

## Charter of the Sustainability Committee, Sustainability Committee (SUST COM)

### 1. Composition and Qualifications

- 1.1 The Sustainability Committee (the “Committee”) shall be appointed by the Board of Directors (The “Board”) and consist of members as deemed appropriate by the Board. The Committee must include Board members and at least one independent director of the Company. Additionally, the Committee may comprise one or more individuals holding directorships within affiliated entities of the Group, executives of the Company or its affiliates, or external members. The Board shall designate one company director as the Committee Chair.
- 1.2 The Committee Chair and members must possess appropriate knowledge, expertise, and experience, along with a thorough understanding of their roles, duties, and responsibilities.
- 1.3 The Chief Sustainability Officer shall serve as the Committee Secretary by default.

### 2. Term of Appointment

- 2.1 Committee members who are directors of the Company or its affiliates shall serve terms concurrent with their tenure as directors, unless otherwise determined by the Board.
- 2.2 Committee members who are executives of the Company or its affiliates shall serve terms concurrent with their tenure as executives, unless otherwise determined by the Board.
- 2.3 Committee members who are external individuals, neither directors nor executives of the Company or its affiliates, shall serve terms as determined by the Board.

### 3. Duties and Responsibilities

The Committee is responsible for advancing the SCBX Group’s sustainability objectives as assigned by the Board. This involves pursuing long-term business growth while prioritizing environmental, social, and governance (ESG) considerations, particularly climate change. The Committee must ensure that business growth aligns with effective risk management, considers both positive and negative impacts on stakeholders, and operates under a robust corporate governance framework. The duties and responsibilities of the Committee include, but are not limited to:

- 3.1 Deliberate, endorse, and review policies, strategies, and the Group ESG Risk Appetite, along with the strategic direction for corporate sustainability. The Committee shall advise on integrating sustainability considerations into business strategies to enhance ESG risk management and long-term competitiveness. The approval of policies, strategies, and ESG Risk Appetite shall remain under the authority of the Board.
- 3.2 Approve targets, action plans, and budgets aimed at promoting sustainability practices in business operations and ensure alignment with the Group’s policies and strategic direction, while incorporating ESG risks and opportunities, relevant developments in regulatory and industry standards, and best practices.

- 3.3 Review and endorse operational approaches in response to incidents, complaints, or business activities that may pose ESG risks, significantly impact the Company's reputation, or hinder the corporate sustainability goals.
- 3.4 Review and endorse the sustainability report at least once a year before submission to the Board. The Committee shall periodically communicate sustainability performance and stakeholder engagement insights to the Board, as deemed appropriate.
- 3.5 Approve other reports related to sustainability operations, including those pertaining to climate change.
- 3.6 Review or approve other sustainability-related matters as assigned by the Board.
- 3.7 Oversee the structure and implementation of the Group's sustainability initiatives. The Committee may establish working groups to drive policies, strategies, and sustainability goals—including those related to climate change—into tangible results. In such cases, the Committee shall monitor and supervise the action plans and performance of these working groups.
- 3.8 Cultivate an organizational culture that promotes sustainability-related knowledge and expertise among executives and employees at all levels to ensure the effective implementation of the Group's sustainability initiatives.

In fulfilling its responsibilities, the Committee is entitled to collaborate with relevant sub-committees based on their respective duties and responsibilities.

#### **4. Meetings and Voting**

- 4.1 The Committee shall meet at least four times a year or more frequently as circumstances dictate. The meetings must be convened by the Committee Chair. If the Committee Chair is absent or unable to perform their duties, a designated representative may call the meeting on their behalf.
- 4.2 If deemed necessary by the Committee Chair, meetings may be conducted electronically in compliance with applicable legal requirements.
- 4.3 Committee members shall attend no less than 75% of the total annual meetings.
- 4.4 A quorum for Committee meetings requires the attendance of no less than half of the Committee members, including those attending in person and via electronic means.
- 4.5 The Committee Chair shall preside over meetings. If the Committee Chair is absent or unable to perform their duties, the attending members shall elect one amongst themselves to chair the meeting.
- 4.6 Committee resolutions shall be taken by a majority vote of the attending members, each having one vote. In the event of a tie, the chair for that meeting will cast the deciding vote. Members with conflicts of interest on a particular matter must abstain from voting on that issue.
- 4.7 Committee resolutions may be documented in written form or electronically via email.
- 4.8 The Committee Secretary shall prepare the meeting minutes and maintain relevant records of the meetings.