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## Key Corporate Governance Events in 2017



The previous year saw multiple accomplishments from Meralco's Corporate Governance Office—from implementation and establishment of policies to multiple information campaigns and projects and to even supporting Meralco's corporate social responsibility arm, One Meralco.

Among the office's most noteworthy achievements include submission to the Securities and Exchange Commission (SEC) the Revised Corporate Governance Manual in line with the Revised SEC Code of Corporate Governance for Publicly Listed Companies. CGO also sought the approval by the Board of Directors of new policies including the Nomination and Election Policy and Board Diversity Policy—which were established to institute orderly process in the director selection process while ensuring the Board diversity, guaranteeing that the Board has an appropriate mix of expertise, experience, independence, and skills to encourage critical discussion and promote balanced decisions in the Company. The Related Party Transactions Committee (RPT) Charter was also approved and established to ensure that all RPTs of the Company are conducted in fair and at arms' length terms. Honesty was also added to the Company's Corporate Governance Principles, alongside Fairness, Accountability, Integrity, and Transparency, which aims to better guide Meralco in achieving excellence that goes beyond compliance.

CGO also launched multiple information campaigns over the course of the previous year, constantly and consistently releasing efforts to promote good corporate governance and responsible management practices through various channels such as desktop wallpapers, data capture devices, Workplace by Facebook, and emails; the office also developed Corporate Governance Learning Tools,

InfoVids, and updated the CG Section on Meralco's website. Among the campaigns launched by the CGO include the Gifts Policy Information Campaign which was launched through infographics such as on Sponsored Travel and Entertainment. Several Corporate Governance roadshows for Meralco's technical and business offices and CG Enhancement Sessions for the Board and Management were also conducted last year—which were platforms to echo the advocacies of the CGO in encouraging all the Company's stakeholders to do what is right and to *be right*. CGO also continued to partner with Good Governance Advocates and Practitioners of the Philippines and SharePhil in their CG Advocacy Projects and Working Sessions.

Additionally, CGO also submitted to the SEC its Annual Corporate Governance Report and successfully implemented its policies of appointing a Lead Independent Director within the Board of Directors—retired Chief Justice Artemio Panganiban was named Lead Independent Director in 2017—as well the annual Performance Assessment of the Board, Board Committee, and CEO by the Board of Directors.

Meralco upholds the highest standards of corporate governance within the Company through its policies and programs that are aligned with the Company's vision, mission, overall strategic directions, corporate objectives, and long-term goals that strive to strengthen the brand of service excellence and ethical cultures of its top management down to the ranks while adapting to the distinct Meralco business environment. The Corporate Governance Office's notable achievements mentioned are a testament to the Company's dedication to its active pursuit of further improvements in governance within the Company.