

HALLENSTEIN GLASSON HOLDINGS LIMITED

SUSTAINABILITY COMMITTEE CHARTER

The Hallenstein Glasson Holdings Limited (*HGHL*) sustainability committee (the *Committee*) is a committee of the board of HGHL (the *Board*). It is appointed by, and responsible to the Board.

The Committee is established to assist the Board in discharging its responsibilities with respect to sustainability strategy and reporting, and HGHL's climate-related disclosures, as well as other sustainability matters arising out of the activities of HGHL and its subsidiaries (the *Group*) from time to time.

1 RESPONSIBILITIES

The main responsibilities of the Committee are as follows.

- 1.1 Monitoring the execution and effectiveness of HGHL's sustainability initiatives to ensure they align with HGHL's strategy.
- 1.2 Addressing material sustainability risks and opportunities facing the Group.
- 1.3 Monitoring HGHL's performance against the agreed sustainability metrics, commitments and targets, and providing recommendations to the Board for consideration/approval.
- 1.4 Reviewing HGHL's sustainability reporting, and providing recommendations to the Board on HGHL's sustainability reporting for consideration/approval.
- 1.5 Reviewing HGHL's climate-related disclosures, and providing recommendations to the Board on such disclosures for consideration/approval.
- 1.6 Understanding existing and pending laws/regulations relating to sustainability issues, and how such laws/regulations may affect the Group.
- 1.7 Reviewing HGHL's sustainability reporting to shareholders, including any commentary in HGHL's annual reports.

2 MEMBERSHIP

- 2.1 The Committee is appointed by the Board, and will comprise members of the Board and/or the HGHL senior executive team.
- 2.2 There will be at least three members of the Committee and at least one member will be a non-executive HGHL director. The Group CEO and the Group CFO will be members of the Committee.

- 2.3 The Board will appoint a chairperson of the Committee (the *Chairperson*) which may be the chairperson of the Board. The Chairperson will be appointed (or reappointed) on an annual basis.

3 MEETINGS

- 3.1 The Committee will meet at least twice in each HGHL financial year, and as more frequently as required to carry out its responsibilities in a timely manner.
- 3.2 A quorum for a meeting of the Committee is a majority of members attending the meeting.
- 3.3 All HGHL directors have a standing invitation to attend any meetings of the Committee.
- 3.4 The Committee may invite any person it considers appropriate to attend all or part of any meeting of the Committee.
- 3.5 The Chairperson will regularly report back to the Board on all key points discussed during each Committee meeting, the decisions taken by the Committee, and the recommendations of the Committee to the Board.
- 3.6 Minutes of all Committee meetings will be recorded and circulated to the Board on a timely basis.

4 ACCESS

The Committee will have unlimited access to HGHL's external auditors and senior management, to other employees of the Group, and to HGHL's financial and legal advisors. The Committee may consult independent experts where it considers it necessary or appropriate in order to carry out its duties.

5 ACCOUNTABILITY TO THE BOARD

The Board annually reviews the Committee's performance in terms of its responsibilities as set out in this charter.

6 DISCLOSURE

A copy of this charter is maintained on HGHL's website at www.hallensteinglasson.co.nz.

7 REVIEW OF CHARTER

This charter was reviewed and approved by the Board in October 2024, and will next be reviewed in October 2025.