

Corporate Governance Committee report



4

meetings in 2023

At each meeting, the Committee holds an in-camera session without management present.

100% independent ✓

Committee members



Lisa de Wilde
(Chair) ✓



Mary Jo Haddad
✓



Denise Pickett
✓



Sean Willy
✓

2023 Committee highlights

Board diversity

- Building upon its success to date in creating a diverse, value-adding and effective Board, the Corporate Governance Committee recommended and the Board of Directors approved, the following updates to the Board diversity policy:
 - The gender representation target was increased from a minimum of 33.3 per cent male and female directors to a minimum of 40 per cent of each gender
 - The collective target for under-represented groups was broadened to include persons with disabilities and members of the LGBTQ2+ community
 - The target for under-represented groups was increased from two to three directors
- The Board has met all targets specified in the policy.

Indigenous relations

- Received regular reports and presentations from TELUS' Indigenous Relations team with respect to the Company's Indigenous Reconciliation Action Plan and progress thereon.

Ongoing leadership in continuous disclosure and ESG governance

- Followed best practices in its continuous disclosure and its review of the annual information circular and sustainability and ESG report
- Reviewed and monitored, on behalf of the Board, TELUS' overall approach, planning and reporting on ESG and sustainability matters
- Received presentations and reviewed reports each quarter on corporate social responsibility and environmental risk management updates, as well as reviewing and recommending to the Board the annual sustainability and ESG report
- Received presentations and reviewed reports on the Company's action plan to reduce greenhouse gas emissions and on halocarbon release mitigation efforts.

Board effectiveness

- Assessed the adequacy of representation among the directors of the skills identified in the directors' skills matrix
- Revised the directors' skills matrix to provide a more accurate description of skills required for Board effectiveness
- Noted that the current Board has adequate representation of all of the skills required
- Reviewed the current Board evaluation process and recommended revisions in order to optimize the process
- Polled the Directors to determine how Board operations could be optimized and presented recommendations for optimization to the Board.

Corporate Governance Committee report (continued)

Commitment to best practices in corporate governance

- Conducted the annual assessment of the independence and financial literacy of directors and made recommendations to the Board, which made the final determinations
- Reviewed and recommended changes to the TELUS Board Policy Manual to ensure alignment with best practices in corporate governance
- Evaluated the adequacy of our say-on-pay policy and shareholder engagement practices
- Received quarterly updates on changing laws, rules and regulations in Canada and other jurisdictions and corporate governance initiatives taken by Canadian and U.S. securities regulators and other stakeholders, developments related to diversity, ESG, climate change disclosure, and emerging best practices and their implications for the Company
- Reviewed and reported on shareholder communications received in the Board inbox on a quarterly basis, as well as any correspondence from the Board or committees sent in response to such communications
- Revised the terms of reference for the Audit Committee and the People, Culture and Compensation Committee.

Board and committee succession planning

- Conducted an annual review of the succession planning process, including selection criteria, for the Board chair
- Conducted an annual review of the succession planning process for the committee chairs
- Recommended changes to committee membership to give directors the opportunity to serve on different committees and to be exposed to different facets of the Company
- Continued consideration of future director recruitment efforts and Board requirements.

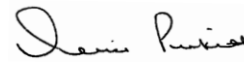
Signed, the members of the Corporate Governance Committee



Lisa de Wilde (Chair)



Mary Jo Haddad



Denise Pickett



Sean Willy