

# **BELLE CORPORATION**

## **ENVIRONMENTAL AND SOCIAL COMMITTEE CHARTER**

This Charter establishes the purpose, composition, authority, responsibilities and operations of the Environmental and Social Committee (the “Committee”).

### **1. PURPOSE**

The Committee assists and advises the Board of Directors (the “Board”) on environmental and social (Enviro-Social) activities, further strengthening the Company commitment to its mission on promoting growth and environmental sustainability, and a mutually beneficial relationship with all stakeholders grounded on integrity and respect.

### **2. COMPOSITION**

The Committee shall consist of at least three (3) members of the Board of Directors. Its members shall have adequate and competent understanding of the Company’s Enviro-Social processes.

### **3. MEETINGS**

The Committee shall meet at least two (2) times a year. The Committee may invite members of Management or others to attend meetings and provide pertinent information, as necessary.

The Committee Secretary, under the direction of the Committee Chairperson, shall prepare the agenda and provide the Committee Members advance notice of meetings, the agenda, along with appropriate briefing materials. Minutes of the meeting shall be provided to the members within days after the said meeting.

### **5. DUTIES AND RESPONSIBILITIES**

5.1. Review the adequacy and effectiveness of the Company’s policies and procedures relating to the identification, analysis, implementation, management, monitoring and reporting of opportunities for Enviro-Social endeavors.

5.2. Provide inputs on a more diverse set of Enviro-Social activities and suggestion of best practices employed by other entities.

### **6. REPORTING RESPONSIBILITIES**

6.1. Regularly report to the Board the Committee’s activities, findings, decisions, deliberations and recommendations.

6.2. Review any other reports the Company issues that relate to the Committee responsibilities.

**7. OTHER RESPONSIBILITIES**

7.1. Perform other activities related to this Charter as requested by the Board.

7.2. Review and assess the adequacy of the Committee Charter annually, requesting Board approval for any proposed changes, and ensure appropriate disclosure as may be required by law or regulation.

7.3. Evaluate the Committee's and individual members' performance on a regular basis.

**8. ANNUAL REVIEW OF CHARTER**

The Committee shall conduct an annual review of this Charter and propose any enhancements as may be deemed necessary for Board approval.

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28 February 2019

On the above date, the Board of Directors of Belle Corporation reviewed and approved this Environmental and Social Committee Charter.

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Emilio S. De Quiros, Jr.  
Chairman

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Willy N. Ocier  
Vice Chairperson

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Elizabeth Anne C. Uychaco  
Vice Chairperson

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Manuel A. Gana  
Director, President and CEO

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Gregorio U. Kilayko  
Independent Director

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Jacinto C. Ng, Jr.  
Non-Executive Director

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Jose T. Sio  
Non-Executive Director

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Amando M. Tetangco, Jr.  
Independent Director

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Cesar E.A. Virata  
Lead Independent Director

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Virginia A. Yap  
Non-Executive Director