

ACGS Level 2 – Bonus

A.1.1

Does the company practice secure electronic voting in absentia at the general meetings of shareholders?

RESPONSE

Yes. ICTSI had a secure electronic voting in absentia in the last Annual Stockholders Meeting (ASM).

Source:

[Latest SEC Form 20-IS \(“SEC Form 20-IS”\)](#)

Notice of the ASM indicate instructions on how to vote in absentia using ICTSI’s secured platform

[click to open](#)

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B.1.1

Does the company release its notice of AGM (with detailed agendas and explanatory circulars), as announced to the Exchange, at least 28 days before the date of the meeting?

RESPONSE

Yes, for the latest Annual Stockholders’ Meeting, the Notice and Agenda were sent out 28 days before the Annual Stockholders Meeting. The earliest notice was released on February 17, 2020 for the June 18, 2020 Annual Stockholders Meeting.

Source:

[ICTSI website](#)

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C.1.1

Does the company adopt an internationally recognized reporting framework for sustainability (i.e. GRI, Integrated Reporting, SASB)?

RESPONSE

Yes. The company has adopted Global Reporting Initiative (GRI) standards (Core Option) for its sustainability report. GRI is an internationally recognized reporting framework for sustainability.

Source:

[Inaugural Sustainability Report](#)
[click to open](#)

[2018 Sustainability Report Primer](#)
[click to open](#)

[2019 Sustainability Report Primer](#)
[click to open](#)

[Latest Sustainability Report](#)
[click to open](#)

D.1.1

Are the audited annual financial report /statement released within 60 days from the financial year end?

D.1.2

Does the company disclose details of remuneration of the CEO?

RESPONSE

Yes. The President/CEO's remuneration was disclosed in the Annual Report (17-A).

Source:

[Latest SEC Form 17-A \("SEC Form 17-A"\)](#)
[click to open](#)

E.1.1

Does the company have at least one female independent director/commissioner?

RESPONSE

Yes, ICTSI's female director is with its operating subsidiary in Pakistan, i.e. Pakistan International Container Terminal (PICT). Please see UN SDG 5 in the Company's Sustainability Primer. PICT is also publicly – listed in Pakistan.

Source:

[2018 Sustainability Report Primer](#)
[click to open](#)

E.1.2

Does the company have a policy and disclose measurable objectives for implementing its board diversity and report on progress in achieving its objectives?

RESPONSE

Yes. The company has a diversity policy and discloses measurable objectives for implementing its board diversity in the Revised Manual on Corporate Governance, Nomination Committee Charter and Sustainability Reports.

Sources:

[Revised Manual on Corporate Governance \(“CG Manual”\)](#)
[click to open](#)

[Nomination Committee Charter](#)
[click to open](#)

[2018 Sustainability Report Primer](#)
[click to open](#)

[2019 Sustainability Report](#)
[click to open](#)

E.2.1

Does the Nominating Committee comprise entirely of independent directors/commissioners?

E.2.2

Does the Nominating Committee undertake the process of identifying the quality of directors aligned with the company's strategic directions?

RESPONSE

Yes. The Nominating Committee undertakes the process of identifying the quality of directors aligned with the company's strategic directions, as shown by its Charter.

Source:

[Nomination Committee Charter](#)
[click to open](#)

E.3.1

Does the company use professional search firms or other external sources of candidates (such as director databases set up by director or shareholder bodies) when searching for candidates to the board of directors/commissioners?

RESPONSE

Yes. The company, through its Nominations Committee, retains professional search firms when searching for candidates to the board of directors. (See Part II, item 3)

Sources:

[Nomination Committee Charter](#)
[click to open](#)

E.4.1

Do independent non-executive directors/commissioners make up more than 50% of the board of directors/commissioners?

E.5.1

Does the board describe its governance process around IT issues including disruption, cyber security, disaster recovery, to ensure that all key risks are identified, managed and reported to the board?

RESPONSE

Yes. The Board is responsible for monitoring and evaluating the adequacy and effectiveness of ICTSI's information technology security. The governance process

around IT issues including disruption, cyber security, disaster recovery, to ensure that all key risks are identified, managed and reported to the board.

The Company, in particular, monitors its IT system availability, stewards customer data and has established a disaster recovery site.

Source:

[CG Manual](#)
[click to open](#)

[Inaugural Sustainability Report](#)
[click to open](#)

[Latest Sustainability Report](#)
[click to open](#)

E.6.1

Does the company have a separate board level Risk Committee?

RESPONSE

Yes. The Company has a separate Board Risk Oversight Committee.

Sources:

[Board Committees](#)
[click to open](#)