to a document containing information on the Compliance Officer, including his/her name, position, qualifications, duties and functions.]	
2. Compliance Officer has a rank of Senior Vice President or an equivalent position with adequate stature and authority in the corporation.	Compliant	<p>The Company's Chief Compliance Officer is Atty. Laurinda R. Rogero, who was appointed on March 30, 2022. This information is disclosed in: [Amend-1] PSE Disclosure Form 4-8 – Change in Directors and/or Officers, 1 April 2022, SEC Form 17-C, p. 2, https://www.jgsummit.com.ph/docs/2022/04/%5BAmend-1%5D%20PSE%20Disclosure%20Form%204-8%20-%20Change%20in%20Directors%20and%20Officers.pdf</p> <p>The Chief Compliance Officer's responsibilities and qualifications are found in:</p>	
3. Compliance Officer is not a member of the board.	Compliant	<p>RCGM, 13 November 2024, Article III. Governance Structure, H. Chief Compliance Officer, Section 1. Appointment of the Chief Compliance Officer, p. 38, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, pp. 82-85,</p>	

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		<p>https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>DIS, SEC Form 20-IS, 2025, Item 9, Directors and Executive Officers of the Registrant, Executive Officers, No. 9 - Atty. Laurinda R. Rogero, p. 134, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Executive Officers, No. 10 - Atty. Laurinda R. Rogero, p. 87, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, The Chief Compliance Officer, p. 334, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>The Chief Compliance Officer, JGSHI Website, Corporate Governance>Board and Board Committees>Board Structure, https://www.jgsummit.com.ph/corporate-governance/board-structure</p>	
4. Compliance Officer attends training/s on corporate governance.	Compliant	<p>[Provide information on or link/reference to a document containing information on the corporate governance training attended, including number of hours and topics covered]</p> <p>The Chief Compliance Officer attended the following CG Trainings:</p>	

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		<p>DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (g) Trainings and Continuing Education Programs for the Directors and Key Officers, pp. 26-27, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>Corporate Governance Training of Directors and Officers, JGSHI Website, Corporate Governance>Board and Board Committees>Board Development, https://www.jgsummit.com.ph/corporate-governance/board-development (See Certificates here: https://www.jgsummit.com.ph/docs/2025/04/CG%20JG_2024%20D%26Os%20CG%20Training%20%2804.22.2025%29.pdf)</p>	
<p>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.</p>			
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	<p>[Provide information or reference to a document containing information on how the directors performed their duties (can include board resolutions, minutes of meeting)]</p> <p>DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (i). Appraisals and Performance Report for the Board, pp. 28-29, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, C. Board and Board Committee Meetings, pp. 338-340,</p>	

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		https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	
Recommendation 2.2			
1. Board oversees the development, review and approval of the company's business objectives and strategy.	Compliant	<p>[Provide information or link/reference to a document containing information on how the directors performed this function (can include board resolutions, minutes of meeting)]</p> <p>Indicate frequency of review of business objectives and strategy]</p> <p>JG Summit Holdings, Inc. adopts the long-term strategic planning framework called OGSM (Objectives, Goals, Strategies and Measures). It begins with a purpose, an inspiring articulation of the company's reason for being and the role it plays in the lives of its stakeholders; the vision for the next 3-5 years; the financial and non-financial goals, the strategic choices about where to compete, and the strategies to be employed to win.</p>	
2. Board oversees and monitors the implementation of the company's business objectives and strategy.	Compliant	<p>In 2019, we have redefined JGSHI's purpose and values; stated our 5-year ambitions, goals, and key strategic directions; enabled the Strategic Business Units (SBUs) to craft their own 5-year strategies as guided by the parent company's ambitions and their cascaded portfolio roles within the conglomerate; as well as emerged the need to revisit the parenting strategy, the role of the Corporate Center Units (CCU) and how it can be a strong enabler for the SBUs.</p> <p>In 2021, the group revisited its 5-year OGSM in light of the COVID-19 disruption. The updated OGSM was presented to and approved by the BOD during its meeting on November 11, 2021. The BOD also regularly reviews and monitors the execution of the OGSM through discussions of the JGSHI's CEO Scorecard, the group's quarterly financial</p>	

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		<p>performance, and updates on its How-to-Win strategies. This information is found in the Company Strategy and Objective, JGSHI Website, Corporate Governance>Overview, https://www.jgsummit.com.ph/corporate-governance/company-strategy-and-objective</p> <p>The following contain the information on how the directors performed and continue to perform this function:</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 3.2.2, Responsibilities, Duties and Functions of the Board, p. 14, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>DIS, SEC Form 20-IS, 2025, Notes to Consolidated Financial Statements; Note 6. Segment Information, pp. 232-233, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Statement of Management's Responsibility for Financial Statements, p. 96; Notes to Consolidated Financial Statements; Note 6. Segment Information, pp. 186-187, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
Supplement to Recommendation 2.2			
1. Board has a clearly defined and updated	Compliant	<p>[Indicate or provide link/reference to a document containing the company's vision, mission and core values.</p> <p>Indicate frequency of review of the vision, mission and core values.]</p>	

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vision, mission and core values.		<p>The Company's vision/ambition, mission/purpose and core values can be found in the Company Website, which is reviewed annually in accordance with the RCGM:</p> <p>Our Purpose, Core Values and Ambition, JGSHI Website, About Us, https://www.jgsummit.com.ph/our-company/purpose-values-and-ambition</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, A. Section 3.2.8, Duties and Functions of the Board, p.14, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>JGS' OGSM framework begins with a purpose, an inspiring articulation of the company's reason for being and the role it plays in the lives of its stakeholders; the vision for the next 3-5 years; the financial and non-financial goals, the strategic choices we make about where to compete, and the strategies we will employ to win. This information is found in the Digital Annual & Sustainability Report, 2019, JGSHI Website, Investor Relations>Annual Reports, https://www.jgsummit.com.ph/investor-relations/annual-reports</p> <p>In 2021, the Company revisited its 5-year Objective, Goals, Strategies, and Measures ("OGSM") framework in light of the COVID-19 disruption. The updated OGSM was presented to and approved by the Board on 11 November 2021. The Board regularly reviews and monitors the execution of the OGSM through discussions of JG Summit's CEO Scorecard, the Company's quarterly financial performance, and updates on its How-to-Win strategies during its quarterly meetings. This information is found in the Digital Annual & Sustainability Report, 2021,</p>	

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		JGSHI Website, Investor Relations>Annual Reports, https://www.jgsummit.com.ph/investor-relations/annual-reports	
2. Board has a strategy execution process that facilitates effective management performance and is attuned to the company's business environment, and culture.	Compliant	<p>[Provide information on or link/reference to a document containing information on the strategy execution process.]</p> <p>JG Summit Holdings, Inc. adopts the long-term strategic planning framework called OGSM (Objectives, Goals, Strategies and Measures). It begins with a purpose, an inspiring articulation of the company's reason for being and the role it plays in the lives of its stakeholders; the vision for the next 3-5 years; the financial and non-financial goals, the strategic choices about where to compete, and the strategies to be employed to win.</p> <p>In 2019, we have redefined JGSHI's purpose and values; stated our 5-year ambitions, goals, and key strategic directions; enabled the Strategic Business Units (SBUs) to craft their own 5-year strategies as guided by the parent company's ambitions and their cascaded portfolio roles within the conglomerate; as well as emerged the need to revisit the parenting strategy, the role of the Corporate Center Units (CCU) and how it can be a strong enabler for the SBUs.</p> <p>In 2021, the group revisited its 5-year OGSM in light of the COVID-19 disruption. The updated OGSM was presented to and approved by the BOD during its meeting on November 11, 2021. The BOD also regularly reviews and monitors the execution of the OGSM through discussions of the JGSHI's CEO Scorecard, the group's quarterly financial performance, and updates on its How-to-Win strategies. This information is found in the Company Strategy and Objective, JGSHI Website, Corporate Governance>Overview, https://www.jgsummit.com.ph/corporate-governance/company-strategy-and-objective</p>	

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		<p>RCGM, 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 3.2.2 and 3.2.10, Duties and Functions of the Board, pp.14-15; Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, A and B. Shareholders and Other Stakeholders, pp. 41-44, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part 1. Business and General Information, pp. 5-50; https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Investor Relations Program, JGSHI Website, Investor Relations, https://www.jgsummit.com.ph/investor-relations/investor-relations-program</p>	
Recommendation 2.3			
1. Board is headed by a competent and qualified Chairperson.	Compliant	<p>[Provide information or reference to a document containing information on the Chairperson, including his/her name and qualifications]</p> <p>The Company's Chairman is Mr. James L. Go and information regarding his responsibilities and qualifications are found in:</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, C. The Chairman, pp. 28-29, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>DIS, SEC Form 20-IS, 2024, Profiles of the Nominees for Election to the Board of Directors for the Year 2024, No. 1 - Mr. James L. Go, p. 13,</p>	

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		https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf DIS , SEC Form 20-IS, 2025, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, 1. Mr. James L. Go, p. 130, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf ASR , SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, 1. Mr. James L. Go, p. 83, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	
Recommendation 2.4			
1. Board ensures and adopts an effective succession planning program for directors, key officers and management.	Compliant	[Disclose and provide information or link/reference to a document containing information on the company's succession planning policies and programs and its implementation] RCGM , 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 3.2.3, Duties and Functions of the Board, p. 14, Section 5.1.5, Internal Control Responsibilities of the Board, p. 17, B. Board Committees, Section 3.3.4, Functions of the GNRSC, pp. 26-28, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual	
2. Board adopts a policy on the retirement for directors and key officers.	Compliant	Succession Planning and Remuneration Policy , JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/succession-planning-and-remuneration-policy	

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Recommendation 2.5			
1. Board aligns the remuneration of key officers and board members with long-term interests of the company.	Compliant	<p>[Provide information on or link/reference to a document containing information on the company's remuneration policy and its implementation, including the relationship between remuneration and performance.]</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, B. Governance, Nomination, Remuneration and Sustainability Committee, Section 3.3.7, Functions of the GNRSC, p. 27; Section 7 Remuneration of Directors and Officers p.18, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	
2. Board adopts a policy specifying the relationship between remuneration and performance.	Compliant	<p>Succession Planning and Remuneration Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, Nos. 12 and 13, Remuneration and Compensation Structure, p. 4 https://www.jgsummit.com.ph/corporate-governance/company-policies/succession-planning-and-remuneration-policy</p>	
3. Directors do not participate in discussions or deliberations involving his/her own remuneration.	Compliant	<p>ASR, SEC Form 17-A, Sustainability Report, Performance-enhancing mechanisms for employee participation: <i>Rewards policy that accounts for the company's performance in the long term, and Performance-Based Compensation</i>, p. 328, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A_2024.pdf</p>	
Optional: Recommendation 2.5			
1. Board approves the remuneration of	Compliant	<p>[Provide proof of board approval]</p> <p>On April 2, 2024, the Board of Directors approved the estimated compensation for 2024 of the Corporation's Chief Executive Officer</p>	

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senior executives.		<p>(CEO) and the four (4) most highly compensated executive officers. See: DIS, SEC Form 20-IS, 2024, Item 6. Compensation of Directors and Executive Officers, (a) Summary Compensation Table, pp. 29-30, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 10. Executive Compensation, p. 89, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A 2024.pdf</p>	
2. Company has measurable standards to align the performance-based remuneration of the executive directors and senior executives with long-term interest, such as claw back provision and deferred bonuses.	Compliant	<p>On a longer time-horizon, incentive for key management personnel including C-Suite officers are increased by a factor of 10% if the company's targets over a 3 year period, as imbedded in the CEO's Annual Scorecard (KPIs), are met.</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 3. Employees, p. 326, Employee Benefits, pp. 438-439; and B.3.2 Performance-enhancing mechanisms for employee participation, p. 328, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A 2024.pdf</p>	
Recommendation 2.6			

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1. Board has a formal and transparent board nomination and election policy.	Compliant	[Provide information or reference to a document containing information on the company's nomination and election policy and process and its implementation, including the criteria used in selecting new directors, how the shortlisted candidates and how it encourages nominations from shareholders.	
2. Board nomination and election policy is disclosed in the company's Manual on Corporate Governance.	Compliant	Provide proof if minority shareholders have a right to nominate candidates to the board Provide information if there was an assessment of the effectiveness of the Board's processes in the nomination, election or replacement of a director.] The Corporation respects and recognizes the right of minority shareholders to nominate directors in accordance with Article II, Section 8(b) of the Corporation's Amended By-Laws. See: Amended By-Laws , Article II. Meetings of Stockholders, Section 8 (b), pp. 6-7, https://www.jgsummit.com.ph/docs/2023/07/JGS%20Amended%20By-Laws%20dated%20July%2014%2C%202023.pdf	
3. Board nomination and election policy includes how the company accepted nominations from minority shareholders.	Compliant	RCGM , 13 November 2024, Article III. Governance Structure, B. Governance, Nomination, Remuneration and Sustainability Committee, Section 3.3.6, Functions of the GNRSC, p.27, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual	
4. Board nomination and election policy includes how the board shortlists candidates.	Compliant	Board Nomination and Election Policy , JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/board-nomination-and-election-policy	

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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	<p>DIS, SEC Form 20-IS, 2024, Explanation of Agenda Items for Stockholders Approval, Election of Board of Directors, p. 9, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, F. Board Performance Assessment, pp. 353-354, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Board Assessment, JGSHI Website, Corporate Governance>Board and Board Committees>Board Development, https://www.jgsummit.com.ph/corporate-governance/board-development; Board Self-Assessment Questionnaires are likewise found in said link.</p> <p>Board Diversity Policy, JGSHI Website, Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/board-diversity-policy</p>	
6. Board has a process for identifying the quality of directors that is aligned with the strategic direction of the company.	Compliant	<p>Board Diversity Policy, JGSHI Website, Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/board-diversity-policy</p>	
Optional: Recommendation to 2.6			
1. Company uses professional search firms or other external sources of candidates (such as director databases set	Compliant	<p>[Identify the professional search firm used or other external sources of candidates.]</p> <p>On 29 March 2023, the Board approved as a policy to use professional search firms or other external sources of candidates when searching for candidates to the board of directors.</p> <p>This information is disclosed in the following:</p>	

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up by director or shareholder bodies) when searching for candidates to the board of directors.		<p>PSE Disclosure Form 4-30 Material Information/Transactions re Results of the BOD's Regular Meeting, SEC Form 17-C, Item 3, p. 3, https://www.jgsummit.com.ph/docs/2023/03/PSE%20Disclosure%20Form%204-30%20Material%20Information%20Transactions%20re%20Results%20of%20the%20BOD%27s%20Regular%20Meeting.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 3. Nomination and Election, p. 337, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>DIS, SEC Form 20-IS, 2024, Explanation of Agenda Items for Stockholders Approval, Election of Board of Directors, p. 9, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>RCGM, 13 November 2024, Section 3.3.5., Functions of the GNRSC, p. 27, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>GNRSC Charter, Section 4.5 Duties and Responsibilities, p. 2, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p> <p>Board Nomination and Election Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/board-nomination-and-election-policy</p>	
Recommendation 2.7			

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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	<p>[Provide information on or reference to a document containing the company's policy on related party transaction, including policy on review and approval of significant RPTs</p> <p>Identify transactions that were approved pursuant to the policy.]</p> <p>RCGM, 13 November 2024, Article III, Governance Structure, A. Board of Directors, Section 3.2.5, Duties and Functions of the Board, p. 14; Section 5.2. Internal Control Responsibilities of the Board, p. 17, B. Board Committees, Section 2.1.2. Role of the AURROC, p. 20; Section 2.3.2 Functions of the AURROC – RPT, pp. 22-24, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>It is the policy of the Company to conduct all Related Party Transactions ("RPT") on an arm's length basis, on fair and reasonable terms and conditions no less favorable than any such terms available to unrelated third parties under the same or similar circumstances.</p>	
2. RPT policy includes appropriate review and approval of material RPTs, which guarantee fairness and transparency of the transactions.	Compliant	<p>Material Related Party Transactions Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/related-party-transactions-policy</p> <p>All related party transactions for the financial year (2024) are related to the regular business operations consummated on an arms-length basis.</p>	
3. RPT policy encompasses all entities within the group, taking into	Compliant	<p>The Company and its subsidiaries and affiliates, in their regular conduct of business, have engaged in arm's length transactions with each other and with other affiliated companies, consisting principally of sales and purchases at market prices and advances made and obtained. See: ASR, SEC Form 17-A, Annual Report, 2024, Item 12.</p>	

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account their size, structure, risk profile and complexity of operations.		Certain Relationships and Related Transactions, p. 92; Audited Financial Statements, Notes to Financial Statements, Note 40, Related Party Transactions, pp. 265-272, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	
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 disclosed, and those that need prior shareholder approval. The aggregate amount of RPTs within any	Compliant	<p>[Provide information on a materiality threshold for RPT disclosure and approval, if any.</p> <p>Provide information on RPT categories]</p> <p>Material Related Party Transactions Policy, JGSHI Website, Corporate Governance>CG Manual and Policies; Definition of Terms No. 8. Materiality Threshold, p. 4; Approval of MRPT, Items 4 and 5, p. 7, https://www.jgsummit.com.ph/corporate-governance/company-policies/related-party-transactions-policy</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Approval requirements and limits on the amount and extent of related party transactions, p. 272, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	

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twelve (12) month period should be considered for purposes of applying the thresholds for disclosure and approval.			
2. Board establishes a voting system whereby a majority of non-related party shareholders approve specific types of related party transactions during shareholders' meetings.	Compliant	<p>[Provide information on voting system, if any.]</p> <p>Should the transactions require shareholders' approval during an ASM, JGSHI will provide its shareholders with complete information of the RPTs as stated in the MRPT Policy on RPTs. The voting procedures are found in the following:</p> <p>Material Related Party Transactions Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/related-party-transactions-policy</p> <p>There were no matters submitted to a vote of security holders during the fourth quarter of the year covered by this report. See the following:</p> <p>DIS, SEC Form 20-IS, 2025, Item 4. Submission of Matters to a Vote of Security Holders, p. 97, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p>	

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		ASR , SEC Form 17-A, Annual Report, 2024, Item 4. Submission of Matters to a Vote of Security Holders, p. 50, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	
Recommendation 2.8			
1. Board is primarily responsible for approving the selection of Management led by the Chief Executive Officer (CEO) and the heads of the other control functions (Chief Risk Officer, Chief Compliance Officer and Chief Audit Executive).	Compliant	<p>[Provide information on or reference to a document containing the Board's policy and responsibility for approving the selection of management.</p> <p>Identity the Management team appointed]</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 3.2.6. Duties and Functions of the Board, p. 14, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Succession Planning and Remuneration Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, General Policies No. 4, p. 2, https://www.jgsummit.com.ph/corporate-governance/company-policies/succession-planning-and-remuneration-policy</p> <p>Appointed members of Management are found in the following:</p> <p>Amended General Information Sheet ("Amended GIS"), 2024, List of Officers, pp. 6-8, https://www.jgsummit.com.ph/docs/2024/07/JGS%20General%20Information%20Sheet%202024.pdf</p> <p>DIS, SEC Form 20-IS, 2025 - Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the</p>	

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		<p>Registrant, No. 2 President and CEO, 130; No. 5 Chief Finance and Risk Officer, pp. 133-134; No. 8 Chief Audit Executive, p. 134; No. 9 Chief Compliance Officer, p. 134, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Executive Officers, pp. 85-88, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</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).	Compliant	<p>[Provide information on or reference to a document containing the Board's policy and responsibility for assessing the performance of management.</p> <p>Provide information on the assessment process and indicate frequency of assessment of performance.]</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 3.2.6. Duties and Functions of the Board, p. 14, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Succession Planning and Remuneration Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, General Policies No. 6, pp. 2-3, https://www.jgsummit.com.ph/corporate-governance/company-policies/succession-planning-and-remuneration-policy</p>	

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		<p>ASR, SEC Form 17-A, Sustainability Report, 2024, F. Board Performance Assessment, pp. 353-354, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Board Assessment, JGSHI Website, Corporate Governance>Board and Board Committees>Board Development, https://www.jgsummit.com.ph/corporate-governance/board-development; Board Self-Assessment Questionnaires are likewise found in said link.</p> <p>Senior Executive's performance is assessed annually after the end of the Financial Year. This is covered by the Company's annual Performance Appraisal exercise in Darwinbox.</p>	
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	<p>[Provide information on or link/reference to a document containing the Board's performance management framework for management and personnel.]</p> <p>Senior Executive's performance is assessed annually after the end of the Financial Year. This is covered by the Company's annual Performance Appraisal exercise in Darwinbox.</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 7. Remuneration of Directors and Officers, p. 18, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	

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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	Succession Planning and Remuneration Policy , JGSHI Website, Corporate Governance>CG Manual and Policies, General Policies No. 12.3, and 13, p. 4, https://www.jgsummit.com.ph/corporate-governance/company-policies/succession-planning-and-remuneration-policy	
Recommendation 2.10			
1. Board oversees that an appropriate internal control system is in place.	Compliant	[Provide information on or link/reference to a document showing the Board's responsibility for overseeing that an appropriate internal control system is in place and what is included in the internal control system] RCGM , 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 3.2.7 and 3.2.17 Duties and Functions of the Board, pp. 14-15; Section 5.1.5, Internal Control Responsibilities of the Board, p. 17; B. Board Committees, Section 2.1, Role of the AURROC, pp. 19-20; Section 3.3.8 and 3.3.9, Functions of the GNRSC, pp. 27, F. Internal Audit, Section 1. Role of the Internal Audit, p. 31, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual	
2. The internal control system includes a mechanism for monitoring and managing potential conflict of interest of the Management,	Compliant	Annual Statement of Internal Controls and Compliance System Attestation , JGSHI Website, Corporate Governance>Shareholders>	

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members and shareholders.		<p>Internal Controls, paragraph 2, https://www.jgsummit.com.ph/corporate-governance/internal-controls; See also: https://www.jgsummit.com.ph/docs/2025/04/Statement%20of%20Internal%20Controls%20and%20Compliance%20System%20Attestation%20for%202024.pdf</p> <p>Conflict of Interest Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/conflict-of-interest-policy</p>	
3. Board approves the Internal Audit Charter.	Compliant	<p>[Provide reference or link to the company's Internal Audit Charter]</p> <p>The Internal Audit Charter of the Company is reviewed periodically and is presented to the Audit, Related Party Transactions and Risk Oversight Committee ("AURROC") for approval.</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, F. Internal Audit, Section 4. Responsibilities of Internal Audit, Section 4.1., p. 33, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>On 8 May 2024, the Board approved the revised Internal Audit Charter.</p> <p>Internal Audit Charter, JGSHI Website, Corporate Governance>Shareholders> Internal Controls, https://www.jgsummit.com.ph/corporate-governance/internal-controls</p>	
Recommendation 2.11			
1. Board oversees that the company has in	Compliant	[Provide information on or link/reference to a document showing the Board's oversight responsibility on the establishment of a sound	

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place a sound enterprise risk management (ERM) framework to effectively identify, monitor, assess and manage key business risks.		<p>enterprise risk management framework and how the board was guided by the framework.</p> <p>Provide proof of effectiveness of risk management strategies, if any.]</p> <p>RCGM, 13 November 2024, Article III, Governance Structure, A. Board of Directors, Section 3.2.7. Duties and Functions of the Board, p. 14, B. Board Committees, Section 2.1.3. Role of the AURROC, p. 20, G. Enterprise Risk Management, Sections 1-4, pp. 36-38, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</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	<p>DIS, SEC Form 20-IS, 2025, 4. Financial Risk Management Objectives and Policies, pp. 213-227; Enterprise Risk Management, p. 213, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, 4. Financial Risk Management Objectives and Policies, pp. 167-181; Enterprise Risk Management, p. 167, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A 2024.pdf</p>	
Recommendation 2.12			

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1. Board has a Board Charter that formalizes and clearly states its roles, responsibilities and accountabilities in carrying out its fiduciary role.	Compliant	[Provide link to the company's website where the Board Charter is disclosed.] Board Charter , JGSHI Website, Corporate Governance>Board and Board Committees, https://www.jgsummit.com.ph/docs/2023/06/Board Charter.pdf	
2. Board Charter serves as a guide to the directors in the performance of their functions.	Compliant		
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	[Provide information on or link/reference to a document showing company's insider trading policy.] Insider Trading Policy , JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/insider-trading-policy	
Optional: Principle 2			

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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	<p>[Provide information on or link/reference to a document showing company's policy on granting loans to directors, if any.]</p> <p>DOSRI Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/directors-officers-stockholders-and-related-interests-dosri</p> <p>The dealings of the Company with any of its Directors, Officers, Stockholders and Related Interests (DOSRI) and Related Parties shall be in the regular course of business and upon terms not less favorable to the Company than those offered to others. Related Party Transactions (RPTs) are generally allowed, provided they are done on an arm's length basis. Loans or advances to and from individual directors, including Company's directors, officers, and substantial shareholders and their spouses and relatives within the fourth civil degree of consanguinity or affinity, legitimate or common-law, who have control, joint control or significant influence over the Company are covered by our policy on MRPTs and is identified under the policy's coverage and materiality threshold to ensure transactions are conducted at arm's length and fairly.</p> <p>Material Related Party Transactions Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/related-party-transactions-policy</p>	
2. Company discloses the types of decision requiring board	Compliant	<p>[Indicate the types of decision requiring board of directors' approval and where there are disclosed.]</p> <p>Amended By-Laws, 14 July 2023, Article III. Board of Directors, Section 1. Powers of the Board, pp. 9-10,</p>	

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of directors' approval.		https://www.jgsummit.com.ph/corporate-governance/articles-of-incorporation-and-by-laws Results of Annual Stockholders Meeting , SEC Form 17-C, 3 June 2024, List of other material resolutions, transactions and corporate actions approved by the stockholders, Item 3, p. 3; 11. Item 9, No. 3, third bullet, p. 6, https://www.jgsummit.com.ph/docs/2024/06/PSE%20Disclosure%20Form%2024-24%20%E2%80%93%20Results%20of%20Annual%20Stockholders%E2%80%99%20Meeting%20held%20on%20June%203%2C%202024.pdf Minutes of the Annual Meeting of Stockholders , 2024, Part VII. Ratification of All Acts of the Board of Directors and Its Committees, Officers and Management since the Last Annual Meeting, pp. 7-9, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=minutes_stockholders&year=all&sort=newest	
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			
1. Board establishes board committees that focus on specific board	Compliant	[Provide information or link/reference to a document containing information on all the board committees established by the company.] The Corporation has established two (2) Board Committees, namely the Governance, Nomination, Remuneration, and Sustainability	

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functions to aid in the optimal performance of its roles and responsibilities.		<p>Committee and the Audit, Related Party Transactions, and Risk Oversight Committee.</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, B. Board Committees, Sections 1-3, Audit, Related Party Transactions and Risk Oversight Committee and Governance, Nomination, Remuneration, and Sustainability Committee, pp. 19-28, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Board Committees Charters, JGSHI Website, Corporate Governance>Board and Board Committees, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p>	
Recommendation 3.2			
1. Board establishes an Audit Committee to enhance its oversight capability over the company's financial reporting, internal control system, internal and external audit processes, and compliance	Compliant	<p>[Provide information or link/reference to a document containing information on the Audit Committee, including its functions.</p> <p>Indicate if it is the Audit Committee's responsibility to recommend the appointment and removal of the company's external auditor.]</p> <p>Information regarding the Company's Audit Committee (renamed to Audit, Related Party Transactions and Risk Oversight Committee by the Board on 11 November 2021), including its functions are disclosed in:</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, B. Board Committees, 2.3. Functions of the AURROC, 2.3.1 Audit, pp. 21-22, , Article V. Accountability and Audit, pp. 39-41, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	

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with applicable laws and regulations.		AURROC Charter , JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, https://www.jgsummit.com.ph/corporate-governance/the-board-committees	
2. Audit Committee is composed of at least three appropriately qualified nonexecutive directors, the majority of whom, including the Chairman is independent.	Compliant	<p>[2. Provide information or link/reference to a document containing information on the members of the Audit Committee, including their qualifications and type of directorship.]</p> <p>[3. Provide information or link/reference to a document containing information on the background, knowledge, skills, and/or experience of the members of the Audit Committee.]</p> <p>[4. Provide information or link/reference to a document containing information on the Chairman of the Audit Committee]</p> <p>The incumbent members of the AURROC have expertise in financial matters. Their professional experiences based on their profiles show that they are individuals who are knowledgeable and have vast exposure on financial issues and who have a solid understanding of accounting principles and audit and finance terms and definitions. As IDs, they bear the responsibility for expressing an opinion on the fairness of the financial statements, the Company's financial position, operational results and cash flows and helping to ensure that those issues conform with generally accepted accounting principles.</p>	
3. All the members of the committee have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.	Compliant	<p>DIS, SEC Form 20-IS, 2025, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, Nos. 6-9, pp. 131-132,</p>	

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4. The Chairman of the Audit Committee is not the Chairman of the Board or of any other committee.	Compliant	<p>https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of Registrant, Directors, Nos. 6-9, pp. 84-85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Results of Organizational Meeting (As Amended), SEC Form 17-C, 5 June 2024, II. Appointment of the following as Chairpersons and Members of the Committees of JGS, p. 7, https://www.jgsummit.com.ph/docs/2024/06/%5BAmended-1%5D%20Results%20of%20Org.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 4. Board Competencies (Matrix), pp. 337-338 AURROC Composition, p. 345, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>AURROC Members, JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p>	
Supplement to Recommendation 3.2			
1. Audit Committee approves all non-audit services conducted by	Compliant	<p>[Provide proof that the Audit Committee approved all non-audit services conducted by the external auditor.]</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, B. Board Committees, B.2. Audit, Related Party Transactions and Risk Oversight Committee (AURROC), Functions of the AURROC, 2.3.1.7, p. 21,</p>	

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the external auditor.		<p>https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>DIS, SEC Form 20-IS, 2025, Item 8. Information on Independent Accountant and other Related Matters, A. External Audit Fees and Services, p. 128, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Item 8. Information on Independent Accountant and other Related Matters, A. External Audit Fees and Services, p. 81, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Audit and Non-Audit-Related Fees, p. 342, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Other Matters - External Auditor and their fees, JGSHI Website, Corporate Governance, Shareholders>Internal Controls, https://www.jgsummit.com.ph/corporate-governance/internal-controls</p>	
2. Audit Committee conducts regular meetings and dialogues with the external audit team	Compliant	<p>[Provide proof that the AURROC conducted regular meetings and dialogues with the external audit team without anyone from management present.]</p> <p>On 29 March 2023, the Board approved the scheduling of a separate annual meeting for the non-executive directors (NEDs) including Independent Directors (IDs) with the external auditor and heads of the internal audit, compliance and risk functions, without any executive</p>	

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without anyone from management present.		<p>present: PSE Disclosure Form 4-30 Material Information/Transactions re Results of the BOD's Regular Meeting, SEC Form 17-C, Item 3, p. 3, https://www.jgsummit.com.ph/docs/2023/03/PSE%20Disclosure%20Form%204-30%20Material%20Information%20Transactions%20re%20Results%20of%20the%20BOD%27s%20Regular%20Meeting.pdf</p> <p>Pursuant to the 29 March 2023 Board approval, on 7 August 2024, the Independent Directors, who are members of AURROC had a meeting with the External Auditor without anyone from management present. On the same date, under the chairmanship of Mr. Go as the Lead Independent Director, the Non-Executive Directors ("NEDs") and Independent Directors ("IDs") had a meeting with the External Auditor ("EA"), Chief Audit Executive ("CAE"), Chief Finance and Risk Officer ("CFRO"), and Chief Compliance Officer ("CCO"), and thereafter, they met without said executives present.</p> <p>This information is found in the following:</p> <p>DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (i). Appraisals and Performance Report for the Board, 5. Non-Executive Directors' Meetings, p. 29, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, C. Board and Board Committee Meetings, 1. General Requirements: Quorum, Notification, Frequency, paragraph 2, p. 339, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	

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		Board Meetings , JGSHI Website, Corporate Governance>Board and Board Committee, https://www.jgsummit.com.ph/corporate-governance/board-meetings	
Optional: Recommendation 3.2			
1. Audit Committee meet at least four times during the year.	Compliant	<p>[Indicate the number of Audit Committee meetings during the year and provide proof]</p> <p>There was a total of eight (8) Board Committee meetings in 2024: four (4) AURROC Meetings, and four (4) GNRSC meetings.</p> <p>This information is found in the following:</p> <p>DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (i). Appraisals and Performance Report for the Board, 2. Audit, Related Party Transaction, Risk Oversight Committee Meeting (AURROC), p. 28, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, C. Board and Board Committee Meetings, AURROC Meetings, p. 340, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC 17-A 2024.pdf</p> <p>Board Meetings, JGSHI Website, Corporate Governance>Board and Board Committee>, https://www.jgsummit.com.ph/corporate-governance/board-meetings</p>	
2. Audit Committee approves the appointment	Compliant	[Provide proof that the Audit Committee approved the appointment and removal of the internal auditor.]	

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and removal of the internal auditor.		<p>In line with JGSHI's RCGM and AURROC Charter, the AURROC recommends the appointment or replacement of the Internal Audit Head or Chief Audit Executive. In 2021, the Board approved the appointment of the new Chief Audit Executive (CAE), Ms. Rya Aissa S. Agustin, upon the recommendation of the AURROC: PSE Disclosure Form 4-8 - Change in Directors and or Officers, 1 July 2021, SEC Form 17-C, p. 2, https://www.jgsummit.com.ph/docs/2021/07/PSE_Disclosure_Form_4-8 - Change in Directors andor Officers.pdf</p> <p>RCGM, 13 November 2024, Article III, Governance Structure, A. Board of Directors, Section 5.3, Internal Control Responsibilities of the Board, p. 17; B. Board Committees, 2.3. Functions of the AURROC, Section 2.3.1.1., p. 21, F. Internal Audit, 2. Organization of the Internal Audit, Section 2.1, p. 32, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>AURROC Charter, JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p> <p>The Chief Audit Executive, JGSHI Website, Corporate Governance>Shareholders>Internal Controls, https://www.jgsummit.com.ph/corporate-governance/internal-controls</p>	
Recommendation 3.3			
1. Board establishes a Corporate	Compliant	[Provide information or reference to a document containing information on the Corporate Governance Committee, including its functions	

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Governance Committee tasked to assist the Board in the performance of its corporate governance responsibilities, including the functions that were formerly assigned to a Nomination and Remuneration Committee.		<p>Indicate if the Committee undertook the process of identifying the quality of directors aligned with the company's strategic direction, if applicable.]</p> <p>Information on the GNRSC, including its functions is disclosed and can be found in:</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, B. Board Committees, Section 3. Governance Nomination, Remuneration, and Sustainability Committee, pp. 26-28, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>GNRSC Charter, JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, Section 4. Duties and Responsibilities, pp. 2-3, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p> <p>The Committee's process of identifying the quality of directors aligned with the company's strategic direction is disclosed and can be found in:</p> <p>Board Nomination and Election Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/board-nomination-and-election-policy</p>	
2. Corporate Governance Committee is composed of at least three	Compliant	[2. Provide information or link/reference to a document containing information on the members of the Corporate Governance Committee, including their qualifications and type of directorship.]	

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members, all of whom should be independent directors.		[3. Provide information or link/reference to a document containing information on the Chairman of the Corporate Governance Committee.]	
3. Chairman of the Corporate Governance Committee is an independent director.	Compliant	<p>DIS, SEC Form 20-IS, 2025, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, Nos. 6-9, pp. 131-132, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of Registrant, Directors, Nos. 6-9 pp. 84-85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, GNRSC Composition, p. 352, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Results of Organizational Meeting (As Amended), SEC Form 17-C, 5 June 2024, II. Appointment of the following as Chairpersons and Members of the Committees of JGS, p. 7, https://www.jgsummit.com.ph/docs/2024/06/%5BAmended-1%5D%20Results%20of%20Org.pdf</p> <p>GNRSC Members, JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p>	

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Optional: Recommendation 3.3.			
1. Corporate Governance Committee meet at least twice during the year.	Compliant	<p>[Indicate the number of Corporate Governance Committee meetings held during the year and provide proof thereof.]</p> <p>There was a total of eight (8) Board Committee meetings in 2024: four (4) AURROC Meetings, and four (4) GNRSC meetings.</p> <p>This information is found in the following:</p> <p>DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (i). Appraisals and Performance Report for the Board, 3. Governance Nomination Remuneration and Sustainability Committee (GNRSC), p. 28, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, C. Board and Board Committee Meetings, GNRSC Meetings, p. 340, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC 17-A 2024.pdf</p> <p>Board Meetings, JGSHI Website, Corporate Governance>Board and Board Committee, https://www.jgsummit.com.ph/corporate-governance/board-meetings</p>	
Recommendation 3.4			
1. Board establishes a separate Board Risk Oversight Committee	Compliant	<p>[Provide information or link/reference to a document containing information on the Board Risk Oversight Committee (BROC), including its functions]</p>	

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(BROC) that should be responsible for the oversight of a company's Enterprise Risk Management system to ensure its functionality and effectiveness.		<p>RCGM, 13 November 2024, Article III. Governance Structure, B. Board Committees, 2.1. Role of the AURROC, Section 2.1.3, p. 20, 2.3. Functions of the AURROC, Section 2.3.3. Risk Oversight, pp. 24-25; Section 2.4, Meetings of the AURROC, pp. 25-26, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>AURROC Charter, JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p>	
2. BROC is composed of at least three members, the majority of whom should be independent directors, including the Chairman.	Compliant	<p>[2. Provide information or link/reference to a document containing information on the members of the BROC, including their qualifications and type of directorship]</p> <p>[3. Provide information or link/reference to a document containing information on the Chairman of the BROC]</p> <p>[4. Provide information or link/reference to a document containing information on the background, skills, and/or experience of the members of the BROC.]</p>	
3. The Chairman of the BROC is not the Chairman of the Board or of any other committee.	Compliant	<p>DIS, SEC Form 20-IS, 2025, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, Nos. 6-9, pp. 131-132, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p>	

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4. At least one member of the BROC has relevant thorough knowledge and experience on risk and risk management.	Compliant	<p>ASR, SEC Form 17-A, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of Registrant, Directors, Nos. 6-9, pp. 84-85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, 2024, 4. Board Competencies (Matrix), pp. 337-338, AURROC Committee Composition, p. 345, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Results of Organizational Meeting (As Amended), SEC Form 17-C, 5 June 2024, II. Appointment of the following as Chairpersons and Members of the Committees of JGS, p. 7, https://www.jgsummit.com.ph/docs/2024/06/%5BAmended-1%5D%20Results%20of%20Org.pdf</p> <p>AURROC Members, JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p>	
Recommendation 3.5			
1. Board establishes a Related Party Transactions (RPT) Committee, which is tasked with reviewing all material	Compliant	<p>[Provide information or link/reference to a document containing information on the Related Party Transactions (RPT) Committee, including its functions.]</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, B. Board Committees, Section 2.1.2. Role of the AURROC, p.20; Section 2.3.2, Functions of the AURROC – RPT, p. 22-24, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	

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related party transactions of the company.		AURROC Charter , JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, 4.2, Duties and Responsibilities, pp. 4-5, https://www.jgsummit.com.ph/corporate-governance/the-board-committees	
2. RPT Committee is composed of at least three non-executive directors, two of whom should be independent, including the Chairman.	Compliant	<p>[Provide information or link/reference to a document containing information on the members of the RPT Committee, including their qualifications and type of directorship.]</p> <p>DIS, SEC Form 20-IS, 2025, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, Nos. 6-9, pp. 131-132, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of Registrant, Directors, Nos. 6-9, pp. 84-85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A 2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, AURROC Composition, p. 345, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A 2024.pdf</p> <p>Results of Organizational Meeting (As Amended), SEC Form 17-C, 5 June 2024, II. Appointment of the following as Chairpersons and Members of the Committees of JGS, p. 7, https://www.jgsummit.com.ph/docs/2024/06/%5BAmended-1%5D%20Results%20of%20Org.pdf</p>	

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		AURROC Members , JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, https://www.jgsummit.com.ph/corporate-governance/the-board-committees	
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	[1-2. Provide information on or link/reference to the company's committee charters, containing all the required information, particularly the functions of the Committee that is necessary for performance evaluation purposes.] Board Committee Charters (AURROC and GNRSC) , JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, https://www.jgsummit.com.ph/corporate-governance/the-board-committees	
2. Committee Charters provide standards for evaluating the performance of the Committees.	Compliant	Board Assessment , JGSHI Website, Corporate Governance>Board and Board Committees>Board Development, https://www.jgsummit.com.ph/corporate-governance/board-development ; Board Self-Assessment Questionnaires are likewise found in said link.	

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3. Committee Charters were fully disclosed on the company's website.	Compliant	<p>[3. Provide link to company's website where the Committee Charters are disclosed.]</p> <p>Board Committee Charters (AURROC and GNRSC), JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p>	
<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.</p>			
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	<p>[Provide information or link/reference to a document containing information on the process and procedure for tele/videoconferencing board and/or committee meetings.</p> <p>Provide information or link/reference to a document containing information on the attendance and participation of directors to Board, Committee and shareholders' meetings.]</p> <p>Amended By-Laws, 14 July 2023, Section 6. Quorum, p. 6, https://www.jgsummit.com.ph/corporate-governance/articles-of-incorporation-and-by-laws</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 6.4. Board Meetings and Quorum Requirement, p. 18, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	

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		<p>DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (i). Appraisals and Performance Report for the Board, pp. 28-29, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>The 2024 ASM dated 3 June 2024 was held both by face-to-face and virtually or by remote communication via video conferencing through Microsoft Teams Live in accordance with the rules of the Securities and Exchange Commission. It was attended by shareholders owning or representing a majority of the outstanding capital stock and by all of the Board of Directors. This information is found in the following:</p> <p>Minutes of the Annual Meeting of Stockholders, 2024, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=minutes_stockholders&year=all&sort=newest</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, a. The Annual Stockholders' Meeting, pp. 324-325, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A_2024.pdf</p> <p>Board Meetings, JGSHI Website, Corporate Governance>Board and Board Committee, https://www.jgsummit.com.ph/corporate-governance/board-meetings</p>	

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2. The directors review meeting materials for all Board and Committee meetings.	Compliant	<p>RCGM, 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 6.3. Board Meetings and Quorum Requirement, pp. 18, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 1. General Requirements: Quorum, Notification, Frequency, paragraph 1, pp. 339-340, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
3. The directors ask the necessary questions or seek clarifications and explanations during the Board and Committee meetings.	Compliant	<p>[Provide information or link/reference to a document containing information on any questions raised or clarification/explanation sought by the directors]</p> <p>During Board and Board Committee meetings, Directors are encouraged to review meeting materials and if called for, ask the necessary questions or seek clarifications and explanations. Discussions with independent views during meetings are encouraged, given due consideration and properly documented through the minutes of meetings by the Corporate Secretary.</p> <p>The Board is provided with materials at least five (5) business days prior to the date and prior the start of actual meetings to provide them adequate time to review and ask appropriate questions during the meeting.</p> <p>Further, the annual self-assessment form also assesses the ability of directors to ask questions and defend their ideas in all circumstances.</p>	

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		<p>RCGM, 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 6.3. Board Meetings and Quorum Requirement, p. 18, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 1. General Requirements: Quorum, Notification, Frequency, paragraph 1, pp. 339-340; F. Board Performance Assessment, pp. 353-354, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A_2024.pdf</p> <p>Board Assessment, JGSHI Website, Corporate Governance>Board and Board Committees>Board Development, https://www.jgsummit.com.ph/corporate-governance/board-development; Board Self-Assessment Questionnaire, are likewise found in said link.</p>	
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	Non-Compliant	<p>[Disclose if the company has a policy setting the limit of board seats that a non-executive director can hold simultaneously.</p> <p>Provide information or reference to a document containing information on the directorships of the company's directors in both listed and non-listed companies]</p>	JGSHI takes note of the guidelines on the number of board seats recommended by the Commission to publicly listed companies. The BODs are highly committed in performing their roles and responsibilities regardless of the

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proposals/views, and oversee the long-term strategy of the company.			<p>number of board seats they have in other companies and in the absence of a policy setting the limit of board seats that a non-executive director can hold.</p> <p>There are two (2) NEDs who concurrently served as Directors in more than five (5) PLCs for 2024. Nonetheless, these NEDs are present in all meetings of the board & board committees and competently performed their functions and responsibilities as JGSHI's Directors. They regularly reviewed the minutes and materials for the meetings, extensively discuss</p>

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			<p>all matters affecting the Company and its stakeholders and confidently gave their opinion or recommendations to Management's proposals/views, and oversee the long-term strategy of the company. Accordingly, in 2024, the high percentage of attendance in the Board and Board Committee meetings is disclosed in the DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (i). Appraisals and Performance Report for the Board, pp. 28-29, https://www.jgsum.mit.com.ph/docs/2025/04/JGS%202025</p>

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			<p>%20Definitive%20Information%20Statement_redacted.pdf</p> <p>The directorships of the BODs in both listed and non-listed companies are stated in the DIS, SEC Form 20-IS, 2024, Profiles of the Nominees For Election to the Board of Directors For The Year 2024, pp. 13-16; Annexes A to D, Certifications of Independent Directors, pp. 37-44, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p>
Recommendation 4.3			

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1. The directors notify the company's board before accepting a directorship in another company.	Compliant	<p>[Provide copy of written notification to the board or minutes of board meeting wherein the matter was discussed.]</p> <p>The directors notify the Board during regular Board meetings of their nominations for directorship. As a process, the concerned director shall notify the Board through the Corporate Secretary immediately upon receipt of invitation or nomination from a publicly listed company.</p> <p>Directors, officers, and employees of the Corporation are required to promptly disclose any business or family-related transactions with the Corporation to ensure that potential conflicts of interest are surfaced and brought to the attention of management. See: DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (h) Certain Relationships and Related Transactions, (2) Directors Disclosures on Self-Dealing and Related Party Transactions, pp. 27-28, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement redacted.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Conflict of Interest Disclosures, p. 346, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A 2024.pdf</p> <p>The directorships of the BODs in both listed and non-listed companies are stated in the DIS, SEC Form 20-IS, 2024, Annexes A to D, Certifications of Independent Directors, pp. 37-44, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>The changes, if any, in the Directorship are reflected in the SEC 17-C Current Report: PSE Disclosure Form 4-8 Change in Directors and/or</p>	

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		Officers at https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=current_report&year=all&sort=newest&page=1 and in the Definitive Information Statement at https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=information_sheet&year=all&sort=newest	
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.			
2. Company schedules board of directors' meetings before the start of the financial year.	Compliant	<p>RCGM, 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 6.2. Board Meetings and Quorum Requirement, p. 18, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Board Meetings, JGSHI Website, Corporate Governance>Board and Board Committee, https://www.jgsummit.com.ph/corporate-governance/board-meetings</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 1. General Requirements: Quorum, Notification, Frequency, paragraph 1, p. 339 https://www.jgsummit.com.ph/docs/2025/04/JGSHI_SubS_SEC17-A_2024.pdf</p>	

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3. Board of directors meet at least six times during the year.	Compliant	<p>[Indicate the number of board meetings during the year and provide proof]</p> <p>In 2024, the Board met sixteen (16) times and in all meetings, there was a quorum (2/3 of the number of directors). There was a total of eight (8) Board Committee meetings in 2024: four (4) AURROC Meetings, and four (4) GNRSC meetings, and three (3) NEDs/IDs meetings.</p> <p>DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (i). Appraisals and Performance Report for the Board, 1. Board of Directors Meeting (BOD), p. 28, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, C. Board and Board Committee Meetings, 2. Attendance in Board Meetings and ASM, p. 339, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A 2024.pdf</p> <p>Board Meetings, JGSHI Website, Corporate Governance>Board and Board Committee, https://www.jgsummit.com.ph/corporate-governance/board-meetings</p>	
3. Company requires as minimum quorum of at least 2/3 for board decisions.	Compliant	<p>[Indicate the required minimum quorum for board decisions]</p> <p>The Board approved the revision of its By-Laws on March 29, 2023 to align with this long-standing practice of the Company.</p> <p>PSE Disclosure Form 4-30 Material Information/Transactions re Results of the BOD's Regular Meeting, SEC Form 17-C, 29 March 2023, Item 2.d., p. 3; Item 11.2.d, p. 10, https://www.jgsummit.com.ph/docs/2023/03/PSE%20Disclosure%20For</p>	

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		m%204-30%20Material%20Information%20Transactions%20re%20Results%20of%20the%20BOD%27s%20Regular%20Meeting.pdf RCGM , 13 November 2024, Article III. Governance Structure, A. Board of Directors, Section 6.1. Board Meetings and Quorum Requirement, p. 17, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual	
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	<p>[Provide information or link/reference to a document containing information on the number of independent directors in the board]</p> <p>For CY 2024, the Company has four (4) Independent Directors, representing forty-four percent (44%) of the total membership of the Board [i.e., nine (9) directors in total].</p> <p>Detailed information on the Independent Directors is provided in: Amended GIS, 2024, List of Directors, p. 6, https://www.jgsummit.com.ph/docs/2024/07/JGS%20General%20Information%20Sheet%202024.pdf</p> <p>Results of Annual Stockholders Meeting, SEC Form 17-C, 3 June 2024, Election of the Members of the Board of Directors, p. 2, https://www.jgsummit.com.ph/docs/2024/06/PSE%20Disclosure%20Form%204-24%20%E2%80%93%20Results%20of%20Annual%20Stockholders%E2%80%99%20Meeting%20held%20on%20June%203%2C%202024.pdf</p>	
Recommendation 5.2			

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1. The independent directors possess all the qualifications and none of the disqualifications to hold the positions.	Compliant	<p>[Provide information or link/reference to a document containing information on the qualifications of the independent directors.]</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, Section 2. Qualifications for or Disqualifications from Directorship, pp. 11-13, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>DIS, SEC Form 20-IS, 2024, Profiles of the Nominees for Election to the Board of Directors for the Year 2024, Nos. 6-9, pp. 15-16; Annexes A to D, Certifications of Independent Directors, pp. 37-44, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>DIS, SEC Form 20-IS, 2025, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, Nos. 6-9, pp. 131-132, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of Registrant, Directors, Nos. 6-9, pp. 84-85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
Supplement to Recommendation 5.2			
1. Company has no shareholder agreements, by-laws provisions,	Compliant	[Provide link/reference to a document containing information that directors are not constrained to vote independently.]	

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or other arrangements that constrain the directors' ability to vote independently.		<p>JGSHI does not have shareholder agreements, By-Laws provisions, or other arrangements that constrain the Directors' ability to vote independently.</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, Section 4. Specific Duties and Responsibilities of a Director, 4.4., p. 16, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Board Charter, JGSHI Website, Governance>Board and Board Committees, 4.4., p. 7, https://www.jgsummit.com.ph/docs/2023/06/Board Charter.pdf</p>	
Recommendation 5.3			
1. The independent directors serve for a cumulative term of nine years (reckoned from 2012).	Compliant	<p>[1. Provide information or link/reference to a document showing the years IDs have served as such.]All Independent Directors are within the nine (9)-year term limit in 2024.</p> <p>See references:</p> <p>DIS, SEC Form 20-IS, 2024, Profiles of the Nominees for Election to the Board of Directors for the Year 2024, Nos. 6-9, pp. 15-16; Annexes A to D, Certifications of Independent Directors, pp. 37-44, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>DIS, SEC Form 20-IS, 2025, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, Nos. 6-9, pp. 131-132, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdfASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information,</p>	

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		Item 9. Directors and Executive Officers of Registrant, Directors, Nos. 6-9, pp. 84-85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	
2. The company bars an independent director from serving in such capacity after the term limit of nine years.	Compliant	[Provide information or link/reference to a document containing information on the company's policy on term limits for its independent director] RCGM , 13 November 2024, Article I. Introduction and Definition of Terms, Section 10. Independent Director, Subsection 10.12, p. 8, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual	
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	[Provide reference to the meritorious justification and proof of shareholders' approval during the annual shareholders' meeting.] All Independent Directors are within the nine (9)-year term limit in 2024. See references: DIS , SEC Form 20-IS, 2024, Profiles of the Nominees for Election to the Board of Directors for the Year 2024, Nos. 6-9, pp. 15-16; Annexes A to D, Certifications of Independent Directors, pp. 37-44, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf DIS , SEC Form 20-IS, 2025, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, Nos. 6-9, pp. 131-132, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf	

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		ASR , SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of Registrant, Directors, Nos. 6-9, pp. 84-85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	
Recommendation 5.4			
1. The positions of Chairman of the Board and Chief Executive Officer are held by separate individuals.	Compliant	<p>[Identify the company's Chairman of the Board and Chief Executive Officer]</p> <p>Amended GIS, 2024, List of Directors, p. 6, https://www.jgsummit.com.ph/docs/2024/07/JGS%20General%20Information%20Sheet%202024.pdf</p> <p>DIS, SEC Form 20-IS, 2024, B. Control and Compensation, Item 9. Directors and Executive Officers of the Registrant, Directors, pp. 129-132, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, pp. 83-85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, a. The Chairman, p. 335, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	

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2. The Chairman of the Board and Chief Executive Officer have clearly defined responsibilities.	Compliant	<p>[Provide information or link/reference to a document containing information on the roles and responsibilities of the Chairman of the Board and Chief Executive Officer.</p> <p>Identify the relationship of Chairman and CEO.]</p> <p>RCGM, 13 November 2024, Article III Governance Structure, Part C. Chairman and Part D. The CEO, pp. 28-30, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Mr. James L. Go, the Chairman, is the uncle of Mr. Lance Y. Gokongwei, the CEO. This relationship was disclosed in the DIS, SEC Form 20-IS, 2024, Family Relationships, p. 25 and 132, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, a. The Chairman, p. 335, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A_2024.pdf</p>	
Recommendation 5.5			
1. If the Chairman of the Board is not an independent director, the board designates a lead director among the	Compliant	<p>[Provide information or link/reference to a document containing information on a lead independent director and his roles and responsibilities, if any.</p> <p>Indicate if Chairman is independent.]</p> <p>Mr. James L. Go, the Chairman, is a Non-Executive Director. On 3 June 2024, the Board approved the appointment of Mr. Antonio L. Go (Independent Director) as the Lead ID for the year 2024.</p>	

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independent directors.		<p>Results of Organizational Meeting (As Amended), SEC Form 17-C, 5 June 2024, List of other Material Resolutions, Transactions and Corporate Actions Approved by the Board of Directors, p. 3, https://www.jgsummit.com.ph/docs/2024/06/%5BAmended-1%5D%20Results%20of%20Org.pdf</p> <p>Further, the policy on the appointment of the Lead Independent Director and his functions are provided in the:</p> <p>RGCM, 13 November 2024, Article III. Governance Structure, Part A. Board of Directors, Section 3.2. Duties and Functions of the Board, Sub-Section 3.2.19, pp. 15-16, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	
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	<p>[Provide proof of abstention, if this was the case]</p> <p>There was no abstention for 2024</p> <p>Material Related Party Transactions Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, Item 4. Responsibilities of Directors, Executives and Corporate Officers, p. 5; Item 3. Actual or Potential Conflict of Interest, p. 7, https://www.jgsummit.com.ph/corporate-governance/company-policies/related-party-transactions-policy</p> <p>DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (h) Certain Relationships and Related Transactions, (2) Directors Disclosures on Self-Dealing and Related Party Transactions, pp. 27-28,</p>	

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		https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.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, without any executive present.	Compliant	<p>[Provide proof and details of said meeting, if any.]</p> <p>Provide information on the frequency and attendees of meetings.]</p> <p>On 29 March 2023, the Board approved the scheduling of a separate annual meeting for the non-executive directors (NEDs) including Independent Directors (IDs) with the external auditor and heads of the internal audit, compliance and risk functions, without any executive present: PSE Disclosure Form 4-30, Material Information/Transactions re Results of the BOD's Regular Meeting, SEC Form 17-C, Item 3, p. 3, https://www.jgsummit.com.ph/docs/2023/03/PSE%20Disclosure%20Form%204-30%20Material%20Information%20Transactions%20re%20Results%20of%20the%20BOD%27s%20Regular%20Meeting.pdf</p>	
2. The meetings are chaired by the lead independent director.	Compliant	<p>Pursuant to the 29 March 2023 Board approval, on 7 August 2024, the Independent Directors ("IDs"), who are members of AURROC had a meeting with the External Auditor ("EA") without anyone from management present. On the same date, under the chairmanship of Mr. Go as the Lead Independent Director, the Non-Executive Directors ("NEDs") and IDs had a meeting with the EA, Chief Audit Executive ("CAE"), Chief Finance and Risk Officer ("CFRO"), and Chief Compliance Officer ("CCO), and thereafter, they met without said executives present.</p> <p>This information is found in the following:</p>	

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		<p>DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (i). Appraisals and Performance Report for the Board, pp. 28-29, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, C. Board and Board Committee Meetings, pp. 338-340, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC 17-A 2024.pdf</p> <p>Board Meetings, JGSHI Website, Corporate Governance>Board and Board Committee, https://www.jgsummit.com.ph/corporate-governance/board-meetings</p>	
Optional: Principle 5			
1. None of the directors is a former CEO of the company in the past 2 years.	Compliant	<p>[Provide name/s of company CEO for the past 2 years (varies per Company).]</p> <p>None of the Board of Directors is a former CEO of the Company in the last 2 years. Mr. James L. Go, the current Chairman of the Board is former CEO of the Company more than 2 years ago. Mr. Lance Y. Gokongwei is current President and CEO and director of the Company.</p> <p>DIS, SEC Form 20-IS, 2025, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, No. 1. Mr. James L. Go; No. 2. Mr. Lance Y. Gokongwei, p. 130, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p>	

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		AR , SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, No. 1. Mr. James L. Go, No. 2. Lance Y. Gokongwei, p. 83, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	
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	[Provide proof of self-assessments conducted for the whole board, the individual members, the Chairman and the Committees] In accordance with the RCGM, the members of the Board and Board Committees annually conduct self-assessments of their collective and individual performance. In addition, the Directors assess the performance of the Chairman of the Board, the President and Chief Executive Officer, the Chief Financial and Risk Officer, the Chief Compliance Officer, the Corporate Secretary and the Chief Audit Executive.	
2. The Chairman conducts a self-assessment of his performance.	Compliant		
3. The individual members conduct a self-assessment of their performance.	Compliant	The Board Committees' self-assessment questionnaires contain the following criteria, which are based on leading practices and principles on good governance: A. for the Board: i.) Board Composition, ii.) Board Efficiency and Performance, and iii.) Board Meetings and Participation; B. for the Board Committees: i.) Board Committee Performance, and ii.) Board Committee Structure; and C. for individual directors: i.) Independence, ii.) Participation, iii.) Expertise, iv.) Character, v.) Fiduciary Duty, and iv.) Innovation. On the other hand, the Chairman's , and the President and CEO's self-assessment questionnaires contain the following criteria: i.) Leadership, ii.) Integrity,	
4. Each committee conducts a self-	Compliant		

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assessment of its performance.		<p>iii.) Diligence, iv.) Corporate Governance, v.) Entrepreneurial Mindset, and vi.) Stewardship. Lastly, the key officers, namely the Corporate Secretary, the Chief Compliance Officer, the Chief Finance and Risk Officer, and the Chief Audit Executive were rated based on their key functions.</p> <p>Board Assessment, JGSHI Website, Corporate Governance>Board and Board Committees>Board Development, https://www.jgsummit.com.ph/corporate-governance/board-development; Board Self-Assessment Questionnaires are likewise found in said link.</p>	
5. Every three years, the assessments are supported by an external facilitator.	Compliant	<p>[Identify the external facilitator and provide proof of use of an external facilitator.]</p> <p>JGSHI engaged the Good Governance Advocates and Practitioners of the Philippines ("GGAPP"), an independent association of corporate governance practitioners, to support the Company's Board performance assessment in 2022 and 2025.</p> <p>The details of the third-party Board Evaluation conducted by GGAPP are available at:</p> <p>Board Assessment, JGSHI Website, Corporate Governance>Board and Board Committees>Board Development, https://www.jgsummit.com.ph/corporate-governance/board-development; Board Self-Assessment Questionnaire are likewise found in said link.</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, F. Board Performance Assessment, pp. 353-354, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	

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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	<p>[1-2. Provide information or link/reference to a document containing information on the system of the company to evaluate the performance of the board, individual directors and committees, including a feedback mechanism from shareholders]</p> <p>The Board conducted an annual assessment, including the performance of the Board and its committees.</p> <p>The performance of the Board including the Chairman, individual members, each committee and management are evaluated through a Board self-assessment questionnaire.</p> <p>Board Assessment, JGSHI Website, Corporate Governance>Board and Board Committees>Board Development, https://www.jgsummit.com.ph/corporate-governance/board-development; Board Self-Assessment Questionnaires are likewise found in said link.</p>	
2. The system allows for a feedback mechanism from the shareholders.	Compliant	<p>RCGM, 13 November 2024, Article VII - Corporate Governance Monitoring and Self-Assessment, Part B., p. 44, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Various communication channels are available to all the stakeholders so that the Company are informed and updated with feedback from the shareholders and other stakeholders. These channels include, among others, investor briefings, press conferences, road shows, and hotline. These channels are posted in the JGSHI website.</p>	

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		<p>Further, the Company also makes available to its shareholders other communication channels to collect their feedback:</p> <ol style="list-style-type: none"> 1. Questions and comments from shareholders may be sent to corporatesecretary@jgsummit.ph; See: DIS, SEC Form 20-IS, 2024, Explanation of Agenda Items for Stockholders' Approval, ii, p. 7, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf; 2. Minutes of the Annual Meeting of Stockholders, 2024, I. Proof of Notice of the Meeting and Existence of a Quorum, last paragraph, p.2, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=minutes_stockholders&year=all&sort=newest 3. JGSHI Website: https://www.jgsummit.com.ph/ 4. ASR, SEC Form 17-A, Sustainability Report, 2024, V. Stakeholder Engagement, 4. Rights of Shareholders, pp. 323-324, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC_17-A_2024.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	Compliant	<p>[Provide information on or link/reference to the company's Code of Business Conduct and Ethics.]</p> <p>Code of Business Conduct and Ethics, JGSHI Website, Corporate Governance>CG Manual and Policies,</p>	

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standards for professional and ethical behavior, as well as articulate acceptable and unacceptable conduct and practices in internal and external dealings of the company.		https://www.jgsummit.com.ph/corporate-governance/company-policies/code-of-business-conduct-ethics	
2. The Code is properly disseminated to the Board, senior management and employees.	Compliant	<p>[Provide information on or discuss how the company disseminated the Code to its Board, senior management and employees.]</p> <p>The Board, senior management and employees can access the Code through the JGSHI website:</p> <p>Code of Business Conduct and Ethics, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/code-of-business-conduct-ethics</p> <p>Furthermore, directors, senior management and key officers receive trainings on the Code (annually, upon appointment and in case of updates), as required by the RCGM, 13 November 2024, Article IX Communication, Education and Training, Part B. Education and Training, pp. 46-47, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	

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		<p>In addition, for 2024, the Compliance team of the Company launched an online refresher course on the Code for the Board, Senior Management and employees on 31 October 2024. This information is found in the following:</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Business Conduct and Anti-Corruption Programs and Procedures, p. 346, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_SubS_SEC17-A_2024.pdf</p> <p>Digital Annual & Sustainability Report, 2024, Anti-Corruption Programs And Procedures, https://www.jgsummit.com.ph/investor-relations/annual-reports</p>	
3. The Code is disclosed and made available to the public through the company website.	Compliant	<p>[Provide a link to the company's website where the Code of Business Conduct and Ethics is posted/ disclosed.]</p> <p>Code of Business Conduct and Ethics, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/code-of-business-conduct-ethics</p>	
Supplement to Recommendation 7.1			

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1. Company has clear and stringent policies and procedures on curbing and penalizing company involvement in offering, paying and receiving bribes.	Compliant	<p>[Provide information on or link/reference to a document containing information on the company's policy and procedure on curbing and penalizing bribery]</p> <p>Information on the Company's policy and procedure on curbing and penalizing bribery is disclosed and can be found in the JGSHI Website through the following links:</p> <p>Code of Business Conduct and Ethics, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/code-of-business-conduct-ethics</p> <p>Anti-Bribery and Anti-Corruption Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/anti-bribery-and-anti-corruption-policy</p> <p>Conflict of Interest Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/conflict-of-interest-policy</p>	
Recommendation 7.2			
1. Board ensures the proper and efficient implementation and monitoring of compliance with the Code of Business	Compliant	<p>[Provide proof of implementation and monitoring of compliance with the Code of Business Conduct and Ethics and internal policies.</p> <p>Indicate who are required to comply with the Code of Business Conduct and Ethics and any findings on non-compliance.]</p>	

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Conduct and Ethics.		The Code of Business Conduct and Ethics applies to all directors, officers and employees of JGSHI, its subsidiaries and affiliates as well as to the Company's agents, consultants, and other representatives:	
2. Board ensures the proper and efficient implementation and monitoring of compliance with company internal policies.	Compliant	<p>Code of Business Conduct and Ethics, JGSHI Website, Corporate Governance>CG Manual and Policies, p.1, https://www.jgsummit.com.ph/corporate-governance/company-policies/code-of-business-conduct-ethics</p> <p>Monitoring of the implementation and violations of the Code of Business Conduct and Ethics and internal policies is being primarily done by the Integrity and Ethics Council ("IECON"). Details may be found in:</p> <p>Code of Business Conduct and Ethics, JGSHI Website, Corporate Governance>CG Manual and Policies, p.8, https://www.jgsummit.com.ph/corporate-governance/company-policies/code-of-business-conduct-ethics</p> <p>Anti-Bribery and Anti-Corruption Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, Part V. General Policy, Reporting, Section 10, p. 4, https://www.jgsummit.com.ph/corporate-governance/company-policies/anti-bribery-and-anti-corruption-policy</p> <p>Conflict of Interest Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, Mandatory Annual Self-Disclosure Activity, and On-Demand Self-Disclosure or Self-Disclosure as Deemed Necessary, pp. 8-10, https://www.jgsummit.com.ph/corporate-governance/company-policies/conflict-of-interest-policy</p>	

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		<p>Whistleblowing Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, Procedure in Reporting and Evaluation/ Investigation, pp. 3-5, https://www.jgsummit.com.ph/corporate-governance/company-policies/whistle-blowing-policy</p> <p>Information on the Company's Whistleblowing mechanism is found in:</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Whistleblowing, pp. 347-348, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>There are no findings on non-compliance to the RCGM and the Code of Business Conduct and Ethics for the year 2024.</p> <p>See below Certifications of Compliance:</p> <p>RCGM: https://www.jgsummit.com.ph/docs/2025/04/CG%20JG_JGSHI%20Certification%20of%20Compliance%20with%20RCGM%20for%202024%20%2804.15.25%29.pdf</p> <p>Code of Business Conduct and Ethics: https://www.jgsummit.com.ph/docs/2025/04/CG%20JG_JGSHI%20Certification%20of%20Compliance%20with%20Code%20for%202024%20%2804.15.25%29.pdf</p>	
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			

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1. Board establishes corporate disclosure policies and procedures to ensure a comprehensive, accurate, reliable and timely report to shareholders and other stakeholders that gives a fair and complete picture of a company's financial condition, results and business operations.	Compliant	<p>[Provide information on or link/reference to the company's disclosure policies and procedures including reports distributed/made available to shareholders and other stockholders]</p> <p>The Company's disclosure policies and procedures, including reports distributed/made available to shareholders and other stockholders, are disclosed in the:</p> <p>Corporate Disclosure Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/corporate-disclosure-policy</p> <p>RCGM, 13 November 2024, Article VIII. Disclosure and Transparency, pp. 45-46, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>All the pertinent corporate disclosures filed with SEC and PSE are posted in the JGSHI Website, Corporate Governance>Disclosures, https://www.jgsummit.com.ph/disclosures?search=&cat%5B0%5D=all&year=all&sort=newest:</p> <ul style="list-style-type: none"> • SEC Form 17-A (Annual Report), JGSHI Website, Corporate Governance>Disclosures, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=annual_report&year=all&sort=newest • SEC Form 17-Q (Quarterly Report), JGSHI Website, Corporate Governance>Disclosures, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=quarterly_report&year=all&sort=newest 	
Supplement to Recommendations 8.1			

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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.	Non-Compliant	<p>[Indicate the number of days within which the consolidated and interim reports were published, distributed or made available from the end of the fiscal year and end of the reporting period, respectively.]</p> <p>Annual and Quarterly Consolidated Financial Statements were submitted in PSE edge 105 days from the end of the fiscal year and within 38-45 days from end of the quarter, respectively.</p> <table> <tr> <th>Type of Report</th><th>Date of Report</th><th>Date Submitted in PSE EDGE</th><th>Actual No. of Days</th></tr> <tr> <td>Quarterly (1st)</td><td>Mar 31, 2024</td><td>May 8, 2024 - LINK</td><td>38</td></tr> <tr> <td>Quarterly (2nd)</td><td>June 30, 2024</td><td>Aug 13, 2024 - LINK</td><td>44</td></tr> <tr> <td>Quarterly (3rd)</td><td>Sept 30, 2024</td><td>Nov 14, 2024 - LINK</td><td>45</td></tr> <tr> <td>Annual Report</td><td>Dec 31, 2024</td><td>April 15, 2025 - LINK</td><td>105</td></tr> </table> <p>SEC Form 17-A (Annual Report), JGSHI Website, Corporate Governance>Disclosures, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=annual_report&year=all&sort=newest</p> <p>SEC Form 17-Q (Quarterly Report), JGSHI Website, Corporate Governance>Disclosures, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=quarterly_report&year=all&sort=newest</p>	Type of Report	Date of Report	Date Submitted in PSE EDGE	Actual No. of Days	Quarterly (1 st)	Mar 31, 2024	May 8, 2024 - LINK	38	Quarterly (2 nd)	June 30, 2024	Aug 13, 2024 - LINK	44	Quarterly (3 rd)	Sept 30, 2024	Nov 14, 2024 - LINK	45	Annual Report	Dec 31, 2024	April 15, 2025 - LINK	105	<p>The availability of JGS annual audited consolidated financial statements (FS) is highly dependent on the early completion and release of the audited FS of its significant subsidiaries. For the year ended 2024, the audited FS of one of JGSHI's significant subsidiary was released beyond 90 days from the end of the fiscal year.</p> <p>Moving forward, to comply with the 90-day target, much closer coordination with the subsidiaries' management and auditors will be done to ensure earlier release of their audited FS. Target is at least a week ahead of JGS or within 85 days from</p>
Type of Report	Date of Report	Date Submitted in PSE EDGE	Actual No. of Days																				
Quarterly (1 st)	Mar 31, 2024	May 8, 2024 - LINK	38																				
Quarterly (2 nd)	June 30, 2024	Aug 13, 2024 - LINK	44																				
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Annual Report	Dec 31, 2024	April 15, 2025 - LINK	105																				

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	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
			<p>the end of calendar year.</p> <p>Nevertheless, the Company is compliant with the Securities Regulation Code on Rule 17.1 – Reportorial Requirements- submission to the Commission of (i) An annual report on SEC Form 17-A for the fiscal year within one hundred five (105) business days after the end of the fiscal year and (ii) A quarterly report on SEC Form 17-Q within forty-five (45) business days after the end of each of the first three quarters of each fiscal year.</p>
2. Company discloses in its annual report the principal	Compliant	<p>[Provide link or reference to the company's annual report where the following are disclosed:</p> <p>1. principal risks to minority shareholders associated with the identity of the company's controlling shareholders;</p>	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT			
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risks associated with the identity of the company's controlling shareholders; the degree of ownership concentration; cross-holdings among company affiliates; and any imbalances between the controlling shareholders' voting power and overall equity position in the company.		<p>2. cross-holdings among company affiliates; and</p> <p>3. any imbalances between the controlling shareholders' voting power and overall equity position in the company.]</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Risks, pp. 43-46; Top 20 stockholders as of December 31, 2024, p. 52; Part 1. Business and General Information, pp. 5-50; Notes to Consolidated Financial Statements, 4. Financial Risk Management Objectives and Policies, pp. 167-181, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Top Risks, pp. 357-365, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
Recommendation 8.2			
1. Company has a policy requiring all directors to disclose/report to the company any dealings in the company's	Compliant	<p>[Provide information on or link/reference to the company's policy requiring directors and officers to disclose their dealings in the company's share.</p> <p>Indicate actual dealings of directors involving the corporation's shares including their nature, number/percentage and date of transaction.]</p>	

INTEGRATED ANNUAL CORPORATE GOVERNANCE REPORT			
	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
shares within three business days.		The directors' and officers' obligation to disclose their dealings in the company's shares is disclosed and found in the following policies:	
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	<p>RCGM, 13 November 2024, Article III Governance Structure, Section 4. Specific Duties and Responsibilities of a Director, paragraph 4.8, p. 16; Article VIII Disclosure and Transparency, pp. 45-46, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Insider Trading Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, General Policy, Item 6, p. 6, https://www.jgsummit.com.ph/corporate-governance/company-policies/insider-trading-policy</p> <p>Below are information on actual dealings of directors involving the corporation's shares including their nature, number/percentage and date of transaction:</p> <p>DIS, SEC Form 20-IS, 2025, Item 11. Security Ownership of Certain Record and Beneficial Owners and Management, pp. 137-138; Item 12. Certain Relationships and Related Transactions, p. 139; B. Control and Compensation Information, Item 5. Directors and Executive Officers, (h) Certain Relationships and Related Transactions, (2) Directors Disclosures on Self-Dealing and Related Party Transactions, pp. 27-28, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Item 11. Security Ownership of Certain Record and Beneficial Owners and Management, pp. 91-92; Item 12. Certain Relationships and Related Transactions, p. 92;</p>	

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		<p>40. Related Party Transactions pp. 265-273, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>SEC Form 23 A/B (Statement of Beneficial Ownership), JGSHI Website, Corporate Governance>Disclosures, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=beneficial_ownership&year=all&sort=newest</p> <p>Public Ownership Report, JGSHI Website, Corporate Governance>Disclosures, https://www.jgsummit.com.ph/disclosures?search=public+ownership&cat%5B%5D=public_ownership&year=all&sort=newest</p> <p>Information on the Company's Trading of Securities may be found in:</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 3. Trading of Securities, pp. 322-323, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Digital Annual & Sustainability Report, 2024, Trading of Securities, https://www.jgsummit.com.ph/investor-relations/annual-reports</p> <p>Ownership Structure; Trading of Securities, JGSHI Website, Corporate Governance>Shareholders, https://www.jgsummit.com.ph/corporate-governance/ownership-structure</p>	
Supplement to Recommendation 8.2			
1. Company discloses the	Compliant	[Provide information on or link/reference to the shareholdings of directors, management and top 100 shareholders.	

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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).		<p>Provide link or reference to the company's Conglomerate Map.]</p> <p>Information on the shareholdings of directors, management and top 100 shareholders are disclosed in:</p> <p>DIS, SEC Form 20-IS, 2025, Item 11. Security Ownership of Certain Record and Beneficial Owners and Management, pp. 137-138, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Item 11. Security Ownership of Certain Record and Beneficial Owners and Management, pp. 91-92, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A 2024.pdf</p> <p>SEC Form 23 A/B (Statement of Beneficial Ownership), JGSHI Website, Corporate Governance>Disclosures, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=beneficial_ownership&year=all&sort=newest</p> <p>List of Top 100 Stockholders (Common Shares), JGSHI Website, Corporate Governance> Disclosures, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=top_100&year=all&sort=newest</p> <p>Public Ownership Report, JGSHI Website, Corporate Governance>Disclosures, https://www.jgsummit.com.ph/disclosures?search=public+ownership&cat%5B%5D=public_ownership&year=all&sort=newest</p>	

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	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>Digital Annual & Sustainability Report, 2024, Trading of Securities, https://www.jgsummit.com.ph/investor-relations/annual-reports</p> <p>Ownership Structure, JGSHI Website, Corporate Governance>Shareholders, https://www.jgsummit.com.ph/corporate-governance/ownership-structure</p> <p>The Company's Conglomerate Map is available at/disclosed in:</p> <p>DIS, SEC Form 20-IS, 2025, Part I. Business and General Information, Item 1. Description of Business, B. Business of Issuer, p. 53, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part I. Business and General Information, Item 1. Description of Business, B. Business of Issuer, p. 6, Map of the Relationships of the Companies within the group, p. 296, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Organizational Structure and Conglomerate Map, JGSHI Website, Our Company tab, https://www.jgsummit.com.ph/our-company/organizational-structure-and-conglomerate-map</p>	
Recommendation 8.3			
1. Board fully discloses all relevant and material information on	Compliant	[1. Provide link or reference to the directors' academic qualifications, share ownership in the company, membership in other boards, other executive positions, professional experiences, expertise and relevant trainings attended.	

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individual board members to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.		<p>2. Provide link or reference to the key officers' academic qualifications, share ownership in the company, membership in other boards, other executive positions, professional experiences, expertise and relevant trainings attended.]</p> <p>DIS, SEC Form 20-IS, 2024, Profiles of the Nominees For Election to the Board of Directors For the Year 2024, pp. 13-16, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p>	
2. Board fully discloses all relevant and material information on key executives to evaluate their experience and qualifications, and assess any potential conflicts of interest that might affect their judgment.	Compliant	<p>DIS, SEC Form 20-IS, 2025, Part III Control and Compensation Information, Item 9. Directors and Executive Officers, Executive Officers, pp. 132-135, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of Registrant, Executive Officers, pp. 85-88, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Corporate Governance Training of Directors and Officers, JGSHI Website, Corporate Governance>Board and Board Committees>Board Development, https://www.jgsummit.com.ph/corporate-governance/board-development (See Certificates here: https://www.jgsummit.com.ph/docs/2025/04/CG%20JG_2024%20D%26Os%20CG%20Training%20%2804.22.2025%29.pdf</p>	
Recommendation 8.4			

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	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
1. Company provides a clear disclosure of its policies and procedure for setting Board remuneration, including the level and mix of the same.	Compliant	<p>[1. Disclose or provide link/reference to the company policy and practice for setting board remuneration]</p> <p>[2. Disclose or provide link/reference to the company policy and practice for determining executive remuneration]</p> <p>Amended By-Laws, 14 July 2023, Article III Board of Directors, Section 10 Compensation, pp. 11-12; Article IV Officer, Section 14. Compensation, and pp. 19-20, https://www.jgsummit.com.ph/corporate-governance/articles-of-incorporation-and-by-laws</p>	
2. Company provides a clear disclosure of its policies and procedure for setting executive remuneration, including the level and mix of the same.	Compliant	<p>RCGM, 13 November 2024, Article III Governance Structure, Item 7. Remuneration of Directors and Officers, p. 18, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Succession Planning and Remuneration Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, Section on Remuneration of Executive and Non-Executive Directors; Section on Compensation Structure for Key Management Personnel and Senior Management Team, p. 4, https://www.jgsummit.com.ph/corporate-governance/company-policies/succession-planning-and-remuneration-policy</p>	
3. Company discloses the remuneration on an individual basis, including termination and retirement provisions.	Compliant	<p>[3. Provide breakdown of director remuneration and executive compensation, particularly the remuneration of the CEO.]</p> <p>DIS, SEC Form 20-IS, 2025, Item 6. Compensation of Directors and Executive Officers, (a) Summary of Compensation Table, pp. 30-31; (b) Compensation of Directors, 1. Standard Arrangements, 2. Other Arrangements, (c) Employment Contracts and Termination of Employment and Change-in-Control Arrangements, (d) Warrants and</p>	

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	COMPLIANT/ NON- COMPLIANT	ADDITIONAL INFORMATION	EXPLANATION
		<p>Options Outstanding, p. 31, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 10. Executive Compensation, p. 89, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, iii. Remuneration, a. Board, p. 349, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A_2024.pdf</p>	
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	<p>[Disclose or provide reference/link to company's RPT policies</p> <p>Indicate if the director with conflict of interest abstained from the board discussion on that particular transaction.]</p> <p>RCGM, 13 November 2024, Article VIII. Disclosure and Transparency, pp. 45-46, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Material Related Party Transactions Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/related-party-transactions-policy</p>	

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		For the past financial year, there was no transaction decided by the Board involving conflict of interest with any director.	
2. Company discloses material or significant RPTs reviewed and approved during the year.	Compliant	<p>[Provide information on all RPTs for the previous year or reference to a document containing the following information on all RPTs:</p> <ol style="list-style-type: none"> 1. name of the related counterparty; 2. relationship with the party; 3. transaction date; 4. type/nature of transaction; 5. amount or contract price; 6. terms of the transaction; 7. rationale for entering into the transaction; 8. the required approval (i.e., names of the board of directors approving, names and percentage of shareholders who approved) based on the company's policy; and 9. other terms and conditions] <p>All significant RPTs are disclosed in the ASR, SEC Form 17-A, Annual Report, 2024, Audited Financial Statements, Notes to Financial Statements, Note 40, Related Party Transactions, pp. 265-272, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.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>[Indicate where and when directors disclose their interests in transactions or any other conflict of interests.]</p> <p>The directors' and officers' obligation to disclose possible conflicts of interest is disclosed and found in the following:</p> <p>RCGM, 14 November 2024, Article III. Governance Structure, Section 4. Specific Duties and Responsibilities of a Director, paragraph 4.1, p.</p>	

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		<p>16; Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, Item A.1.3. Right to Information, p. 42, Article VIII. Disclosure and Transparency, pp. 45-46, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>DIS, SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (h) Certain Relationships and Related Transactions, (2) Directors Disclosures on Self-Dealing and Related Party Transactions, p. 27-28, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Conflict of Interest Disclosures, p. 346, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.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	<p>[Provide link or reference where this is disclosed, if any]</p> <p>The Company's Board has the obligation to oversee the implementation of a policy and system on RPTs which shall include the review and approval of material or significant RPTs and ensure fairness and transparency of the transactions. This is provided in the RCGM, 13 November 2024, Article III Governance Structure, A. Board of Directors, 3.2. Duties and Function of the Board, paragraph 3.2.5, p. 14, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	

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		<p>The Company conducts all Material Related Party Transactions (MRPT) on an arm's length basis, on fair and reasonable terms and conditions no less favorable than any such terms available to unrelated third parties under the same or similar circumstances. See: Material Related Party Transactions Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/related-party-transactions-policy</p> <p>The Company and its subsidiaries and affiliates, in their regular conduct of business, have engaged in arm's length transactions with each other and with other affiliated companies, consisting principally of sales and purchases at market prices and advances made and obtained. See: ASR, SEC Form 17-A, Annual Report, 2024, Item 12. Certain Relationships and Related Transactions, p. 92, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>All significant RPTs are disclosed in the ASR, SEC Form 17-A, Annual Report, 2024, Audited Financial Statements, Notes to Financial Statements, Note 40, Related Party Transactions, pp. 265-272, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>DIS, SEC Form 20-IS, 2025, Item 5. Directors and Executive Officers, (h) Certain Relationships and Related Transactions, (1) Related Party Transactions with Subsidiaries and Affiliates, (2) Directors Disclosures on Self-Dealing and Related Party Transactions, pp. 27-28, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p>	
Recommendation 8.6			

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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	<p>[Provide link or reference where this is disclosed]</p> <p>The JGSHI's Board is fully committed in ensuring the full disclosure of the Company's material information dealings.</p> <p>All disclosures are released via the approved stock exchange procedure for Company announcements as well as through the annual report. The Company shall cause the filing of all required information for the interest of the stakeholders.</p> <p>All material facts and occurrences which could adversely affect the viability or the interest of its shareholders and other stakeholders are disclosed in SEC Form 17 C (Current Report), JGSHI Website, Disclosures, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=current_report&year=all&sort=newest</p> <p>Corporate Disclosure Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/corporate-disclosure-policy</p>	

<p>2. Board appoints an independent party to evaluate the fairness of the transaction price on the acquisition or disposal of assets.</p>	<p>Compliant</p>	<p>[Identify independent party appointed to evaluate the fairness of the transaction price</p> <p>Disclose the rules and procedures for evaluating the fairness of the transaction price, if any.]</p> <p>An independent party to evaluate the fairness of the transaction price on the acquisition and disposal of assets, particularly those passing a materiality threshold is determined by the AURROC. This information is provided in:</p> <p>RCGM, 13 November 2024, Article III Governance Structure, B. Board Committees, 2. AURROC, 2.3 Functions of the AURROC, 2.3.2 RPT, Item 2.3.2.8, p. 24, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>AURROC Charter, JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, 4. Duties and Responsibilities, 4.2. RPT, Item 4.2.8, p. 5, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p> <p>The independent party appointed to evaluate the fairness of the transaction price on the acquisition or disposal of assets is Sycip, Gorres & Velayo Co. (SGV). This information is found in the following:</p> <p>DIS, SEC Form 20-IS, 2024, Appointment of External Auditor, p. 9; Independent Auditor's Report, Details of Engagement Partner, p.143, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Independent Auditor's Report, Details of Engagement Partner, p.101, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
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		<p>For the determination of the transaction price, SGV obtained an understanding of the nature of other fees charged to the buyers. For selected contracts, SGV compared the amounts excluded from the transaction price against the expected amounts required to be remitted to the government based on existing tax rules and regulations (e.g., documentary stamp taxes, transfer taxes and real property taxes). See: ASR, SEC Form 17-A, Annual Report, 2024, Independent Auditor's Report, pp. 97-101, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>In 2024, there were no significant acquisitions and disposals that breached the threshold and required the appointment of an independent party to opine on the reasonableness of pricing.</p>	
Supplement to Recommendation 8.6			
<p>1. Company discloses the existence, justification and details on shareholder agreements, voting trust agreements, confidentiality agreements, and such other agreements that may impact on the control, ownership, and strategic direction of the company.</p>	Compliant	<p>[Provide link or reference where these are disclosed.]</p> <p>It is the policy of the Company to disclose 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.</p> <p>Corresponding disclosure shall be made to the SEC and PSE which will be published in the Company Website: SEC Form 17 C (Current Report), JGSHI Website, Corporate Governance>Disclosures, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=current_report&year=all&sort=newest</p> <p>Corporate Disclosure Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/corporate-disclosure-policy</p> <p>In 2024 the Company has no such agreements to disclose.</p>	

Recommendation 8.7			
1. Company's corporate governance policies, programs and procedures are contained in its Manual on Corporate Governance (MCG).	Compliant	<p>[Provide link to the company's website where the Manual on Corporate Governance is posted.]</p> <p>The Revised Corporate Governance Manual is posted in the Company Website: https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>On 13 November 2024, the Board of Directors approved amendments to the RCGM of the Corporation in accordance with SEC Memorandum Circular No. 19, Series of 2016. The RCGM was filed with the Securities and Exchange Commission on December 4, 2024.</p> <p>See:</p>	
2. Company's MCG is submitted to the SEC and PSE.	Compliant	<p>DIS, SEC Form 20-IS, 2025, Discussion on compliance with leading practices on corporate governance, p. 36, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p>	
3. Company's MCG is posted on its company website.	Compliant	<p>Revised Corporate Governance Manual as of Report Date 4 December 2024: https://www.jgsummit.com.ph/docs/2024/12/PSE%20Disclosure%20Form%2017-18%20-%20Revised%20Corporate%20Governance%20Manual_04Dec24.rev.pdf</p> <p>PSE EDGE: https://edge.pse.com.ph/openDiscViewer.do?edge_no=859c0076fe12cdbfabca0fa0c5b4e4d0</p>	
Supplement to Recommendation 8.7			
1. Company submits to the SEC and PSE an updated MCG to disclose any changes in its corporate	Compliant	<p>[Provide proof of submission.]</p> <p>All changes in the Revised Corporate Governance Manual are posted in the Company Website: https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	

governance practices.	<p>On 13 November 2024, the Board of Directors approved amendments to the RCGM of the Corporation in accordance with SEC Memorandum Circular No. 19, Series of 2016. The RCGM was filed with the Securities and Exchange Commission on December 4, 2024.</p> <p>See references:</p> <p>DIS, SEC Form 20-IS, 2025, Discussion on compliance with leading practices on corporate governance, p. 36, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>Revised Corporate Governance Manual as of Report Date 4 December 2024: https://www.jgsummit.com.ph/docs/2024/12/PSE%20Disclosure%20Form%2017-18%20-%20Revised%20Corporate%20Governance%20Manual_04Dec24.rev.pdf</p> <p>PSE EDGE: https://edge.pse.com.ph/openDiscViewer.do?edge_no=859c0076fe12cdbfabca0fa0c5b4e4d0</p> <p>Prior to the amendment in the year 2024, the RCGM was last revised on 23 May 2023. This was submitted to the PSE on 9 June 2023. See Revised Corporate Governance Manual as of Report Date 9 June 2023, https://www.jgsummit.com.ph/docs/2023/06/PSE%20Disclosure%20Form%2017-18%20-%20Revised%20Corporate%20Governance%20Manual.pdf</p> <p>PSE EDGE: https://edge.pse.com.ph/openDiscViewer.do?edge_no=2f94b14a129db4c89e4dc6f6c9b65995</p>	
Optional: Principle 8		

1. Does the company's Annual Report disclose the following information:		<p>[1a-g. Provide link or reference to the company's Annual Report containing the said information.]</p> <p>The company's Annual Report containing the said information are in:</p>	
a. Corporate Objectives	Compliant	<p>Digital Annual & Sustainability Report, 2024, Investment Portfolio, Corporate Structure, https://www.jgsummit.com.ph/investor-relations/annual-reports</p>	
b. Financial performance indicators	Compliant	<p>ASR, SEC Form 17-A, Annual Report, 2024, Part II. Operational and Financial Information, pp. 51-81, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Digital Annual & Sustainability Report, 2024, Message to Shareholders, President and CEO's Report, Financial Statement, https://www.jgsummit.com.ph/investor-relations/annual-reports</p>	
c. Non-financial performance indicators	Compliant	<p>ASR, SEC Form 17-A, Sustainability Report, 2024, Our Impact, pp. 368-423 and Annex A, pp. 426-451, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
d. Dividend Policy	Compliant	<p>The Company has consistently paid-out its dividends for the past 5 years and JGSHI's dividend policy statement, approved by the Board on 29 March 2023, cites this. This information is disclosed in the following:</p> <p>PSE Disclosure Form 4-30 Material Information/Transactions re Results of the BOD's Regular Meeting, SEC Form 17-C, Item 4, pp. 3 and 10, https://www.jgsummit.com.ph/docs/2023/03/PSE%20Disclosure%20Form%204-30%20Material%20Information%20Transactions%20re%20Results%20of%20the%20BOD%27s%20Regular%20Meeting.pdf</p>	

		<p>Current Report under Section 17 of the Securities Regulation Code and SRC Rule 17.2(c) Thereunder, SEC Form 17-C, p. 2, https://www.jgsummit.com.ph/docs/2024/05/PSE%20Disclosure%20Form%206-1%20-%20Declaration%20of%20Cash%20Dividends.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part II - Operational and Financial Information, Item 5. Market for Registrant's Common Equity and Related Stockholder Matters Cash Dividends per Share, pp. 51-52, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A 2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, b. Dividends, p. 325, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A 2024.pdf</p> <p>Digital Annual & Sustainability Report, 2024, Dividends, https://www.jgsummit.com.ph/investor-relations/annual-reports</p> <p>Other relevant documents: Amended By-Laws, 14 July 2023, Article VI. Dividends and Finances, Section 3. Dividends; p. 20, https://www.jgsummit.com.ph/corporate-governance/articles-of-incorporation-and-by-laws</p> <p>Dividend Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/dividend-policy</p>	
e. Biographical details (at least age, academic qualifications, date of first appointment, relevant experience, and other directorships in	Compliant	<p>DIS, SEC Form 20-IS, 2024, Profiles of the Nominees For Election to the Board of Directors For the Year 2024, pp. 13-16, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>DIS, SEC Form 20-IS, 2025, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Directors, 129-132, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p>	

listed companies) of all directors		ASR , SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of Registrant, Directors, pp. 83-85, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	
f. Attendance details of each director in all directors meetings held during the year	Compliant	DIS , SEC Form 20-IS, 2025, B. Control and Compensation Information, Item 5. Directors and Executive Officers, (i). Appraisals and Performance Report for the Board, pp. 28-29, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf ASR , SEC Form 17-A, Sustainability Report, 2024, D. Board and Board Committee Meetings, pp. 338-340, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf Board Meetings , JGSHI Website, Corporate Governance>Board and Board Committees, https://www.jgsummit.com.ph/corporate-governance/board-meetings Digital Annual & Sustainability Report , 2024, Board Meetings, https://www.jgsummit.com.ph/investor-relations/annual-reports	
g. Total remuneration of each member of the board of directors	Compliant	ASR , SEC Form 17-A, Sustainability Report, 2024, iii. Remuneration, a. Board, p. 349, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	
2. The Annual Report contains a statement confirming the company's full compliance with the Code of Corporate	Compliant	[Provide link or reference to where this is contained in the Annual Report] ASR , SEC Form 17-A, Annual Report, 2024, Part IV. Corporate Governance, Item 13. Corporate Governance, p. 92, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	

Governance and where there is non-compliance, identifies and explains reason for each such issue.		ASR , SEC Form 17-A, Sustainability Report, 2024, I. Governance Statement, Strategies, and Objectives, p. 320, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	
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	<p>[2-5. Provide link or reference to where this is contained in the Annual Report]</p> <p>The Board's review of the Company's material controls (including operational, financial and compliance controls) and risk management systems are disclosed in:</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Statement of Management's Responsibility For Consolidated Financial Statement, p. 96; 4. Financial Risk Management Objectives and Policies, pp. 167-181, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, i. Audit and Accountability, pp. 341-342, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Also contained in this I-ACGR is the Audit Attestation Memo issued and certified by the Chief Audit Executive, Chief Financial and Risk Officer and President and CEO: Annual Statement of Internal Controls and Compliance System Attestation, JGSHI Website, Corporate Governance>Shareholders> Internal Controls, paragraph 2, https://www.jgsummit.com.ph/corporate-governance/internal-controls; See also: https://www.jgsummit.com.ph/docs/2025/04/Statement%20of%20Internal%20Controls%20and%20Compliance%20System%20Attestation%20for%202024.pdf</p>	
4. The Annual Report/Annual CG Report contains a statement from the board of directors or Audit Committee	Compliant		

commenting on the adequacy of the company's internal controls/risk management systems.			
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	<p>ASR, SEC Form 17-A, 2024, Part 1. Business and General Information, Risks, pp. 43-46; Notes to Consolidated Financial Statements, 4. Financial Risk Management Objectives and Policies, pp. 167-181, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Top Risks and Risk Categories, pp. 357-365, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
<p>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.</p>			
<p>Recommendation 9.1</p>			
1. Audit Committee has a robust process for approving and recommending the appointment, reappointment, removal, and	Compliant	<p>[Provide information or link/reference to a document containing information on the process for approving and recommending the appointment, reappointment, removal and fees of the company's external auditor.]</p> <p>Disclosed in the Revised Corporate Governance Manual and Audit, Related Party Transactions and Risk Oversight Committee Charter.</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, B. Audit, Related Party Transactions and Risk Oversight Committee (AURROC),</p>	

fees of the external auditors.		<p>Item 2.3.1.11, p. 21, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>AURROC Charter, JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, Item 4.1.12, p. 3, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</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>[Indicate the percentage of shareholders that ratified the appointment, reappointment, removal and fees of the external auditor.]</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, B. Audit, Related Party Transactions and Risk Oversight Committee (AURROC), Item 2.3.1.11, p. 22, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>AURROC Charter, JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, Item 4.1.12, p. 4, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p> <p>Results of Annual Stockholders Meeting, SEC Form 17-C, 3 June 2024, 11. Item 9, No. 2, p. 6, https://www.jgsummit.com.ph/docs/2024/06/PSE%20Disclosure%20Form%2024-24%20%E2%80%93%20Results%20of%20Annual%20Stockholders%E2%80%99%20Meeting%20held%20on%20June%203%2C%202024.pdf</p> <p>Minutes of the Annual Meeting of Stockholders, 2024, Part VI, Appointment of External Auditor, p. 7, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=minutes_stockholders&year=all&sort=newest</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>[Provide information on or link/reference to a document containing the company's reason for removal or change of external auditor.]</p> <p>Sycip, Gorres & Velayo Co. (SGV) was re-elected in the Company's external auditor in the ASM held on 3 June 2024. There was no removal of external auditor for the past financial year 2024.</p> <p>If the External Auditor resigns, is dismissed or ceases to perform his services, the reason/s for and the date of effectivity of such action shall be reported in the Corporation's annual and current reports. This is disclosed in the Revised Corporate Governance Manual.</p> <p>RCGM, 13 November 2024, Article V. Accountability and Audit, B., pp. 40-41, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	
Supplement to Recommendation 9.1			
1. Company has a policy of rotating the lead audit partner every five years.	Compliant	<p>[Provide information on or link/reference to a document containing the policy of rotating the lead audit partner every five years]</p> <p>RCGM, 13 November 2024, Article V. Accountability and Audit, A.5, p. 40, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	
Recommendation 9.2			
1. Audit Committee Charter includes the Audit Committee's responsibility on: i. assessing the integrity and independence of external auditors;	Compliant	<p>[1-2. Provide link/reference to the company's Audit Committee Charter]</p> <p>The Company's AURROC Committee Charter includes the Committee's responsibilities in relation to the duties and deliverables of the Company's external auditor as well as monitoring of the same to ensure the auditor's continuous suitability and effectiveness.</p> <p>AURROC Charter, JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, 4. Duties and Responsibilities, Items 4.1.4, 4.1.6 - 4.1.11, pp. 3-4,</p>	

<p>ii. exercising effective oversight to review and monitor the external auditor's independence and objectivity; and</p> <p>iii. exercising effective oversight to review and monitor the effectiveness of the audit process, taking into consideration relevant Philippine professional and regulatory requirements.</p>		<p>https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p>	
<p>2. Audit Committee Charter contains the Committee's responsibility on reviewing and monitoring the external auditor's suitability and</p>	<p>Compliant</p>		

effectiveness on an annual basis.			
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>[1-2. Provide link/reference to the company's Audit Committee Charter]</p> <p>The JGSHI's AURROC Charter includes the Committee's responsibilities in relation to ensuring that the Company's external auditor is credible, competent and has the ability to understand complex RPTs, its counterparties, and valuations of such transactions.</p> <p>AURROC Charter, JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, 4. Duties and Responsibilities, Items 4.1.4, 4.1.6 and 4.1.7, p. 3, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p>	
2. Audit Committee ensures that the external auditor has adequate quality control procedures.	Compliant		
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	Compliant	<p>[Disclose the nature of non-audit services performed by the external auditor, if any.]</p> <p>DIS, SEC Form 20-IS, 2025, Item 8. Information on Independent Accountant and other Related Matters, A. External Audit Fees and Services, p. 128, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p>	

potential conflict of interest.		ASR , SEC Form 17-A, Annual Report, 2024, Item 8. Information on Independent Accountant and other Related Matters, A. External Audit Fees and Services, p. 81, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.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	<p>[Provide link or reference to guidelines or policies on non-audit services]</p> <p>DIS, SEC Form 20-IS, 2025, Item 8. Information on Independent Accountant and other Related Matters, A. External Audit Fees and Services, p. 128, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Item 8. Information on Independent Accountant and other Related Matters, A. External Audit Fees and Services, p. 81, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>RCGM, 13 November 2024, Article III, Governance Structure, B.2.3 Functions of the AURROC, 2.3.1.7, p. 21; Article V. Accountability and Audit, B, pp. 40-41, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	
Supplement to Recommendation 9.3			
1. Fees paid for non-audit services do not outweigh the fees paid for audit services.	Compliant	<p>[Provide information on audit and non-audit fees paid.]</p> <p>DIS, SEC Form 20-IS, 2025, Item 8. Information on Independent Accountant and other Related Matters, A. External Audit Fees and Services, p. 128, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p>	

		<p>ASR, SEC Form 17-A, Annual Report, 2024, Item 8. Information on Independent Accountant and other Related Matters, A. External Audit Fees and Services, p. 81, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
Additional Recommendation to Principle 9			
1. Company's external auditor is duly accredited by the SEC under Group A category.	Compliant	<p>[Provide information on company's external auditor, such as:</p> <ol style="list-style-type: none"> 1. Name of the audit engagement partner; 2. Accreditation number; 3. Date Accredited; 4. Expiry date of accreditation; and 5. Name, address, contact number of the audit firm.] <p>In accordance with SEC rules and regulations, the Company engages only SEC-accredited external auditors.</p> <p>Information on external auditor for 2024, Sycip, Gorres, Velayo & Co. (SGV) are disclosed in the following:</p> <p>DIS, SEC Form 20-IS, 2024, Appointment of External Auditor, p. 9; https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Independent Auditor's Report, Details of Engagement Partner, p.101, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Results of Annual Stockholders Meeting, SEC Form 17-C, 3 June 2024, 11. Item 9, No. 2, p. 6, https://www.jgsummit.com.ph/docs/2024/06/PSE%20Disclosure%20Form%2024-24%20%E2%80%93%20Results%20of%20Annual%20Stockholders%E2%80%99%20Meeting%20held%20on%20June%203%2C%202024.pdf</p>	

		Minutes of the Annual Meeting of Stockholders, 2024, Part VI, Appointment of External Auditor, p. 7, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=minutes_stockholders&year=all&sort=newest	
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	[Provide information on the following: 1. Date it was subjected to SOAR inspection, if subjected; 2. Name of the Audit firm; and Members of the engagement team inspected by the SEC.] 1. Date it was subjected to SOAR inspection, if subjected; August 1-12, 2022 2. Name of the Audit firm; Sycip, Gorres, Velayo & Co. (SGV) 3. Members of the engagement team inspected by the SEC: The names of the members of the engagement team were provided to the SEC during the SOAR inspection.	
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	Compliant	[Disclose or provide link on the company's policies and practices on the disclosure of non-financial information, including EESG issues.] Policy on disclosure of non-financial information, including EESG issues, is found in the following: RCGM , 13 November 2024, Article III. Governance Structure, B. Governance, Nomination, Remuneration and Sustainability Committee, Section 3. Governance, Nomination, Remuneration and Sustainability Committee (GNRSC), Section 3.3. Functions of the GNRSC; Section 3.3.10., p. 27; Article VIII. Disclosure and Transparency, pp. 45-46, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual	

its business, which underpin sustainability.		<p>GNRSC Charter, JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, Section 4. Duties and Responsibilities, Section 4.10, p.3, https://www.jgsummit.com.ph/corporate-governance/the-board-committees</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, GNRSC Roles and Functions, p. 345, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
2. Company adopts a globally recognized standard/framework in reporting sustainability and non-financial issues.	Compliant	<p>[Provide link to Sustainability Report, if any. Disclose the standards used.]</p> <p>The Company's SEC Sustainability Report is aligned to the Global Reporting Initiative's (GRI) Sustainability Reporting Standards and International Sustainability Standards Board (ISSB) - IFRS S1 and S2 Sustainability Disclosure Standards.</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Annex C. ISSB Climate Disclosure Index (IFRS - S1 and S2), p.464 and Annex D. GRI Content Index, pp. 464-475, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
<p>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.</p>			
<p>Recommendation 11.1</p>			
1. Company has media and analysts' briefings as channels of communication to ensure the	Compliant	<p>[Disclose and identify the communication channels used by the company (i.e., website, Analyst's briefing, Media briefings /press conferences, Quarterly reporting, Current reporting, etc.). Provide links, if any.]</p>	

timely and accurate dissemination of public, material and relevant information to its shareholders and other investors.		<p>The Company uses various communication channels like website, Analyst's briefing, Media press releases, Quarterly reporting, Annual reporting, etc.:</p> <p>IR Presentations (2024), JGSHI Website, Investor Relations, https://www.jgsummit.com.ph/investor-relations/ir-presentations</p> <p>Other Disclosures, JGSHI Website, Disclosures, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=other_disclosures&year=all&sort=newest</p> <p>Calendar of Events for Analysts' Briefings, JGSHI Website, Investor Relations, https://www.jgsummit.com.ph/investor-relations/calendar-of-events</p> <p>Other available channel of communication made available to the stakeholders:</p> <p>Contact Us, JGSHI Website, https://www.jgsummit.com.ph/contact-us</p>	
Supplemental to Principle 11			
1. Company has a website disclosing up-to-date information on the following:	Compliant	<p>[1a-f. Provide link to company website]</p> <p>JGSHI Website: http://www.jgsummit.com.ph/</p>	
a. Financial statements/reports (latest quarterly)	Compliant	<p>SEC Form 17-Q (Quarterly Report), JGSHI Website, Disclosures>Quarterly Report, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=quarterly_report&year=all&sort=newest</p> <p>SEC Form 17-A (Annual Report), JGSHI Website, Disclosures>Annual Report, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=annual_report&year=all&sort=newest SEC Form 17-C (Current Report), JGSHI Website, Disclosures>Current Report,</p>	

		https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=current_report&year=all&sort=newest	
b. Materials provided in briefings to analysts and media	Compliant	<p>Press Releases, JGSHI Website, Disclosures>Press Release, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=press_release&year=all&sort=newest</p> <p>IR Presentations (2024), JGSHI Website, Investor Relations, https://www.jgsummit.com.ph/investor-relations/ir-presentations</p>	
c. Downloadable annual report	Compliant	<p>SEC Form 17-A (Annual Report), JGSHI Website, Disclosures>Annual Report, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=annual_report&year=all&sort=newest</p> <p>Digital Annual & Sustainability Reports, JGSHI Website, Investor Relations, https://www.jgsummit.com.ph/investor-relations/annual-reports?ref=nav_corporate_annual_reports</p>	
d. Notice of ASM and/or SSM	Compliant	<p>Notice of Stockholders Meetings, JGSHI Website, Disclosures>Notice of Stockholders Meetings, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=notice_stockholders&year=all&sort=newest</p>	
e. Minutes of ASM and/or SSM	Compliant	<p>Minutes of Stockholders Meetings, JGSHI Website, Disclosures>Minutes of Stockholders Meetings, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=minutes_stockholders&year=all&sort=newest</p>	
f. Company's Articles of Incorporation and By-Laws	Compliant	<p>Articles of Incorporation and By-Laws, JGSHI Website, About Us>Articles of Incorporation and By-Laws, https://www.jgsummit.com.ph/our-company/articles-of-incorporation-and-by-laws</p>	
Additional Recommendation to Principle 11			
1. Company complies with	Compliant	JGSHI Website , http://www.jgsummit.com.ph/	

SEC-prescribed website template.			
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>[List quality service programs for the internal audit functions.</p> <p>Indicate frequency of review of the internal control system]</p> <p>Internal controls procedures and risk management systems, which are annually reviewed, are embedded in the operations of the Company and in each Corporate Center Unit (CCU), thus increasing their accountability and ownership in the execution of the CCU's internal control framework.</p> <p>The Company's Chief Executive Officer, Chief Audit Executive and Chief Finance and Risk Officer issue an annual attestation that the Company has an internal audit, controls and compliance system in place and working effectively in all material respects, compliant with the standards set out in the Corporate Audit Manual. These processes provide an assurance that enables the senior management of the company to understand, manage and satisfactorily control risk exposures.</p> <p>Internal Controls, JGSHI Website, Corporate Governance>Shareholders>Internal Controls, https://www.jgsummit.com.ph/corporate-governance/internal-controls</p> <p>ASR, SEC Form 17-A, Sustainability Report, iv. Internal Controls, p. 344, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	

		<p>ASR, SEC Form 17-A, Annual Report, 2024, Statement of Management's Responsibility for Consolidated Financial Statements, p.96, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Annual Statement of Internal Controls and Compliance System Attestation, JGSHI Website, Corporate Governance>Shareholders>Internal Controls, paragraph 2, https://www.jgsummit.com.ph/corporate-governance/internal-controls; See also: https://www.jgsummit.com.ph/docs/2025/04/Statement%20of%20Internal%20Controls%20and%20Compliance%20System%20Attestation%20for%202024.pdf</p>	
2. Company has an adequate and effective enterprise risk management framework in the conduct of its business.	Compliant	<p>[Identify international framework used for Enterprise Risk Management</p> <p>Provide information or reference to a document containing information on:</p> <ol style="list-style-type: none"> 1. Company's risk management procedures and processes 2. Key risks the company is currently facing 3. How the company manages the key risks <p>Indicate frequency of review of the enterprise risk management framework.]</p> <p>DIS, SEC Form 20-IS, 2025, 4. Financial Risk Management Objectives and Policies, pp. 213-227, Enterprise Risk Management, p. 213, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part 1. Business and General Information, Risks, pp. 43-46; Notes to Consolidated Financial Statements, 4. Financial Risk Management Objectives and Policies, pp. 167-181; Enterprise Risk Management, p. 167,</p>	

		https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf ASR , SEC Form 17-A, Sustainability Report, 2024, Enterprise Risk Management, pp. 354-365, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	
Supplement to Recommendations 12.1			
1. Company has a formal comprehensive enterprise-wide compliance program covering compliance with laws and relevant regulations that is annually reviewed. The program includes appropriate training and awareness initiatives to facilitate understanding, acceptance and compliance with the said issuances.	Compliant	<p>[Provide information on or link/ reference to a document containing the company's compliance program covering compliance with laws and relevant regulations.</p> <p>Indicate frequency of review.]</p> <p>The Company ensures compliance with the regulatory mandates of SEC, PSE, Philippine Dealing and other regulatory agencies. The Company through its designated Compliance Groups has consistently keeps itself abreast of the regulatory mandates and developments in the industry.</p> <p>PSE Edge Website, JG Summit Holdings, Inc., Company Disclosures, https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=210</p> <p>Other Disclosures, JGSHI Website, Disclosures, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=other_disclosures&year=all&sort=newest</p> <p>In addition, the Company's General Counsel Group-Compliance, Corporate Secretary's Office and Corporate and Management Services Group periodically review compliance with applicable laws, rules and regulations.</p> <p>Compliance Manual, JGSHI Website, Corporate Governance>Compliance Reports, https://www.jgsummit.com.ph/corporate-governance/compliance/compliance-manual</p>	

Optional: Recommendation 12.1			
1. Company has a governance process on IT issues including disruption, cyber security, and disaster recovery, to ensure that all key risks are identified, managed and reported to the board.	Compliant	<p>[Provide information on IT governance process]</p> <p>The Company prioritizes information security and takes a proactive approach to safeguarding its assets. To achieve this, we have implemented a comprehensive Information Security Management System (ISMS). This system establishes a framework for managing information risks, ensuring the confidentiality, integrity, and availability of our data.</p> <p>The ISMS includes a set of clearly defined policies and procedures that govern how information is accessed, stored, transmitted, and protected. These policies are regularly reviewed and updated to reflect the latest security threats and industry best practices.</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Internal Controls, p. 344, Risk Management Process, p. 355, and Customer Management, Data Security, pp. 445-447, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</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	Compliant	<p>[Disclose if the internal audit is in-house or outsourced. If outsourced, identify external firm.]</p> <p>The Company has an in-house internal audit group that functionally reports to the AURROC. Internal Audit provides reasonable assurance that internal controls and risk management systems are in-place and operating effectively.</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, F. Internal Audit, pp. 31-36, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	

company's operations.		AURROC Charter , JGSHI Website, Corporate Governance>Board and Board Committees>Board Committees, https://www.jgsummit.com.ph/corporate-governance/the-board-committees	
Recommendation 12.3			
1. Company has a qualified Chief Audit Executive (CAE) appointed by the Board.	Compliant	<p>[Identify the company's Chief Audit Executive (CAE) and provide information on or reference to a document containing his/her responsibilities.]</p> <p>The Company's Chief Audit Executive (CAE) is Ms. Rya Aissa S. Agustin and information regarding her responsibilities and qualifications found in:</p> <p>PSE Disclosure Form 4-8 – Change in Directors and or Officers, 1 July 2021, SEC Form 17-C, p. 2, https://www.jgsummit.com.ph/docs/2021/07/PSE%20Disclosure%20Form%204-8%20-%20Change%20in%20Directors%20andor%20Officers.pdf</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, F. Internal Audit, 2. Organization of the Internal Audit, No. 2.1, pp. 32, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>DIS, SEC Form 20-IS, 2025, Part III Control and Compensation Information, Item 9. Directors and Executive Officer, Executive Officers, No. 8, p. 134, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, Executive Officers, No. 9, p. 87, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A_2024.pdf</p>	

		<p>ASR, SEC Form 17-A, Sustainability Report, 2024, The Chief Audit Executive, p. 333; 1. Internal Audit, pp. 341-342, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>The Chief Audit Executive, JGSHI Website, Corporate Governance>Shareholders>Internal Controls, https://www.jgsummit.com.ph/corporate-governance/internal-controls</p>	
2. CAE oversees and is responsible for the internal audit activity of the organization, including that portion that is outsourced to a third party service provider.	Compliant	<p>The Chief Audit Executive oversees and is responsible for the internal audit activity of the organization.</p> <p>No internal audit activity is being outsourced from a third-party service provider.</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, F. Internal Audit, 4. Responsibilities of Internal Audit, pp. 33-35, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	
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	Compliant	<p>[Identify qualified independent executive or senior management personnel, if applicable.]</p> <p>The Chief Audit Executive oversees and is responsible for the internal audit activity of the organization.</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, F. Internal Audit, 4. Responsibilities of Internal Audit, pp. 33-35, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>No internal audit activity is being outsourced from a third-party service provider.</p>	

internal audit activity.			
Recommendation 12.4			
1. Company has a separate risk management function to identify, assess and monitor key risk exposures.	Compliant	<p>[Provide information on company's risk management function.]</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, G., Enterprise Risk Management, 1. Role of ERM, p. 36, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>DIS, SEC Form 20-IS, 2025, 4. Financial Risk Management Objectives and Policies, pp. 213-227, Enterprise Risk Management, p. 213, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part 1. Business and General Information, Risks, pp. 43-46; Notes to Consolidated Financial Statements, 4. Financial Risk Management Objectives and Policies, pp. 167-181; Enterprise Risk Management, p. 167, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Board Committees, 1. AURROC, a. Roles and Functions, pp. 341, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
Supplement to Recommendation 12.4			
1. Company seeks external technical support in risk manageme	Compliant	<p>[Identify source of external technical support, if any.]</p> <p>In 2024, the Company's ERM Team under the leadership of the JGSHI's Chief Finance and Risk Officer who is responsible for risk management function was able to adequately perform the necessary risk management activities and did not require external technical support.</p>	

nt when such competence is not available internally.		<p>Discussions on the Company's ERM Governance Structure, framework and processes, and important risks are found in the following documents:</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part 1. Business and General Information, Risks, pp. 43-46; Notes to Consolidated Financial Statements, 4. Financial Risk Management Objectives and Policies, pp. 167-181; Enterprise Risk Management, p. 167, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Enterprise Risk Management, pp. 354-365, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.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	<p>[Identify the company's Chief Risk Officer (CRO) and provide information on or reference to a document containing his/her responsibilities and qualifications/background.]</p> <p>The Company's Chief Finance and Risk Officer (CFRO) is Mr. Brian M. Go and information regarding his responsibilities and qualifications are found in:</p> <p>PSE Disclosure Form 4-8 – Change in Directors and or Officers, 1 July 2021, SEC Form 17-C, p. 3, https://www.jgsummit.com.ph/docs/2021/07/PSE%20Disclosure%20Form%204-8%20-%20Change%20in%20Directors%20and%20Officers.pdf</p> <p>RCGM, 13 November 2024, Article III, Governance Structure, G. Enterprise Risk Management, pp. 36 -38, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	
2. CRO has adequate authority, stature,	Compliant		

resources and support to fulfill his/her responsibilities.		<p>DIS, SEC Form 20-IS, 2025, Part III Control and Compensation Information, Item 9. Directors and Executive Officer, Executive Officers, No. 5, pp. 133-134, https://www.jgsummit.com.ph/docs/2025/04/JGS%202025%20Definitive%20Information%20Statement_redacted.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part III. Control and Compensation Information, Item 9. Directors and Executive Officers of the Registrant, 2. Executive Officers, No. 6, p. 88, https://www.jgsummit.com.ph/docs/2024/04/Part%20I%20-%20JGSHI%26Subs_SEC17-A_2023.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Governance Framework, The Chief Risk Officer, p. 333, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>The Chief Finance and Risk Officer, JGSHI Website, Corporate Governance>Shareholders>Enterprise Risk Management, https://www.jgsummit.com.ph/corporate-governance/enterprise-risk-management</p>	
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, control and compliance system is in	Compliant	<p>[Provide link to CEO and CAE's attestation]</p> <p>The Company's Chief Executive Officer, Chief Audit Executive and Chief Finance and Risk Officer issue an annual attestation that the Company has an internal audit, controls and compliance system in place and working effectively. These processes provide an assurance that enables the senior management of the company to understand, manage and satisfactorily control risk exposures.</p> <p>Annual Statement of Internal Controls and Compliance System Attestation, JGSHI Website, Corporate Governance>Shareholders>Internal Controls, paragraph 2,</p>	

place and working effectively.		https://www.igsummit.com.ph/corporate-governance/internal-controls ; See also: https://www.igsummit.com.ph/docs/2025/04/Statement%20of%20Internal%20Controls%20and%20Compliance%20System%20Attestation%20for%202024.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	<p>[Provide link or reference to the company's Manual on Corporate Governance where shareholders' rights are disclosed.]</p> <p>The Company is committed to ensuring fair and equitable treatment of all shareholders, whether they are controlling or minority, local or foreign. The Company respects the rights of all shareholders as provided under the Revised Corporation Code and other laws, and as stated in its RCGM. These rights relate to the following, among others:</p> <ul style="list-style-type: none"> (1) right to participate and vote on all matters that require their consent or approval in general shareholder meetings, including election and removal of Board members; (2) right to inspect corporate books and records; (3) right to obtain relevant and material information on the corporation on a timely and regular basis; (4) right to dividends; (5) appraisal right; (6) the right to secure methods of ownership registration; (7) convey or transfer shares; and (8) right to nominate candidates to the Board of Directors <p>In furtherance of these rights, an Investor Relations Officer ("IRO"), under the Corporate Strategy Office, was appointed in order to communicate to the shareholders all material information on the activities of the Company.</p>	
2. Board ensures that basic shareholder rights are disclosed on the company's website.	Compliant		

		<p>This information may be found in the following:</p> <p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, A. Shareholders; pp. 41–42, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Amended By-Laws, Article II. Meetings of Stockholders, Section 8 (b), pp. 6-7, https://www.jgsummit.com.ph/docs/2023/07/JGS%20Amended%20By-Laws%20dated%20July%2014%2C%202023.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 4. Rights of Shareholders, pp. 323-324, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Rights and Equitable Treatment of Shareholders, JGSHI Website, Corporate Governance>Shareholders, https://www.jgsummit.com.ph/corporate-governance/rights-and-equitable-treatment-of-shareholders</p> <p>DIS, SEC Form 20-IS, 2024, Explanation of Agenda Items for Stockholders Approval, ii.) Questions and comments on the items in the Agenda, p. 7; Election of Board of Directors, paragraph 2, p. 9; Item 2. Rights of Shareholders; Dissenters' Right of Appraisal, p. 19, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p>	
Supplement to Recommendation 13.1			
1. Company's common share has one vote for one share.	Compliant	<p>Amended By-Laws, 14 July 2023, Article II. Meetings of Stockholders, Section 7. Vote; Section 8, Election of Directors, pp. 6-7, https://www.jgsummit.com.ph/corporate-governance/articles-of-incorporation-and-by-laws</p>	

		Every stockholder shall be entitled to one vote for each share of stock held as of the established record date. See: DIS , SEC Form 20-IS, 2024, Item 4(a) Voting securities entitled to be voted at the meeting, p.19, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf	
2. Board ensures that all shareholders of the same class are treated equally with respect to voting rights, subscription rights and transfer rights.	Compliant	<p>[Provide information on all classes of shares, including their voting rights if any.]</p> <p>Amended By-Laws, 14 July 2023, Article II. Meetings of Stockholders, Section 7. Vote, p. 6, https://www.jgsummit.com.ph/corporate-governance/articles-of-incorporation-and-by-laws</p> <p>DIS, SEC Form 20-IS, 2024, Item 2. Rights of Shareholders; Dissenters' Right of Appraisal, p. 19, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p>	
3. Board has an effective, secure, and efficient voting system.	Compliant	<p>[3. Provide link to voting procedure. Indicate if voting is by poll or show of hands.]</p> <p>[4. Provide information on shareholder voting mechanisms such as supermajority or "majority of minority", if any.]</p>	
4. Board has an effective shareholder voting mechanisms such as supermajority or "majority of minority" requirements to protect minority shareholders against actions	Compliant	<p>Amended By-Laws, 14 July 2023, Article II. Meetings of Stockholders, pp. 4-9, https://www.jgsummit.com.ph/corporate-governance/articles-of-incorporation-and-by-laws</p> <p>DIS, SEC Form 20-IS, 2024, Item 19. Voting Procedures, p. 33; Item 20. Participation of Stockholders by Remote Communication, p. 34, Annex E: 2024 Annual Stockholders' Meeting of JG Summit Holdings, Inc. Registration and Procedure for Voting in Absentia and Participation via Remote Communication, pp. 45-46, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p>	

of controlling shareholders.			
5. Board allows shareholders to call a special shareholders' meeting and submit a proposal for consideration or agenda item at the AGM or special meeting.	Compliant	<p>[Provide information on how this was allowed by board (i.e., minutes of meeting, board resolution)]</p> <p>The Board affords stockholders the right to propose the holding of meetings and to include agenda items ahead of the scheduled Annual and Special Shareholders' Meeting. The Board also adopts appropriate measures to ensure that stockholders' meetings are conducted in a fair and transparent manner.</p> <p>Amended By-Laws, 14 July 2023, Article II. Meetings of Stockholders, Section 3. Special Meetings, p. 5, https://www.jgsummit.com.ph/corporate-governance/articles-of-incorporation-and-by-laws</p> <p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, A. Shareholders; pp. 41–43, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>DIS, SEC Form 20-IS, 2024, Explanation of Agenda Items for Stockholders Approval, (ii), p. 7, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p>	
6. Board clearly articulates and enforces policies with respect to treatment of minority shareholders.	Compliant	<p>[Provide information or link/reference to the policies on treatment of minority shareholders]</p> <p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, A. Shareholders; pp. 41–43, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	
7. Company has a transparent and specific dividend policy.	Compliant	<p>The Company has consistently paid-out its dividends for the past 5 years and JGSHI's dividend policy statement, approved by the Board on 29 March 2023, cites this. This information is disclosed in the following:</p>	

		<p>PSE Disclosure Form 4-30 Material Information/Transactions re Results of the BOD's Regular Meeting, SEC Form 17-C, Item 4, pp. 3 and 10, https://www.jgsummit.com.ph/docs/2023/03/PSE%20Disclosure%20Form%204-30%20Material%20Information%20Transactions%20re%20Results%20of%20the%20BOD%27s%20Regular%20Meeting.pdf</p> <p>Current Report under Section 17 of the Securities Regulation Code and SRC Rule 17.2(c) Thereunder, SEC Form 17-C, p. 2, https://www.jgsummit.com.ph/docs/2024/05/PSE%20Disclosure%20Form%206-1%20-%20Declaration%20of%20Cash%20Dividends.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Part II - Operational and Financial Information, Item 5. Market for Registrant's Common Equity and Related Stockholder Matters Cash Dividends per Share, pp. 51-52, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC 17-A 2024.pdf</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, b. Dividends, p. 325, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC 17-A 2024.pdf</p> <p>Digital Annual & Sustainability Report, 2024, Dividends, https://www.jgsummit.com.ph/investor-relations/annual-reports</p> <p>Other relevant documents: Amended By-Laws, 14 July 2023, Article VI. Dividends and Finances, Section 3. Dividends; p. 20, https://www.jgsummit.com.ph/corporate-governance/articles-of-incorporation-and-by-laws</p> <p>Dividend Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/dividend-policy</p>	
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Optional: Recommendation 13.1			
1. Company appoints an independent party to count and/or validate the votes at the Annual Shareholders' Meeting.	Compliant	<p>[Identify the independent party that counted/validated the votes at the ASM, if any.]</p> <p>All tabulation results for the meeting were subsequently validated by SyCip Gorres Velayo & Co.</p> <p>Minutes of the Annual Meeting of Stockholders, 2024, I. Proof of Notice of the Meeting and Existence of a Quorum, top paragraph, p. 1, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=minutes_stockholders&year=all&sort=newest</p> <p>DIS, SEC Form 20-IS, 2024, Annual Meeting of Stockholders, Explanation of Agenda Items for Stockholders Approval, (ix), p. 8, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p>	
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	<p>[Indicate the number of days before the annual stockholders' meeting or special stockholders' meeting when the notice and agenda were sent out.]</p> <p>Indicate whether shareholders' approval of remuneration or any changes therein were included in the agenda of the meeting.</p> <p>Provide link to the Agenda included in the company's Information Statement (SEC Form 20-IS)]</p> <p>The initial Notice of the Annual Stockholders' Meeting was filed with the PSE on March 20, 2024, 10 trading days before record date of April 5, 2024 which was 59 calendar days before the ASM on 3 June 2024. (See: PSE Disclosure Form 17-C – Current Report, Notice of the 2024 Annual or Special Stockholders' Meeting, https://edge.pse.com.ph/openDiscViewer.do?edge_no=671f46dfa09fb84cabca0fa0c5b4e4d0)</p>	

The **Preliminary Information Statement 2024** was filed with the SEC and PSE on 22 April 2024 (See: https://edge.pse.com.ph/openDiscViewer.do?edge_no=7d48392b8492a374abca0fa0c5b4e4d0), while the **Definitive Information Statement 2024** was filed with the SEC and PSE on 8 May 2024, although it was approved by the PSE on 9 May 2024.

See below screenshot and PSE disclosure:

Template Name	Endorsement Date and Time	Endorsed To	Status	Submission Date and Time	Reference No.	Status (PSE)
Information Statement	05-08-2024 10:06:40 PM	Maria Cel...	A	05-08-2024 10:09:33 PM	0015831-2024	CR
Information Statement	04-19-2024 10:07:55 PM	Maria Cel...	A	04-19-2024 10:08:43 PM	0013450-2024	CR

https://edge.pse.com.ph/openDiscViewer.do?edge_no=d8c02d9ec4febe6abca0fa0c5b4e4d0

In addition, the Notice was disseminated to shareholders and other stakeholders via publication in the Manila Standard and Business World for two (2) consecutive days in both online and print on 9 and 10 May 2024.

The details of the meeting and the agenda items and their respective rationale were included in the Notice provided to all shareholders.

The Company upholds the rights of all shareholders, including minority stockholders, to participate in decisions affecting the Company such as in the approval of remuneration or increase in remuneration of non-executive and executive directors. This information is found in the following:

DIS, SEC Form 20-IS, 2024, Notice of Annual Meeting of Stockholders, Agenda for the Meeting, Ratification of Acts of the Board, No. 6, p. 6; Item 6. Compensation of Directors and Executive Officers, B.

		Compensation of Directors, 1. Standard Arrangements, pp. 30, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf	
Supplemental to Recommendation 13.2			
1. Company's Notice of Annual Stockholders' Meeting contains the following information:	Compliant	[Provide link or reference to the company's notice of Annual Shareholders' Meeting]	
a. The profiles of directors (i.e., age, academic qualifications, date of first appointment, experience, and directorships in other listed companies)	Compliant	DIS , SEC Form 20-IS, 2024, Profiles of the Nominees for Election to the Board of Directors for the Year 2024, pp. 13-16, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf	
b. Auditors seeking appointment/reappointment	Compliant	DIS , SEC Form 20-IS, 2024, Item 7. Independent Public Accountants, p. 31, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf	
c. Proxy documents	Compliant	DIS , SEC Form 20-IS, 2024, Proxy, p. 11, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf	
Optional: Recommendation 13.2			

1. Company provides rationale for the agenda items for the annual stockholders meeting	Compliant	<p>[Provide link or reference to the rationale for the agenda items]</p> <p>Rationale for the 2024 ASM agenda items:</p> <p>DIS, SEC Form 20-IS, 2024, Annual Meeting of Stockholders, Explanation of Agenda Items for Stockholders Approval, pp. 7-10, https://www.jgsummit.com.ph/docs/2023/04/JGS%20Definitive%20Information%20Statement%202023.pdf</p> <p>Notice of Annual Stockholders' Meeting, 2024, Explanation of Agenda Items for Stockholders Approval, pp. 6, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Notice%20for%20Annual%20Stockholders%20Meeting%202024.pdf</p>	
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	<p>[1. Provide information or reference to a document containing information on all relevant questions raised and answers during the ASM and special meeting and the results of the vote taken during the most recent ASM/SSM.]</p> <p>[2. Provide link to minutes of meeting in the company website. Indicate voting results for all agenda items, including the approving, dissenting and abstaining votes.</p> <p>Indicate also if the voting on resolutions was by poll.</p> <p>Include whether there was opportunity to ask question and the answers given, if any]</p> <p>The Results of the 2024 ASM and the Results of the Organizational Meeting, including the 2024 ASM Voting Results per agenda item were posted in the Company website, within the same day as the ASM, for the information of the shareholders:</p> <p>Results of Organizational Meeting (As Amended), SEC Form 17-C, 5 June 2024,</p>	
2. Minutes of the Annual and Special Shareholders'	Compliant		

Meetings were available on the company website within five business days from the end of the meeting.		https://www.jgsummit.com.ph/docs/2024/06/%5BAmended-1%5D%20Results%20of%20Org.pdf Results of Annual Stockholders Meeting , SEC Form 17-C, 3 June 2024, https://www.jgsummit.com.ph/docs/2024/06/PSE%20Disclosure%20Form%202024-24%20%E2%80%93%20Results%20of%20Annual%20Stockholders%E2%80%99%20Meeting%20held%20on%20June%202024.pdf Minutes of the Annual Meeting of Stockholders , 3 June 2024, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=minutes_stockholders&year=all&sort=newest	
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	<p>[Indicate if the external auditor and other relevant individuals were present during the ASM and/or special meeting]</p> <p>DIS, SEC Form 20-IS, 2024, Item 7. Independent Public Accountants, p. 31, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>The external auditor was present in the last ASM as certified by the Corporate Secretary in the Minutes of the ASM, reflecting the directors and officers of the Corporation, and other attendees, who accessed and watched the Microsoft Teams livestream of the 2024 Annual Stockholders' Meeting of the Corporation held on 3 June 2024.</p> <p>Minutes of the Annual Meeting of Stockholders, 3 June 2024, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=minutes_stockholders&year=all&sort=newest</p>	
Recommendation 13.4			
1. Board makes available, at the option of a shareholder, an	Compliant	<p>[Provide details of the alternative dispute resolution made available to resolve intra-corporate disputes]</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, 3.2. Duties and Functions of the Board, 3.2.15 Responsibility, Duties and</p>	

alternative dispute mechanism to resolve intra-corporate disputes in an amicable and effective manner.		Functions of the Board, p. 15; Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders, Item 2, p. 43, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual	
2. The alternative dispute mechanism is included in the company's Manual on Corporate Governance.	Compliant	[Provide link/reference to where it is found in the Manual on Corporate Governance] RCGM , 13 November 2024, Article III. Governance Structure, 3.2. Duties and Functions of the Board, 3.2.15 Responsibility, Duties and Functions of the Board, p. 15; Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders, Item 2, p. 43, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual	
Recommendation 13.5			
1. Board establishes an Investor Relations Office (IRO) to ensure constant engagement with its shareholders.	Compliant	[Disclose the contact details of the officer/office responsible for investor relations, such as: 1. Name of the person 2. Telephone number 3. Fax number 4. E-mail address] Contact details of the officer/office responsible for investor relations: 1. Name of the person: Carlos R. Yu, Jr., Director, Corporate Strategy and Investor Relations 2. Telephone number: Trunkline: (632) 8633-7631 loc. 530 3. E-mail address: IR@jgsummit.com.ph	

		<p>Investor Relations Program, JGSHI Website, Investor Relations, https://www.jgsummit.com.ph/investor-relations/investor-relations-program</p> <p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' interest, A. Shareholders, A.2. Promotion of Shareholders' Rights, pp. 42-43, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Governance, II.C.4. Rights of Shareholders, p.323-324, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
2. IRO is present at every shareholder's meeting.	Compliant	<p>[Indicate if the IRO was present during the ASM.]</p> <p>The IRO was present in the last ASM as certified by the Corporate Secretary in the Minutes of the ASM, reflecting the directors, officers of the Corporation, and other attendees, who accessed and watched the Microsoft Teams livestream of the 2024 Annual Stockholders' Meeting of the Corporation held on 3 June 2024.</p> <p>Minutes of the Annual Meeting of Stockholders, 3 June 2024, https://www.jgsummit.com.ph/disclosures?search=&cat%5B%5D=minutes_stockholders&year=all&sort=newest</p>	
Supplemental Recommendations to Principle 13			
1. Board avoids anti-takeover measures or similar devices that may entrench ineffective management or the existing	Compliant	<p>[Provide information on how anti-takeover measures or similar devices were avoided by the board, if any.]</p> <p>JGSHI does not have anti-takeover measures or similar devices that may entrench ineffective management. In accordance with the JGSHI's internal policies, the Company treats all shareholders equally and have specific corporate acts submitted for their approval at every stockholders' meeting.</p>	

controlling shareholder group		<p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, A.2. Promotion of Shareholders' Rights, pp. 42-43, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>DIS, SEC Form 20-IS, 2024, Item 2. Rights of Shareholders; Dissenters' Right of Appraisal, p. 19, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p>	
2. Company has at least thirty percent (30%) public float to increase liquidity in the market.	Compliant	<p>[Indicate the company's public float.]</p> <p>Public Ownership Report, 31 December 2024, Public Ownership Percentage: 39.78%, p. 3, https://www.jgsummit.com.ph/docs/2025/01/Public%20Ownership%20Report%20as%20of%20December%2031%2C%202024.pdf</p>	
Optional: Principle 13			
1. Company has policies and practices to encourage shareholders to engage with the company beyond the Annual Stockholders' Meeting	Compliant	<p>[Disclose or provide link/reference to policies and practices to encourage shareholders' participation beyond ASM]</p> <p>The Corporate Secretary's Office encourages shareholders to engage with the Company beyond the Annual Stockholders' Meeting by providing them with accessible channels through which timely, fair, and accurate disclosures of material information affecting their shares are made and through which concerns on their share may be addressed. To ensure comprehensive dissemination to all stakeholders and investors, share prices, financial results of the Company, top 20 stockholders of the Company, and Company disclosures which may affect the share prices are regularly updated and uploaded to the Company website.</p> <p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, A.2. Promotion of Shareholders' Rights, pp. 42-43,</p>	

		https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual ASR , SEC Form 17-A, Sustainability Report, 2024, 4. Rights of Shareholders, pp. 323-324, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf DIS , SEC Form 20-IS, 2024, Explanation of Agenda items, (ii), p. 7, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf	
2. Company practices secure electronic voting in absentia at the Annual Shareholders' Meeting.	Compliant	<p>[Disclose the process and procedure for secure electronic voting in absentia, if any.]</p> <p>DIS, SEC Form 20-IS, 2024, Annex E: 2024 Annual Stockholders' Meeting of JG Summit Holdings, Inc. Registration and Procedure for Voting in Absentia and Participation via Remote Communication, pp. 45-46, https://www.jgsummit.com.ph/docs/2024/05/JGS%20Definitive%20Information%20Statement%202024.pdf</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, a. The Annual Stockholders' Meeting, pp. 324-325, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
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	Compliant	<p>[Identify the company's shareholder and provide information or reference to a document containing information on the company's policies and programs for its stakeholders]</p> <p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders,</p>	

between them and the company in creating wealth, growth and sustainability.		<p>pp. 43-44, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Effective stakeholder engagement aids JG Summit to identify critical issues and concerns that could affect its long-term success. By actively engaging with stakeholders, we gain valuable insights into expectations, values, and potential risks from our partners as it fosters collaboration in addressing common challenges and contributes to meaningful, positive outcomes. Ultimately, stakeholder engagement plays a crucial role in driving continuous improvement, aligning business practices with societal expectations, and promoting sustainable and ethical business practices.</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 2024 Stakeholder Engagement Results, pp. 458-460 https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
Recommendation 14.2			
1. Board establishes clear policies and programs to provide a mechanism on the fair treatment and protection of stakeholders.	Compliant	<p>[Identify policies and programs for the protection and fair treatment of company's stakeholders]</p> <p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders, pp. 43-44, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Protection of Creditors' Rights Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/protection-of-creditors-rights-policy</p> <p>Health, Safety and Welfare Policy, JGSHI Website, Corporate Governance>CG Manual and Policies,</p>	

		https://www.jgsummit.com.ph/corporate-governance/company-policies/health-safety-and-welfare-policy Supplier Accreditation Policy , JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/supplier-accrediation-policy	
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	<p>[Provide the contact details (i.e., name of contact person, dedicated phone number or e-mail address, etc.) which stakeholders can use to voice their concerns and/or complaints for possible violation of their rights.</p> <p>Provide information on whistleblowing policy, practices and procedures for stakeholders]</p> <p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders, Item 2, p. 43, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Whistleblowing, pp. 347-348, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>Whistleblowing Policy, JGSHI Website, Corporate Governance> CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/whistle-blowing-policy</p>	
Supplement to Recommendation 14.3			
1. Company establishes an alternative dispute	Compliant	[Provide information on the alternative dispute resolution system established by the company.]	

resolution system so that conflicts and differences with key stakeholders is settled in a fair and expeditious manner.		<p>Pursuant to RCGM, the Board shall consider in the Alternative Dispute Resolution (ADR) mechanism of the Company, the engagement of the services of a neutral third party to assist in the resolution of issues between the Company and stockholders, third parties and regulatory authorities. The ADR mechanism may include arbitration, mediation, conciliation, early neutral evaluation, mini-trial, or any combination thereof, as the Company and the circumstances sees fit.</p> <p>RCGM, 13 November 2024, Article III. Governance Structure, 3.2.15 Responsibility, Duties and Functions of the Board, p. 15; Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders, Items 2-3, pp. 43-44, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p>	
Additional Recommendations to Principle 14			
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	Compliant	<p>[Disclose any requests for exemption by the company and the reason for the request.]</p> <p>JGSHI as a publicly listed company complies with all reportorial requirements, rules and applicable laws as well as regulations of relevant regulatory agencies. Compliance reports are disclosed and made available in the Company Website.</p> <p>ASR, SEC Form 17-A, Annual Report, 2024, Item 13. Corporate Governance, p. 92, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>See Certifications of Compliance:</p> <p>RCGM: https://www.jgsummit.com.ph/docs/2025/04/CG%20JG_JGSHI%20Certification%20of%20Compliance%20with%20RCGM%20for%202024%20%2804.15.25%29.pdf</p> <p>Code of Business Conduct and Ethics:</p>	

with the applicable law, rule or regulation.		https://www.jgsummit.com.ph/docs/2025/04/CG%20JG_JGSHI%20Certification%20of%20Compliance%20with%20Code%20for%202024%20%2804.15.25%29.pdf	
2. Company respects intellectual property rights.	Compliant	<p>[Provide specific instances, if any.]</p> <p>The Company has developed confidential business and technical information over many years at considerable expense. Because of this effort, the Company now owns or otherwise possesses valuable confidential business and technical information; hence, everyone is expected to protect it as carefully similar to the protection of tangible property.</p> <p>The General Counsel Group – Corporate Legal 1 also handles matters relating to IR registrations.</p> <p>Code of Business Conduct and Ethics, JGSHI Website, Corporate Governance>CG Manual and Policies, Preservation and Protection of JG Summit's Resources, p. 7, https://www.jgsummit.com.ph/corporate-governance/company-policies/code-of-business-conduct-ethics?ref=nav_corporate_company_policies</p>	
Optional: Principle 14			
1. Company discloses its policies and practices that address customers' welfare	Compliant	<p>[Identify policies, programs and practices that address customers' welfare or provide link/reference to a document containing the same.]</p> <p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders, Items 1-3, pp. 43-44, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Health, Safety and Welfare Policy, JGSHI Website, Corporate Governance>CG Manual and Policies,</p>	

		https://www.jgsummit.com.ph/corporate-governance/company-policies/health-safety-and-welfare-policy ASR , SEC Form 17-A, Sustainability Report, 2024, 1. Customers' Welfare, p. 326; Customer Management, pp. 443-447, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A 2024.pdf	
2. Company discloses its policies and practices that address supplier/contractor selection procedures	Compliant	<p>[Identify policies, programs and practices that address supplier/contractor selection procedures or provide link/reference to a document containing the same.]</p> <p>Supplier Accreditation Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/supplier-accreditation-policy The Company follows the Supplier Accreditation Policy to ensure that the Company's suppliers and contractors are qualified to meet its commitments. Besides the accreditation process, suppliers and contractors also undergo orientation on Company policies and ethical practices.</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, D.2 Supplier/Contractor Selection, p. 326; Supplier Accreditation, pp. 452-457, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A 2024.pdf </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	Compliant	[Provide information on or link/reference to company policies, programs and procedures that encourage employee participation.]	

<p>procedures that encourage employees to actively participate in the realization of the company's goals and in its governance.</p>		<p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders, Item 3, pp. 43-44, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Health, Safety and Welfare Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/health-safety-and-welfare-policy</p> <p>In addition to the company policies, a key priority was continuously improving the Employee Experience by enhancing key touchpoints in the employee journey. This served as a foundation for building a customer-centric culture and sustaining an engaged workforce. The Employee Growth and Well-Being is one of the five key focus areas of JGSHI's Sustainability Framework. JGSHI are committed to implementing diverse programs and initiatives that cater to the evolving needs of our workforce. These efforts are designed to help employees unlock their full potential, continuously develop their skills, and achieve their career aspirations within a supportive and encouraging environment. From extensive training, mentorship, skills development programs to wellness initiatives that promote physical and mental well-being, we provide the necessary resources to support employees throughout their professional journey. Ultimately, our dedication to employee growth and well-being is not just an objective—it is a core value that defines our approach to building a positive and thriving workplace. By investing in our people, we aim to create an environment where every individual has the opportunity to reach their highest potential.</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Employee Growth and Well-being, pp. 392-402; and D.3. Employees, p. 326-330, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
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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	<p>[Disclose if company has in place a merit-based performance incentive mechanism such as an employee stock option plan (ESOP) or any such scheme that awards and incentivizes employees, at the same time aligns their interests with those of the shareholders.]</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, 3. Employees, p. 326, Employee Benefits, pp. 438-439; and B.3.2 Performance-enhancing mechanisms for employee participation, p. 328, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p> <p>On a longer time-horizon, incentive for key management personnel including C-Suite officers are increased by a factor of 10% if the company's targets over a 3 year period, as imbedded in the CEO's Annual Scorecard (KPIs), are met.</p>	
2. Company has policies and practices on health, safety and welfare of its employees.	Compliant	<p>[2. Disclose and provide information on policies and practices on health, safety and welfare of employees. Include statistics and data, if any.]</p> <p>[3. Disclose and provide information on policies and practices on training and development of employees. Include information on any training conducted or attended.]</p>	
3. Company has policies and practices on training and development of its employees.	Compliant	<p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders, Item 3, pp. 43-44, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Health, Safety and Welfare Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/health-safety-and-welfare-policy</p>	

		ASR , SEC Form 17-A, Sustainability Report, 2024, Employee Growth and Well Being, pp. 392-402; and 3. Employees, pp. 326-330 https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.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	[1. Identify or provide link/reference to the company's policies, programs and practices on anti-corruption 2. Identify how the board disseminated the policy and program to employees across the organization] RCGM , 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders, Item 3 and 4, pp. 43-44, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual	
2. Board disseminates the policy and program to employees across the organization through trainings to embed them in the company's culture.	Compliant	Code of Business Conduct and Ethics , JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/code-of-business-conduct-ethics?ref=nav_corporate_company_policies Anti-Bribery and Anti-Corruption Policy , JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/anti-bribery-and-anti-corruption-policy ASR , SEC Form 17-A, Sustainability Report, 2024, Business Conduct and Anti-Corruption Programs and Procedures, p. 346, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	
Supplement to Recommendation 15.2			
1. Company has clear and	Compliant	[Identify or provide link/reference to the company policy and procedures on penalizing employees involved in corrupt practices.	

<p>stringent policies and procedures on curbing and penalizing employee involvement in offering, paying and receiving bribes.</p>		<p>Include any finding of violations of the company policy.]</p> <p>Code of Business Conduct and Ethics, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/code-of-business-conduct-ethics?ref=nav_corporate_company_policies</p> <p>Anti-Bribery and Anti-Corruption Policy, JGSHI Website, Corporate Governance>CG Manual and Policies, https://www.jgsummit.com.ph/corporate-governance/company-policies/anti-bribery-and-anti-corruption-policy</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Business Conduct and Anti-Corruption Programs and Procedures, p. 346, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	
Recommendation 15.3			
<p>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</p>	<p>Compliant</p>	<p>[1-2. Disclose or provide link/reference to the company whistle-blowing policy and procedure for employees.</p> <p>Indicate if the framework includes procedures to protect the employees from retaliation.</p> <p>Provide contact details to report any illegal or unethical behavior.]</p> <p>[3. Provide information on how the board supervised and ensured enforcement of the whistleblowing framework, including any incident of whistleblowing.]</p> <p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders,</p>	

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	<p>Item 3, pp. 43-44, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>ASR, SEC Form 17-A, 2024, Sustainability Report, Whistleblowing, pp. 347-348, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A_2024.pdf</p> <p>Whistleblowing Policy (Objectives Item 3, p.1; Non-Retaliation item 8, p.5; Procedure in Reporting Item 4.3, p.4), JGSHI Website, Corporate Governance>CG Manual and Policies, , https://www.jgsummit.com.ph/corporate-governance/company-policies/whistle-blowing-policy</p>	
3. Board supervises and ensures the enforcement of the whistleblowing framework.	Compliant		
<p>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.</p>			
<p>Recommendation 16.1</p>			
1. Company recognizes and places importance on the interdependence between business and	Compliant	<p>[Provide information or reference to a document containing information on the company's community involvement and environment-related programs.]</p> <p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders, Item 6, p. 44, https://www.jgsummit.com.ph/corporate-</p>	


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.		governance/company-policies/revised-corporate-governance-manual Gokongwei Brothers Foundation Website, https://www.gokongweibrothersfoundation.org/ ASR , SEC Form 17-A, Sustainability Report, 2024, Our Impact – Shared Success and Better Choices, pp. 368-391 and 2024 Stakeholder Engagement Results, pp.458-460, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf	
Optional: Principle 16			
1. Company ensures that its value chain is environmentally friendly or is consistent with promoting sustainable development	Compliant	<p>[Identify or provide link/reference to policies, programs and practices to ensure that its value chain is environmentally friendly or is consistent with promoting sustainable development.]</p> <p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders, Items 6 and 7, p. 44, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Sustainability, JGSHI Website, https://www.jgsummit.com.ph/sustainability</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Our Impact – Resource Efficiency and Circularity and Climate Action, pp. 402-423, https://www.jgsummit.com.ph/docs/2025/04/JGSHI_Subs_SEC17-A_2024.pdf</p>	

<p>2. Company exerts effort to interact positively with the communities in which it operates</p>	<p>Compliant</p>	<p>[Identify or provide link/reference to policies, programs and practices to interact positively with the communities in which it operates.]</p> <p>RCGM, 13 November 2024, Article VI. Stakeholders' Rights and Protection of Minority Shareholders' Interest, B. Other Stakeholders, Item 6, p. 44, https://www.jgsummit.com.ph/corporate-governance/company-policies/revised-corporate-governance-manual</p> <p>Sustainability, JGSHI Website, https://www.jgsummit.com.ph/sustainability</p> <p>Gokongwei Brothers Foundation Website, https://www.gokongweibrothersfoundation.org/</p> <p>ASR, SEC Form 17-A, Sustainability Report, 2024, Our Impact – Shared Success, pp. 368-379, https://www.jgsummit.com.ph/docs/2025/04/JGSHI Subs SEC17-A_2024.pdf</p>	
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Pursuant to the requirement of the Securities and Exchange Commission, this Integrated Annual Corporate Governance Report is signed on behalf of the registrant by the undersigned, thereunto duly authorized, in the City of Pasig City on _____, 20____.

MAY 27 2025

SIGNATURES


JAMES L. GO
Chairman of the Board


LANCE Y. GOKONGWEI
President and Chief Executive Officer


ANTONIO L. GO
Independent Director


RENATO T. DE GUZMAN
Independent Director


ARTEMIO V. PANGANIBAN
Independent Director


BERNADINE T. SIY
Independent Director

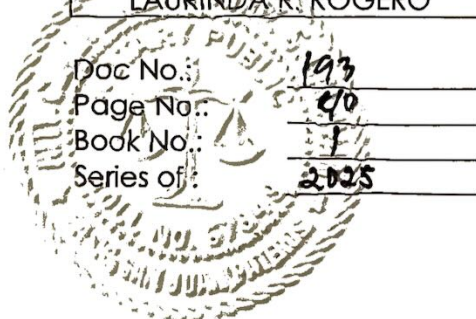

MARIA CELIA H. FERNANDEZ-ESTAVILLO
Corporate Secretary



LAURINDA R. ROGERO
Chief Compliance Officer

MAY 27 2025

SUBSCRIBED AND SWORN to before me this _____ day of _____ 20____, affiant(s) exhibiting to me their identification cards, as follows:

NAME	TAX IDENTIFICATION NO.
JAMES L. GO	124-294-200
LANCE Y. GOKONGWEI	116-312-586
ANTONIO L. GO	100-929-712
RENATO T. DE GUZMAN	127-386-444
ARTEMIO V. PANGANIBAN	106-197-693
BERNADINE T. SIY	110-255-678
MARIA CELIA H. FERNANDEZ-ESTAVILLO	144-289-419
LAURINDA R. ROGERO	235-138-924




ATTY. CLARA MARIA BEATRIZ S. CALAYAN
Notary Public for Pasig City and Pateros
Notarial Commission No. 21; Until December 31, 2026
40th Floor Robinsons Equitable Tower, ADB Ave.
cor. Poveda Road, Ortigas Center, Pasig City 1605
Roll of Attorneys No. 67849
PTR No. 10471381/01-08-2025/Makati City
IBP Lifetime Receipt No. 005239/05-17-2017/Quezon Chaple