

Corporate Governance and Nominating Committee Charter

This Corporate Governance and Nominating Committee charter has been adopted by the Board of Directors (the “Board”) of Globant S.A., a *société anonyme* incorporated under the laws of the Grand Duchy of Luxembourg, having its registered office at 5, rue Guillaume Kroll, L-1882 Luxembourg, registered with the Luxembourg trade and companies register under number B 173 727 (the “Company”). The Corporate Governance and Nominating Committee of the Board shall review and reassess the adequacy of this charter annually and recommend any proposed changes to the Board for approval.

Purpose

The Corporate Governance and Nominating Committee of the Company shall provide assistance to the Board in fulfilling its responsibility to the shareholders, potential shareholders and investment community by:

- a. Identifying individuals qualified to become directors and selecting, or recommending that the Board selects, the candidates for all directorships to be filled by the Board or by the shareholders;
- b. Developing and recommending to the Board a set of corporate governance principles applicable to the Company;
- c. Taking a leadership role in shaping the corporate governance of the Company; and
- d. Any such other duties as may from time to time be assigned to it by the Board or are required by the rules and regulations of the Securities and Exchange Commission or of the New York Stock Exchange (the “NYSE”).

Structure and Organization

1. **Composition.** The Corporate Governance and Nominating Committee shall consist of three directors, each of whom is determined by the Board to be “independent” under the rules of the NYSE and the U.S. Sarbanes-Oxley act of 2002, subject to the phase-in rules for companies listing securities in conjunction with an initial public offering which require one independent member at the time of listing, a majority of independent members within 90 days of listing and a fully independent committee within one year

2. **Appointment and Removal.** The members of the Corporate Governance and Nominating Committee shall be appointed by the Board and shall serve until such member’s successor is duly elected and qualified or until such member’s earlier resignation or removal. The members of the Corporate Governance and Nominating Committee may be removed, with or without cause, by a majority vote of the Board. Unless a Chairman is elected by the full Board, the members of the Corporate Governance and Nominating Committee shall designate a Chairman by majority vote of the full Corporate Governance and Nominating Committee membership. The Chairman shall be entitled to cast a vote to resolve any ties. The Chairman will chair all regular sessions of the Corporate Governance and Nominating Committee and set the agendas for Corporate Governance and Nominating Committee meetings.

3. **Compensation.** The compensation of the Corporate Governance and Nominating Committee members shall be as determined by the Board. No member of the Corporate

Governance and Nominating Committee may receive directly or indirectly, any consulting, advisory or other compensatory fee from the Company or any of its subsidiaries, other than fees paid in his or her capacity as a member of the Board or a committee of the Board.

4. **Organization.** The Corporate Governance and Nominating Committee shall meet at least two times annually, or more frequently as circumstances dictate. The Chairman of the Board or any member of the Corporate Governance and Nominating Committee may call meetings of the Corporate Governance and Nominating Committee. All meetings of the Corporate Governance and Nominating Committee may be held telephonically. All non-management directors that are not members of the Corporate Governance and Nominating Committee may attend meetings of the Corporate Governance and Nominating Committee but may not vote. Additionally, the Corporate Governance and Nominating Committee may invite to its meetings any director, management of the Company and such other persons as it deems appropriate in order to carry out its responsibilities. The Corporate Governance and Nominating Committee may also exclude from its meetings any persons it deems appropriate in order to carry out its responsibilities. In fulfilling its responsibilities, the Corporate Governance and Nominating Committee shall be entitled to delegate any or all of its responsibilities to a subcommittee of the Corporate Governance and Nominating Committee.

Responsibilities

The following functions shall be the common recurring activities of the Corporate Governance and Nominating Committee in carrying out its responsibilities outlined in this Charter. These functions should serve as a guide with the understanding that the Corporate Governance and Nominating Committee may carry out additional functions and adopt additional policies and procedures as may be appropriate in light of changing business, legislative, regulatory, legal or other conditions. The Corporate Governance and Nominating Committee shall also carry out any other responsibilities and duties delegated to it by the Board from time to time related to the purposes of the Corporate Governance and Nominating Committee outlined in this Charter.

The Corporate Governance and Nominating Committee, in discharging its oversight role, is empowered to study or investigate any matter of interest or concern that the Corporate Governance and Nominating Committee deems appropriate and shall have the sole authority to retain and terminate outside counsel or other experts for this purpose, including the authority to approve the fees payable to such counsel or experts and any other terms of retention. The Corporate Governance and Nominating Committee also shall have sole authority to retain and to terminate any search firm to be used to assist it in identifying candidates to serve as directors of the Company, including sole authority to approve the fees payable to such search firm and any other terms of retention.

Board Selection, Composition and Evaluation

- a. Establish criteria for the selection of new directors to serve on the Board.
- b. Identify individuals believed to be qualified as candidates to serve on the Board and select, or recommend that the Board select, the candidates for all directorships to be filled by the Board or by the shareholders at an annual or special meeting. In identifying candidates for membership on the Board, the Corporate Governance and Nominating Committee shall take into account all factors it considers appropriate, which may include (a) ensuring that the Board, as a whole, is diverse and consists of individuals with

various and relevant career experience, relevant technical skills, industry knowledge and experience, financial expertise (including expertise that could qualify a director as a “financial expert,” as that term is defined by the rules of the SEC), local or community ties and (b) minimum individual qualifications, including strength of character, mature judgment, familiarity with the company's business and industry, independence of thought and an ability to work collegially. The Corporate Governance and Nominating Committee also may consider the extent to which the candidate would fill a present need on the Board.

- c. Review and make recommendations to the full Board, or determine, whether members of the Board should stand for re-election. Consider matters relating to the retirement of members of the Board, including term limits or age limits.
- d. In the case of a Director nominated to fill a vacancy on the Board due to an increase in the size of the Board, recommend to the Board the class of directors in which the director-nominee should serve.
- e. Evaluate candidates for nomination to the Board, including those recommended by shareholders. In that connection, the Corporate Governance and Nominating Committee shall adopt procedures for the submission of recommendations by shareholders as it deems appropriate.
- f. Conduct all necessary and appropriate inquiries into the backgrounds and qualifications of possible candidates.
- g. Consider questions of independence and possible conflicts of interest of members of the Board and executive officers, and whether a candidate has special interests or a specific agenda that would impair his or her ability to effectively represent the interests of all shareholders.
- h. Review and make recommendations, as the Corporate Governance and Nominating Committee deems appropriate, regarding the composition and size of the Board in order to ensure the Board has the requisite expertise and its membership consists of persons with sufficiently diverse and independent backgrounds.
- i. Oversee evaluation of, at least annually, and as circumstances otherwise dictate, the Board and management.

Corporate Governance and Nominating Committee Selection, Composition and Evaluation

- j. Recommend members of the Board to serve on the committees of the Board, giving consideration to the criteria for service on each committee as set forth in the charter for such committee, as well as to any other factors the Corporate Governance and Nominating Committee deems relevant, and where appropriate, make recommendations regarding the removal of any member of any committee.
- k. Recommend members of the Board to serve as the Chair of the committees of the Board.
- l. Establish, monitor and recommend the purpose, structure and operations of the various committees of the Board, the qualifications and criteria for membership on each

committee of the Board and, as circumstances dictate, make any recommendations regarding periodic rotation of directors among the committees and impose any term limitations of service on any committee of the Board.

- m. Periodically review the charter, composition and performance of each committee of the Board and make recommendations to the Board for the creation of additional committees or the elimination of committees of the Board.

Corporate Governance

- n. Review the adequacy of the articles of association of the Company and recommend to the Board, as conditions dictate, that it proposes amendments to the articles of association for consideration by the shareholders.
- o. Develop and recommend to the Board a set of corporate governance principles and keep abreast of developments with regard to corporate governance to enable the Corporate Governance and Nominating Committee to make recommendations to the Board in light of such developments as may be appropriate.
- p. Review policies relating to meetings of the Board. This may include meeting schedules and locations, meeting agendas and procedures for delivery of materials in advance of meetings.

Reports

- q. Report regularly to the Board (i) following meetings of the Corporate Governance and Nominating Committee, (ii) with respect to such other matters as are relevant to the Corporate Governance and Nominating Committee's discharge of its responsibilities and (iii) with respect to such recommendations as the Corporate Governance and Nominating Committee may deem appropriate. The report to the Board may take the form of an oral report by the Chairman or any other member of the Corporate Governance and Nominating Committee designated by the Corporate Governance and Nominating Committee to make such report.
- r. Maintain minutes or other records of meetings and activities of the Corporate Governance and Nominating Committee.

Annual Performance Evaluation

The Corporate Governance and Nominating Committee shall perform a review and evaluation, at least annually, of the performance of the Corporate Governance and Nominating Committee and its members, including by reviewing the compliance of the Corporate Governance and Nominating Committee with this Charter. In addition, the Corporate Governance and Nominating Committee shall review and reassess, at least annually, the adequacy of this Charter and recommend to the Board any improvements to this Charter that the Corporate Governance and Nominating Committee considers necessary or valuable. The Corporate Governance and Nominating Committee shall conduct such evaluations and reviews in such manner as it deems appropriate.