

## Procedures for Identifying and Evaluating Director Candidates

The Corporate Governance and Nominating Committee (the “**Committee**”) of the Board of Directors (the “**Board**”) of Globant S.A. (“**Globant**” or the “**Company**”) is responsible for, among its other duties, identifying and evaluating qualified candidates to become members of the Board.

The Committee recognizes the value of cultivating a Board with a diverse mix of opinions, perspectives, skills, experiences, backgrounds and personal attributes. A diverse board enables more balanced, wide-ranging discussion in the boardroom, which, we believe, enhances the Board’s decision-making processes and benefits the Company’s shareholders. As set forth in its charter, the Committee endeavors to seek qualified director candidates with diverse experience, of diverse age, gender, ethnicity, religion and national origin, and from other underrepresented groups. The Committee will consider individuals recommended by Board members, Globant’s management team, shareholders and, if it deems appropriate, a professional search firm.

All nominations to the Board will be based upon merit, experience and background relevant to the Board’s current and anticipated needs, as well as Globant’s businesses. The Committee will consider the following factors in evaluating candidates for recommendation:

- ✓ Character and integrity.
- ✓ Outstanding professional and personal reputation.
- ✓ A willingness and ability to make a sufficient time commitment to the affairs of the Company in order to effectively perform the duties of a director.
- ✓ Present and anticipated needs of the Board for particular experience or expertise, and whether the candidate would satisfy those needs, taking into consideration the qualifications of directors in office and the continued evolution of Globant’s business.
- ✓ Accomplishments of each candidate in his or her field.
- ✓ A commitment to the long-term growth and profitability of the Company.
- ✓ Relevant experience, including experience at the strategy/policy-setting level, high-level managerial experience in a complex organization, industry experience and familiarity with the Company’s business.
- ✓ Ability to exercise sound business judgment.
- ✓ Requirement for the Board to have a majority of independent directors and whether the candidate would be considered independent under NYSE rules<sup>1</sup>.

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<sup>1</sup> Pursuant to Section 303A.02 of the NYSE Listed Company Manual:

“(a) (i) No director qualifies as “independent” unless the board of directors affirmatively determines that the director has no material relationship with the listed company (either directly or as a partner, shareholder or officer of an organization that has a relationship with the company).

(ii) In addition, in affirmatively determining the independence of any director who will serve on the compensation committee of the listed company’s board of directors, the board of directors must consider all factors specifically relevant to determining whether

- ✓ Whether the candidate would be considered an audit committee “financial expert” or “financially literate” as described in NYSE listing standards and the Audit Committee charter.
- ✓ Breadth of knowledge about issues affecting the Company.
- ✓ Fit with the Company’s culture.

In the case of incumbent directors, the Committee will also review each director’s overall service during his or her current term, including the number of meetings attended, level of participation and quality of performance.

Following the Committee’s initial review of a candidate’s qualifications, one or more Committee members will interview the candidate. The Committee may arrange subsequent interviews with the Chairman of the Board, other directors and/or members of Globant’s management team.

Shareholders who wish to recommend candidates for the Committee’s consideration must submit a written recommendation to Globant’s Corporate Secretary at 37A, Avenue J.F. Kennedy, L-1855, Luxembourg. Recommendations must be sent by certified or registered mail and received by November 15th for consideration in connection with the recommendations of director candidates to be made by the Committee for the election of directors at the following year’s annual meeting of shareholders. Recommendations must at least include the following:

- ✓ Shareholder’s name, number of shares owned, period of time held, and proof of ownership.
- ✓ Candidate’s name and address.

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*a director has a relationship to the listed company which is material to that director’s ability to be independent from management in connection with the duties of a compensation committee member, including, but not limited to:*

*(A) the source of compensation of such director, including any consulting, advisory or other compensatory fee paid by the listed company to such director; and*

*(B) whether such director is affiliated with the listed company, a subsidiary of the listed company or an affiliate of a subsidiary of the listed company.*

**(b)** *In addition, a director is not independent if:*

*(i) The director is, or has been within the last three years, an employee of the listed company, or an immediate family member is, or has been within the last three years, an executive officer,<sup>1</sup> of the listed company.*

*(ii) The director has received, or has an immediate family member who has received, during any twelve-month period within the last three years, more than \$120,000 in direct compensation from the listed company, other than director and committee fees and pension or other forms of deferred compensation for prior service (provided such compensation is not contingent in any way on continued service).*

*(iii) (A) The director is a current partner or employee of a firm that is the listed company’s internal or external auditor; (B) the director has an immediate family member who is a current partner of such a firm; (C) the director has an immediate family member who is a current employee of such a firm and personally works on the listed company’s audit; or (D) the director or an immediate family member was within the last three years a partner or employee of such a firm and personally worked on the listed company’s audit within that time.*

*(iv) The director or an immediate family member is, or has been with the last three years, employed as an executive officer of another company where any of the listed company’s present executive officers at the same time serves or served on that company’s compensation committee.*

*(v) The director is a current employee, or an immediate family member is a current executive officer, of a company that has made payments to, or received payments from, the listed company for property or services in an amount which, in any of the last three fiscal years, exceeds the greater of \$1 million, or 2% of such other company’s consolidated gross revenues.”*

- ✓ A resume describing, at a minimum, the candidate's educational background, occupation, employment history, and material outside commitments (e.g., memberships on other boards and committees, charitable foundations, etc.)
- ✓ A supporting statement which describes the shareholder's and candidate's reasons for nomination to the Board and documents the candidate's ability to satisfy the director qualifications described above.
- ✓ The candidate's consent to a background investigation.
- ✓ The candidate's written consent to stand for election if recommended by the Committee and to serve if elected by the shareholders.
- ✓ Any other information that will assist the Committee in evaluating the candidate in accordance with these procedures.

The Corporate Secretary will promptly forward these materials to the Committee Chair and the Chairman of the Board. The Committee may contact recommended candidates to request additional information necessary for its evaluation or for disclosure under applicable NYSE and SEC rules, and Luxembourg laws. Shareholder recommendations are advisory and, as such, the Company is not obligated to nominate such recommended candidates for election to the Board or take any other action.

Separate procedures for the proposal of resolutions apply if a shareholder wishes to nominate a director candidate for election at a meeting of shareholders, as specified in Globant's Articles of Association. Nothing contained in this procedure supersedes any requirements set forth in Company's Articles of Association.

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